

Hamilton/Burlington SPC
Board Meeting Minutes
Tuesday April 14, 2020. 5:00 p.m.
By ZOOM. Hamilton, ON

Present: D. Brown, K. Ciavarella, J. Gledhill, S. McLean, M. Moore, A. Papalia, R. Piper, E. Vis, M. Emo (CEO)
Regrets: A. Tran

1.0 Welcome

J. Gledhill, Past Chair, called the business meeting to order at 5:05 pm. with quorum in place.

2.0 Approval of Agenda

K. Ciavarella moved the approval of the agenda with the following additions: 4.2 In-camera Board meeting minutes of January 23, 2020 and 9.3 Contract Matter. **Seconded by S. McLean. Motion carried.**

3.0 Declarations of Interest

None reported.

4.0 Approval of Minutes

4.1 **E. Vis moved** the approval of the Board meeting minutes of Tuesday March 10, 2020 with the addition of a meeting date in 7.2. **Seconded by D. Brown. Motion carried**

4.2 **D. Brown moved** the approval of the In Camera meeting minutes of Thursday January 23, 2020. **Seconded by K. Ciavarella. Motion carried.**

5.0 Business Arising

5.1 Consultation Outcomes

M. Emo presented the research findings of stakeholder consultation in the latter part of February and early March. The initiative was designed in Fall 2019 to inform and support current business planning/service to community at the Hamilton/Burlington SPCA. The objective was to gather stakeholder perspectives on the organization, and related strategic opportunities. The consultation included 2 focus groups (business partners and consumers), and surveys from among internal stakeholders (85 – staff, volunteers and Board) and external stakeholders (966 – consumers, donors and partners). Overall, the findings delineate the external trends and the complex environment in which the HBSPCA serves community, the community's overall impressions of mission and service including high levels of expertise and service affordability, and the notable opportunities to strengthen outreach, communication, and service innovation. The research outcomes are informing executive leadership search and continue to inform business planning underway.

6.0 Consent Agenda

K. Ciavarella moved to receive the Consent Agenda including 6.1 Acting Chair's Report, 6.2 CEO Report, and 6.3 Program Report. **Seconded by M. Moore. Motion carried.**

6.1 Acting Chair's Report

A. Papalia reported that the Governance Committee issued 3 RFPs (Requests for Proposals) for Executive Search, having researched strong recommendations.

6.2 CEO Report

M. Emo briefly referenced the CEO report previously circulated, which describes an organizing framework for business continuity priorities for the 1st and 2nd Quarters, 2020. M. Emo reported that the organization is finalising protocols to allow for boarding of pets belonging to persons hospitalized for treatment related to COVID-19. Temporary layoffs will be guided by the level of demand for services and the requirements of physical distancing for health and safety.

6.3 Program Report

With respect to the shelter activity report, M. Emo highlighted that between January and March, 2019, the HBSPCA Protection Team investigated 215 calls related to animals at risk and removed 93 animals from their circumstances. For the same 3 months in 2020, the HBSPCA has taken in 4 animals at risk from Provincial Inspectors.

7.0 Committee Reports

7.1 Finance Committee

K. Ciavarella, reported that following discussions at length with the CEO and the Finance Team, the 2020/21 annual budget will be replaced by quarterly forecasts. As of March 16th and in the ensuing days, it became clear that these are indeed uncertain and rapidly changing times: program fee and revenue stream assumptions shaping the original budget are no longer relevant; the shelter is closed to the public; adoptions are closed; surgeries for owned pets are closed; classes, clinics and fundraisers are postponed; some staff are on temporary leave, and the number may increase over the next couple of weeks as demand for services is monitored.

The Board will continue to review expenditure levels appropriate to a designated essential service in the times of COVID-19.

On May 4th, Finance Committee will review the 4th Quarter report (March 2020) and 1st Quarter forecast (thru to June 30th). The 2019/2020 audit is scheduled to proceed May 11th.

7.2 Governance Committee

7.2.1 Executive Leadership

Discussion confirmed that a) the goal for Executive Leadership in place is September 2020; b) the Search Committee is confirmed as Juanita Gledhill, Angela Papalia, and Ryan Piper; and c) as delegated by the Board, the Governance Committee will engage the search firm.

7.2.2 Membership

A. Papalia moved that Kris Leadbetter be approved as Friend of the HBSPCA Member. **Seconded by S. MacLean. Motion carried.**

8.0 New Business
None

9.0 In Camera

R. Piper moved the meeting go in camera at 7:19 pm. **Seconded by K. Ciavarella. Motion carried.**
E. Vis moved the meeting go out of camera at 7:27 pm. **Seconded by k. Ciavarella. Motion carried.**

Report of the Acting Chair on the Closed Session:

A Papalia reported that the Board meeting moved to a closed session at 7:19 p.m. to discuss a personnel matter and 2 business contract matters. The Board returned to an open session at 7.27 p.m.

10.0 Next Meeting: **Tuesday May 12, 2020 5:30 pm.**

11:0 **S. MacLean moved** that the meeting be adjourned at 7.28 p.m.

Minutes Approved: Tuesday May 12, 2020

Signature: Maureen Moore, Secretary



Maureen A Moore