

**Ontario 4-H Council
Board of Directors Meeting Minutes
Saturday, August 20, 2022
8:30 a.m. via Zoom**

Participants: President: Laurie Farquharson, Past President: Cheryl Sullivan, Vice President: Elaine Bowman, Director at Large: Erica Murray, Penny Anger, Lindsay Bebbington, Josh Brander, Debbie Coke, Lesleigh Elgie, Cathy Lennon, Doug Melia, Donna Van Der Heyden, Jennifer Waldroff, Edna White

Staff: Christine Oldfield, Executive Director; Evelyn Chambers, Director Professional Practice & Recording Secretary

1. Call to Order, President's Welcome and 4-H Pledge

Laurie welcomed everyone to the meeting and led in the 4-H pledge.

2. Review of Action Sheet and Action Sheet Recorder

Action 1,2,3 completed, Action 4 on Agenda, Action 5 in progress

3. Consent Agenda

3.1 Agenda: August 20, 2022

3.2 Minutes: June 18, 2022

3.3 Presidents Report

3.4 Ontario 4-H Foundation Report -to be noted Waterloo, Haldimand, Prescott and Carleton 4-H Associations will have funds added to their Endowment Funds as a result of participating in the fundraising Ontario 4-H Foundation Golf Tournaments

3.5 4-H Canada Report

3.6 Youth Advisory Council (YAC) Report- (no report)

3.7 Board Development Committee

3.8 Resolution Committee Report (no report)

3.9 Grievance Committee Report (no report)

4.0 Nominating Committee Report (no report)

MOTION: Moved and seconded to accept the consent agenda as amended

CARRIED

4. Ratification

4.1 Minutes: July 4, 2022-Minute Approval

MOTION: Moved and seconded to approve the July 4, 2022 meeting minutes as presented.

CARRIED

5.Appointments

5.1 Action Sheet Recorder

Donna volunteered to act as action recorder.

6.Finance

6.1 Council Financial Year to Date Actuals

Elaine Bowman, Finance Chair reviewed the Year to Date, Income and Balance Sheet and purpose for each. Elaine presented year to date financials to the end of June,2022.

6.2 Revised 2022 Budget

Elaine reviewed a proposed revised budget for the remainder of 2022.

MOTION: Moved and seconded to move into closed session

CARRIED

MOTION: Moved and seconded to move out of closed session

CARRIED

MOTION: Moved and seconded to approve the June 30, 2022 year to date financials.

CARRIED

6.3 Allocation of Building Sale Proceeds

MOTION: Moved and seconded that the ED and Finance Chair research a short -term investment with final decision of allocation of funds to be made at the October board meeting.

CARRIED

6.4 Allocation of Building Fund

Deferred for future discussions at year end.

6.5 Signing Authority re Final Building Sale Papers

MOTION: Moved and seconded that Christine Oldfield, as Executive Director and Laurie Farquharson, as Council President be appointed on behalf of the Corporation as authorized signatories (collectively, the "Authorized Signatories") regarding any real property transaction in connection with the address contained in the Agreement of Purchase and Sale dated May 5, 2022.

CARRIED

6.6 Participant Fee

MOTION: Moved and seconded to maintain the participant fee at \$95.00 for the 2023 program year

CARRIED

7. Staff Report (Operational plan update)

Christine presented an updated operational plan update.

8. Board Spotlight - DEI -Anti-oppression

Christine presented a session on Anti-Oppression based on the Bloom training that 4-H Ontario staff participated in earlier in the year.

9. Governance Updates

9.1 Policy and Governance Committee

Erica reported that the Policy Committee met and reviewed the following policies and put forth the following recommendations:

B-BO-05-no change recommended

B-BO-06- no change recommended

B-BO-12- recommend accepting the following changes (highlighted in yellow)

Association Representative Expenses (Amended: October 26, 2019) Preapproved or policy bound expenses incurred while on Council business may be reimbursed at the approved Council rates. Expense forms are to be submitted along with the original receipts where applicable, within 30 days of the event. Expense forms not submitted within the 30 days will not be paid.

