

**Durham Children's Aid Society Board of Directors
Minutes of the Regular Meeting of March 25, 2010**

Attendance

Present: Paul Martin (Chair)
Ted Aldridge
Rory Brush
George Gadjovich
Jodi Hewett
Ruth McCurdy
Catherine Mack
Esrick Quintyn
Bob Roche
Lisa Sarsfield
Peter Spratt
Graeme Turrell
David Wade

Regrets: Heather Boissain
Jocelyne Boissonneault
Valerie McIntyre
Audra Mihaly

Staff Present: Wanda Secord, Executive Director
Brian Prousky, Director of Services
Marna Shecter, Director of Human Resources
Martin Smith, Director of Finance & Administration
Chris MacPhee, Director of Residential Services
Brad Bain, Director of Children's Services
Shane Vieira, Manager of Communications and Fund Development
Susan McNeil, Executive Assistant to the Executive Director

Also present: Dave Humphries, Society member, Finance & Operations Committee

I. CALL TO ORDER

Paul Martin, President and Chair, called the meeting to order at 6:40 p.m.

II. APPROVAL OF AGENDA

MOTION 2010-34

MOVED by Jodi Hewett, seconded by Bob Roche, to approve the agenda as circulated.
CARRIED.

III. DECLARATIONS OF CONFLICT OF INTEREST

Paul Martin, whose spouse is an employee of the Durham Children's Aid Society, declared a possible conflict of interest with respect to some of the discussions relating to the Budget 2010-11. He did not take part in the discussion nor vote on any recommendation in connection with these matters, and absented himself from the meeting for those items.

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Vice-President Ruth McCurdy chaired the meeting for those items where Paul Martin declared a conflict of interest.

IV. APPROVAL OF MINUTES

MOTION 2010-35

MOVED by Ruth McCurdy, seconded by Peter Spratt, to approve the regular and in-camera minutes of the meeting held on February 25, 2010. **CARRIED.**

Action Registry

The Action Registry, which tracks significant decisions and actions of the Board for the current term, was included in the agenda. It was noted that all items on the action registry are completed.

V. IN-CAMERA MATTERS

MOTION 2010-36

MOVED by Ruth McCurdy, seconded by Peter Spratt, to meet in-camera for consideration of the following items:

- a report from the Executive Director's Evaluation Committee
- a recommendation from the Executive Director regarding management compensation
- a recommendation from the Executive Director regarding the judicial review process
- a presentation and recommendations concerning the 2010-11 Budget.

CARRIED.

Note: Staff and the Society member were excused from this part of the meeting, except:

- *Item re: Management Compensation – Executive Director only in attendance*
- *Items re: Judicial Review and 2010-11 Budget – Staff in attendance*

MOTION 2010-42

MOVED by Ted Aldridge, seconded by Graeme Turrell, to ratify the decisions taken during the in-camera session. **CARRIED.**

VI. DECISION ITEMS

1. Insurance Policy Renewal

The Board was advised by the Chair of the Finance and Operations Committee, David Wade, that a presentation was made to the Finance and Operations Committee immediately before the Board meeting, regarding the renewal of the Society's insurance policy with Frank Cowan/W.B. White Insurance. The insurance renewal reflects a 3% increase across the board for this year's premium. The policy renewal is due April 1, 2010.

The Finance Committee is recommending approval of the insurance renewal, however they asked for clarification or additional information about several areas. The insurance representatives agreed to follow up on these issues in writing. The Committee is recommending that the approval be contingent upon receiving satisfactory answers to these questions, including:

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- A costing to increase the limit on the Corporate Indemnification coverage, and clarification of the term “wrongful act”
- How coverage would be prioritized in a class action lawsuit against the Society
- Ensure the coverage is inclusive of privacy and identity theft issues
- Include a list of exclusions where we would not be covered
- Confirm the solvency of the companies that are providing the coverage

It was noted that a competitive quote was obtained from another insurer, but the premium was approximately twice that of the quote from W.B. White.

