

**AIDS Committee of Ottawa  
Board of Directors Meeting Minutes: Wednesday, November 25, 2020**

**Present:** Khaled Salam, Jason Brophy, Bello Mansour, Ali Sougou, Brigitte Charbonneau, Agness Nalwamba, Zara Fadoul, Dare Abdullahi, Jeff Potts, Ray Hall (for finances), Peter Szanto (on behalf of the Nominations Committee)

**Regrets (r) / Absent (a):** Edward Barbezat (r), Solange Kasongo (a).

**1. Welcome and Call to Order**

Jason called this meeting to order at 6:06 PM; **Quorum was met.**

**2. Approval of agenda**

MOVED by Brigitte and SECONDED by Zara that the agenda be approved, as presented.

**Motion CARRIED.**

**3. Approval of minutes**

- **October 28, 2020**

A minor amendment to the Finance report was noted.

MOVED by Jeff and SECONDED by Bello that the minutes of the October 28, 2020 meeting of the ACO Board of Directors be approved as amended.

**Motion CARRIED.**

**4. Update from the Nominations Committee**

Peter attended to present the Nominations Committee's latest report, noting that targeted Board recruitment initiatives were underway in October, with a couple of candidates for whom further consideration is indicated. Specifically, though, the Nominations Committee is unanimous in its recommendation that **Sahazia Ouédraogo** be appointed to the Board without delay. Peter will circulate Sahazia's CV for review. Following brief discussion, it was:

MOVED by Bello and SECONDED by Jeff that the Board accept the recommendation of the Nominations Committee and appoint Sahazia Ouédraogo to the AIDS Committee of Ottawa's Board of Directors with immediate effect. **Motion CARRIED.**

**5. Financial report**

Ray presented the financial report (to October 31, 2020) indicating that no notable changes over the previous month's report are indicated. Nonetheless, the following points of information and/or further/future discussion were raised:

- The actual expenditures for office supplies appear higher than what the budget initially included. It is important to note that the variance is attributed to purchases specifically related to COVID-19.
- There was recent discussion with the Auditor concerning fixed assets. It was agreed that the ACO's "Fix Assets Policy" will be reviewed and/or amended to incorporate language around fix asset purchases which amount to \$2,000 or less.
- The total reflected under the "unallocated" category (\$17,385) is attributed to pending receipts and/or expenditure reports. Reconciliation is anticipated within the next month.
- It is likely that we will realize increased spending in December due to costs associated with AIDS Awareness Week and World AIDS Day activities. It is also important to note that expenses will be higher than usually anticipated due to the expansion of this year's Christmas Hamper program (we expect that 300+ hampers will be distributed this year).
- The current budget surplus of \$50,700 appears high for this time of the year, but the total will reduce notably once December expenses are reconciled.
- The ACO's six-month financial projection report is typically due to funders at mid-October. However, while Ray will continue to develop an internal projection report, the Ministry of Health has conveyed their decision to exempt the ACO from a formal submission.
- Finally, it was agreed that Ray would report regularly to the Executive Committee but will make presentations to the full Board of Directors on a bi-monthly basis going forward.

## 6. Executive Committee's Report

Jason reported that the Executive Committee's most-recent meeting was held on November 12, 2020 and its focus was on the ongoing and important issue of meaningful engagement of/with all members of the Board and members of each of the Board's standing committees. Discussion highlights include:

- The Executive Committee is recommending that each of the Board's standing committee commit to a quarterly meeting (minimally) going forward and that ACO staff be identified (if/when appropriate) to provide administrative support to the committees and their Chairs. The exception noted was relevant to the Finance Committee which will continue to meet monthly and Ray will continue to provide the staff support required.

The Board's ensuing discussion included the following highlights:

- a) In his role as the ACO's Executive Director, Khaled will continue to provide staff support for the **Executive Committee**, which will continue to convene monthly. **Current members are:**
  - Jason (Chair)
  - Brigitte (Vice-Chair)
  - Zara (Treasurer)
  - Jeff (Secretary)
  
- b) In his role as the ACO's Volunteer Coordinator, Peter will continue to provide staff support for the **Nominations Committee**. This committee will continue to convene monthly. **Current members are:**
  - Brigitte (Chair)
  - Edward
  - Kevin H.
  - Laura H.
  - Jason and Khaled (ex-officio)

Additional committee recruitment is necessary. Peter will ensure that this discussion point is added to an upcoming meeting agenda.

- c) In his role as the ACO's bookkeeper/accountant, as noted above, Ray will continue to provide staff support for the **Finance Committee**. This committee will convene bi-monthly. It was also agreed that the committee will expand its focus and mandate to include fundraising. Going forward, this will be the Finance and Fundraising Committee. **Current members are:**
  - Zara (Chair)
  - Jason
  - Bello
  - Agness
  - Ali
  - Solange
  - Khaled (ex-officio)

d) In his role as the ACO's Volunteer Coordinator, Jeff recommended that Peter provide staff support for the **Policy Committee** (if he is willing to do so). This committee will convene bi-monthly. **Current members are:**

- Jeff (Chair)
- Brigitte
- Agness
- Ali
- Dare
- Edward
- Solange
- Sahazia (if agreeable)
- Laura H.
- Jason and Khaled (ex-officio)

**e) Board Orientation Retreat**

The Executive Committee agreed and recommends that the Board come together virtually (via Zoom) for a half-day orientation retreat by the end of January 2021. Discussion items will include:

- A review of Board and Staff roles/responsibilities/functions
- A review of the Board's Governance Policy
- A review of the ACO's programs and services
- An overview of funding (funders, budgets, reporting obligations, etc.)
- A review of key operational policy documents
- Confirmation of Board Members' commitments and the ACO's Commitment Charter

Tentative dates (to be confirmed):

Saturday, January 23, 2021 (9:30 am to 2:00 pm) OR Saturday, January 30, 2021 (9:30 am to 2:00 pm)

While it was agreed that a Board retreat focus on fundraising generally (and on fundraising commitments/obligations relevant to funders) is necessary in the near-term, it was also agreed that combining this subject matter with a broader orientation retreat is overly cumbersome. Hence, the Executive Committee will bring forward proposed dates for consideration early in the new calendar year.

**7. Executive Director's report**

Khaled provided the following updates:

- a) A schedule highlighting AIDS Awareness Week and World AIDS Day events that the ACO will host/convene was sent and posted to social media and the ACO's Website. Board members are encouraged to participate in as many of these activities as possible.
- b) OCHART (the Ministry of Health's mandatory project reporting tool) was submitted and on time.
- c) The ACO's ACB Health Coordinator (part-time/1 day per week) was hired and will start work imminently.
- d) The ACO will be closed for the holiday season from December 24, 2020 until January 3, 2021. Operations, services, and programs will resume on Monday, January 4<sup>th</sup>.
- e) Food hampers will be distributed/delivered on December 22, 2020. Board members who would like to help are encouraged to contact Khaled and/or Cory directly.

**8. Next meeting(s) (to be convened by Zoom):**

- **It was agreed that the Board would NOT convene in December.**
- **Executive Committee**  
Wednesday, December 9, 2020 at 5:30 PM.  
Wednesday, January 6, 2021 at 5:00 PM.
- **ACO Board of Directors:**  
Wednesday, January 20, 2021 at 6:00 PM.

**MOVED to adjourn (Brigitte) at 8:15 PM.**