

Board of Directors' Meeting Minutes

November 9, 2021
6:30 pm – 9:30 pm
via Zoom video Conference

Present:

- Alisha Michiels, Secretary
- Amanda Stevens, Vice-Chair
- Doug Laginskie, Director
- Erin Mikha, Director
- Jennifer Tieu, Director
- Jessica Ronzio, Director
- Julia Bloom, Treasurer
- Julia Klann, Director
- Karen McIlroy, Chair
- Lori Prospero, CEO
- Tracey Murray, Director

Regrets: None

Guests: None

1. Welcome

- Karen welcomed everyone to the meeting, and Jessica began with a land acknowledgement.

2. Connection Activity

- Lori led the Board through a connection activity.

3. Call to Order

- The meeting was called to order at 6:48 pm by Chair Karen McIlroy.
- 3.1. Confirm Quorum*
 - Quorum was confirmed.
- 3.2. Confirm minute taker.*
 - Alisha, as board secretary, was confirmed as the minute taker.
- 3.3. Identification of Conflicts of Interest*
 - No conflicts of interest declared

4. Approval of the Agenda

- Added item 6.4 Motions Carried Electronically to the agenda.
- **MOTION:** *It was moved, seconded and carried that the agenda for this November 9, 2021 Meeting of the Board of Directors be approved as amended.*

5. Strategic Discussion

5.1. Strategic Planning Debrief

- The Board reviewed the strategic planning think tanks and work complete to date.
- Appreciated the collaboration, engagement and discussion throughout the strategic planning process
- Will form a working group or steering committee to fine tune the strategies and strategic goals and begin to consider how we might measure success.
- Committee will bring a draft plan back to the January 11 meeting.

5.2. Diversity, Equity and Inclusion Moment

- Reviewed the principles for creating a brave space for courageous conversations
- The Board watched the 2nd video in the 3-part series, Challenging Systemic Racism: The Equity Lens, to guide discussion on DEI, and had a discussion on equity, equality, and representation.

5.3. Forecast

- The board reviewed the updated forecast for the year, projecting a significant surplus at year end, representing a significant change from our approved \$1,000,000 deficit budget
- Much of this has to do with funding that was unknown at the time of budgeting

5.4. In Camera Session

- **MOTION:** *It was moved, seconded and carried that the Board of Directors enter into an In Camera Session at 7:42pm to discuss private employment matters.*
- **MOTION:** *It was moved, seconded and carried that the Board of Directors return to Open Session at 8:40pm.*

5.5. Budget 2022

- The 2022 budget projects a deficit of \$679,000, prior to any scenarios being considered.
- Board discussed a number of items, including fee increase for 2022, and a cost of living allowance (COLA) increase to staff salaries.
- The board weighed the pros and cons of many options for the budget, balancing many key considerations including affordability for families and decent work and professional pay for staff

5.6. Budget Approvals

- **MOTION:** *It was moved, seconded and carried that the board of directors approve a fee increase of 4.5 % for the full-day programs and a \$10/week increase for summer camp, effective January 1, 2022 with rates as follows:*
 - *Infant - \$82.25/day*
 - *Toddler - \$59.32/day*

- *Preschool - \$53.48/day*
- *Jr. Camp - \$235/week*
- *Sr. Camp - \$250/week*
- The Board directed Lori to provide 45-day written notice to families of this fee increase, and bring to the Board a recommendation for any fee increases for school-age programs in the spring
- **MOTION:** *It was moved, seconded and carried that the board of directors approve the 2022 budget with a projected deficit of \$(717,471), as presented with the agreed upon scenarios attached in confidential memo to be circulated to the board, senior leadership team and cc'd to the auditor with these meeting minutes.*

6. Routine Business

6.1. COVID-19 Response

- Management briefly provided an update on our COVID-19 Response and the Mandatory Vaccination policy, including the % of staff are who are fully vaccinated and next steps for those who are not ahead of the November 30 deadline.
- At the September Board Meeting, the Board approved a motion to request parents voluntarily disclose their vaccination status, and if not fully vaccinated request that parents drop-off/pickup at the door or do rapid testing
 - Since the previous board meeting, it has been confirmed that RisingOaks would have to procure and pay for rapid testing for parents
- The Board discussed the option to either purchase rapid tests for parents, or amend the previous resolution to remove the testing requirement
- **MOTION:** *It was moved, seconded and carried that the Board of Directors amend the resolution duly carried on October 3, 2021 via electronic vote to strike the option for an unvaccinated parent to do a rapid test prior to entry. As such the new resolution shall read and be in force as follows:*
 - *Be it resolved that the board of directors issue a directive to management to request vaccine disclosure from parents and furthermore to request that those who are not fully vaccinated continue to drop-off/pick-up their child at the entrance ~~or have a negative rapid antigen test prior to entry~~ and that all adults who enter the building wear a mask, unless they have a medical exemption. These requirements will be built into RisingOaks' COVID-19 policies and will take effect when the Public Health restriction on parents in the building is lifted. Once implemented management, in consultation with Public Health and the Ministry of Education will determine when such precautions and/or requests are no longer required.*
- Board & Committee Meetings
 - The board decided to deferred the discussion on in-person and/or virtual board and committee meetings. This will be discussed in BaseCamp.

