

Present: Irene Thompson, Chair
Katharina Markowiak, Treasurer
Mariah Blake, New Professional on Board
Julia Goyal, Board Member
Deanne Metzloff, Board Member
Helen Fishburn, CEO
April O’Neill, Acting Director of Finance

Anthony DiCaita, Vice-Chair
Dana Hardy, Board Member at Large
Sean Bradley, Board Member
Somkene Igboanugo, Board Member
Pia Williams, Board Member
Anna Tersigni Phelan
Director Quality & Risk and Chief Privacy Officer

Recorder: Heather Snider, Team Lead Administration

Regrets: Brooke Billings, Board Member
Neil Dunsmore, Board Member
Julia Borges, Board Member
Lisa Hood, Board Member

Agenda Item	Discussion and Actions
1.0 Welcome	Irene Thompson welcomed everyone to the meeting, including new members Pia Williams and Julia Borges.
2.0 Indigenous Reflection	Irene reflected on the philosophy of the Seven Generations and our responsibility as leaders to be looking forward all the time. We must honour the present and also ensure that the decisions and actions we take will be of benefit for future generations moving forward. We must continue to reflect on how elders in Indigenous populations have worked so hard to build continuity; we can learn a lot from this.
3.0 Declaration of Conflict of Interest	No conflicts were declared.
4.0 Approval of Consent Agenda	It was duly MOVED and SECONDED to approve the June 25, 2024 CMHA WW Board agenda (Katharina Markowiak, Deanne Metzloff). CARRIED. It was duly MOVED and SECONDED to approve the May 30, 2024 CMHA WW Board minutes (Katharina Markowiak, Deanne Metzloff). CARRIED. It was duly MOVED and SECONDED that the consent agenda be approved (Somkene Igboanugo, Julia Goyal) CARRIED.
5.0 Election of Officers	It was duly MOVED and SECONDED that the slate of Officers presented be accepted (Deanne Metzloff, Somkene Igboanugo). CARRIED.
6.0 Appointment of Executive Committee	It was duly MOVED and SECONDED that as per the CMHA WW By-laws, an Executive Committee be appointed for 2024-25 with the following members: <ul style="list-style-type: none"> • Irene Thompson, Chair • Anthony DiCaita, Vice-Chair • Katharina Markowiak, Treasurer • Dana Hardy, Member at Large (Deanne Metzloff, Somkene Igboanugo). CARRIED. 2024-25 Board Committee Placement Committee assignments are being finalized over the coming weeks. The Resources Committee will continue to meet over the summer.

Agenda Item	Discussion and Actions
<p>7.0 Governance Committee Report</p>	<p>Irene Thompson presented the Governance Committee report and noted that preparing for compliance with the Ontario Not-for-profit Compliance Act was a focus for this committee over the past year.</p> <p>2023-24 Board Self Evaluation Feedback</p> <p>The annual Board Self Evaluation is conducted to identify areas for improvement in how the Board operates and functions, and to identify corresponding areas for education and training.</p> <p>Irene shared highlights of the results:</p> <ul style="list-style-type: none"> • The Board culture is felt to be strong, and the Board understands its roles and responsibilities. • Board members indicated we need to continue diversifying so we can reflect the population we serve. This will be a focus of recruitment in 2025-26. • Financial literacy for all Board members will be a focus for future Board education. • Helen and the Executive Committee are focusing on CEO succession planning. <p>It was duly MOVED and SECONDED to receive the June 2024 Governance Committee Report. (Julia Goyal, Somkene Igboanugo). CARRIED.</p>
<p>8.0 Resources Committee Report</p>	<p>At the end of each fiscal year, there are three special audits completed in addition to the standard agency audit completed by KPMG.</p> <p>Ministry of Labour, Immigration, Training & Skills Development – This is a special audit done by KPMG; we are in compliance. (Note, no Board approval needed.)</p> <p>Multi-Sector Service Accountability Agreement (MSAA) Declaration of Compliance</p> <p>As part of our MSAA with Ontario Health, we need to annually declare that we comply with the articles set out in our MSAA. This declaration is completed at the end of each fiscal year. We also submit quarterly reporting and conduct an annual reconciliation process and year-end audit. To the best of our ability, we are in compliance with this agreement.</p> <p>It was duly MOVED and SECONDED to approve the Multi-Sector Service Accountability Agreement Declaration of Compliance for 2023-24 (Anthony DiCaita, Deanne Metzloff). CARRIED.</p> <p>It was duly MOVED and SECONDED to receive the June 2024 Resources Committee Report. (Katharina Markowiak, Dana Hardy). CARRIED.</p>
<p>9.0 Helen’s Update and Q&A</p>	<p>Kitchener site – We have seen a major improvement in incidents taking place outside our King St site (high-risk community members use this as a gathering space) and we will maintain the security guard at this point. We have been repairing the site in preparation for sale. Next week a team from CMHA WW will be visiting six potential properties for a consolidated Kitchener-Waterloo site. We are considering accessibility and proximity for our clients. Our Cambridge site will not change at this time.</p> <p>Accreditation – Helen thanked Board members for participating in our survey last week. The Accreditors were very impressed with our Board. Accreditation Canada no longer shares the status and percentage at the end of the survey; they will share this with us in</p>



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	<p>the coming weeks. We will be responding to the draft report with some additional evidence and information.</p> <p>June business – most of the month focused the final steps of the audit process. Variance reports are now being run using our 2024-25 operating budget.</p> <p>Funding allocations – we have not yet received our letters from the Ministries; we anticipate these in early August.</p>
10.0 Closing Remarks	
11.0 In Camera Meeting 7:35 – 8:05 pm	<p>It was duly MOVED and SECONDED to move in camera to review an agency risk (Dana Hardy, Katharina Markowiak). CARRIED.</p> <p>It was duly MOVED and SECONDED to close the in camera meeting and move into a meeting without management to follow up on the annual CEO performance evaluation (Dana Hardy, Katharina Markowiak). CARRIED.</p>
12.0 Meeting without Management	<p>The Board moved into a Meeting without Management to follow up on the annual CEO performance evaluation.</p>