

AIDS Committee of Ottawa

Board of Directors Meeting Minutes: Wednesday, May 25, 2022

Present: Khaled Salam, Jason Brophy, Brigitte Charbonneau, Ray Hall (for financial reporting), Sahazia Ouédraogo, Saina Beitari, Bello Mansour, Ali Sougou, Peter Szanto (Nominations Committee)

Regrets (r) / Absent (a): Jasmine Mwanga (r), Andrea Prajerová (r), Dare Abdullahi (a), Agness Nalwamba (r), Edward Barbezat (r), Zara Fadoul (r).

1. Welcome and Call to Order

*Jason called this meeting to order at 6:10 PM; **Quorum was met (6/12).***

2. Approval of agenda

*It was **MOVED** by Saina and **SECONDED** by Brigitte that the agenda be approved. **Motion Carried***

3. Nominations Committee (Peter/Brigitte)

Peter informed the Board about the Nominations Committees ongoing efforts to do more targeted outreach to find additional reserve Board members who will fill the gaps in representation we presently have (transgender and Indigenous perspectives). Also reiterated the Nominations Committee's request for an updated Board Matrix to help them with their work. The committee sent an email to the Chair and ED regarding questions and concerns they had, in particular regarding term limits and expectations for Board needs for the next AGM – this was replied to by the Chair regarding the current members' term limits, and will be discussed at the next Nominations Committee meeting on June 14. Khaled mentioned that he had attempted to find a time (through a Doodle poll) for the Board Matrix sub-committee to meet, but wasn't able to yet find a time and will be sending out another Doodle poll to try again.

4. Draft Audit Report (Marc Brazeau)

Audit by Marc Brazeau and his team at Marcil-Lavellee Ltd took place last week on-site / in-person, and according to Marc it went very well thanks to the excellent preparation by our Accountant Ray Hall and the ACO Management team's efforts at maintaining financial processes this year. All our financial documents were in order, and there were only a couple of small adjustments needed (which Ray actually pointed out). Marc was pleased to let us know that there will be no recommendations arising from this year's audit thanks to the excellent financial management at ACO this year. Marc reviewed the draft report, highlighting the increase in revenue (by ~\$130K this year up to ~\$1.21M total budget. We will have a small deficit owing only to amortization/depreciation, which is great.

A motion to approve the draft audit report as presented by Marc Brazeau (pending the final written report to be distributed for closer inspection by the Board) was made by Bello and seconded by Brigitte. The motion passed.

5. Approval of Minutes

The April Board minutes were reviewed, with corrections suggested by Board members. A motion was made to approve the amended minutes by Brigitte and seconded by Saina. The motion passed.

6. Committee Reports

a. Finance Committee

As Ray and the team were occupied with the Audit for the past two weeks and a detailed review of the 2021-2022 finances was given, no monthly finance report was presented. Ray will present it next month, along with a draft operating budget for 2022-2023 for discussion and approval.

b. Executive Committee (Jason)

The Executive met 2 weeks ago. The primary points of discussion were regarding today's agenda, the upcoming Board training weekends, and the Audit preparations.

c. Policy Committee (Sahazia)

Sahazia reported that the Policy Committee had not met since before the last Board meeting, so there were no updates to report. She is planning a meeting in the next 1-2 months to continue the work started at the last meeting regarding prioritization of policies for review.

7. Executive Director's Report

Khaled provided his report:

- *The last 2 weeks have been occupied with the Audit preparations and participation. As discussed by Marc Brazeau, it went very well. The next steps for ACO are to submit the Annual Reconciliation Report, Auditor's Statement and the Audited Financial Statements to our funders at the Ministry of Health. We are well ahead of the submission deadline of July 30th.*
- *Key social justice events in the last month undertaken by ACO included the International AIDS Candlelight Memorial, the IDAHOT (International Day Against Homophobia, Transphobia and Biphobia) event, and the Asian Heritage month event which focused on combatting anti-Asian racism and discrimination. Each of these events were well attended, with about 50 people attending in person at ACO. The HIV*

Brain Health Now presentation by Dr. Marie-Josée Brouillette also took place with about 30 people attending virtually.

- *Reminder for upcoming Anti-Racism Anti-Oppression board training on Saturday May 28th presented by the Canadian Council for Muslim Women. This was felt to be timely given the recent mass shooting in Buffalo, NY. Khaled also reminded us of the subsequent board training on governance and fundraising planned for June 18th. Khaled and his team have been planning this with the organizers and this should be a good skills-building event. Three additional one-on-one sessions will be offered for Board members afterwards.*
- *Lastly, Khaled reported that thankfully the ACO building was not affected by the recent storm and power outages.*

8. Other Business:

Brigitte raised the topic of Board members attending ACO events, lamenting the low turn-out at recent events in the last month. Jason and Khaled commented that there are key expectations for Board members for events that their attendance is needed, including Board meetings, Committee meetings, the Annual General Meeting, Holiday meals (where Board members serve the meal to members), World AIDS Day, and Pride parade. Attendance at other events for members is welcome and appreciated but not expected/required, recognizing the time commitment for other Board activities and balancing other personal and work time commitments.

9. Next meetings to be conveyed by Zoom

- a) *Executive Committee Meeting – to confirm with Andrea and Zara who were absent – either 15 or 20 June, 2022*
- b) *Board Meeting - June 22, 2022*

10. Adjournment

Brigitte moved to adjourn at 7:35 PM.