

Minutes of the Annual General Meeting

April 13, 2021

Held virtually via Zoom webinar

Attendance Summary

Of 36 Total Members

- 22 Attended Virtually
- 1 Proxy Submitted

Non-Members in attendance

- 4 RisingOaks' Parents
- 50 RisingOaks' Employees
- 7 Guests

Total Attendees/Proxies 84

Per the RisingOaks Early Learning by-laws, a quorum of 20 members is required to transact business. The official attendance report is filed with these minutes.

1. Welcome

- Lori Prospero, CEO, welcomed members and guests to the Annual General Meeting for the period ending December 31, 2020.
- Lori offered a land acknowledgement of the Haldimund Tract, the traditional territory of the Neutral, Anishnaabeg, and Haudenosaunee peoples. This territory is covered by the Upper Canada and Haldimund Treaties.
- Noted that his land acknowledging the land is only a single, but important, step in the larger context of building relationships and ally-ship
- It was also noted that we must stand again anti-black racism and critically examine our practice, commitments, and actions to advance and realise anti-racism in our communities and programs.

2. Call to Order and Opening Remarks

- Sarah Willey-Thomas, Chair of Board of Directors called the business portion of the meeting to order at 6:38 pm.

2.1 Confirm Quorum

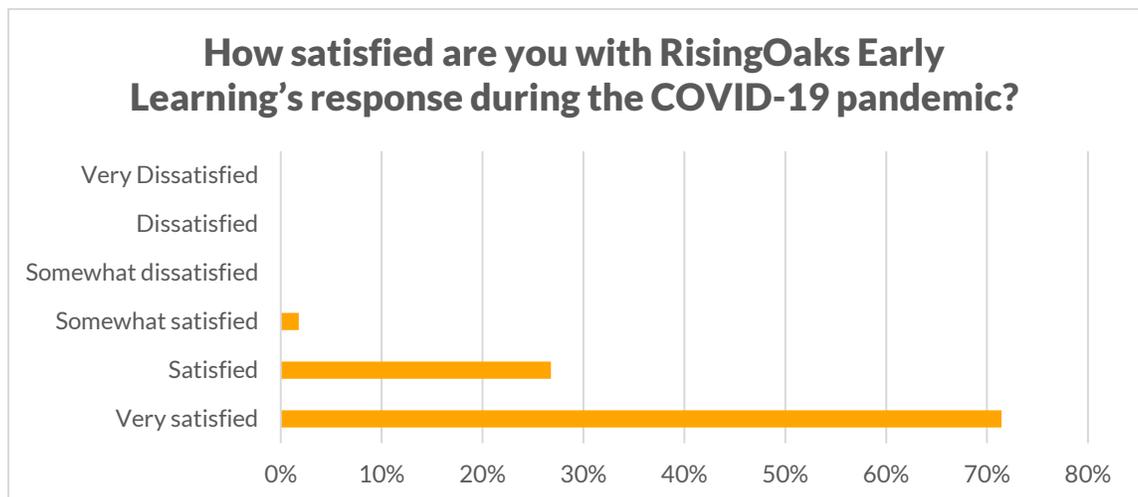
- Michele Little, HR/Admin Coordinator, confirmed that a quorum of members was present to proceed with the business portion of the meeting.

2.2 Approval of the Agenda

- Sarah noted two updates in 5.1 regarding dates.
- **Motion:** *It was moved, seconded and carried that the agenda for this annual general meeting of RisingOaks Early Learning Ontario be approved as amended.*

3. Joint Report on Governance and Operations

- The board chair and CEO provided a joint report on governance and operational achievements in 2021.
- Sarah spoke about her service as a director and most recently as chair of the board, highlighting the impact RisingOaks Early Learning (formerly Owl Child Care) has had on her family and both her personal and professional growth as a director.
- Sarah provided an overview of RisingOaks' strategic plan priorities while Lori shared highlights of the organization's progress towards achieving the goals and performance indicators. Some key highlights include:
 - Advocate for children: our advocacy work and touchpoints with government officials more than doubled in 2020 – with the school strike impacts in Q1 and then due to COVID-19 impacts. A lot of this advocacy work focused on health, safety and funding required for a safe restart of child care programs.
 - Achieve our potential: the new centre, RisingOaks Early Learning | Tartan Ave has been delayed due to COVID and is not expected to open in September 2022. The team continues to embrace pedagogical leadership with 3 members of the leadership team participating in the Pedagogist Network of Ontario. Lori also highlighted how the team was flexible and adapted quickly to COVID-19 impacts, sharing a [video](#) that highlights the organizations' resilience.
 - Strengthen our Brand: the big news in 2020 was our official name change and launch of our new visual identity for RisingOaks Early Learning Ontario.
- As part of this section, members, parents and staff were asked to rate their satisfaction with RisingOaks' response to the COVID-19 pandemic thus far:



