



CMHA/PEEL BRANCH Board Meeting Minutes

Jan 25th, 2011
6:15 P.M.

2 County Court Blvd.

Present: Frank van Nie, Chair
Janine Elias Joukema
Ron Dabor
Kevin Duffy
Hanzla Tariq
Juan Arangote
Jeanette Schepp
Karen Murphy
Ranil Mendis
Keith Ward
Sandy Milakovic, CEO & Secretary
Bertha Jacov, Recorder

1. Board Education:

Mental Health in the Workplace

Ann Morgan a consultant, presented trends and developments in Mental Health in the Workplace to the Board.

Following the meeting Ann forwarded her presentation (see attachment) as well as a few additional resources referred to at the meeting:

The Institute for Work and Health website highlighting best practices for Return to Work
<http://www.iwh.on.ca/>

The Mental Health Commission of Canada website including the Leadership Project targeting CEO/CFOs.
<http://www.mentalhealthcommission.ca/english/pages/default.aspx>

2. Call to Order/Check-In

The Chair, Frank van Nie, called the formal part of the meeting to order at 7:14 p.m.

3. Approval of Agenda

MOTION: 1.1.25.11

On the motion duly moved by Jeanette Schepp and seconded by Kevin Duffy.

IT WAS RESOLVED THAT: the Agenda be approved with the addition of 5.12 Bell Contract Renewal.

Carried.

4. Approval of Minutes

(Nov 23rd, 2010 Board Meeting Minutes)

MOTION: 2.1.25.11

On the motion duly moved by Ranil Mendis and seconded by Hanzla Tariq.

IT WAS RESOLVED THAT: the minutes of the Nov 23rd, 2010 Board meeting be approved with the addition of Kevin Duffy as a signing officer to MOTION: 11.11.23.10.

Carried.

5. Board Means

5.1 Retreat Follow-up

Follow-up Actions

- 1. Some monitoring reports need to include more about our impact on the ownership and ownership linkage.**
Sandy to include more detail about impact on ownership and ownership linkage as relevant when providing monitoring reports to the Board.
- 2. We need to find a way to deal with points of exception at meetings.**
If there are differences of opinions, how do we deal with in a respectful but conclusive way? Differences are to be acknowledged and those with minority opinions should be asked if they are satisfied that they were heard. The Chair is to handle until such time that we can develop a "values and norms" framework.
- 3. We must strengthen our strategic discussions at board meetings.**
It was agreed that time needs to be made for strategic discussions. Handling more of the monitoring outside of the Board meetings should help.
- 4. A follow-up review re: indemnification is necessary.**
Indemnification review to be added to the February agenda.
- 5. Once a decision is made we have to move forward as one and with one voice.**
This has been acknowledged and is also part of point #2 above.

6. Directors who were not present at the Retreat have to be brought up to speed about what transpired here.

Frank did not have a separate meeting with Ron and Karen to discuss the Retreat, however, Ron and Karen agreed the report was a good summary and separate meetings were not necessary.

Facilitator's Points for Consideration

1. A core set of Values should be developed.

Values as well as norms and behaviours will possibly be discussed at the spring mini-retreat.

2. Ownership linkage should be strengthened.

This is being addressed through the Ownership Linkage Task Group.

3. Formalize the current task force for ownership linkage.

It was agreed to defer this decision until we are further along with the work of the task group. Also, we were reminded that, when bringing in speakers, Board education is an important component of ownership linkage.

4. Strength strategic discussion at board meetings.

Agreed as in above action items. It was also agreed that the Board should address its responsibilities with respect to succession planning.

5. Continuously emphasize the importance of One Voice. (previously addressed)

6. This Board should continue to use the Policy Governance Model.

This was confirmed at last meeting.

7. Board composition should be reviewed.

Agreed that this should be kept in mind for future recruitment.

5.2 Past Chair Policy

MOTION: 3.1.25.11

On the motion duly moved by Hanzla Tariq and seconded by Janine Elias Joukema.

IT WAS RESOLVED THAT: the Board approved the Past Chair Policy as amended.

- 1. Addition of the Past Chair definition – “that Board member who was most recently Chair”.**

Carried.

Vice-Chair Role

MOTION: 4.1.25.11

On the motion duly moved by Juan Arangote and seconded by Karen Murphy.

IT WAS RESOLVED THAT: the Board approved the Vice-Chair's Role (GP #2f) as amended.

- 1. One of the Vice-Chairs will be a member of the Nominating Committee.**

Carried.

5.3 Board Committee Structure (GP #2h) re: Nominating Committee

The Chair will be provided with updated policies after they have been revised. Other Board members to receive updated policies annually.

MOTION: 5.1.25.11

On the motion duly moved by Janine Elias Joukema and seconded by Kevin Duffy.

IT WAS RESOLVED THAT: the Board approved the Board Committee Structure (GP #2h) re: Nominating Committee as amended.

