



Board of Directors'
Board Meeting

2019 September 10
 6:30 – 9:30 p.m.
 St. Luke Catholic School

Name	Attended	Regrets
Amanda Stevens	X	
Brett Bigger	X	
Dorothy Fallowfield	X	
Doug Laginskie	X	
Jennifer Banfield	X	
Karen McIlroy	X	
Kathryn Kosakowski	X	
Natalia Brattan	X	
Paul Botros	X (V)	
Sarah Willey-Thomas	X	
Teresa Godglick	X	
Wayne Steffler	X	
Lori Prospero, ED	X	
V- Video Conference		

1. Welcome

- Directors were welcomed

2. Connection Activity

- Lori introduced the chart of the Jungian types and showed the diversity of where each director falls in the chart
- An activity was conducted where the group was separated according to their types and were instructed to describe the fruit to demonstrate how the two perspectives show up in our daily practice.
- Directors are encouraged to follow up with their mentoring triads to discuss how the Jungian types will influence their work on the board

3. Call to order

- Kathryn Kosakowski, meeting Chair, called the meeting to order at 6:52

3.1. Confirm Quorum

- Quorum was confirmed by the Secretary

3.2. Confirm minute taker; certify proxies

- The Secretary, Dorothy was confirmed as the minute taker

2.3 Identification of Conflicts of Interest

- No conflicts of interest were declared

4. Approval of the Agenda

- **MOTION:** It was moved, seconded and carried for the September 10, 2019 agenda for the Board of Directors be approved.

5. Setting the Stage

- Directors were put into their triads to discuss an article to set the stage for the strategic plan review discussion.
- In reviewing the strategic plan, we need to look at the objectives and make sure that the KPIs still make sense

6. Strategic Discussion

6.1. Strategic Plan Progress Report 2019 – Q2

- Kathryn reviewed the score card, which overall showed that the number of families who would recommend Owl is trending slightly downwards, but still on target, and revenue by quarter is trending up.
- Strategy map re: goals showed a mix of yellow and green, which was an improvement over the prior year.
- Lori spoke to some points to consider, indicating that we are making excellent progress toward our strategic plan goals, and that there is an increase in media outreach to Owl.
- With regards to achieving potential, dedicated resources for pedagogical leadership were added, and although the number of full centres is behind what was hoped for, the addition of youth development programs have helped meet growth targets.
- Sarah asked on Basecamp is the Pedagogist Network would require additional resources over time. Lori replied that there is no additional cost to Owl. The training network will allow Owl to fine tune and enhance coaching and mentoring to enhance pedagogy across the organization.
- Performance indicators on achieving our potential and strengthening Owl's brand show mostly green (on target), with some yellow (slightly below target).
- **MOTION:** It was moved, seconded that the board of directors accept the 2019- Q2 Strategic Plan Progress Report as presented and deems it satisfactory. STATUS: All in favour. CARRIED
- The existing strategic plan will be in place for another year with the intent that strategic goals and priorities would continue, but minor changes to the performance indicators and operational strategy can be made.
- The directors had an in depth discussion about how to address PI7, which is x% increase in non-Owl families awareness about Owl. It was suggested to make the performance indicator a thoughtful reflection rather than a quantifiable indicator due to how difficult it is to measure.
- **MOTION:** It was moved and seconded that the board of directors revise the Strategic Plan to update the timeframe to include 2020 and to remove performance indicator seven. STATUS: All in favour. CARRIED

6.2. Brand Project

- The RFP deliverables were complete as of the end of Phase 2. A new visual identity was not part of the RFP. This is now phase 3 of the project.
- A name change was overall agreed upon, but the initial list of names provided did not pass the initial "gut check" phase.
- Some members are quite attached to the Owl name, and have shared concern over losing the organizational identity and reputation.

