

Guelph/Wellington Seniors Association

MINUTES

Meeting:	GWSA Board of Directors
Date:	June 19, 2019
Time:	9.30 am
Place:	Boardroom, Evergreen Seniors Community Centre
Chair:	Kerry Detlor
Minute Secretary:	Samantha Ferrier
Attendees:	Becky Fiedler, Roger Stevens, Mike Woof, Ross Knechtel, Adam Rutherford, Jean McClelland, Kerry Detlor, Judith Carson, Ken Fugler, Ann Grant, Athar Khan
Visitors:	N/A
Regrets:	N/A
1.	Call to Order- Meeting called to order at 9:36am. Kerry welcomes everyone and thanks them for coming.
2.	<p>Adoption of the Agenda- Judith moves to adopt the agenda. Ann seconds the motion. Suggested changes From Roger to delete Diversification of members from today's agenda to focus on AGM- Roger From Roger to add a Treasurer's Report From Becky to delete the CBA from the agenda since we're only waiting on the City to send us a draft to sign From Becky to add an Election Report from the Governance Committee From Becky to add Consent to Act as a Director From Becky to delete the quilting grant since there's nothing to report other than it is proceeding.</p> <p>Business Carried Forward</p> <ol style="list-style-type: none"> 1. Approval of the Minutes of the May 15th and June 5th Board Meetings 2. AGM-Ann and others 3. CSS Update 4. Guelph Family Health Team Update- Adam 5. Elections- Becky <p>New Business</p> <ol style="list-style-type: none"> 1. Budget- Roger 2. Newt Clayton Bequest- Becky <p>The amended agenda was adopted without objection.</p>

<p>3.</p>	<p>Approval of the Minutes of the May 15, 2019 and June 5, 2019 meetings.</p> <ul style="list-style-type: none"> • Becky expressed concern that the statement regarding the Conflict of Interest discussion associated with the formation of the temporary HR committee was overly broad and likely to be problematic in the future. After more discussion, Becky suggested we table this to give her time to draft language all can agree on and follow with a vote by email. • Judith moved to table discussion of these minutes and the others until Becky proposed a replacement statement. Becky seconded and all approved. • At 4:45 pm, Becky sent an email correcting minor grammar and typo errors along with the following proposed replacement text: <p>Several members of the Board actively campaigned for the restoration of CSS and the rehiring of the CSS staff. There is no indication that any of these members had a direct or indirect financial interest in these results. To avoid a prolonged discussion on the nuances of conflict of interest policies by Board members who have not yet been trained in GWSA policies, the Save CSS activists were asked not to serve on this temporary HR committee. They agreed.</p> <ul style="list-style-type: none"> • Becky sent minor revisions to June 5, 2019 minutes for Director approval at 6:05 pm • Via email, Directors unanimously approved minutes for May 15 and June 5 as amended.
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4.

Business Carried Forward

AGM Update

- Ann suggests that AGM all is good order. Went through the agenda with Cindy who gave great feedback.
- All documents have been given to Carol and Linda to Sentinel for printing.
- Newt Clayton, bequest of money given to the GWSA. Becky spoke to Mr. Clayton's brother, Garnett, to ask how Newt would like to be acknowledged and to invite him to the AGM to be recognized as family. Ann will make transportation arrangements.
- Lori who is recognizing Mike Schneider- does not need to speak.
- Ann presented a document with difficult questions and possible responses jointly created by Becky, Ann, and Roger with input from Cindy
- Discussed about best way for those of us on the Board and how to deal with those kinds of questions. If you are not comfortable and cannot answer or should not answer, it is appropriate to say, "I am not able to answer that question" and invite people to forward their concerns to the Board for further consideration.
- All reviewed the questions. No modifications were suggested.
- Becky reminded the group about promises made to the membership at the Special Members meeting regarding timely posting of minutes and agendas. We have not been doing that and should expect to be asked about that. After a brief discussion of possible responses, Adam offered to draft some language to add to our document of suggested responses.
- Adam emphasized to the group that he is not embarrassed to read responses directly from a paper so he does not make a mistake.

