



Minutes: Board of Management, Additional Meeting (2019-2020)

Monday July 27, 2020 6:30 -8:30 PM, Virtual via Webex

Board Members

Chair: David Morris	Sarah Zerihun (absent)	Paul Noble (absent)
Vice Chair: Pam Hrick	Tom Warner	Tom Spence
Secretary: Paul Jonathan Saguil	Michael Cherny	Biko Beuttah (absent)
Treasurer: Marco Calabretta-Duval		
Ex-Officio: Councillor, Kristyn Wong-Tam (absent)		

The 519

Executive Director	Maura Lawless
Senior Director, Programs and Community Service	Becky McFarlane
Director Strategic Communications and Executive Planning	Soofia Mahmood
Director of Philanthropy	Stacy Kelly
Director of Public Interest and Legal Initiatives	Justin Khan
Director of Finance	David Young

Item	Minutes
1	<p>Welcome and Introductions David Morris opened the meeting at 6:31 pm, welcomed everyone, and delivered land acknowledgement.</p> <p><i>We acknowledge the land we are meeting on is the traditional territory of many nations including the Mississaugas of the Credit, the Anishnabeg, the Chippewa, the Haudenosaunee and the Wendat peoples and is now home to many diverse First Nations, Inuit, and Metis peoples. We also acknowledge that Toronto is covered by Treaty 13 with the Mississaugas of the Credit.</i></p>
2	<p>Approve Agenda David Morris requested the Board to review agenda for the Board Meeting of Monday, July 27, 2020.</p> <p>MOTION 2.1: David Morris presented the motion to approve the agenda for the Board Meeting of Monday July 27, 2020.</p> <p>Moved by: Paul Jonathan Saguil Seconded by: Tom Warner That the Board approved agenda as amended for the Board Meeting of Monday, July 27, 2020 Recorded vote: Unanimous David Morris Pam Hrick Marco Calabretta-Duval</p>



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	<p>Paul Jonathan Saguil Michael Cherny Tom Warner Tom Spence</p> <p>Decision carried</p>
3	<p>Approve Meeting Minutes David Morris requested the Board to review minutes for previous Board Meetings:</p> <p>3.1 Minutes for Board Meeting of February 24, 2020 3.2 Minutes for Special Board Meeting of June 8, 2020 3.3 Minutes for Board Meeting of June 8, 2020 3.4 In-camera minutes for Board Meeting of June 8, 2020</p> <p>Amendments:</p> <ul style="list-style-type: none">- Minutes for Special Board Meeting of June 8, 2020 and Minutes for Board Meeting of June 8, 2020: Correction of Treasurer name.- Minutes for Special Board Meeting of June 8, 2020: Correction: incomplete sentence, item #2. <p>MOTION 3.1 – 3.3: To approve minutes (items 3.1 to 3.3) for Board Meetings of February 24, 2020 and June 8, 2020 and for Special Meeting of June 8, 2020 as amended. Moved by: Tom Spence Seconded by: Michael Cherny That That the Board approve minutes for Board Meetings of February 24, 2020 and June 8, 2020 and for Special Meeting of June 8, 2020 as amended. Recorded vote: Unanimous David Morris Pam Hrick Marco Calabretta-Duval Paul Jonathan Saguil Michael Cherny Tom Warner Tom Spence Decision carried</p> <p>MOTION 3.4: To approve In-camera minutes for Board Meeting of June 8, 2020 Moved by: Paul Jonathan Saguil Seconded by: Marco Calabretta-Duval</p>

