

## **Board of Directors' Meeting Minutes**

November 8, 2022

6:30 pm – 9:30 pm

RisingOaks Early Learning | Admin. Office  
2-10 Washburn Drive, Kitchener, Ontario

### **Present:**

- Alisha Michiels, Vice-Chair
- Amanda Stevens, Chair (virtual)
- Blessing Akpan, Director
- Erin Mikha, Director
- Jennifer Tieu, Treasurer
- Julia Bloom, Director
- Julia Klann, Director (virtual)
- Karen McIlroy, Director
- Lori Prospero, CEO
- Paul Okoye, Director
- Robert MacDonald, Director

**Regrets:** Jessica Ronzio, Secretary

**Guest:** Kathy Dunk, Executive Assistant (ex-officio)

### **1. Welcome**

- Amanda and Alisha welcomed everyone to the meeting and acknowledged that two participants were joining virtually.

### **2. Connection Activity**

- A *True Colors* assessment was used as a connection activity.

### **3. Call to Order**

- Julia B provided a land acknowledgement.
- The board confirmed support for Alisha, as Vice Chair, to act as the meeting chair since Amanda was joining virtually.
- The meeting was called to order at 6:56 pm by Alisha.
- The voting procedures and the governance monitoring system were reviewed.

#### **1.1. *Confirm Quorum***

- Quorum was confirmed.

1.2. *Confirm minute taker.*

- With regrets from the board secretary, the board appointed Lori Prospero, CEO, to act as the recording secretary for tonight's meeting, with support from Kathy Dunk, executive assistant.

1.3. Identification of Conflicts of Interest.

- No conflicts were identified

**4. Approval of the Agenda**

- 4.1. **MOTION:** *It was moved, seconded and carried that the agenda for the November 8, 2022 meeting of the Board of Directors be approved, as presented.*

**5. Strategic Discussion**

- The acting Chair reminded the board of RisingOaks' mission and values, and strategic priorities to guide discussion and to view decisions with a focus on equality and inclusion.

5.1. *2022 Forecast*

- Management provided an overview of the 2022 Financial Forecast.
- The board reviewed the updated forecast for the year, with a significant decrease in the projected deficit (\$141,311) at year end, compared to a budgeted deficit of (\$717,470).
- Much of this has to do with funding that was unknown at the time of budgeting.
- Management noted that the projected deficit could increase as revenue from a new grant has been included but not all of the expense portion has been identified yet. An update will be provided at the end of November.

**Blessing Akpan, Director, joined the meeting at 7:02 pm**

5.2. *In Camera – Employment Matters*

- **MOTION:** *It was moved, seconded and carried that the Board of Directors enter into an In Camera Session at 7:02 pm to discuss private employment matters.*
- **MOTION:** *It was moved, seconded and carried that the Board of Directors return to Open Session at 7:14pm.*
- Additional discussion on item 5.2 is required and will be discussed under 5.4 in the next In Camera discussion.

5.3. *Enterprise Risk Management – Staffing Crisis*

- The chair provided an update on the governance committee discussion arising from the special Advisor's meeting held on Oct 4 in regards to the staffing crisis.
- The board was introduced to the bow-tie analysis tool used to consider different perspectives of a risk.
- Management provided an update after reviewing the staffing crisis bow-tie with a certified risk management professional and past chair of the RisingOaks' board. Clarity was provided around the specific risk events related to the staffing crisis with a recommendation that the existing risks on the Risk Register continue to be relevant and negate the need to add the staffing crisis as a separate risk at this time. The Board agreed with this assessment.

- The board delegates to the governance committee to review the related risks to reassess risk estimates and to consider setting risk tolerances.

**Julia K left the meeting at 7:30 pm**

#### 5.4. Budget 2023

- 2023 Operating Budget
  - The treasurer reviewed the proposed 2023 Operating Budget, including implications related to the Canada Wide Early Learning Child Care (CWELCC).
  - Tied to RisingOaks' strategic plan is a performance indicator to meaningfully close the gap to provincial targets for ECE wages. To that end, management presented a comparison salary data and base scenarios related to long-term compensation planning.
- *In-Camera Session*
  - **MOTION:** *It was moved, seconded and carried that the Board of Directors enter into an In-Camera Session at 8:04 pm to discuss confidential financial matters.*
  - **MOTION:** *It was moved, seconded and carried that the Board of Directors return to Open Session at 9:43 pm.*