AGM Tasks

- Kerry and Judith are greeters
- Volunteers running the tables, taking memberships.
- Judith suggest a runner- if there is problem to get on it- Ken can figure it out.
- Athar can help escort people to their seats.
- Ann is going to be the floater and make sure everything is going okay and if guests have questions.

AGM package

- Ross asked what to do about people unable to access the package from the website. Determined that he will provide 12 copies to the front desk for distribution.

AGM Election and Confusing Messaging at the Special Members Meeting

Becky shared the following report from the Governance Committee

At the June 4 Governance Committee meeting, a subgroup discussed the conflicting messages surrounding the May 13 election. The subgroup included Lloyd LeBlanc, Clarence Haverson and Ross Knechtel who had been reappointed to his former term. All three individuals had attended the May 13 Special Members meeting. None of them were in charge of running the election at that meeting. None of them were recently elected to the Board. None were being considered as nominees in the June 25 election. They had no stake in the discussion surrounding the election except for the good governance of our organization.

This subcommittee was tasked with answering two questions:

- a. Were the Directors elected on May 13 elected to a six-week Director term or a regular Director term?
- b. How should this matter be addressed at the AGM?

The subcommittee reviewed the GWSA bylaws, the published Announcement for the Special Members Meeting and the email sent to prospective Directors inviting them for an interview

5.

New Business

Budget

- Roger to discuss Finance.
- Balance sheet for May reviewed.
- Roger wants more people to have signing authority which will happen once the AGM is finished.
- Roger makes motion to transfer \$175,000 from the BMO operating account to an interest-bearing account or GIC. Ann seconded motion. All in favour.
- Roger to look into the other current assets un-deposited funds, \$13,283.05 wants to know that the amount is.
- Roger also reviewed CSS balance sheet and told Board they were working to reduce the amount they spend on taxis serving the Outreach program. Look into future options of getting more volunteers, as 20 percent of the Outreach Misc budget line has already been used and is mainly towards taxis.

Correction to February 20th Board minutes

- Becky moved to revise typo mistake from \$45,000 to \$4,500 which she found when she was reviewing minutes from Board, Executive and Finance Committee.
- Athar had questions about past spending and approval, but previous Treasurer is not available to answer them.
- Adam suggests that there may be irregularities throughout investigating. But Money was spent on skirt for the stage and on sound system- Becky stated that she saw that money was properly spent just typos on how it was spent. Money was approved to be spent.

Approval of March Committee Reports

- Kerry asked how we could approve March committee reports since there was no Board quorum in April.
- Becky suggested those reports, and subsequent reports, be reviewed by the new Board using a consent agenda process which she described. Kerry and Judith confirmed that was the Board's usual process for this task.
- Board has asked Tonie to gather all committee reports from March 1 to present for this future review.
- Ross brought up the need for a data committee which was established at last meeting. Consensus was that Ross was to call meeting when he was ready for input. From previous minutes, committee members include Jean, Mike, Ross and Becky.

M and M committee

- Connie Shaw sent an email requesting money to replace the current video but did not provide cost information.
- Connie told Ann new display materials would cost \$300-\$500
- Becky moved to allocate \$400 for display materials and Mike Woof seconded. All in favour. Motion carried.
- Judith stated that Board is usually behind the Video as it is a Board expense. Kerry will ask Connie for more information so the Board can make a decision.

Equipment purchase

- Mike Woof -that we need a console for the lighting system. Mike Rooke to make the console and proposed console would cost approximately \$500.00 Old board sort of approved it and Mike Rooke did not have a formal quote as he is the one that built it. Mike Rooke has already spent money on it and wants to finish it.
- Kerry circulated a line drawing.
- Mike Woof moved the Board spend \$525.00 payable to Mike Rooke
- Becky Seconded.
- All in favour.

6.	Next Meeting- June 25, 2019 following the AGM
7.	Adjournment - Adjourn Meeting- 11:51am.

July 6, 2019