- Participants were also asked to consider their connection to RisingOaks Early Learning, sharing one word in the chat to express that connection & relationship.
- On behalf of the board and management, Sarah thanked the members, parents, employees and our community partners who make it possible for RisingOaks Early Learning to support each child to realize their potential.
- Questions were invited from the floor.
 - Q: Please describe your strategic priorities and expected changes for the coming year
 - A. Our next strategic plan is in development and will include input from a wide variety of stakeholders. More details will be shared later this year, and we will unveil the new strategic plan at the next AGM.
 - Q. How has the name change been a benefit to the organization so far?
 - A. It is something we can talk about in the community, which increases the brand recognition and reputation. There has been good uptake in our government relations work, which continues to allow us to focus messaging on early learning. It also helps us move organization forward towards our strategic goals. Overall we have received a lot of positive feedback. Our new website and messaging, tone and content is resonating with people – both professionals in the sector, and parents.

4. Ratification of General Operating By-Law No. 2

- Karen McIlroy, Vice Chair of the board, introduced some by-laws revisions.
- It was noted that due to the change in our legal name, the By-Laws of the corporation required updating. In accordance with the current General Operating By-Law Number 1, the revised General Operating By-Law Number 2 was approved by the Board of Directors at its March 9 meeting.
- The changes made to the by-laws were simply to replace the name Owl Child Care Services of Ontario with RisingOaks Early Learning Ontario. There were no fundamental changes proposed to the by-laws.
- The board approved General Operating By-Law Number 2 on March 9 and the Members are asked to confirm the changes.
- Questions were solicited from attendees. There were none.
- **Motion:** *It was moved, seconded and carried that the members of RisingOaks Early Learning Ontario confirm the General Operating By-Law No. 2, as presented and approved by the board of directors on March 9, 2021 and in doing so the members repeal the General Operating By-Law No. 1.*

5. Treasurer's Report

- Doug Laginskie, Treasurer, provided highlights of RisingOaks Early Learning's financial position in 2020.
- The budget projected a deficit of \$90,000
- 42% of revenue in 2020 came from family fees, compared to 77% the prior year.
- Funding from the region was at 23%, up from 14% the prior year due to some stabilization and safe restart funding received in the last quarter of 2020.

- The saving grace for 2020 was funding received from the Canadian Emergency Wage Subsidy – over \$3 million. This line also includes a \$50,000 COVID-19 insurance claim.
- Total compensation accounted for 82% of our expenses, compared to 74% in 2019 due to additional staffing required for screening, cleaning and delivering children to and from their classrooms.
- Overall, despite sustainability and safe restart funding, the impacts of COVID-19 on both our operations and investments resulted in an overall operational deficit of (\$2,231,208).
- However, the federal wage subsidy program covered most of our wage expenses that typically family fees would cover. As result, we closed 2020 with a surplus of just over \$1 million dollars.
- Throughout the pandemic, RisingOaks has remained focused on the health of the organization, and continues to mitigate and monitor risks, and adjust to the financial implications of the pandemic.
- Looking forward, the board of directors has approved the 2021 budget with a \$1 million dollar deficit. This includes all known funding, including wage subsidy, at the time the budget was approved in December and is mainly due to the cost of additional staffing to meet enhanced health and safety requirements and program vacancy rates. While full-day infant, toddler and preschool programs have mostly returned to pre-COVID levels, school-age enrolment is averaging just 25% of its normal operating capacity.
- To safeguard the organization, the board has created a new internally restricted fund – the Pandemic Recovery Fund - with a balance of \$1,000,000 to support ongoing pandemic-related costs.

5.1. Questions Arising

- Upon completion of the financial presentation, the treasurer opened the floor for questions. The following questions were asked by members, parents and/or staff.
 - Q: Are you considering refunding fees for children in quarantine – not from voluntary travel.
 - A. When an entire room or centre is closed, we can apply for room closure funding, which allows RisingOaks to pay staff and not charge parent fees. Though this funding does not cover all COVID-19 related absences. Unfortunately, when we don't receive funding to offset those costs, fees are still charged in those cases.
 - Q: Will summer camp be affected if Emergency Child Care is still in place?
 - A. Currently working with the Region on Emergency Child Care. The sense is that there will be a summer camp, with additional protocols. We will continue to monitor and provide updates as we are able.
 - Q: Closures for virtual learning days – why are fees charged?
 - A. Schools are closing on school closure and bus cancellation days. While parents were worried that there would be more closure days, the numbers have been low with only 2 days in February. Some of the COVID-19 specific funding we received allows us to credit parent fees

for these days. Those credits - for this year only – will be applied to the April 15 invoice.

