



**CMHA/PEEL BRANCH
Board Meeting Minutes**

**Feb 28th, 2012
6:15 P.M.**

7700 Hurontario

Present: Janine Elias Jookema (Vice-Chair)
Sandy Milakovic, CEO & Secretary
Mark Howarth
Jeanette Schepp
Jack Kamrad
Keith Ward
Gilles Paquette
Bertha Jacov, Recorder

Regrets: Frank van Nie, Hanzla Tariq, Karine Morin, Ron Dabor

1. Call to Order/Check-In

The Vice Chair, Janine Elias Jookema, called the meeting to order at 6:25p.m.

2. Board Education:

N/A

3. Approval of Agenda

MOTION: 1.2.28.12

On the motion duly moved by Keith Ward and seconded by Gilles Paquette.

IT WAS RESOLVED THAT: the Agenda be approved with the following additions:

6.13 Audit Costs 2011/2012
10.1 Health Promotion Grant
10.2 Region of Peel Recovery

Carried.

4. Declaration re: Conflict of Interest

None

**5. Approval of Minutes
(Jan 24th, 2012 Board Meeting Minutes)**

MOTION: 2.2.28.12

On the motion duly moved by Jack Kamrad and seconded by Jeanette Schepp.

IT WAS RESOLVED THAT: the minutes of the Jan 24th, 2012 Board meeting were approved with the following revisions:

Motion 2.1.24.12 – Change “were approved” to “be approved”.

6.6 Donor Development Event - If \$1,000.00 donation is reached RBC and Scotia McLeod will match the donation. Board attendance is encouraged.
- RBC to be changed to Scotiabank.

Carried.

6. Board Means

6.1 Action Items Review

Action items were reviewed, clarified and updated.

6.2 Audit Committee Report

MOTION: 3.2.28.12

On the motion duly moved by Mark Howarth and seconded by Keith Ward.

IT WAS RESOLVED THAT: the Board approve the accumulated Summary Financial Statements, for December 31, 2011 for CMHA / Peel;

And further, accept the BY-LAW for section 4.01 Audit Committee;

And further, receive the Audit Committee report from the meeting that occurred February 16, 2012.

Carried.

6.3 Nominating and Board Development

The Committee will be meeting this Thursday and will develop a recruitment strategy.

Board identified gaps:

- Limited visible minority
- No South Asian representation once Hanzla steps down
- No representation from Caledon
- Only one representative from Mississauga
- No legal representation once Ron steps down next year
- No youth representation
- Identified a need for experience in quality assurance given the requirements of the Excellent Care for All Act.

There will be 4 vacancies at the end of this year.

6.4 Staff Engagement Survey

Board recommended using the mid-range company for 2 to 3 years to gauge trending and include benchmarking.

The Board is interested in knowing what capacity the chosen company will have for a more sophisticated client engagement and staff engagement alignment.

6.5 Communication & Support

Drummond Report – Strategy Core analysis re: the report March 28th – 30th (TBC) hosted by Metamorphosis.

50th Anniversary:

- **Donor Development Event** – event was successful
- **Flyer of events** – is being created. Board asked to save the dates.

6.6 Year End Expenses in Budget for approval

MOTION: 4.2.28.12

On the motion duly moved Jeanette Schepp by and seconded by Jack Kamrad.

IT WAS RESOLVED THAT: the Board approve up to \$15,000.00 for translation and formatting of branch brochure into top 4 languages (Punjabi, Urdu, Chinese and Polish) and French (17 brochures in a total of 5 languages is 85 brochures in total).

Carried.

MOTION: 5.2.28.12

On the motion duly moved by Gilles Paquette and seconded by Mark Howarth.

IT WAS RESOLVED THAT: the Board approve up to \$30,000.00 for a consultant to initiate the Regional Resolution table for cross sector transitions.

Carried.

MOTION: 6.2.28.12

On the motion duly moved by Keith Ward and seconded by Jack Kamrad.

IT WAS RESOLVED THAT: the Board approve up to \$49,750.00 for Concurrent Disorders training designed for all CMHA direct service staff.

Carried.

MOTION: 7.2.28.12

On the motion duly moved by Jeanette Schepp and seconded by Gilles Paquette.

IT WAS RESOLVED THAT: the Board approve up to \$15,000.00 for customized training in Concurrent Disorders group work for members of the Concurrent Disorders Network.