	<p>That That the Board approve In-camera minutes for Board Meeting of June 8, 2020</p> <p>Recorded vote: Unanimous David Morris Pam Hrick Marco Calabretta-Duval Paul Jonathan Saguil Michael Cherny Tom Warner Tom Spence</p> <p>Decision carried</p>
<p>4</p>	<p>Declaration of Conflict of Interest(s) David Morris confirmed no conflict of interest declared.</p>
<p>5</p>	<p>Chair Report /Executive Committee – David Morris</p> <p>5.1 Verbal report</p> <ul style="list-style-type: none"> • Gay Games 2026 Organizing Committee has expressed interest in having The 519 as the Charity of choice and an advocacy and community engagement partner for the games. Maura Lawless and David Morris have duly made the required submission. • David Morris will not be seeking the chair position of the Board for the next term, expressed his gratitude, and assured his continued support. <p>MOTION 5.1: NA</p> <p>5.2 Resignation of Shazia Vlahos (effective March 31, 2020)</p> <p>5.3 Appointment of new Chair and Vice-Chair of Strategic Program Planning (SPP) Board Committee (effective March 31, 2020)</p> <p>MOTION 5.2 & 5.3: Board accept Shazia Vlahos’s resignation from The 519 Board of Management effective March 31, 2020 and approve the appointment of Sarah Zerihun as the new chair, and Tom Warner as the Vice-Chair of Strategic Program Planning (SPP) Board Committee effective March 31, 2020.</p> <p>Moved by: Michael Cherny Seconded by: Marco Calabretta-Duval</p> <p>That the Board accept Shazia Vlahos’s resignation from The 519 Board of Management effective March 31, 2020 and approve the appointment of Sarah Zerihun as the new chair and Tom Warner as the Vice-Chair of Strategic Program Planning (SPP) Board Committee effective March 31, 2020.</p> <p>Recorded vote: Unanimous</p>



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	<p>David Morris Pam Hrick Marco Calabretta-Duval Paul Jonathan Saguil Michael Cherny Tom Warner Tom Spence Decision carried</p>
<p>6</p>	<p>Executive Director Report – Maura Lawless</p> <p>6.1 -Verbal Update We are continuing to escalate the issue of qualifying for wage subsidy as a registered charity and are in touch with City Manager’s office and CRA for final determination. At this time City Legal indications suggest that The 519 as a municipal agency is not eligible for the federal wage subsidy which is very disappointing considering the financial impact of the loss of revenue because of the cancellation of Pride events and the required closure of the our social enterprises due to COVID-19.</p>
<p>Agency Business</p>	
<p>7</p>	<p>7.1 Staff Update</p> <p>7.1 Programs & Services Update – Becky McFarlane</p> <ul style="list-style-type: none"> • An update of our work and operations since March 13, 2020 during stage 1 of COVID19. • Through the initial months of the pandemic, we implemented an essential service model that allows staff to either work remotely or work onsite. • The organization is facing significant revenue loss due to cancellation of Green Space and the elimination of our FABARNAK café and restaurant revenue streams as well as most of the revenue we earned through our Education and Training department. • The organization’s leadership team has focused the last several months on securing additional resources and working with funders to redeploy resources to support our operations. • As of July 26, 2020 we moved to a new model that seeks to continue and expand to provide emergency support to our local community, including a daily meal service, access to our clothing window, and access to basic needs and harm reduction supplies. • It is important to ensure we are providing onsite crisis support and settlement services and will rotate remote staff into onsite roles to ensure enhanced service delivery for marginalized and vulnerable communities. • We will use existing positions to continue our frontline essential service work through a variety of basic need and drop-in programs.

	<ul style="list-style-type: none"> • We will begin to open our community drop-in and engagement programs to a limited number of participants based on TPH / social distancing requirements – all programs will run out of our ground floor and will be accessed off the back of the building. • We will continue to deliver legal support, virtual counselling, and settlement supports while also maintaining in person counselling and settlement support Monday-Friday. All our onsite services will be accessed through the front of the building through a controlled entry model with appropriate health and safety measures in place. • We are working with community partners in the downtown east to support programming partnerships and shared resource models to best meet the needs of our communities. • We continue to offer education and training fee-for-service workshops virtually and have begun to explore alternate revenue generating options – including consulting services – that will support the business model longer term.
Committee Business	
<p>8</p>	<p>Finance Committee Update - Marco Calabretta-Duval (Chair) / David Young (Director Finance)</p> <p>8.1 Audited Financial Statements 2019</p> <p>The 519 Board Finance Committee reviewed the Draft Audited Financial Statements for the year ended December 31, 2019 at an informal virtual meeting on July 8, 2019. The committee found no issues with the statements and are recommended for Board approval.</p> <p>MOTION 8.1: That the Board of Management approve the Draft Audited Financial Statements for the year ended December 31, 2019 as presented.</p> <p>Moved by: Marco Calabretta-Duval Seconded by: Tom Warner</p> <p>That the Board of Management approve the Draft Audited Financial Statements for the year ended December 31, 2019 as presented.</p> <p>Recorded vote: Unanimous David Morris Pam Hrick Marco Calabretta-Duval Paul Jonathan Saguil Michael Cherny Tom Warner Tom Spence</p> <p>Decision carried</p>

