



Board of Directors
Open Meeting Minutes - Tuesday, May 27, 2025
In-person at Contact Brant or by Zoom

Present:

Chair: Patrick Parent
Treasurer: Emily Miller
Secretary: Jennifer Tonnies
Directors: Jill Esposto, Melanie Graham,
Co-Chief Executive Officer: Jane Angus and Sandra Parker
Managers: Alison Hilborn and Linda McFadyen
Executive Assistant: Cindy Landry

Regrets: Maxine Lean, Kimberly Vanderburg, Greg Hackborn

1. Call to Order

Patrick called the meeting to order at 9:00 a.m.

2. Welcome, Sandra!

Patrick welcomed Sandra.

3. Land Acknowledgement— Jane read the Land Acknowledgement.

4. Agenda - Additions, Deletions, Approval

Motion: To approve the agenda.

Emily and Jennifer. **Carried.**

5. Conflict of Interest Declarations – none

6. Approval of Minutes – April 22, 2025

Motion: To approve the agenda.

Jill and Emily. **Carried.**

7. Business Arising from Minutes

- a. AGM Public Meeting Speaker
September 23, 2025 – Walter Gretzky Municipality

Iona Skye, ISkye Consulting, – DEI, accessibility and inclusiveness. Jill will provide link information. Cindy/Sandra to follow-up.

8. Executive Reports:

- a. Chair's Report – Elizabeth's resignation
Letter received from Elizabeth regarding.

Motion: To accept the resignation from Elizabeth Abraham from the board.
Melanie and Jennifer. **Carried.**

- b. Treasurer's Report – April 30, 2025
Cindy to talk to Kelly regarding the words Revenue in Projects.

Motion: To approve the Treasurer's report as presented.
Emily and Jennifer. **Carried.**

- c. CEO's Report
Discussion regarding hiring one URS Coordinator on a contract position. We could decrease the URS respite budget and use funding from there to pay for the salary, or we could use the funds from Projects. The board is in agreement that Sandra and Jane need to find a way to do this.
Sandra suggested a Canada Summer Student grant for the future. A lot of graduating students can be on the Canada Summer Student list.

Motion: To approve the CEO's report as presented.
Melanie and Emily. **Carried.**

9. Committee Reports

- a. **Policy Review Committee – Policies and By-Laws**

Governance Policies

Several sections were discussed:

Page 6: Eligibility To be a director, a person must "live or work in the geographic area served by Contact Brant".

Direction: This statement is sufficient.

Add to 7(b): If the Director no longer lives or works in the Brant/Brantford area, they would not be eligible to continue past the next Annual Meeting.

Page 15: Board Meetings – Procedure

a. *Number of Meetings:* There shall be at least 6 regular meetings of the Board per annum.

Change to: There shall be a minimum of 6 regular meetings of the Board per annum.

In-camera Meetings: This section does not reference managers attending meetings,; however the current statement identifies people can be invited.

Direction: The current statement is sufficient.

Page 18: Financial Accountability

a. **Contracts:** “Unless otherwise directed by the Board of Directors, all deeds, transfers, assignments, contracts and obligations on behalf of the Corporation shall be signed by the Chief Executive Officer and one of the Officers of the Corporation.” In practice, the CEO signs most contracts without a Board signatory. This includes MOUs, contracts with URS Providers, Letters of Agreement for the purchase of service providers, vendor contracts, etc.

Direction: Remove the word “contracts”.

Annual Value of \$20,000 Expenditures: “The Board shall approve all commitments for expenditures with an annual value of more than \$20,000. The Board delegates authority to the Chief Executive Officer for expenditures less than an annual value of \$20,000.” URS Provider expenditures may total over \$20,000 at year-end; however, we do not know in advance what each provider may be paid. Thus, we have moved to an annual report from the CEO in April of each year summarizing the totals paid to each URS Provider, and a motion is made, “Approve the report on URS Provider payments in 2024-25, acknowledging that the total payments to some providers were over the Executive Limit of \$20,000.”

Direction: The current practice meets expectations stated in this governance policy.

Motion: To approve the revisions to the Governance Policies as presented, with the amendments made at the meeting.

Jennifer and Emily. **Carried.**

Financial Policies

The following financial policies have been revised with input from our Bookkeeper, Kelly.

- FI 01 Financial Management
- FI 02 Banking
- FI 03 Investments
- FI 04 Payment Requisition and Processing
- FI 05 Purchasing ▪ *Question:* The CEO's executive limit for purchases is \$20,000. Should this amount be reflected in the need for a Request for Proposal?

DIRECTION: Increase as long ask Kelly indicates there is not a CRA limit.

- FI 06 Staff Mileage and Expenses
- FI 07 Petty Cash
- FI 08 Payroll Processing
- FI 09 Internally Restricted Net Assets
- FI 10 Accounting for Contributions
- FI 11 Tangible Capital Assets

Motion: To approve the revision to the Financial Policies as presented with the amendments made at the meeting and clarification of amount for purchasing.

Melanie and Jill. **Carried.**

Administrative Policies

The following Administrative Policies revisions were presented:

- AD 01 Statistics
- AD 03 Risk Management
- AD 04 Cell Phones and Portable Electronic Devices

Recommendation: Approve the revisions to the Administrative Policies as presented, and with the amendments made at the meeting.

Emily and Jennifer. **Carried.**

b. Nominating Committee

We have 8 members. The minimum is 8 members and the maximum is 12 members. The Board would like to look for two more people and are especially interested in the following skills: financial, lawyer, Board experience, diversity, lived experience.

Each director is asked to think of anyone they could reach out to for an expression on interest. After this, advertise on Social Media.

- Jill will connect with Kim and Barb Rogers about foster parents.
- Larry – FASD parent from a few years ago – Linda may know who Patrick was thinking about.

Jill and Melanie are on the nominating committee.

10. New Business - none

11. Correspondence - none

12. In-Camera

Motion: To move in-camera at 9:54 a.m.

Emily and Jill. **Carried.**

13. In-camera reports - none

14. Adjournment

Motion: To adjourn the meeting at 10:11 a.m.

Jill and Melanie. **Carried.**

Next Meeting:

Tuesday, June 24, 2025, at 9:00 a.m.

This will be both our Board Meeting and our AGM Business Meeting.

Date

Chair's Signature