Carried.

6.7 Integration Task Group

The report provided a summary, background information and an overview of their most recent Task Group meeting that occurred. Integration is happening across the province. Addiction and Mental Health agencies in some cases are being integrated into one entity in some LHINs. Drummond Report may also impact the direction of CMHA – Peel Branch..

Now that we have met with the 3 agencies identified as part of Round I it would be appropriate to update the LHIN to let them know we are actively having integration discussions, and what the results are to date.

Sandy met with Mimi Lowi-Young, CW LHIN CEO, regarding the Metamorphosis report. Mimi felt we needed to more actively pursue integration. Sandy to meet with Mimi on Friday regarding

the Human Services and Justice Coordinating Committee Report and Risk Reports we have commissioned. Sandy will seek informal direction and let her know about Board meeting request as a follow up to the governance meeting last June.

6.8 Governance Committee

No comments.

6.9 CEO Vacation Carryover

<p>MOTION: 8.2.28.12</p> <p style="text-align: center;">On the motion duly moved by Keith Ward and seconded by Gilles Paquette.</p> <p style="text-align: center;">IT WAS RESOLVED THAT: the Board approve up to 2 weeks vacation carried over to 2012/2013 by the CEO due to the extenuating circumstances of the accreditation.</p> <p style="text-align: center;">Carried.</p>

6.10 Update from CMHA Ontario Branch Forum

No comments.

6.11 Excellent Care for All Act

Karine and Mark were thanked for the comprehensive report and it was noted we will need to revisit this when compliance with the ECFAA is required.

6.12 CEO Succession Planning Task Group

Held in camera at the end of the meeting.

6.13 Audit Costs 2011/2012

Accreditation recommendations:

Step 1: Lawyer is approving wording for delegation of remuneration from the membership to the board at the AGM.

Step 2: Would like to see a motion approving audit costs in meeting minutes.

MOTION: 9.2.28.12

On the motion duly moved by Mark Howarth and seconded by Gilles Paquette.

IT WAS RESOLVED THAT: the Board approve the 2011/2012 audit costs at approximately \$45,500.00 and \$1,500.00 for the reconciliation return and out of pocket expenses and HST for a total of no more than \$55,000.00 as per the annual budget determined in April 2012.

Carried.

7. Ownership Linkage Update

Jeanette and Janine met 2 weeks ago to discuss actions going forward and provided an update. The focus of tomorrow's (Feb 29th) Committee meeting is orientation and to get a Terms of Reference defined.

8. EL Policy – Monitoring & Policy Change

8.1 EL #2g Communication & Support to the Board

MOTION: 10.2.28.12

On the motion duly moved by Gilles Paquette and seconded by Mark Howarth.

IT WAS RESOLVED THAT: the Board received the monitoring report for EL # 2g, Communication & Support and determined the interpretations are reasonable and that the data proves compliance.

Carried.

8.2 EL #2k Partnerships

MOTION: 11.2.28.12

On the motion duly moved by Keith Ward and seconded by Jack Kamrad.

IT WAS RESOLVED THAT: the Board received the monitoring report for EL # 2k, Partnerships and determined the interpretations are reasonable and that the data proves compliance.

Carried.

8.3 EL #2m Community Development

MOTION: 12.2.28.12

On the motion duly moved by Gilles Paquette and seconded by Mark Howarth.

IT WAS RESOLVED THAT: the Board received the monitoring report for EL # 2m, Community Development and determined the interpretations are reasonable and that the data proves compliance.

Carried.

8.4 EL #2n LHIN Reporting

MOTION: 13.2.28.12

On the motion duly moved by Mark Howarth and seconded by Jeanette Schepp.

IT WAS RESOLVED THAT: the Board received the monitoring report for EL # 2n, LHIN Reporting and determined the interpretations are reasonable and that the data proves compliance.

Carried.

MOTION: 14.2.28.12

On the motion duly moved by Keith Ward and seconded by Jack Kamrad.

IT WAS RESOLVED THAT: the Board approve the Treat at Home supplemental Q3 report.

Carried.

8.5 EL #2a Treatment of Clients

MOTION: 15.2.28.12

On the motion duly moved by Jeanette Schepp and seconded by Gilles Paquette.

IT WAS RESOLVED THAT: the Board received the monitoring report for EL # 2a, Treatment of Clients and determined the interpretations are reasonable and that the data proves compliance.