#### 5.5. Budget Approvals

- 2023 Budget
  - The board considered the risks and opportunities within the 2023 budget, various scenarios, and ways to balance key considerations including affordability for school-age families and decent work and professional pay for staff.
  - **MOTION:** *It was moved, seconded and carried that the Board of Directors approve the 2023 budget with a projected deficit of (\$101,784), as amended - with the agreed upon scenarios attached in the confidential memo to be circulated to the board, senior leadership team and cc'd to the auditor with these meeting minutes.*
- 2023 Fee Schedule
  - **MOTION:** *It was moved, seconded and carried that the Board of Directors approve the following fees effective January 1, 2023:*
    - *a further reduction to infant, toddler, preschool and JKK fees under CWELCC;*
    - *an increase to school-age fees to bring the combined daily rate for before/after-school to \$28.50 (WCDSB sites) and \$29.00 (WRDSB sites), with pro-rating on individual before and after school rates due to bell times.*
    - *An increase to the summer camp fee to \$270/week, reduced for CWELCC eligible families.*



- **MOTION:** *It was moved, seconded and carried that the Board of Directors approve an additional 3% school-age fee increase effective September 1, 2023.*
- New rates – for both January 2023 and September 2023 – are noted on the following chart:

Programs	As of Jan 1, 2023		As of Sept 1, 2023	
	WCDSB sites	WRDSB sites	WCDSB sites	WRDSB sites
Infant	\$ 38.86	\$ 38.86	\$ 38.86	\$ 38.86
Toddler	\$ 29.29	\$ 29.29	\$ 29.29	\$ 29.29
Preschool	\$ 26.41	\$ 26.41	\$ 26.41	\$ 26.41
JKK before school	\$ 11.00	\$ 11.50	\$ 11.00	\$ 11.50
JKK after school	\$ 12.00	\$ 12.00	\$ 12.00	\$ 12.00
JKK before + after, PA Days	\$ 12.76	\$ 12.99	\$ 12.76	\$ 12.99
School-age before school	\$ 11.90	\$ 12.40	\$ 12.26	\$ 12.77
School-age after school	\$ 16.60	\$ 16.60	\$ 17.10	\$ 17.10
School-age before + after, PA Days	\$ 28.50	\$ 29.00	\$ 29.36	\$ 29.87

  

Summer Camp 2023 (weekly rate)	JKK (<6 yrs)	Ages 6+
	\$ 118.13	\$ 270.00

*Rates highlighted in green are after CWELCC fee reductions.*

- The Board directed management to provide 45-days written notice to families of the school- age fee increase for January 1, 2023, and again prior to the September 1, 2023 increase. Parents will also be notified of the camp fee increase as well.

## 6. Routine Business

### 6.1. Governance Policy Compliance Reports

- Due to timing, this item was deferred to electronic voting via BaseCamp.

### 6.2. 2023 Meeting Schedule

- Due to timing, this item was deferred to electronic voting via BaseCamp.

## 7. Consent Agenda

- No items from the Consent Agenda were identified as requiring further discussion.
- **MOTION:** *It was moved, seconded, and carried that the Board of Directors accepts the following Consent Agenda items as reviewed or approved as noted below:*
  - 7.1. *Operations Report-Nov 2022*
  - 7.2. *Finance & Audit Minutes- Oct 24/22*
  - 7.3. *Governance Minutes- Oct 6/22*
  - 7.4. *2022-Q3 Financials*
  - 7.5. *Finance & Audit Minutes- Sept 26/22*
  - 7.6. *Government Relations Minutes- Sept 22/22*
  - 7.7. *Nominating Minutes- Sept 19/22*
  - 7.8. *Board Minutes- Sept 13/22 (Approved)*

## 8. Complete Board Meeting Evaluations

- 8.1. Directors agreed to complete the board meeting evaluations electronically via survey after the meeting.

## 9. Action Items

- Action items arising from tonight's meeting were reviewed. These will be added to the board's To Do List in BaseCamp.

## 10. Adjournment

### 10.1. *Confirmation of upcoming meetings:*

- The list of upcoming meetings and events were revised, including the upcoming board development day rescheduled for November 23, and the Board Social for December 2.

### 10.2. *Adjournment*

- *There being no further business, this meeting of the Board of Directors is adjourned at 9:54 pm.*

These minutes were approved by the board of directors on January 10, 2023 and now form part of the Public Record for RisingOaks Early Learning Ontario.

Original signed by Board Secretary