MOTION 2010-43

MOVED by David Wade, seconded by Ted Aldridge, to approve the renewal of the insurance policy with Frank Cowan Insurance for the 2010-11 fiscal year, subject to the provision of additional information to the Finance and Operations Committee. CARRIED.

1. President’s Report

The President, Paul Martin, presented Report No. 6 of the Executive Committee (Board Officers), dated March 3, 2010. There was one recommendation contained in the report, which was addressed earlier in the meeting during the in-camera session.

MOTION 2010-44

MOVED by Lisa Sarsfield, seconded by Jodi Hewett, to receive Report No. 6 of the Executive Committee, dated March 3, 2010. CARRIED.

2. Secretary’s Report (Board Attendance Report)

MOTION 2010-45

MOVED by Ruth McCurdy, seconded by Catherine Mack, to confirm the information contained in the Board Secretary’s report, concerning attendance at Board and committee meetings up to and including March 11, 2010. CARRIED.

3. Executive Director’s Report

MOTION 2010-46

MOVED by Peter Spratt, seconded by Ted Aldridge, to receive a report of the Executive Director contained in the agenda package. CARRIED.

4. Services Committee Report

MOTION 2010-47

MOVED by Ruth McCurdy, seconded by Esrick Quintyn, to receive Report No. 3 of the Services Committee, dated March 11, 2010. CARRIED.

Note: There were no recommendations for approval contained in the report.

5. Treasurer’s Report

The Treasurer, David Wade, presented the following report:

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- The Finance and Operations Committee met just before the Board meeting. The committee received a report from the Director of Finance advising that the agency has a cash balance of approximately \$4 million as it nears its fiscal year end of March 31, 2010. The Director of Finance is still waiting to hear from the Ministry regarding the agency's request for an advance of one-half of next March's funding allocation (March 2011). All of the agency's payroll liabilities to date have been paid.
- A recommendation from today's committee meeting, concerning renewal of the agency's insurance policy, was considered earlier in the Board meeting.
- Report No. 5 of the Finance and Operations Committee, dated February 25, 2010, was included in the agenda for information.

MOTION 2010-48

MOVED by Ruth McCurdy, seconded by Esrick Quintyn, to receive the report of the Board Treasurer, including Report No. 5 of the Finance and Operations Committee, dated February 25, 2010. CARRIED.

6. Nominating Committee Report

MOTION 2010-49

MOVED by Lisa Sarsfield, seconded by Rory Brush, to receive Report No. 1 of the Nominating Committee, dated March 1, 2010. CARRIED.

Note: There were no recommendations for approval contained in the report.

7. Child Welfare Advocacy Committee Report

The Chair of the Child Welfare Advocacy Committee, Lisa Sarsfield, presented Report No. 5 of the Committee, dated March 8, 2010. She noted that Virginia Rowden of the OACAS contacted her after the meeting, who advised that it is still the OACAS's intention to proceed with plans for a "Lobby Day" in the future. Ms. Rowden also suggested ways that the Committee could be involved in this planning, and will follow up with a letter to the committee outlining this information.

MOTION 2010-50

MOVED by Lisa Sarsfield, seconded by Ted Aldridge, to receive Report No. 5 of the Child Welfare Advocacy Committee, dated March 8, 2010. CARRIED.

VII. INFORMATION ITEMS

MOTION 2010-51

MOVED by Ruth McCurdy, seconded by Jodi Hewett, to receive information items contained in the agenda. CARRIED.

VIII. CORRESPONDENCE

MOTION 2010-52

MOVED by Ruth McCurdy, seconded by Jodi Hewett, to receive the items of correspondence contained in the agenda. CARRIED.

IX. ADJOURNMENT

MOTION 2010-53

MOVED by Lisa Sarsfield, seconded by Catherine Mack, to adjourn the meeting at 9:30 p.m. **CARRIED.**