Carried.

9. Ends

N/A

10. Consent Agenda

10.1 Health Promotion Grant

MOTION: 16.2.28.12

On the motion duly moved by Jack Kamrad and seconded by Jeanette Schepp.

IT WAS RESOLVED THAT: the Board approve the Health Promotion Grant application of \$30,000.00 to support enhanced primary health care for the homeless and at risk of homelessness population.

Carried.

10.2 Region of Peel Recovery

MOTION: 17.2.28.12

On the motion duly moved by Jeanette Schepp and seconded by Jack Kamrad.

IT WAS RESOLVED THAT: the Board approve the recovery of \$68,000.00 surplus by the Region of Peel.

Carried.

11. Board Self Evaluation

- 11.1 **BSR #2d Monitoring Executive Performance** - No changes.
- 11.2 **GP #2m Governance Complaints** – No changes but the Board requested the Governance Committee review the anti-discrimination policy.
- 11.3 **BSR #2a Unity of Control** - No changes.
- 11.4 **GP #2j Cost of Governance** - No changes.

12. Next Meeting & Upcoming Agenda Items:

Mar 27th, 2012 ~ 7700 Hurontario, Community Door Boardroom

- CEO Performance Appraisal
- By-Law Changes
- Nominating and Board Development Committee Report
- Spring Retreat
- AGM

13. Volunteer Forms

All Board members that were present handed in their forms.

14. Meeting Process Review

<p>MOTION: 18.2.28.12</p> <p style="text-align: center;">On the motion duly moved by Mark Howarth and Jack Kamrad.</p> <p style="text-align: center;">IT WAS RESOLVED THAT: the Board move in camera.</p> <p style="text-align: center;">Carried.</p>

<p>MOTION: 19.2.28.12</p> <p style="text-align: center;">On the motion duly moved by Mark Howarth and Jack Kamrad.</p> <p style="text-align: center;">IT WAS RESOLVED THAT: the Board move out of in camera.</p> <p style="text-align: center;">Carried.</p>
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15. Adjournment

MOTION: 20.2.28.12

On the motion duly moved by Mark Howarth and Jack Kamrad.

IT WAS RESOLVED THAT: the Board meeting be adjourned.

Carried.

The meeting was adjourned at 9:45 p.m.

Signatures below indicate the final, approved copy of the minutes:

Frank van Nie, Chair

Sandy Milakovic, Secretary

Date: _____

Date: _____

Action Item List

NUMBER MM.YY.NN	ITEM	WHO	DUE DATE	STATUS
02.11.9	To create a monitoring report model to use going forward.	Governance Committee		
09.11.8	Meet with Sandy and Helen to review the Davidson Scholarship process.	Mark		
09.11.15	Meet re: Board Education schedule for 2011/12.	Sandy & Ron		
12.11.1	Audit Committee Role to be reviewed. Mark to contact Catherine Raso for input. Audit Committee to prepare a report for discussion by/with the Governance Committee. (including By-law section 4.01 to be amended to include "shall be comprised of at least 3 members".)	Audit Committee/ Governance Committee		In Progress
12.11.2	Look at the policy for dealing with year-end surpluses and the requirements of the M-SAA.	Governance Committee		In Progress
12.11.3	Look at EL #2e Financial Planning & Budgeting and EL #2d Financial Condition and Activities.	Governance Committee		In Progress
12.11.7	To investigate the implementation of more formal, statistically valid employee satisfaction surveys, and report on the final decision made by the CEO	Sandy		In Progress
12.11.9	Review GP #2d Chairperson's Role.	Governance Committee		In Progress
05.12.1	Establish Terms of Reference - Needs to be done for Governance Committee, Ownership Linkage Committee and Audit Committee.	Governance Committee	Mar 2012	In Progress
02.12.2	Action Items master list to be created.	Bertha		
02.12.5	Forward audit cost 2011/2012 motion to the auditors.	Sandy		
02.12.6	To revise the interpretation for #1 for EL #2g Communication & Support.	Sandy		
02.12.7	To look at #2 for EL #2g Communication & Support.	Governance Committee		
02.12.8	In future reporting for EL #2K Partnerships to provide more interpretation in the data.	Sandy		
02.12.9	To review anti-discrimination policy.	Governance Committee		
02.12.10	To review the Termination Policy.	Governance Committee		