

AIDS Committee of Ottawa
Board of Directors Meeting Minutes: Wednesday, April 29, 2020

Present: Khaled Salam, Jason Brophy, Ali Sougou, Dare Abdullahi, Vaughn Bauman, Patrick Newton Bondo, Bello Mansour, Brigitte Charbonneau, Agness Nalwamba, Zara Fadoul, Edward Barbezat
Jeff Potts

Regrets (r) / Absent (a): Solange Kasongo (r).

1. Welcome and Call to Order

Khaled facilitated this meeting and called it to order at 6:10 PM; **Quorum was met.**

2. Approval of agenda

MOVED by Brigitte and SECONDED by Edward that the agenda be approved.

Motion CARRIED.

3. Approval of Minutes

One amendment to the minutes of the Board's March 25th meeting was noted: Agness was present.

MOVED by Agness and SECONDED by Brigitte that the minutes of March 25, 2020 be approved as amended.

Motion CARRIED.

4. Review Policies (for submission to the Ministry of Health)

Khaled explained that the following policies were identified for development and/or amendments by the Ministry of Health during the recent audit. These policies are due to the Ministry on April 30th.

- **Travel, Meals and Hospitality Policy**

It was noted that the dollar amounts stipulated throughout the policy are aligned with the Ontario AIDS Network guidelines; mileage allowances will require periodic review/revision.

MOVED by Jeff and SECONDED by Ali that the Travel, Meals and Hospitality Policy be approved as presented. **Motion CARRIED.**

- **Hiring Policy**

MOVED by Jeff and SECONDED by Brigitte that the Hiring Policy be approved as presented. **Motion CARRIED.**

- **Vacation and Leave Policy**

Minor typographical amendments were identified. MOVED BY Jason and SECONDED by Patrick that the Vacation and Leave Policy be approved as amended. **Motion CARRIED.**

- **Cell Phone Guidelines**

Minor amendments to the domestic application of these guidelines and to the international exceptions were identified. MOVED by Jeff and SECONDED by Bello that the Cell Phone Guidelines be approved as amended. **Motion CARRIED.**

- **Delegation of Authority Policy**

One minor change was stipulated in that financial transactions for which the total amount is greater than \$10,001 must be reviewed and approved by the Executive Director and the Executive Committee.

MOVED by Brigitte and SECONDED by Agness that the Delegation of Authority Policy be approved as amended. **Motion CARRIED.**

- **Segregation of Duties Policy**

Minor typographical amendments were identified. One change (at article # 6) was identified in that cheques are to be signed by two members of the Executive Committee who have delegated signing authority. MOVED by Jason and SECONDED by Dare that the Segregation of Duties Policy be approved as amended. **Motion CARRIED.**

- **Credit Card Policy**

Minor amendments were identified (e.g., spell out GL – General Ledger). MOVED by Bello and SECONDED by Vaughn that the Credit Card Policy be approved as amended. **Motion CARRIED.**

- **Expenditure Policy**

Minor amendments were identified (e.g., there may be cases whereby an employee spends more for project expenses than was advanced; approval of over-spending is left at the manager's perspective based on the rationale provided.) MOVED BY Jeff and SECONDED by Vaughn that the Expenditure Policy be approved as amended. **Motion CARRIED.**

5. **Board of Directors' Annual Work Plan**

Jason reported that he has completed a thorough review and has identified a few minor changes (e.g., extended deadlines due to the COVID-19 crisis). He will make the required changes and present the amended work plan at the May meeting of the Board.

6. **Financial Report**

Ray provided an overview of the preliminary year-end financial situation. He noted that the ACO's revenue was slightly more than was anticipated for the year due to successful fundraising activities. He also noted, though, that occupancy costs were higher than expected (but the landlord made a donation of \$2,500). Professional fees were also higher than expected due to legal costs and the return of \$17,500 to the Ministry of Health (post-Audit).

Ray reported that, before depreciation, the ACO should expect a year-end surplus of approximately \$11,000; after depreciation, the surplus should be approximately \$4,000 to \$5,000. He also noted that the audit review process will be undertaken virtually this year due to the COVID-19 crisis and that it will be underway beginning May 11, 2020.

7. **ED's Report**

- Khaled's report focused, primarily, on the ACO's response to the COVID-19 crisis, highlighting that:
 - Essential services continue and the ASO staff are "doing a stellar job" working (and coping) during these trying times.
 - Food bank services continue with 70+ people accessing the service each week. Everyone is observing social distancing respectfully and successfully.
 - The ACO team is considering offering virtual programs and services (for the foreseeable future) and a "make masks" initiative.
- Jason will look at his schedule with a view to offering the ACO staff and clients a virtual workshop focused on COVID-19 and HIV.
- There was considerable discussion on the Board's skills-building retreat, focused on fundraising. Ultimately, it was agreed that the retreat will be delayed until after the Annual General Meeting and will be contingent on the COVID-19 situation in the Fall.
- Finally, it was agreed that this year's Annual General Meeting will be held virtually in the interest of health and safety.

Next meeting(s) (to be convened by Zoom and/or teleconference for the foreseeable future):

- **Executive Committee**
Monday, May 25, 2020 at 5:00 PM.
- **ACO Board of Directors:**
Wednesday, May 27, 2020 at 6:00 PM.

MOVED to adjourn (Jeff) at 8:10 PM.