	<p>8.2 Committee Report – July 2020</p> <p>Finance Committee presented the 2020 Revenue Risk Summary, which is a tool developed to track progress on revenue targets for the remaining fiscal year. It includes an updated forecast for 2020 revenue and sets monthly targets for July to December 2020.</p> <p>Since the previous forecast presented in June 2020, projected revenue has increased by \$361k to \$6.08m:</p> <p>2020 Budget Forecast – July 2020 Update</p> <table border="1" data-bbox="311 655 1338 1031"> <thead> <tr> <th>\$ '000s</th> <th>Approved Budget</th> <th>Forecast Presented in June 2020</th> <th>Updated Forecast</th> </tr> </thead> <tbody> <tr> <td>REVENUE</td> <td>7,279</td> <td>5,719</td> <td>6,080</td> </tr> <tr> <td>EXPENSES</td> <td>7,318</td> <td>6,124</td> <td>6,124</td> </tr> <tr> <td>Net Operating Surplus / (Deficit)</td> <td>(\$35)</td> <td>(\$405) (subject to cost reductions strategies included from phase 1) – (otherwise \$1.2+M)</td> <td>(\$44)</td> </tr> </tbody> </table> <p>The updated projection consists of \$5.49m of confirmed funding (assigned 100% probability) and \$592k of unsecured funding (anything less than 100% probability). The unsecured funding is subject to a number of significant efforts to try and secure this funding. Each month, the Finance Committee will receive an update on this breakdown, showing the progress of revenue sources moving from uncertain to confirmed. Note these figures do not include any amount for the Canada Emergency Wage Subsidy (CEWS) as eligibility continues to be determined. The City of Toronto has yet to provide a copy of their legal opinion.</p> <p>MOTION 8.2: NA</p>	\$ '000s	Approved Budget	Forecast Presented in June 2020	Updated Forecast	REVENUE	7,279	5,719	6,080	EXPENSES	7,318	6,124	6,124	Net Operating Surplus / (Deficit)	(\$35)	(\$405) (subject to cost reductions strategies included from phase 1) – (otherwise \$1.2+M)	(\$44)
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<p>9</p>	<p>Fundraising and Philanthropy Committee Update - Paul Noble (Chair)/Stacy Kelly (Director Philanthropy)</p> <p>Motion to move in-camera: Moved by: Tom Spence Seconded by: Marco Calabretta-Duval Recorded vote: Unanimous David Morris Pam Hrick Marco Calabretta-Duval Paul Jonathan Saguil Michael Cherny Tom Warner</p>																



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	<p>Tom Spence Decision carried</p> <p>9.1 IN-CAMERA: Philanthropy Update – July 2020</p> <p>Director, Philanthropy provided an update on our philanthropic/grants acquisition strategies and objectives to date in response to the COVID-19 impacts.</p> <p>Motion to exit in camera: Moved by: Pam Hrick Seconded by: Paul Jonathan Saguil Recorded vote: Unanimous</p> <p>David Morris Pam Hrick Marco Calabretta-Duval Paul Jonathan Saguil Michael Cherny Tom Warner Tom Spence Decision carried</p> <p>MOTION 9.1: NA</p>
<p>10</p>	<p>Nominations Committee Update - David Morris (Chair)/ Maura Lawless (Executive Director)</p> <p>10.1 Nominations Committee update (verbal)</p> <ul style="list-style-type: none"> • First Nominations committee meeting on Wednesday this week. • Chair has reached out to all members whose terms are up. • Senior staff engaging with City to discuss barriers and challenges to hosting an AGM and will duly update the Committee and Board. • We will send an email report and update the Board duly.
<p>Other Business</p>	
<p>11</p>	<p>Other Business / Emerging Issues NA</p>
<p>12</p>	<p>Adjournment Adjourned</p>



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Item	Attached Documents *yellow highlight indicates in camera session where document will be available printed at the meeting
2.	2.1 Agenda: July 27, 2020
3.	3.1 Minutes Board Meeting: February 24, 2020 3.2 Minutes Special Board Meeting: June 8, 2020 3.3 Minutes Board Meeting: June 8, 2020 3.4 In-camera Minutes: June 8, 2020
8	8.1 Audited Financial Statements 2019 8.2 Finance Committee Informal Report
9	9.1 IN-CAMERA REPORT: Philanthropy Update report – July 2020