- 1. At least 3 consecutive years on the Board.**
- 2. Chief Executive Officer/delegate - plus two additional Board members, one of whom is the Past Chair if the position is filled.**

Carried.

5.4 Policy for Monitoring of Executive Limitation Policies

To spend less time at meetings discussing Executive Limitation Policies a customized sheet will be sent out for each policy being reviewed. Board members are to fill in and send to Sandy and Frank. These customized sheets will then be summarized for Board meetings.

There is not time to fully implement the policy for the next Board meeting. The sheets will be sent out with the Board package. Board members will complete them and bring to the Board meeting as a "test run".

5.5 Relocation Expenses over \$5,000.00

MOTION: 6.1.25.11

On the motion duly moved by Janine Elias Jookema and seconded by Jeanette Schepp.

IT WAS RESOLVED THAT: the Board approved up to \$15,000.00 + HST for moving expenses provided by AMJ Campbell and up to \$40,000.00 + HST for kitchen millwork.

Carried.

5.6 Formal approval of adjusted network costs and EAP costs.

MOTION: 7.1.25.11

On the motion duly moved by Karen Murphy and seconded by Hanzla Tariq.

IT WAS RESOLVED THAT: the Board approved the 3 year commitment to Radiant Communication at an adjusted monthly increase of \$402.00 for Network Infrastructure provision and approved the EAP contract for 3 years at \$7,660.00 annually.

Carried.

5.7 Youth Net

MOTION: 8.1.25.11

On the motion duly moved by Janine Elias Jookema and seconded by Ranil Mendis.

IT WAS RESOLVED THAT: the Board approved \$15,000.00 to be transferred from CMHA/Peel undesignated reserves to Youth Net/Region to cover operating costs from Jan 1 - March 31, 2011, including lieu of notice requirement in the event Regional Funding is not approved. Upon approval of Regional funding, any Youth Net/Region funding used will be adjusted back to reserves.

Carried.

5.8 Board self-evaluation form (GP #2a)

The Board reviewed the checklist/form which can be used to evaluate their own performance and that of the Board at each meeting.

Some changes were suggested and the Chair is to revise and re-distribute for the Board to use for a "test run" at the next meeting.

5.9 Nominating Committee Report

Hanzla gave a brief report and handed out a matrix. The Nominating Committee will meet before next Board meeting and provide an update in February.

5.10 CMHA Ontario Compliance Report

MOTION: 9.1.25.11

On the motion duly moved by Hanzla Tariq and seconded by Janine Elias Joukema.

IT WAS RESOLVED THAT: the Board approved the CMHA Ontario Compliance report as submitted.

Carried.

5.11 Communication and Support

The Board reviewed Policy EL #2g - Report on Communication and Support.

5.12 Bell Contract Renewal

MOTION: 10.1.25.11

On the motion duly moved by Janine Elias Joukema and seconded by Ranil Mendis

IT WAS RESOLVED THAT: the Board approved the 5 year commitment to Bell Canada for the phone system contract renewal.

Carried.

6. Ownership Linkage

N/A

7. EL Policy – Monitoring & Policy Changes

N/A

8. Ends

8.1 Draft CAPS

CAPS (Community Annual Planning System) will be the first item of business on Feb agenda. CAPS have to be in Feb 22nd. MSAA to be signed March 31st.

It was agreed that, once the CAPS have been sent out to the Board, if anyone has any major concerns, they should raise them as soon as possible. The CAPS must be approved at the February meeting and submitted by the end of the day.

MSAA - Frank will be co-hosting with the Chair of Peel Senior Link the Metamorphosis Symposium & Training on Feb 23rd. If anyone would like to learn more on the MSAA and attend please let Sandy/Frank know.

9. Consent Agenda

N/A

10. Board Self Evaluation

N/A

11. Next Meeting Agenda – Date: Feb 22, 2011 – 2 County Court

- CAPS
- Code of Conduct and Indemnification
- Executive Limitation
- Nomination Committee
- Accreditation Committee – Task Group Report
- Mini- Retreat
- AGM
- Raising the minimum amount of signing authority and process.

12. Volunteer Forms

Missing form – Frank van Nie

13. Meeting Process Review

MOTION: 11.1.25.11

On the motion duly moved by Janine Elias Joukema and seconded by Keith Ward.

IT WAS RESOLVED THAT: the Board move to in camera.

Carried.

MOTION: 12.1.25.11

On the motion duly moved by Janine Elias Joukema and seconded by Keith Ward.

IT WAS RESOLVED THAT: the Board move out of in camera.

Carried.

13. Adjournment

MOTION: 13.1.25.11

On the motion duly moved by Hanzla Tariq

IT WAS RESOLVED THAT: the Board meeting be adjourned.

Carried.

The meeting was adjourned at 9:10 p.m.

Signatures below indicate the final, approved copy of the minutes:

Frank van Nie, Chair

Sandy Milakovic, Secretary

Date: _____

Date: _____