

THS Board Meeting (#6)

Minutes

Monday, January 27, 2020, 6:30 pm
11 River Street, Toronto, Ontario

Present: Malcolm Bernstein, David Bronskill, Martin Buckle, Krista Bulmer, Mark Dilworth, Kathy McDonald, Bronwen Morgan, Peter Newell, Emily Pang, Dominique Rousselle, Stephen Steele, Angela Young

Via Teleconference: Shelley Austin, Elaine Wong

Regrets: Chris Wood

Staff: Jacques Messier, CEO; Phil Nichols, COO; Carol Boulding, Director of Human Resources, Claudette Turner, Manager, Executive Department (Recording Secretary)

Malcolm Bernstein called the meeting to order at 6:30 pm.

1. Regular Business

1.1 THAT the Agenda be approved as amended.

Moved: David Bronskill Seconded: Emily Pang **Carried.**

1.2 THAT the Minutes of the December 3, 2019 meeting be approved.

Moved: David Bronskill Seconded: Dominique Rousselle **Carried.**

1.3 THAT the memberships from December 4, 2019 through January 27, 2020 and all timely renewal memberships be approved.

Moved: Kathy McDonald Seconded: Dominique Rousselle **Carried.**

Angela Young kindly agreed to call the new members.

2. HR Presentation

Carol Boulding presented the results of the third annual employee engagement survey, which shows continuing improvement in employee satisfaction. The Board thanked Carol for her thorough compilation and analysis of the information provided by employees.

3. Information Access for Board Members

Phil Nichols reviewed the initiatives underway to make it more convenient for Board members and staff to access and share information. New profiles have been developed that will allow Board members to access centralized data on the THS server. The pilot for this initiative is the Animal Welfare Committee. Phil distributed the access instructions and offered his assistance to Board members with set-up as needed.

The Board thanked Phil for undertaking this project to streamline information and improve communication.

4. CEO Report

Jacques Messier advised that year-end financial results should be available in February. He noted that expenses would likely be over budget as a result of upgrading facilities and boiler repairs. He advised that most fundraising programs were close to budget, and that the Society is having good success with partnerships that involve social issues as well as animal welfare issues.

In response to a query, Jacques advised that the dog-walking program has received positive feedback. Phil noted that the program is now breaking even. He advised that employees working alone adhere to protocols, and clients sign contracts, which helps mitigate potential risk.

5. Committee Reports

AGM Planning – Claudette Turner reviewed the first steps toward preparing for this year's AGM. The following motions were proposed:

- 5.1 (a) THAT the 2020 AGM be held on Tuesday, June 23, 2020 at 6:00 pm at the Ramada Plaza Hotel;
- (b) THAT an AGM Task Force be struck comprised of Krista Bulmer, Bronwen Morgan, Stephen Steele, Dominique Rousselle, Elaine Wong, Malcolm Bernstein and Claudette Turner, as well as any other interested Board members;
- (c) THAT a Nominating Committee be struck, comprised of Krista Bulmer, and any other interested Board members;

- (d) THAT the cut-off date for new members for purposes of the AGM be April 16, 2020 at 4:00 pm;
- (e) THAT all members in good standing as at April 30, 2020 and all those who renew their expired memberships in accordance with Article 44 of the Society's by-law No. 1-2017 are confirmed as members in good standing of the Society for purposes of the 2020 AGM;
- (f) THAT the cut-off date for Board nominations be April 23, 2020 at 4:00 pm;
- (g) THAT the Board recommend candidates to the members for the five available positions on the Board;
- (h) THAT the Board appoint Ian Wintrip as scrutineer for the 2020 AGM;
- (i) THAT John Wilkinson from WeirFoulds (the Society's General Counsel) be the depository for proxies for the 2020 AGM.

Moved: Bronwen Morgan

Seconded: Stephen Steele

Carried.

Governance/Executive Committee – Malcolm advised that the Volunteer Committee had asked that a Board member be part of their Committee. Martin Buckle agreed to chair the Volunteer Committee on behalf of the Board.

- 5.2 THAT the terms of reference for the Volunteer Committee be amended to reflect a Board member as Chair.

Moved: Krista Bulmer

Seconded: Angela Young

Carried.

With regard to Board recruitment, Malcolm noted that Bronwen Morgan will have completed her six-year term and that Chris Wood will not be standing for re-election. Shelley Austin will stand for a two-year term, and Emily Pang and Martin Buckle will stand for election for another three-year term. Two major competencies being sought this year are in the areas of fundraising and strategic communications.

Facilities Committee – Dominique Rousselle reported that the Facilities Committee met on January 21st. On behalf of the committee, he commended Jacques for the incredible amount of work done on the building in the past months. The building is aging and is in need of maintenance upgrades. Dominique invited any interested Board members to join the Facilities Committee.

Animal Welfare Committee – Bronwen Morgan outlined the circumstances of the euthanasia of an injured rabbit. She suggested that policies be reviewed from the perspectives of what policies are still required, what policies are no longer required, and that cross-referencing is accurate. A sub-committee chaired by Angela with the participation of Dominique and Mark is currently reviewing the Intake Policy with the goal of submitting it to the Board for approval at the March meeting.

Bronwen reviewed the policy for Capacity for Quality Care policy, which is intended to balance the number of animals that we can provide care for and the quality of care that each animal receives.

5.3 THAT the Capacity for Quality Care policy be approved.

Moved: Krista Bulmer

Seconded: Dominique Rousselle

Carried.

6. Next Meetings

Tuesday, February 25, 2020, 6:30 pm

Tuesday, March 31, 2020, 6:30 pm

Tuesday, April 28, 2020, 6:30 pm

Tuesday, May 26, 2020, 6:30 pm

7. In-camera

The Board moved in camera at 8:05 pm and rose at 8:40 pm.

8. Adjournment

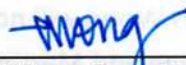
The meeting adjourned at 8:40 pm.



Malcolm Bernstein, Chair

2/27/20

Date



Elaine Wong, Secretary

march 1st 2020

Date