

THS Board Meeting (#2)

Minutes

Tuesday, September 24, 2024, 6:00 pm
By Teleconference

Present: Christina Di Rosa, Mark Dilworth, Liz Everett, Adrienne Macdonald, Gary Milakovic, Alexander Rochtchine, Josh Shanahan, Marcie Somers, Nabila Tisha, Roxanne Yanofsky

Staff: Phil Nichols, CEO; Abu Nana, Director of Finance;
Claudette Turner, Recording Secretary

Regrets: Julie Barac, David Bronskill, Damian Creber, Alexandra Kelso, Charissa Lai

The Chair, Adrienne Macdonald, called the meeting to order at 6:05 pm. Adrienne welcomed the newly elected Board members and congratulated both the new and returning Board members on their election.

1. Regular Business

1.1 THAT the Agenda be approved.

MOVED: Roxanne Yanofsky Seconded: Liz Everett ... **Carried.**

1.2 THAT the Minutes of the June 25, 2024 Board meeting be approved.

MOVED: Josh Shanahan Seconded: Alex Rochtchine ... **Carried.**

1.3 Roxanne Yanofsky kindly volunteered to call the new members approved at the previous Board meeting.

2. Financial Report

Abu Nana provided an update on the Society's financial position. Income from legacies and bequests is well above budget, and expenditures are close to budget. He provided an overview of the financial reports for the new Board members, which included the August financial statements and cash position statement. Comprehensive reports are provided to the Audit & Finance Committee.

The Audit & Finance Committee encourages interested Board members to join the Committee.

3. CEO Update

Phil Nichols reviewed the Society's Directors & Officers insurance policy which is coming up for renewal in late January 2025. He noted that quotes have been solicited and that he will keep the Board up-to-date.

He reviewed the collective agreement process and reported that a three-year agreement has been ratified in line with the Society's strategic objectives,

Phil reviewed the Q2 strategic Board report which provided a comprehensive analysis of the Society's performance and strategic initiatives during the second quarter of 2024. The Society continues to navigate challenges while achieving significant milestones in financial management, community involvement and strategic development, setting a strong foundation for continued growth and service improvement.

Phil was pleased to advise that the Society had been certified as A+ by Charity Intelligence.

Phil responded to the Board's queries.

4. Meeting Dates

The Board decided to continue meeting virtually on the last Tuesday of the month at 6:00 pm. Phil will send out the invitation. A retreat is also being scheduled, tentatively for Saturday, November 2. Phil will co-ordinate with David Bronskill and Malcolm Bernstein. Alex offered his assistance for a back-up venue if required. Nabila Tisha advised that this would be a good opportunity to take "head shot" photos of Board members.

5. Orientation Overview

Phil provided a comprehensive overview of the role of Board members and their responsibilities, powers and fiduciary duties.

6. Policy Approvals

Adrienne reviewed the updated Capacity for Quality Care Policy which provides guidance on how to establish and maintain a balance between the number of animals the Society can provide care for and the quality of care that each animal receives.

6.1 THAT the Capacity for Quality Care proposal be approved as presented.

Moved: Adrienne Macdonald Seconded: Liz Everett ... **Carried.**

Adrienne reviewed the Public Policy which is intended to delineate the principles governing the Society's public programming initiatives, ensuring alignment with organizational goals, community needs, organization sustainability and adherence to legal and ethical standards.

6.2 THAT the Public Policy be approved as presented.

Moved: Adrienne Macdonald Seconded: Josh Shanahan ... **Carried.**

7. Committees, Chairs and Members of Committees

Board members who were Committee Chairs in the previous term described the work of their committees.

Animal Welfare – The Committee will consist of Liz Everett, Adrienne Macdonald, Marcie Somers, Roxanne Yofansky, Mark Dilworth, Damian Creber and Nabila Tisha.

7.1 THAT Liz Everett be nominated as Chair of the Animal Welfare Committee.

Moved: Josh Shanahan Seconded: Nabila Tisha ... **Carried.**

Liz Everett was acclaimed as Chair of the Animal Welfare Committee.

Audit & Finance – Damian Creber was acclaimed as Chair of the Audit & Finance Committee by consent of the Board. The other members of the Committee are Roxanne Yanofsky, Josh Shanahan, Alex Rochtchine, and Adrienne Macdonald (*ex officio*).

Development – With the Board's consent, Nabila Tisha was acclaimed as Chair of the Development Committee. The other members of the Committee are Marcie Somers, Alex Rochtchine, Christina Di Rosa, Damian Creber and Adrienne Macdonald (*ex officio*).

Governance – The Committee will consist of Josh Shanahan, Adrienne Macdonald, Marcie Somers, Liz Everett, Gary Milakovic and Damian Creber.

7.2 THAT Adrienne Macdonald be nominated as Chair of the Governance Committee.

Moved: Josh Shanahan Seconded: Nabila Tisha ... **Carried.**

Adrienne Macdonald was acclaimed as Chair of the Governance Committee.

An Advocacy Committee was discussed, and Phil will develop a framework for a potential Advocacy Committee in line with the Society’s strategic plan. A Facilities Committee will be discussed in camera.

8. *Next Meeting*

October 29, 2024, 6:00 pm

9. *In Camera*

The Board moved in camera at 7: 45 pm and rose at 8:25 pm.

10. *Adjournment*

The meeting adjourned at 8:25 pm.

Adrienne Macdonald, Chair

Gary Milakovic, Secretary

Date

Date

