

Board of Directors Meeting
Tuesday March 18, 2025 (6:00 to 8:00 pm)
VIRTUAL Meeting
Minutes
Agenda Item 2.1

Members: Arun Navaratnasingam, Brian Scott, Buruzoth Balasubramaniam, Keith Ward, Jennifer Graham, Justyn Mahanger, Lawrence D'Souza, Lori Ker, Michael Finch, Sandy Kang-Gill, Tandra Acharjee

Staff: Sharon Fernandes, Thomas DiCarlo, Lisa Neuman

Regrets: Brian Scott

1.0 OPENING ITEMS

1.1 Call to Order and Welcoming Remarks

- The Chair welcomed board members and staff, thanked them for the year and called the meeting to order at 6:04 pm. Sharon Fernandes was Recording Secretary

1.2 Disclosure of Conflict of Interest

- No changes to the disclosures of interest
- Keith will step away from the meeting if there is any monetary discussion regarding the Hart Hubs

1.3 Land acknowledgement

- The land acknowledgement was read by Jennifer Graham.

1.4 Approval of agenda

MOTION: Jennifer moved to approve item 1.4 the meeting agenda and items listed under 2.0 the consent agenda. Seconded by Tandra. CARRIED

1.5 Chairs remarks

- No remarks

1.6 Action Log

- Change: Any items on the log assigned to Lesley will now be re-assigned to the Senior Leadership Team
- Under advocacy, the Chair shared an upcoming item of learning from ICD: Strategies for effective political engagement (webinar)

2.0 CONSENT AGENDA

The Chair presented the Consent Agenda containing the following matters:

- 2.1 Approval of minutes from the Board Meeting minutes held on January 21, 2025
- 2.2 2025 year end Audit Plan

3.0 BUSINESS OF THE MEETING

3.1 SHIP Experience Story

- Director of Supportive Housing shared a story by the Central Intake and Access Team on a SHIP Client facing health challenges and homelessness. This story showcased the advocacy from the Central Intake Team to have the client housed as secure the necessary supports to live an independent life.

3.2 Board Education: Finance Governance 10.49

- The CFO prepared a presentation on financial reporting for the Board.
- This training is important for the following reasons:

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- Board members are ultimately responsible for financial reporting, even though management prepares the reports.
 - The board must oversee financial reporting to ensure resources are used correctly, obligations are met, and controls prevent fraud or errors.
 - Board members have a fiduciary duty to ensure funds are spent as required by funders and meet legal obligations, like those of the CRA.
 - Financial reporting responsibilities are shared by management, the board, and auditors. Management prepares the reports, the board oversees them, and auditors provide an independent review.
 - The board ensures financial reporting is transparent and accurate by reviewing policies, approving budgets, and checking quarterly reports and audited statements.
 - The board relies on management to prepare reports, set up internal controls, and provide financial understanding. Auditors give an independent opinion, and the board hires them and meets privately to discuss concerns.
 - The board receives quarterly budget vs. actual reports, annual audited financial statements, and budget plans to monitor performance and ensure compliance with policies.
 - When reviewing reports, the board asks questions like why there are variances, if they are caused by external factors, and what management plans to do about them.
 - The board reviews operating and capital budgets to ensure they align with the organization's goals. They also review investment and reserve fund reports to ensure financial health and future planning.
 - Procurement approvals are the board's responsibility to ensure purchases follow legal and policy requirements, provide value, and align with organizational goals.
 - To strengthen governance, board members should engage with reports, ask questions, stay updated on financial trends, attend workshops, and consider mentorship.

ACTION: Lori will consult with the Board to determine if they wish to hold an in-camera meeting with the Auditor on the audit results, rather than leaving this decision solely to the Finance Committee.

3.3 Q3 Financial Report

- We presently have a \$1.3 million dollar surplus at the end of Q3 due to University Avenue program
- We have received approval from OH to reallocate surplus funds as a one time will help reduce the surplus
- The CFO highlighted the following risks:
 - Union negotiations are still ongoing and we have not yet reached a settlement
 - Benefits cost is increasing significantly – we are moving our plan to People Corps from Manulife
 - Private Landlords | Rent Surplus: we have a landlord engagement strategy in place to reduce our rent supplement budget

3.4 Capital and Operating Budget

- We will be seeking approval from the Board on the Capital and Operating budget which is aligned with our growth strategy and strategic goals
- The budget is increased by \$9.2 million due to Dufferin Hart Hubs and the Rent Supplement in Brampton
- Health benefit cost have increased by 10%
- We have a \$506,000 funding gap with Ontario Health. We are examining internal administrative cost reduction methods as well as monetizing some of our services
- We will be advocating with OH for additional funding with a strong business case for the services we provide. If there is no opportunity for additional dollars, we may need to reduce our targets and service levels will drop

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- Not included in the budget is the HART Hub as we have not received any formal agreements from Ontario Health despite their announcement; as well as the out of the cold program in Kitchener Waterloo
 - The biggest risk or challenge with this budget remains the lack of funding from Ontario Health (OH) and Ministry of Health (MoH) and lack of funds for the HART Hub.
 - The 5 year capital budget highlights what we intend to do with our capital properties
 - 273 Main is a new build that will require an approval separate from the budget
 - 343 Lakeshore was purchased 2 years ago and underwent major renovations
 - 236 1st Street was fully reconstructed last year, no major capital is required here

