



**OUR MISSION**

To provide high quality, family centred and community-based residential and respite care for individuals with complex care needs.

**MINUTES**

**BOARD OF DIRECTORS MEETING**

**June 11, 2019**

**1173 Bloor St. W. Boardroom, 6:30 PM – 8:30 PM**

<b><i>DIRECTORS</i></b>	<b><i>PRESENT</i></b>
<i>Alfar, Khalil</i>	✓
<i>Clarke, Eric</i>	✓
<i>Fowler, Noela</i>	✓
<i>Kennedy, Sacha</i>	✓
<i>Lombardi, Connie</i>	✓
<i>Peterson, Mary</i>	✓
<i>Singh, Gaurav</i>	✓
<i>Smith, Sandra</i>	✓
<i>Zingaro, Tony</i>	✓
<b><i>REGRETS</i></b>	
<i>Litwack-Goldman, Judy</i>	
<i>Marques, Ana Cristina</i>	
<i>Stelmacovich, Kim</i>	
<b><i>STAFF and GUESTS</i></b>	
<i>Bisailon, Susan, CEO</i>	✓
<i>Tkadletz, Lorraine – Recorder</i>	✓

**1. Call Meeting to Order:**

Meeting called to order at 6:36 pm by Noela Fowler.

**1.1 Quorum and Welcome**

A quorum was declared.



## 1.2 Declarations of Conflicts

No conflicts were declared.

## 1.3 Approval of Agenda

Approval of Agenda

Motion: Connie Lombardi

Second: Sandra Smith

Carried: To approve the Agenda for the June 11, 2019 Board meeting of Safehaven.

## 2. In Camera Session

In Camera meeting conducted.

## 3. Consent Agenda Matters

3.1 May 11, 2019 Board Meeting Minutes

3.2 Governance PP 1-1.9 Board Training and Development

3.3 Governance PP 1-1.10 Annual Work Plan

3.4 Governance PP 1-1.11 Annual Board Evaluation

Motion: Connie Lombardi

Second: Sandra Smith

Carried: To approve the Consent Agenda Matters

## 4. Finance Committee

Eric advised the Board that there were significant changes to the fund balances this year and he provided an overview of the Financial Statements for the year. The Finance committee met with the auditors and then met again at the end of the audit process to review the areas of focus. Eric credited Ella and the Finance Committee team including Jennifer Lovrics, who worked diligently within a compressed time period this year to complete the audit prior to the new AGM date in June.

The qualified opinion is normal for non-profits, and is often related to the control process for recording donations. The good news is that our control process has been greatly improved with additional segregation of duties, and the hope is that next year we will have an unqualified opinion. Should we get an unqualified opinion, it will put us in a minority among non-profits of our size. There were no unadjusted items, and the scoresheet was very clean. The biggest change is disclosures and setting up new funds, with the operating reserve fund at \$2.5 million and the separate charitable fund, with a description of each of the funds in Capital Management.

The highlight of the balance sheet is that the investment portfolio is very liquid with a balance of \$11 million in cash or readily convertible investments. The investments are market to market unrealized gains and losses in addition to interest and dividends. Gifts in kind



amounted to \$76,000 gross and included tickets to events, which were netted out to nil with equivalent expenses.

Note 10 - Related Party Transactions notes the expenditures through Marcon and speaks to the competitive tendering process and was approved by the auditors.

Susan acknowledged that the Finance team was working under a compressed timeline this year to produce the Financial Statements in June and she noted that the auditor's qualification will be removed next year. Susan also noted that the finance process was tightened up this year and she thanked the Finance committee for their work.

Motion: Mary Peterson

Second: Sandra Smith

Carried: To approve the 2018-2019 Audited Financial Statements

## **5. Organizational Structure**

In order to support our continued growth and progress over the longer term, there is a need for the addition of another role. The Strategic Planning committee have discussed the possibility of an additional role under the CEO to support the upcoming work related to our strategic priorities. Sandra and Susan have reviewed the compensation structure and the individuals who currently report to Susan will be adjusted. We need to ensure we are competitive with compensation levels as some of the team could be compensated with \$10K to \$20K more than their current salary's if they were to go outside the organization. Sandra advised that the second in command Executive level band compensation base pay is \$160K to \$180K and this is aligned to the Director level in hospitals and the VP level within associations. We will need to make the title and compensation attractive as the new VP would be giving up their pension. The VP will need to have two key components – they will be a seasoned leader with a clinical and/or business background, possibly in Health Science with a business background.

. A conversation regarding funds to pay for the role was discussed and we will fund this raised by Sacha and Tony. We anticipate that further funding will come with additional funded beds and programming and this will support our growth. Further discussions will occur on the new role and we will hold off until we have more certainty regarding our finances.

## **6. Date of Next Meeting: June 25, 2019 AGM**

## **7. Date of Next Board Meeting: September 10, 2019 at 90 Glenaden Ave. E. Toronto**

## **8. Adjournment**

Motion: Sacha Kennedy

Second: Noela Fowler

Carried: That the June 11, 2019 meeting was adjourned at 7:52 pm.



**The Safehaven Project for Community Living**  
Exceptional Lives. Exceptional Care.

Recorder: Lorraine Tkadletz, Executive Administrative Assistant

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Noela Fowler, President

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Connie Lombardi, Secretary