6.2. Governance Policy Monitoring

- No concerns regarding the compliance reports were raised during the Board meeting or on basecamp after review of the ASM
- **MOTION:** *It was moved, seconded and carried that the Board of Directors reviewed the governance policy compliance report for the Financial Management Policy and is satisfied with the evidence/statement of compliance. The Board deems itself and management In Compliance with policy requirements. No further action is required.*
- **MOTION:** *It was moved, seconded and carried that the Board of Directors reviewed the governance policy compliance report for the Investments Policy and is satisfied with the evidence/statement of compliance. The Board deems itself and management In Compliance with policy requirements.*
- **MOTION:** *It was moved, seconded and carried that the Board of Directors reviewed the governance policy compliance report for the Governance Model Policy and is satisfied with the evidence/statement of compliance. The Board deems itself and management In Compliance with policy requirements. No further action is required.*

6.3. Policy Revisions

- No concerns regarding the policy revisions were raised during the Board meeting or on basecamp after review of the ASM
- **MOTION:** *It was moved, seconded and carried that the Board of Directors approves revisions to the following policies as presented:*
 - *Financial Management*
 - *Investments*
 - *Governance Model*

6.4. Motions Approved via electronic vote

- Two resolutions were moved, seconded and then voted on electronically via BaseCamp. Voting opened on Sept 27 and closed on October 3. Both resolutions had a number of whereas statements and the full resolution will be included as an attachment to the minutes of tonight's meeting. Both resolutions received 11 votes, all in favour.

7. Consent Agenda

- No items were identified from the Consent Agenda requiring further discussion.
- **MOTION:** *It was moved, seconded, and carried that the Board of Directors accepts the following Consent Agenda items as amended:*
 - 7.1. *Operations Report – November 2021*
 - 7.2. *Strategic Assessment Report 2021*
 - 7.3. *Strategic Planning Think Tank Reports*
 - 7.4. *FAC Minutes – October 26, 2021*
 - 7.5. *FAC Minutes – October 6, 2021*
 - 7.6. *Governance Minutes – October 6, 2021*
 - 7.7. *Board Minutes – September 27, 2021*
 - 7.8. *Nominating Minutes – September 21, 2021*

- 7.9. Board Minutes – September 14, 2021*
7.10. 2022 Meeting Schedule

8. Complete Board Meeting Evaluations

- Board evaluations will be sent to all Directors following the meeting

9. Action Items

- Alisha, board secretary, reviewed the new action items arising out of tonight's discussion. These will be added to the board's To Do List in BaseCamp.

10. Adjournment

10.1. Confirmation of upcoming meetings:

- The board chair reviewed the list of upcoming meetings and events. These can be found on the meeting agenda and the board calendar as well.

10.2. Adjournment

- *There being no further business, this meeting of the Board of Directors is adjourned at 9:46 pm*

These minutes were approved by the board of directors on January 14, 2022 and now form part of the Public Record for RisingOaks Early Learning Ontario.

Signature: Board Secretary

Attachments:

1. Motions previously approved via BaseCamp – for entry into the Public Record.
2. Board-approved budget scenarios for 2022 (Confidential)

ATTACHMENT 1: MOTIONS APPROVED ELECTRONICALLY SINCE LAST MEETING

It was moved, seconded and carried with voting between Sept 15 – 24. 10 votes cast

1. It was moved, seconded and carried that the Board of Directors reviewed the governance policy compliance report for the Member & Stakeholder Relations policy and is satisfied with the evidence/statement of compliance. The Board deems itself and management In Compliance with policy requirements. No further action is required.
2. It was moved, seconded and carried that the Board of Directors reviewed the governance policy compliance report for the Staff Treatment policy and is satisfied with the evidence/statement of compliance.
3. It was moved, seconded and carried that the Board deems itself and management In Compliance with policy requirements. that the Board of Directors reviewed the governance policy compliance report for the Risk Management policy and is satisfied with the evidence/statement of compliance. The Board deems itself and management In Compliance with policy requirements. No further action is required.

It was moved, seconded and carried with voting between Sept 27 and Oct 3. 11 votes cast,

4. **Whereas** RisingOaks Early Learning employees work with predominantly unvaccinated children, and
Whereas those who are unvaccinated are at a significantly higher risk of contracting COVID-19, and
Whereas educators work in close proximity with children who are not masked,
Be it resolved that the board of directors issue a directive to management to implement mandatory COVID-19 vaccine requirements for all employees, placement students and volunteers unless there is a valid medical reason not to receive a vaccine, or doing so would be contrary to the individual's human rights as stipulated by the Ontario Human Rights Code. Furthermore, the Immunization policy for RisingOaks Early Learning will be updated to reflect this new directive with full implementation required by Nov 30, 2021.
5. **Whereas** RisingOaks Early Learning provides care and early learning programs for children from birth to age 12, and
Whereas the children in care are predominantly unvaccinated and therefore at a significantly higher risk of contracting COVID-19, and
Whereas most children under the age of 4 are not required to wear masks when at RisingOaks, and
Whereas the Child Care and Early Years Act, in the absence of Public Health restrictions, prohibits a licensee from denying a parent/guardian entrance into the child care centre for the purpose of dropping off or picking up their child, though does apply the licensee to implement additional health and safety precautions such as requesting that parents drop-off/pick-up at the door
Be it resolved that the board of directors issue a directive to management to request vaccine disclosure from parents and furthermore to request that those who are not fully vaccinated continue to drop-off/pick-up their child at the entrance or have a negative rapid antigen test prior to entry and that all adults who enter the building wear a mask, unless they have a medical exemption. These requirements will be built into RisingOaks' COVID-19 policies and will take effect when the Public Health restriction on parents in the building is lifted. Once implemented management, in consultation with Public Health and the Ministry of Education will determine when such precautions and/or requests are no longer required.