MOTION: Michael moved to approve the 2025/2026 operating budget as presented. Seconded by Jennifer. CARRIED

MOTION: Keith moved to approve the 5-year capital budget as presented. Seconded by Arun. CARRIED

3.5 273 Main Street RFP Award

- The Finance and Risk Committee reviewed the Design-Build RFP for the 273 Main Street project at their February meeting.
- SHIP issued the RFP in December 2024 to meet the Region of Peel's funding requirements for the project.
- The RFP has two phases: Phase 1 covers preliminary design development, and Phase 2 covers detailed design and construction.
- Seven responses were received, with the top four proponents moving on to the price evaluation.
- The top four proponents were Bird Construction, Buttcon Limited, Fram Building Group, and VanMar Constructors.
- VanMar had the lowest overall cost, with an innovative wood-frame construction method that reduces costs and construction time.
- VanMar's team has significant experience and received positive references from previous clients.
- There were concerns about VanMar's lower pricing, but SHIP confirmed it was accurate, and Phase 1 has a fixed price.
- The board had concerns about the durability and soundproofing of wood-frame construction, but VanMar's method exceeds building code requirements.
- SHIP has not yet secured full funding but is applying for \$14 million from the Region of Peel and a \$4 million community bond raise.

MOTION: Buruzoth moved that the Board of Directors recommend that VanMar be awarded the RFP, the Acting CEO and Board Chair be authorized to sign a Preliminary Design Agreement with VanMar in the amount of \$204,857 plus HST and that final construction costs will be brought back for approval once the Preliminary Design work is completed. Seconded by Keith. CARRIED

3.6 Approval of Enterprise Risk Framework and Registry 2025/2026

- The Finance and Risk Committee reviewed the 2025/26 risk registry and recommended it to the Board for approval.
- The Board is responsible for reviewing and approving the risk registry each year, based on updated assessments.
- SHIP leadership and the Enterprise Risk Committee identified and reviewed existing and new risks for 2025/26.
- The Enterprise Risk Policy and Risk Tolerance Matrix remain unchanged from last year.
- Action plans for each risk will be presented to the committees for approval.
- Management will implement action plans and track progress, updating the Board on risk levels and completion status.

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- The risk registry includes risks like landlord-tenant relationships, staff wellness, funding gaps, capital asset management, cybersecurity, AI, and documentation execution.

MOTION: Sandy moved that the Board of Directors approve the enterprise risk policy, risk tolerance matrix and 2025/26 risk register. Seconded by Jennifer. CARRIED

3.7 Banking Signing Authority

- Due to the CEO's temporary leave of absence, a gap has arisen in the number of authorized signatories.
- Considering the CEO's absence, the signing authority has been updated to include the Director of Supportive Housing as an additional signatory up to a limit of \$100,000.00.

MOTION: Justyn moved that the Board of Directors approve the updated signing authority as presented in Appendix B and that the Acting CEO provide a letter of direction to CIBC to add the position of Director of Supportive Housing to the signing authority list. Seconded by Michael. CARRIED

4.0 OTHER BUSINESS

4.1 Multi Sectoral Accountability Agreement (MSAA)

- We have received the updated MSAA from Ontario Health (OH). The MSAA is being rolled forward to the next year with no funding increases
- The MSAA has already been signed and returned to Ontario Health

4.2 CEO Compliance Statement

- No concerns were raised with the CEO Compliance Statement

4.3 CEO Report

- The CFO highlighted the following from the report:
 - 314 Lakeshore ended up being a contaminated site and SHIP walked away from the purchase. The funds allocated by the Region of Peel for this purchase were returned and subsequently reallocated to shelter overflow
 - SHIP was one of 16 organization to receive the NEOC (Not for Profit Employer Of Choice) award
 - SHIP hosted some successful Black History month events
 - Hart Hubs are on hold until further notice from Ontario Health
 - The CFO attended and presented at the FENI conference; this opportunity provided good exposure for SHIP in front of a lot of foundations

ACTION: Lori will draft a congratulatory memo to SHIP staff on winning the NEOC certificate

4.4 Governance Committee Update

- Governance Vice Chair highlighted the following from his report:
 - Board Recruitment
 - The importance of Board Leadership succession planning
 - Board education

4.5 Quality Committee Update

- The Quality Committee highlighted the following from her report
 - QIP
 - Oversight on OHRS targets
 - Strategic Plan

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5.0 INFORMATION ITEMS

5.1 Next Town Hall: March 31, 2025 – Buruzoth will attend

5.2 Next Meeting: April 15, 2025 – In Person

5.3 Mandarin Client Lunch – March 19, 2025

5.4 Sprinterfest – March 25, 2025

6.0 IN CAMERA

MOTION: Jennifer moved to enter the in camera portion of the meeting. Seconded by Tandra.
CARRIED

6.1 Minutes from Adhoc In Camera meeting – Feb. 26, 2025

6.2 Bargaining Update

6.3 HR Update

6.3 CEO Performance & Compensation

6.4 CFO Performance & Compensation

MOTION: Jennifer moved to exit the in camera portion of the meeting. Seconded by Tandra.
CARRIED

7.0 ADJOURNMENT (What worked well / What can be improved?)

There being no further business brought before the Board; the meeting was adjourned at 8:00 pm.



Lori Ker
Board Chair

and / or



Thomas DiCarlo
Acting CEO