

AIDS Committee of Ottawa

Board of Directors Meeting Minutes: Wednesday, March 29, 2023

Present: Khaled Salam, Jason Brophy, Brigitte Charbonneau, Agness Nalwamba, Bello Mansour, Andrea Prajerova, Sahazia Ouédraogo, Zara Fadoul, Saina Beitari, Edward Barbezat, Dare Abdullahi, Evelyn Marquis (guest), James Okeny (guest), Ray Hall (finances)

Regrets (r) / Absent (a): Ali Sougou (r), Jasmine Mwanga (r),

Welcome and Call to Order

*Jason called this meeting to order at 6:05 PM; **Quorum was met (11/13).***

1. Approval of agenda

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

2. Professional Development - Fundraising Training

Jason reminded the Board about the previous professional development opportunity offered to ACO Board members by Volunteer Ottawa as a part of the Fundraising session held in June last year, and to follow up with them whether this opportunity was still available. Khaled would reach out to Peter and provide an update during the next Board meeting.

3. Financial Report

Ray reported that as of the end of February 2023, ACO finances were in good standing and the organisation was meeting all its obligations towards its funders and donors. Regarding expenses, most of the received revenue from MOH, Gilead, Viiv has been spent as expected while a pending sum of \$46,154 from WAGE was yet to be allocated. Ray also mentioned that last year, the ACO was able to fundraise around 10k from donations, 16k from Opening Doors, and received 12k from the Ottawa Community Foundation. The ACO has spent \$728,872 on salaries and benefits, an expected amount at this time of the year. The financial report also revealed a slight excess of ACO revenues over its expenses. However, after depreciation ACO is expected to end the year with a small deficit of 11k.

4. Approval of the Executive Committee

*It was **MOVED** by Agness and **SECONDED** by Brigitte that the composition of the Executive Committee (Jason Brophy - President, Brigitte Charboneau - Vice President, Zara Fadoul - Treasurer, Andrea Prajerova - Secretary) be approved. **Motion carried.***

In addition, Jason mentioned that for him and Brigitte this was the last term with ACO and invited other Board members to put forward their propositions to join the Executive Committee. Similarly, Bello would not be seeking reelection at the next AGM.

5. Attendance

A discussion about the Board meeting attendance and the need to meet a quorum was held among ACO Board members. It was led by Brigitte who interpellated others to be present whenever they can so that the Board can approve necessary documents and respond to relevant issues as they come up and in a timely manner. Strong attendance means a strong Board. According to the by-laws, if someone misses three consecutive meetings without notice, they should be dismissed from their position as a Board member. As suggested by Jason and Khaled, the Executive Committee would create a survey collecting information about ACO Board member's availability to attend Board meetings to see if Wednesday evenings still work the best for everyone.

6. Nominations Committee Report

There were no updates from the Nominations Committee.

7. Board Minutes Approval

*The January Board minutes were reviewed, with corrections suggested by Khaled and other Board members. A motion was made to approve the amended minutes by Brigitte and seconded by Saina. **Motion carried.***

8. Committee Reports

a. Finance Committee

Zara mentioned that there were no additional updates from the Finance Committee beyond Ray's report. Khaled mentioned the upcoming audit in May, 2023.

b. Executive Committee

Jason informed the Board about the last EC meeting, which was held on 21 Feb, 2023. An agenda for this Board meeting was discussed as well as the change in the employee benefits plans for the upcoming year.

c. Policy Committee

Sahazia introduced the Board members to the draft of the Policy Committee Terms of Reference (PCTOR), a document the policy committee had been working on in the past few months. The committee revised the document and drafted a new policy, one which would

better correspond to ACO needs and values. The next step will be to identify TOP3 policies to be revised.

*It was moved by Brigitte and seconded by Bello that the PCTOR be approved. **Motion carried.***

9. Executive Director's Report

Khaled updated the Board on the following matters. Regarding HR updates, it was Carsson's last day on March 24. The ACO will be soon recruiting for his position as the Peer Engagement Worker and should fill it in within the next few weeks. Regarding ACO programming, February and March were busy months for ACO. February marked the yearly celebration of black history, March was about commemorating the International Women's Day and diverse women in the HIV community. As March is also the end of the year, Khaled and his management team have been working to finalise several fundings reports. They have also submitted the next year's proposed budget to MOH (approved by Jason). Khaled is also leading the preparations for the upcoming audit, which will happen in May. In addition, Khaled discussed the new benefits plan for ACO staff, which will include a 10k cap on medications from next year on.

10. Next meetings

- Executive Committee - April 12 at 5 PM
- Board Meeting – April 19, 2023 at 6 PM

11. Adjournment

Brigitte moved to adjourn at 7:11 PM.