

**Board of Directors’
Meeting Minutes**
January 9, 2024
6:30 pm – 9:30 pm
via Zoom Video Conference

Directors Present:

- Alisha Michiels, Chair
- Amanda Stevens, Past Chair
- Blessing Akpan, Director
- Jennifer Tieu, Treasurer
- Jessica Ronzio, Director (online)
- Julia Bloom, Vice Chair
- Karen McIlroy, Director
- Katherine Walsh, Director
- Paul Okoye, Director (until 7:41 pm)
- Robert MacDonald, Director
- Steve Brown, Director

Employees: Lori Prospero, CEO & Corporate Secretary | ex-officio

Guests: Jassette Archer, Minutes Solutions | Recording Secretary (via teleconference)

Regrets:

- None

1. Welcome and Connection Activity

- Alisha Michiels, Chair, extended a warm welcome to all attendees at the first Board meeting of 2024. She noted the regrettable necessity for a virtual format due to uncertain weather conditions, but expressed enthusiasm for reconnecting after the holiday season.

2. Connection Activity

- The Board engaged in a connection activity related to play and literacy.

3. Call to Order

- There being a quorum present, and the Directors having been given adequate and proper notice of the meeting, the meeting was called to order at 6:42 p.m. Alisha Michiels presided as Chair and shared the land acknowledgement.
- No conflicts of interest were declared.

4. Approval of the Agenda

- **MOTION:** It was moved, seconded and carried that the agenda for this January 9, 2024 meeting of the board of directors be approved, as presented.

5. Strategic Discussion

5.1. Operational Risk: Hate Incidents

- The board continued its discussion on the rise of hate incidents in our community, building on the background information provided in the meeting package.
- The board watched two videos from the Waterloo Regional Police Service (WRPS). [What is Hate?, Hate Loves Silence](#)
- Discussion centred around the following questions.
 - What does the data on hate incidents within our community tell us?

- What is the potential risk within the childcare sector and how does this fit within our Risk Registrar?
- What is our responsibility and capacity to prevent and respond to hate incidents?
- What steps can be taken to reduce the risk and how does this fit within the broader DEIA work being done by RisingOaks?
- What are the governance implications versus operational requirements?

[The Board recessed from 7:44 p.m. to 7:50 p.m.]

5.2. Child Care Advocacy: Implications of a potential province-wide walk out of ECEs

- Over the years, advocates have contemplated the use of a province-wide walk-out of ECEs as a strategy to bring about needed change within the sector. In 2021, staff at a local non-profit child care, non-unionized organization walked off the job to demand that ECEs be prioritized for COVID vaccination.
- Using de Bono's Six Thinking Hats methodology, the board brainstormed the possible impacts of a potential province-wide walk-out of ECEs, considering RisingOaks' general position and thinking about parent fees and staff wages should this ever come to fruition.

6. Routine Business

6.1. Financial Business

- Final 2023 Forecast: The current year-end projection is estimated at a surplus of \$105,000. This number is not yet finalized, due to ongoing financial reconciliations.
- Audit Planning: The audit, including preliminary testing, is in progress with Hilborn LLP. The initial draft is anticipated for the finance and audit committee (FAC) meeting on February 26, 2024. Audited statements will be provided to the Board on February 28, 2024.

6.2. Governance Policy Monitoring Compliance Reports

- The board discussed each compliance report that was circulated in the board meeting package.
- **MOTION:** It was moved, seconded and carried that the board of directors reviewed the governance policy compliance report for the General Executive Constraints policy and is satisfied with the evidence/statement of compliance. The board deems itself and management In Compliance with policy requirements. No further action is required.
- **MOTION:** It was moved, seconded and carried that the board of directors reviewed the governance policy compliance report for the Policy Development policy and is satisfied with the evidence/statement of compliance. The board deems itself and management In Compliance with policy requirements. No further action is required.
- **MOTION:** It was moved, seconded and carried that the board of directors reviewed the governance policy compliance report for the Monitoring Policy Compliance policy and is satisfied with the evidence/statement of compliance. The board deems itself and management In Compliance with policy requirements. No further action is required.

7. Closed-Door Session

7.1. **Motion:** It was moved, seconded and carried that the board of directors enter into a Closed-Door Session at 8:24 pm to discuss confidential employment matters.

- Jassette Archer of Minute Solutions will act as recording secretary for the Closed-Door session and provide the board chair with the minutes for circulation to the board.

- Lori Prospero left the meeting at 8:34 pm

[The board returned to Open Session at 9:39 pm. Lori Prospero returned to the meeting at this time].

8. Consent Agenda

- No items were removed from the Consent Agenda requiring further discussion.
- **MOTION:** It was moved, seconded and carried that the board of directors accepts the following the following Consent Agenda items for information or approval as noted below:
 - For Approval:
 - Board Minutes – December 13, 2023
 - Board In-Camera Minutes – December 13, 2023
 - Board Minutes – November 14, 2023
 - Board In-Camera Minutes – November 14, 2023
 - Motions Approved in Principle via Electronic Means
 - For Information Only:
 - Operations Report – January, 2023
 - Nominating Minutes – November 20, 2023

9. Board Meeting Evaluations

- The board meeting evaluation will be distributed immediately following the meeting.

10. Action Items

- New action items were reviewed and will be added to the board's To Do list in BaseCamp.

11. Adjournment

- Confirmation of upcoming meetings:
 - The board chair reviewed the list of upcoming meetings and events. These can be found on the meeting agenda and the board calendar.
- There being no further business to transact, this meeting of the board of directors is adjourned at 9:43 pm.

DISCLAIMER

The above minutes should be used as a summary of the motions passed and issues discussed at the meeting. This document shall not be considered a verbatim copy of every word spoken at the meeting. These minutes were approved by the board of directors on March 5, 2024 and now form part of the Public Record for RisingOaks Early Learning Ontario.

Original copy signed by:

Alisha Michiels
Board Chair

Lori Prospero
Corporate Secretary