Directors/Association Representatives may choose to donate all or part of their expenses by either a cheque swap (exchange of cheques) or as a gift in kind (no exchange of cheques) to receive income tax receipt for donation. Director / Association Representative must provide written direction on the Expense form if they would like their expenses be treated as a gift in kind. Acceptable wording for the gift in kind is "I _____ direct that the funds to which I am entitled by way of reimbursement for _____ and would otherwise be forwarded to me by cash or cheque be transferred to _____ as my gift."

MOTION: Moved and seconded to accept the Policy and Governance Committee report which included the amended wording of B-BO-12.

CARRIED

9.2 ONCA – Approach to Bylaw Revision

Christine and Evelyn reviewed the ONCA workplan and FAQ's.

10. Roll Call – Director at Large- What do you think is the role of an Ontario 4-H Council Board Director? (Included in Appendix)

11. Emerging Issues

11.1 Board Development (Education/Training)

Lesleigh introduced the board development training and turned it over to Elaine to facilitate a session on Financial Stewardship based on a Governance Solutions webinar. The Board Evaluation survey for the meeting will be sent out on Monday and open for a week to respond.

11.2 Executive Director Succession Plan Approval

MOTION: Moved and seconded to approve the Executive Director Succession Plan

CARRIED

11.3 Annual General Meeting format

General discussion was to tentatively have the AR session as the last session prior to dinner (4-5pm). Dinner 5:30 pm with voting test run at 6:45 pm with AGM commencing at 7:00 pm.

11.4 2023 4-H Ontario Volunteer Conference

Lindsay reported on the planning to date for the 4-H Volunteer Conference. The theme will be the 'Magic of 4-H'.

MOTION: Moved and seconded that the proceeds of the Conference Auction be split between Council Programming and Foundation Endowment

CARRIED

11.5 Joint Executive Committee/MOU

MOTION: TO move in camera

CARRIED

MOTION: To move out of in camera

CARRIED

MOTION: Moved and seconded to approve the revised Article 5 Staffing of the MOU

CARRIED

Debbie volunteered to be on the Joint Fundraising Committee and Donna volunteered to act as Co-Chair.

11.6 Board Clothing and 4-H Mini Store

Discussion was held regarding obtaining 4-H clothing for directors (at own cost). Christine to send information regarding brand clothing to the directors.

It was further suggested that a new on-line 4-H Mini' Store be considered. A sub-committee of Penny, Debbie and Elaine and Laura (Manager Communications) to research options and formats.

12. Board Liaison

New office location information will be included. Additional topics to be confirmed after the minute approval meeting.

13. Board Correspondence -

No correspondence received

14. Consent Agenda

Consensus to continue using Consent Agenda

15. Review of Action Items

Donna reviewed the Action Items

16. Setting of Agenda Items for Next Meeting

17. Dates & Times for Upcoming Board of Directors Meeting

October 15th 8:30 am

January 21st, 2023 8:30 am

18. Adjournment

Motion to adjourn at 2:55 pm

Roll Call: What do you think is the role of an Ontario 4-H Council Board Director?

- Voice in the 4-H community and listen and absorb information
- Advocate for other AR's- vehicle between Board and Associations
- Conduit from Association to Board and advising from governance perspective
- Set Strategic direction x2
- Governance of the organization
- Guidance to staff
- Learn and listen, bring youth perspective to Board
- Envision future of 4-H x3
- Responsible for the finances and assets of the entity x2
- Direct and Protect- direct the organization through governance and protect the finances of the organization
- Ensure proper resources (staff and program)
- Succession planning- program, staff, governance
- financial responsibility
- governance
- ambassador
- ensure that we have the resources to continue to advance our organization
- board strength