

AIDS Committee of Ottawa Board of Directors Meeting Minutes: Wednesday, July 18, 2018

Present:

Khaled Salam, Brigitte Charbonneau, Richard Hubley, Jeff Potts, Vaughn Bauman, Bello Mansour, Ahmed Habré, Solange Kasongo, Basimise Kabemba, Kevin Hatt (guest; Nominations Committee)

Regrets:

Jason Brophy, Olabimpe Ololade, Anique Wallace, Edward Barbezat

Meeting Called to Order at 6:05 PM; **Quorum met.**

1. Approval of agenda

MOVED by Jeff and SECONDED by Basimise that the agenda be approved with the following amendments:

- Move the report from the Nominations Committee ahead of the report from the Executive Committee.
- Add, under other business, August meetings.

Motion CARRIES.

2. Approval of Board meeting minutes

MOVED by Jeff and SECONDED by Vaughn that the minutes of the Board of Directors' meetings of June 13, 2018 and June 20, 2018 be approved as presented.

Motion CARRIES.

3. Committee Reporting

a. Nominations Committee

Brigitte, Vaughn, and Kevin provided an overview of the Nominations Committee's recruitment efforts over the last number of weeks. Four individuals expressed interest in joining the Board – one of whom subsequently withdrew and one of whom was deemed unsuitable at this time. Two candidates interviewed very well, and their references were excellent.

For the 2018 Annual Meeting of Members, therefore, the following Board of Directors Slate will be presented for election:

- Vaughn Bauman, for a 2-year term.
- Edward Barbezat, for a 2-year term.
- Olabimpe Ololade, for a 2-year term.
- Anique Wallace, for a 2-year term.
- Jeff Potts, for a 2-year term.
- Paul Kenney, for a 2-year term.

Kevin will reach out to each candidate to request a brief bio (due July 25, 2018) and will advise that each will be expected to introduce themselves to members during the Annual Meeting.

b. Executive Committee

Bello provided an overview of the Executive Committee's discussions specific to:

- Follow-up to the Auditor's findings and observations (outlined in the Board minutes of June 20, 2018);
- Ongoing issues and concerns regarding a disgruntled ACO member (for whom membership was revoked); and,
- A complaint filed with the City of Ottawa and the City's request for a formal response from the ACO.

MOVED by Jeff and SECONDED by Vaughn that discussions go "In-Camera" at 6:55 PM.

Motion CARRIES.

MOVED by Richard and SECONDED by Brigitte that discussions come "Out-of-Camera" at 7:12 PM. **Motion CARRIES.**

A draft response to the City of Ottawa was circulated for review. With minor amendments, Bello will send the letter as the ACO's official and formal response by close-of-business on July 19, 2018 (and will include an up-to-date Board of Directors' list).

Finally, Bello reported that recent discussions about ongoing collaboration with MAX Ottawa went well and that Khaled will draft a formal partnership agreement soon. Khaled and Bello will pursue similar discussions with Bruce House over the coming weeks.

c. Finance Committee

Khaled reported that the Finance Committee's focus over the last while was on the Audit. The next routine financial report will be presented at the September meeting of the Board.

d. Policy Committee

Jeff reported that the focus of the Policy Committee between now and the Annual Meeting will be on the "Cash Advance" policy (for ACO staff) and on Committee recruitment efforts.

e. AGM Planning Committee

Jeff provided a detailed overview of the AGM Planning Committee's activities and circulated related documents for review and approval (i.e. Notice of the 2018 Annual Meeting of Members and the Record of Decisions from the August 30, 2017 Meeting of Members). The following action items were identified and agreed upon:

- ACO staff will review French text for accuracy.
- Jeff will send electronic official notice of meeting to members no later than August 8, 2018. The following documents will be attached to the notice:
 - The Record of Decisions from the August 2017 meeting of members.
 - The Audited Financial Statement for Fiscal Year (ended) March 31, 2018.
 - The "Slate" for the election of members of the Board of Directors.
 - The ACO Membership Form.
- Jeff will provide names and addresses of members for whom e-mail addresses are not available and ACO staff will prepare and send official notice and related documents by regular post not later than August 8, 2018 (postmarked).
- Jeff will prepare a "promotional poster" (which include the program at-a-glance) for use in the Living Room and on the Website and social media platforms by August 8, 2018.
- Khaled and Bello will work together to finalize the ACO's annual report; Jeff will explore translation options with "NotaBene".
- Jeff will prepare order of branded product (mugs) to give to members at the Annual Meeting.

4. Executive Director's Report

Khaled reported that "operationally, all is well at the ACO." He also reported that:

- Ongoing collaboration with Capital Pride, with focus on the U=U partnership is going 'fabulously'.
- The U=U Community Forum is confirmed for August 25, 2018 from 2:00 to 4:00 PM **at the National Arts Centre**. Guest speakers are confirmed (Bruce Richman, Bryan Jones, Bob Leahy, Brittany Cameron, and Randy Davis).
- Capital Pride invited ACO to identify a guest speaker for the Human Rights Vigil; Khaled asked Jeff to speak and will share more information as it becomes available.
- The "Hope Day Volleyball" event (July 14, 2018) was well-attended and very successful. ACO was well-represented.
- Six summer students – all youth – were hired and are actively engaged in the ACO's Pride preparations and general outreach activities.

5. Other Business

a. Board Matrix

Richard provided an overview of the Board Matrix results, noting that the return rate was 75%. He will send an electronic copy of the result to Jeff.

b. August meetings

Given that Brigitte, Jason, and Jeff will be in Amsterdam until July 31st, the following meeting schedule for August was proposed and agreed upon:

August 8, 2018

- AGM Planning Committee: 3:00 – 4:00 PM (ACO Boardroom)
- Executive Committee: 4:30 – 5:30 PM (ACO Board room)
- Board of Directors: 6:00 – 8:00 PM (The Living Room, with pizza social from 5:00 PM)

c. Board Member Resignation

With sincere gratitude for the opportunities that his time on the ACO's Board afforded him, Basimise offered his resignation, with immediate effect.

MOVED by Richard and SECONDED by Brigitte that the resignation of **Basimise Kabemba** be accepted, with thanks for his service to the AIDS Committee of Ottawa. **Motion CARRIES.**

Because of Basimise's resignation, an additional Board of Directors' seat is open for election at the upcoming Annual Meeting of Members. Therefore, based on the Nominations Committee's recommendation: **Nicholas Schiavo** will be added to the "Slate" for election to the ACO Board of Directors, for a 1-year term.

Jeff gathered board hours.

MOVED to adjourn (Brigitte) at 7:50 PM.