

## AIDS Committee of Ottawa Board of Directors Meeting

March 14, 2018

### Welcome and Call to Order (6:10); Jeff volunteered to record meeting notes

**Present:** Jason Brophy, Khaled Salam, Richard Hubley, Brigitte Charbonneau, Bello Mansour, Ahmed Habre, Basimise Kabemba, Anique Wallace, Olabimpe Ololade, Jeff Potts

**Regrets:** Solange Kasongo, Jean-Marie Vianney

### Approval of Agenda

- **Brigitte moves to approve agenda, seconded by Richard; all in favour. Motion carries.**

### Approval of Board Meeting Minutes, February 14, 2018

- **Deferred** to next meeting of the Board.

### Exec Report (Bello)

- Ottawa Police confirm agreement that recent complaint(s) filed are internal matters which the ACO handled appropriately. **File is closed.**
- Email was sent to Richard R. re. confidentiality expectations and obligations; requested return of all ACO 'property' (written and audio/visual). Richard R. responded and agreed to return ACO property.
  - Bello suggests that he and Jason invite Richard to meet in effort to bring closure to the issue(s), to offer clarity with respect to confidentiality expectations, and to invite ongoing/open lines of communication between Richard and the Board. **Board agreed.**
- Bello and Jason will attend teleconference with the AIDS Bureau (MoH), scheduled for March 15, 2018, during which recent events/circumstances and the ACO's full response will be discussed. Bello will circulate written materials that were sent to the AIDS Bureau; he and/or Jason will provide an email update of the discussion after the teleconference. It is hoped that "enhanced supervision" will be lifted following the call.

### Committees

- Bello reminded Board members that ALL Board members are expected to participate on at least one ACO Committee; will circulate current Committee lists.
- Khaled noted that the Board Chair and the Executive Director are ex-officio members of all committees; all committee communications should be copied to the Chair and the ED.
- New Board members were asked to select the Committee(s) with which they would like to work:
  - Ola will join Finance Committee
  - Anique will join Finance Committee
  - Jeff will join Policy Committee and will serve as its Chair
  - Basimise will join Policy Committee
- While confirmed Committee lists will be circulated, current composition is as follows:
  - Finance Committee: Jason (Chair), Richard, Ahmed, Ola, Anique
  - Nominations Committee: Brigitte (Chair), Ahmed, Kevin Hatt
  - Policy Committee: Jeff (Chair), Brigitte, Basimise (**note: Jeff will schedule meeting ASAP**).

## Finance Committee/Executive Director's Report(s) (Jason and Khaled)

Several documents/reference materials were circulated and discussed, including:

- **2017-18 budget overview** (to January 31, 2018): while some budget lines indicate significant anticipated surplus, under-expenditures are circumstantial and should not be considered problematic; budget is "on-track" to end of fiscal year.
- **Budget forecast documents (Schedule B): 2017-18 and 2018-19:** Khaled reviewed budget forecast documents and highlighted the ACO's 'static' base funding budget at \$938,951 (unchanged for several years; unchanged for fiscal year 2018-19, pending response from the AIDS Bureau re. potential for base funding increase request).
  - Khaled provided year-over-year highlights noting that most-significant line-item differences appear in the "Salaries, Wages, FTE" budget category. Proposed budget for fiscal year 2018-19 includes salary increases for ACO's management team (which are subject to review of employment contracts and approval from the AIDS Bureau).
  - Board members agreed that a thorough review of non-management staff salaries should be reviewed as soon as possible and in preparation for collective bargaining (current contract expires on March 31, 2019).
- **Internal reallocation request (\$94,051):** Khaled provided line-by-line highlights related to the 2017-18 internal reallocation request, noting that request is due to recent circumstances which resulted in line-item surplus situations (already reviewed); final reallocation is subject to AIDS Bureau approval.

## Nominations Committee (Brigitte)

- Noted that Richard's term of the Board is nearing its end; Richard indicated his interest in a subsequent term.
- Brigitte circulated a proposed **Volunteer Position Description for Board Members**; position description is referred to the Policy Committee for further discussion, clarification, and amendments.

## Policy Committee (Jeff)

- Jeff acknowledged that "there is much to do" and indicated that he will convene Policy Committee as soon as possible (and following clarification/confirmation with respect to the Committee's current members – Bello and/or Khaled will circulate latest list of Committee members).

## Other Business

- **U=U Community Forum:** March 24, 2018 (223 Main Street, Saint-Paul University Amphitheatre). Brigitte asked Board members to arrive not later than 9:30 AM to share responsibility for meeting/greeting invited speakers and participants. Noted that the latter part of the official program includes opportunity for participants to engage speakers and ACO representatives (staff and Board); **Bello and Richard** will serve as the Board's official spokespersons; Khaled will represent the ACO's staff.
- **Bello, Brigitte, Richard, Jeff, and Khaled will meet on March 23, 2018 at 12:00 PM (233 Gilmour – to be confirmed) to discuss engagement strategies and roles/responsibilities).**
- **Easter Dinner:** March 28, 2018 in The Livingroom. Board members are asked to arrive not later than 5:00 PM prepared to help with dinner service. Board members are welcome/encouraged to assist with food preparation throughout the day (from 9:00 AM), if available.
- **Board Diversity Matrix:** circulated; OODP template for inventory of Board demographic and skill-sets. Paper-copy circulated; Richard will circulate electronic copy. Board members are asked to complete and return to Richard prior to the next Board meeting.

- **Board hours:** time-keeping record circulated and completed by all Board members present.
- **2018 Annual General Meeting:** Board members agreed that the 2018 ACO Annual General Meeting will be held on **Wednesday, August 29, 2018 (from 6:00 PM); location to be confirmed.**

#### **In-camera discussion**

**(Khaled excused himself at 8:28 PM)**

- **Jeff moved to (provisionally) approve a salary increase for the Executive Director that is commensurate with proposed salary increases for the ACO's management team, pending approval of the proposed 2018-19 budget by the AIDS Bureau;** Brigitte seconded; all in favour. Motion carries.
- **Jeff moved to (provisionally) approve that 50% of the Executive Director's outstanding annual leave (vacation-time at March 31, 2018) be paid-out in cash and 50% be carried over to fiscal year 2018-19 in time, pending review and confirmation of relevant stipulations outlined in the current employment contract AND pending verification of current/outstanding leave balances.** Brigitte seconded; Olabimpe abstained; Anique abstained. Motion carries.

**(Khaled returns at 9:20 PM)**

Anique asked for a commitment from the Board to bring closure to these issues without further delay; Jeff agreed to prepare (in both official languages) a draft communiqué to that effect (by March 23, 2018).

**Richard moved to come out-of-camera at 9:35 PM;** Jeff seconded; all in favour. Motion carries.

#### **Adjournment**

**Anique moved to adjourn; meeting adjourned at 9:38 PM.**