



Minutes
Meeting of the SHIP Board of Directors via Teams
Wednesday, February 17, 2021
SHIP
969 Derry Road East, Unit 107 – Mississauga ON L5T 2J7

In Attendance: Louise Kindree - Board Chair, Brian E. Scott, Geoff Topping, Hubert Hiltz, John Williamson, Keith Ward, Moyra Vande Vooren, Randy Beyers, Tandra Acharjee

Regrets: Cory O'Handley, Peter Beck

Staff: Laurie Ridler - CEO, Chris Brown, David Marcy, Lesley Nagoda, Lina Termini, Sharon Fernandes, Thomas DiCarlo

1.0 OPENING ITEMS

1.1 Call to Order and Welcoming Remarks

The Chair welcomed board members and called the meeting to order 6:01 p.m. Sharon Fernandes was Recording Secretary.

1.2 Disclosure of Conflict of Interest

No conflict of interest was declared.

1.3 Motion to approve agenda

The agenda item to be included going forward is "Statutory Reporting"

MOTION: Randy moved to approve the agenda. Seconded by Geoff. CARRIED.

1.4 Approval of Hubert Hiltz as Board Member

MOTION: Moyra moved to approve Hubert Hiltz as a Board Member at SHIP. Seconded by Brian. CARRIED

1.5 Chairs Remarks

- The Chair welcomed Hubert Hiltz to the Board and requested the remainder of the Board Members to introduce themselves.
- SHIP will be the owners of a Motel in Orangeville. Thank you to Keith, Randy and Thomas for enabling the purchase.
- Brian, Randy and Keith are members of CHOICES Board. CHOICES is a youth shelter located in Orangeville. SHIP is responsible for providing back-office support at the cost of this organization.
- The Board Chair requested the CFO to submit a variance report on procurement to the Finance Committee twice a year.

_____ Secretary and / or _____ Chairman

1.6 Board Action Log

Recording of meetings (board/committee), legal opinion:

- Legal counsel cited that members might be discouraged to speak freely if meetings are being recorded. There might also be a legal risk attached to the recordings.
- SHIP would ultimately have to impose a very strict control over the storage and disposal of recordings.
- The Australian ICD Chapter strongly recommends against formal recording of Board Meetings.
- SHIP decided not to pursue the recording of board and committee meetings.
- Instead, the Governance Committee will explore software for recording minutes.

1.7 Statutory Reporting

There are no identifiable risks for the organization at this time. All submissions have been reported to the Ministry promptly and we comply with legislation, rules and regulations as set down by our funders.

2.0 PRESENTATION

John Williamson shared a presentation on Board Governance with the Board

3.0 CONSENT AGENDA

The consent agenda covered the following documents:

- Board Minutes – January 20, 2021

MOTION: Randy moved to approve the January 20, 2021 Board Minutes. Seconded by Tandra. CARRIED

4.0 BUSINESS OF THE MEETING

4.1 Workday of a SHIP Staff

The COO shared a staff experience story from a nurse in the High Support program at the Henderson residence.

Going forward, the Chair suggested alternating between a staff and client story at each board meeting.

4.2 CEO Report

- SHIP will be submitting a shelter RFP (request for proposal) for all the shelters in Peel Region. This will be a 7-year contract. Due on March 3, 2021
- SHIP is coordinating central intake for all the isolation and recovery centres in Peel.
- SHIP is looking at entering into a contract with the owner of Streetsville residence to ensure the safety and security of the residents.
- The Compensation Project for all directors is completed. Thomas is working on a framework on where SHIP falls within the sector remuneration band.

_____ Secretary and / or _____ Chairman

- SHIP will delay office easing office restrictions to two weeks following the provincial announcement on the status of the Stay at Home Order. We need a board member to attend the next Town Hall on Monday – Geoff has agreed to attend.
- SHIPs Board of Directors are invited to participate in a Board conversation group occurring sometime in March. Participants come together to discuss issues experienced in the community. The Board Chair has agreed to participate.
- SHIP is the process of setting up a consultation and financial services agreement with CHOICES.
- Orangeville Motel – thank you to Keith, Board Member and Thomas, CFO for all their hard work on the acquisition of this asset.

4.3 Finance and Risk Committee Report

- The committee reviewed a presentation by Grant Thornton on this year’s audit strategy for SHIP.
- The audit will be conducted allowing a material variance of 3% on SHIPs revenue as usual. I.e. anything below 3% is considered minor or immaterial.
- Grant Thornton quoted us a price of \$14,500.00 as audit fees for CHOICES.
- The CHOICES bookkeeper is behind on the accounting processes and bank requisitions were incomplete.
- SHIP will need to implement better accounting controls at CHOICES, as there are risks around unauthorized purchases and cash going missing.
- Keith, Randy and Brian will follow up with the remainder of the Choices Board to review the lack of accounting controls.
- Consolidated draft financials for SHIP will be ready for review in June.
- The BDO cybersecurity review report should be ready within the next 60 days.
- Property Tax exemption update will be ready in the next 60 days.

4.3.1 Special Board Meeting Minutes – February 11, 2021

MOTION: Keith moved to approve February 11, 2021, Special Board Meeting Minutes. Seconded by Hubie. CARRIED

4.4 Governance Update

- The Governance Committee Work Plan identifies all the duties for the Committee to complete over the year and actions resulting from the plan are reviewed at each governance meeting.
- The next meeting will be on March 9, 2021.
- The committee will be reviewing minute recording software.
- The Governance Committee Workplan was presented for Board approval.

MOTION: Geoff moved to approve the Governance Committee Workplan. Seconded by John. CARRIED

4.5 Board Work Plan

MOTION: Geoff moved to approve the Board Work Plan. Seconded by Brian. CARRIED

4.6 OHT Update

No new update

_____ Secretary and / or _____ Chairman

4.7 CHOICES

- Randy Narine, new Board Chair, has expressed concerns over the lack of policies at CHOICES.
- Randy Beyers is Treasurer and Brian Scott is Vice President on the CHOICES Board.
- From a SHIP perspective, we are offering guidance and services.
- The service agreements have not been signed yet, we are still working on finalizing the language.
- CHOICES funding is from the County of Dufferin, and private donations.
- Keith suggested that SHIP's Board should invite Randy Narine to our next meeting.

4.8 Strategic Plan

SHIP is in the 3rd year of its Three-Year Strategic Plan. The Board decide whether to tweak the current strategic plan or have a consultant come in and develop a new plan for SHIP?

- The Governance committee suggests working with the COO to determine the best route to follow.
- The final option suggested by the Board is to extend the current strategic plan for an additional year, as many of the goals remain relevant.

5.0 OTHER BUSINESS

The CEO enquired if Board Members wish to attend other community collaborative meetings, she will send out information.

Next Town Hall is on Monday the 22nd of February at 10 am. The Chair will identify a Board member to introduce.

6.0 INFORMATION ITEMS

6.1 Board Education Opportunities

No new opportunities were discussed.

6.2 Board Calendar

No update.

6.3 Next Meeting

The date of the next Board Meeting via Teams is Wednesday, March 17, 2021.

7.0 ADJOURNMENT

There being no further business brought before the Board, the meeting was adjourned at 8:00 p.m.

MOTION: Brian moved to adjourn the meeting. Seconded by Geoff. CARRIED

8.0 MEETING WITHOUT MANAGEMENT - CEO

9.0 MEETING WITHOUT MANAGEMENT

10.0 ADJOURNMENT

_____ Secretary and / or _____ Chairman



Louise Kindree
Board Chair

and / or

Peter Beck
Board Secretary

Secretary and / or _____ Chairman