- Due to a change in personnel with the existing vendor, we need to determine the best way to move forward with this project. The agenda support material presented three options to complete the project, which are:
 - 1) To continue with the current vendor
 - 2) Discontinue the relationship and proceed with the new agency that the brand strategist who was working with us has moved to
 - 3) Put phases 3 and 4 to new RFP
- Regarding option 3, Lori provided an overview of legislation regarding RFPs.
- The board had an in depth discussion about which option to proceed with.
- One director believes that a fresh set of eyes may be beneficial, comparing it to getting a second doctor's opinion.
- Another director suggested to use the list of names provided in the second round and use internal resources, or crowd-sourced resources to make the decision to make it cost effective as possible.
- Consensus was reached to end the relationship with the current vendor. It was agreed that Lori and identified board members would meet with the potential new vendor to discuss their proposal.
- A discussion ensued about governance versus operations in regarding to who we work with. Lori to report back via BaseCamp.

7. Routine Business

7.1. Current Financial Overview

- Karen provided the board with the financials with the period ending June 30.
- 2019 continues with strong results, and the surplus is high compared to the budget.
- The projections demonstrate that cash balances should drop over the course of 2019, but will return to the pre-2018 expansion funding levels.
- The 2019 forecast shows strong preschool enrolment, wages are high as a result of floater staff, there is government funding to support the three student positions, food, field trips, fees and memberships are lower than budget.
- YDP forecast shows a smaller deficit, which can be off-set by a projected surplus in full centres.

7.2. Increase to Corporate Credit Limit

- A recommendation has been put forth to increase the corporate credit limit from \$35,000 to \$85,000 to better take advantage of cash back and rewards programs.
- Other changes will include assistant supervisors will have a credit card, when they previously did not and cooks will get one to replace the Zehrs purchasing card, which will allow them to shop at a variety of grocery stores.
- The fraud risks to providing a credit card to more staff are very low.
- ACTION: Lori to follow up with Thomas to inquire about mitigating against fraud to ensure that we will not be charged if a stolen card is used.
[Doug exited the meeting at 9:00.]
- **MOTION:** It was moved and seconded that the Board of Directors approve the revisions to the Financial Management policy, with an increase to the corporate credit limit to \$85,000, as presented. STATUS: All in favour. CARRIED
- **MOTION:** It was moved and seconded that the Board of Directors open a credit account with Meridian Credit Union, with a total limit of \$35,000 that is cash secured at 120% and lists Lori Prospero and Thomas Hemming as signing authorities. STATUS: All in favour. CARRIED
- **MOTION:** It was moved and seconded that the Board of Directors directs management to open a credit account with RBC, with a total limit of \$50,000 that is cash secured at 120% and lists Lori Prospero and Thomas Hemming as signing authorities. STATUS: All in favour. CARRIED

7.3. Governance Policy Monitoring Compliance Reports

- Due to time constraints, it was agreed to defer the review and acceptance of these reports to a later time and to complete this review via BaseCamp.

7.4. Nominating Report

- Six directors will have their term ending in 2020, and if they wish to stand for re-election for another two-year term, they are to email the nominating committee by October 1, and for directors with their term ending in 2021, if there is any reason their obligations may not be met, they are also to contact nominating@owlchildcare.org.
- All police vulnerable sector checks are satisfactory in accordance to Ministry regulations.
- Board development day will take place on October 6 from 9am – 4pm and will include discussions on good governance, strategic thinking, risk management and financial management.
- Karen and Doug will lead a discussion on accounting.
- ACTION: Karen to send out a survey via Survey Monkey to tailor the discussion to what the board is most interested in.
- The group discussed who has access to a meeting space, and some volunteered their work spaces.

8. Consent Agenda

- MOTION: It was moved and seconded that the Board of Directors accepts the following Consent Agenda items as reviewed or approved as noted below:
 - 8.1 Executive Director's Report – Aug 2019
 - 8.2 Executive Director's Report – July 2018
 - 8.3 Board Meeting (closed door) minutes of July 15/19
 - 8.4 Q2 Financial Statements – Jun 2019
 - 8.5 GR Advisory Minutes – Jun 12/19
 - 8.6 Board Meeting (closed door) minutes of May 16/19
 - 8.7 Board meeting minutes of May 5/19
- STATUS: All in favour. CARRIED

9. Board Meeting Evaluations

- Teresa and Amanda led the board through the board meeting evaluation via live poll.

10. Adjournment

- There being no further business, the meeting was adjourned at 9:25.
- Reviewed key dates and upcoming meetings.
- Dorothy and Sarah agreed to assist with planning the December social.