

Hamilton/Burlington SPCA
Board Meeting Minutes
Tuesday October 13, 2020. 5:00 p.m.
245 Dartnall Road. Hamilton, ON

Present: D. Brown, K. Ciavarella, J. Gledhill, T. Nelson, A. Papalia, E. Vis, M. Emo (CEO)
Regrets: S. Mclean, R. Piper

1.0 Welcome

K. Ciavarella, Chair Finance, called the business meeting to order at 5:00 pm. with quorum in place.

2.0 Approval of Agenda

A Papalia moved the approval of the agenda. **Seconded by E. Vis. Motion carried.**

3.0 Declarations of Conflict of Interest

None reported.

4.0 Approval of Minutes

E. Vis moved the approval of the Board meeting minutes of Tuesday September 8, 2020. **Seconded by D. Brown. Motion carried.**

5.0 Business Arising

5.1 Executive Slate

A Papalia moved the approval of the Executive Slate for 2020/21 as follows:

Chair	Kim Ciavarella
Vice-Chair	Ryan Piper
2 nd Vice-Chair	A. Papalia
Secretary	Emily Vis
Treasurer	Deborah Brown

Seconded by D. Brown. Motion Carried.

5.2 Committee Membership

A Papalia, Chair Governance Committee, proposed that the priority Committees of the Board for the next several months would be the Governance and Finance Committees given the size of the Board and workload alongside leadership change in the organization. Working Terms of Reference for the modified Committee functions include key features of the Development and Quality Committees.

Proposed Committee membership following discussion among Board members:

Finance Committee:	Deb Brown (Chair), J. Gledhill, S. Mclean, E. Vis,
Governance Committee	Kim Ciavarella (Chair), T. Nelson, A. Papalia, R. Piper

K. Ciavarella moved the approval of the respective Committee memberships as presented. **Seconded by D. Brown. Motion carried.**

6.0 Consent Agenda

E. Vis moved to receive the Consent Agenda. **A. Papalia seconded. Motion carried.**

In response to a question posed by J. Gledhill, the Ottawa Humane Society has indicated that donations have not been adversely affected by recent COVID-19 restrictions imposed on the Region as a “red zone”.

7.0 Committee Reports

7.1 Finance

E. Vis moved to receive the Report of the Finance Committee summarising its meeting on October 5. **J. Gledhill seconded. Motion carried**

7.1.1 Annual Budget

K. Ciavarella summarised key features of the annual budget, inclusive of actuals (April through August) and a Forecast (September through March). The budget assumes no change in current COVID-19 state, hence two risks were highlighted: donation revenues are assumed to maintain current levels for the remainder of the fiscal year and it is unknown what the long term impact of COVID may be, and, impact of illness among staff would affect operations and business continuity. K. Ciavarella noted too that she, D. Brown, incoming Chair Finance and the Reserve Manager (CIBC Wood Gundy) will meet.

E. Vis moved to approve the 2020/21 budget as presented. **Seconded by D. Brown. Motion carried.**

7.1.2 Reserve Granting Policy

The Reserve Granting Policy stipulates that at the beginning of each year the Capital Fund (now called Reserve Fund) grants to the Operating Fund 5.5% of the average quarterly value of investments in the past year. The policy complies with CRA requirements however the transfer of funds sometimes results in cash holdings. The Finance Committee discussed the merits of amending the policy to “up to” 5.5%, pending any new directions/initiatives for which the funds may be used in future if not needed to support the current operations.

J. Gledhill moved to amend the Reserve Granting Policy as follows: At the beginning of each year the Reserve Fund will grant to the Operating Fund up to 5.5% of the average quarterly value of investments in the past year. **A. Papalia seconded. Motion carried.**

7.2 Governance Committee

K. Ciavarella moved to receive the report of the Governance Committee summarising a meeting on September 28th. **Seconded by D. Brown. Motion carried.**

8.0 New Business

None

9.0 In Camera

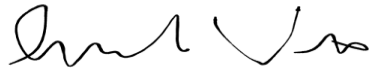
None

10.0 Next Meeting: **Tuesday November 9, 5:30 p.m.** By ZOOM

11.0 **A. Papalia moved** the meeting be adjourned at 5:30 pm. **D. Brown seconded. Motion carried.**

Minutes Approved: Tuesday November 10, 2020

Signature: Emily Vis, Secretary.

A handwritten signature in black ink, appearing to read "Emily Vis". The signature is written in a cursive style with a large initial "E" and a distinct "V".

Memo

To: Board of Directors
From: M. Emo
Date: October 2, 2020
Re: 6.1 Consent Agenda. CEO Report

Humane Canada has released the dates for its annual National Animal Welfare Conference – April 6,7,8, 2021. For the second year, it will be a virtual Conference. It is been well attended by Board members in the past and is an excellent introduction to a range of issues in the animal welfare world locally, nationally and internationally for new Board members; HBSPCA has been well represented both in sponsorship and session presentation. <https://humanecanada.ca/nawc/>

A letter has been sent to the Ontario Solicitor General from the Ontario Animal Welfare Network¹ outlining opportunities for improved execution of the PAWS ACT (January 1, 2020). Societies have experienced and/or witnessed challenges for consistent application of the provisions of the Act, and situations wherein animals at have not been alleviated and/or alleviated in a timely manner. The letter is attached.

The 2020-21 annual budget will be reviewed by the Finance Committee on October 5th and tabled at the Board on October 13th. The budget comprises Actual for April to August and Forecast for September to March. The budget is guided by health and safety practices including distancing, little to no public on site and no gatherings for fundraising and/or educational initiatives. Subsequently, the budget is informed by detailed estimates of surgical procedures, estimates on intake and adoptions, capacity for dog training, and the ongoing requirements to sustain staff resources and the premises for service delivery. Return to work (RTW) planning continues through to mid-October.

¹ The OAWN: HBSPCA and Guelph HS, Kawartha Ridge HS, Kitchener-Waterloo HS, Lincoln HS, London Middlesex HS, Oakville and Milton HS, Ottawa HS, Sarnia HS, Windsor and Essex HS