- Q: Where was the \$1,000,000 in expense savings vs budgets?
 - A. It's not so much of an expense savings as it is about the funding received. Wages would normally be covered by parent fee revenue. This year, thanks to CEWS and other funding, most of our wage costs were covered and this resulted in a surplus.
- Q. If the \$1,000,000 Pandemic Recovery Fund ends up being too conservative, or if additional revenue is obtained, will RisingOaks look to provide one-time fee relief or one-time fee refunds?
 - A. As a registered charity we need to be mindful of what could be perceived as profit-sharing. All revenue received must be used for eligible purposes. However, some COVID-19 specific funding may allow for reimbursement of parent fees for COVID-19 specific reasons. The board will be reviewing such options. Alternatively, the board may choose to lower the annual fee increase for the next year as a way to help off-set parent fees.

5.2. Approval of the 2020 Audited Financial Statements

- **Motion:** It was moved, seconded and carried that the Members of RisingOaks Early Learning Ontario approve the audited financial statements for the year ending on December 31, 2020, as presented.

5.3. Appointment of the Auditors

- **Motion** it was moved, seconded and carried that the Members of RisingOaks Early Learning Ontario appoint BDO LLP Canada as the auditors for the fiscal year ending December 31, 2021.

6. Report of the Nominating Committee

- Amanda Stevens and Teresa Godglick, co-chairs of the nominating committee, presented the nominating committee's report. Amanda reviewed the process outlined in the by-laws for recruitment and selection of directors.

6.1. Presentation of the Board-Recommended Slate of Nominees

- For the 2021 year, RisingOaks Early Learning received 8 applications to fill 4 vacancies. After a rigorous screening process, the committee proposed a Slate of Nominees which was approved by the board on March 9, 2021.
- The nominees were introduced as their bio was read.

6.2. Election of Directors for 2020-21

- **Motion:** it was moved, seconded and carried that the members of RisingOaks Early Learning Ontario elect the four (4) individuals (Erin Mikha, Jennifer Tieu, Jessica Ronzio, Julia Klann) on the Board Recommended Slate of Nominees, as presented, to serve as directors on RisingOaks' board for a 2-year term from April 2021 to April 2023.

- Teresa congratulated the new directors and introduced the full board of directors for 2021-22.
 - Alisha Michiels,
 - Amanda Stevens,
 - Doug Laginskie,
 - Erin Mikha,
 - Jennifer Tieu,
 - Jessica Ronzio,
 - Julia Bloom,
 - Julia Klann,
 - Karen McIlroy,
 - Tracey Murray, and
 - Xenios Ioannou.

7. Board appreciation

- The board chair and vice chair recognized four directors who are completing their term: Brett Bigger, Paul Botros, Teresa Godglick and Sarah Willey-Thomas. Each will be presented with a small token of appreciation after the meeting.
- Sarah Willey-Thomas was appointed to the prestigious Chairs' Circle of Excellence. This award was introduced in 2013 to recognize a director's sustained commitment and outstanding contribution to RisingOaks Early Learning for a minimum of four-years. Recipients have provided effective leadership and demonstrated growth in governance, mentoring future leaders. Karen, on behalf of the board, thanked Sarah both for her exemplary leadership.

8. Learning Moment

- Kristine Parsons, RisingOaks' director of operations, provided a mini session for parents and members on *Relationality: Children's Relationship with Materials*.

9. Employee Awards Presentation

- Kristine Parsons, director of operations, noted that the AGM is a great opportunity to recognize and thank our employees. Typically, both Awards of Excellence and Long-service Awards would be presented at the AGM. However, the team has chosen to not present Awards of Excellence this year. This provides an opportunity to engage the wider team in exploring what recognition looks like and to create an awards program for and with the full employee team.

- Lori Prospero and Kristine Parsons presented the 2020 long-service awards to 19 deserving employees.

Five Years:

- Alyssa-Marie Crane
- Candice Reiner
- Alyssa Williams
- Rachel Duimering
- Lina Vasquez
- Mary Pearson

Ten Years:

- Brittany Huffman
- Kathy Dunk
- Brittany Hill

Fifteen Years:

- Brittany Huffman
- Kathy Dunk
- Brittany Hill

Twenty Years:

- Susan Eggleston
- Dave Eales

Twenty-Five Years:

- Patti Gear
- Judy Sgarbossa

Thirty Years:

- Kristine Parsons

Thirty-Five Years:

- Brenda Kennedy
- Kathleen Verbeke

10. Closing Remarks

- Sarah thanked the members, staff and RisingOaks Early Learning families for attending; for being engaged in the work of RisingOaks.
- There being no further business, the Annual General Meeting concluded at 8:00 pm.

These minutes were approved by the board of directors on May 11, 2021 and now form part of the Public Record for RisingOaks Early Learning Ontario.

Original copy signed by Board Secretary