Canadian Mental Health Association Waterloo Wellington | Association canadienne pour la santé mentale Waterloo Wellington

CMHA Waterloo Wellington Board of Directors Meeting Minutes

Thursday, April 30, 2026 | 5:30 – 8:00 pm

CMHA WW | 737 Woolwich St, Guelph | 1st Floor Community Room

Present:
Lisa Hood, Board Vice-Chair
Deanne Metzloff, Board Member at Large
Neil Dunsmore, Board Member
Somkene Igboanugo, Board Member
K. Daniel Sirivar, Board Member
Brooke Billings, Board Treasurer
Julia Borges, Board Member
Danielle Fearon, Board Member
Ashton Romany, Board Member
Pia Williams, Board Member

Helen Fishburn, CEO
Alison DeMuy, Director Strategy & Community Engagement
Matt Harrigan, Director of Services
Jennifer Prior, Director People & Culture
Jeff Stanlick, Director of Services
Michael Buchert, Director of Finance
Anna Tersigni Phelan, Director Quality & Risk and Chief Privacy Officer
Jeff Hoffman, Executive Director YWHO – GW
Krista Sibbilin, Director of Services

Recorder: Heather Snider, Manager Administration & Governance

Guests: Teresa Hatch, CMHA WW Community Advisory Council Member

Regrets: Irene Thompson, Board Chair
Julia Goyal, Board Member
Sean Bradley, Board Member

Agenda Item	Discussion and Actions
1.0 Education Session	Teresa Hatch, CMHA WW Community Advisory Council (CAC), shared a presentation on the newly formed CAC, which comprises the former Client and Family Councils. Teresa encouraged CMHA WW to include the CAC at team meetings and events, and suggested the Council start authoring their Board report submissions.
2.0 Welcome; Call to Order	Lisa Hood welcomed everyone and called the meeting to order and welcomed Camille Quenneville, CEO CMHA Ontario and Mark Walton, CEO Guelph General Hospital.
3.0 Territorial Acknowledgement	Helen Fishburn shared a reflection on a recent community Health and Housing Working Group meeting where an Indigenous Advisory Group was discussed. This highlighted the importance of non-Indigenous service providers building trust over time with our Indigenous providers and community.
4.0 Approval of Agenda	It was duly **MOVED** and **SECONDED** to approve the April 30, 2026 CMHA WW Board of Directors agenda (Neil Dunsmore, Deanne Metzloff). **CARRIED.**
5.0 Declarations of Conflict of Interest	Lisa asked that if Board members have a conflict of interest related to any items on the agenda, we state this so it is noted in the minutes. No conflicts were declared.
6.0 In Camera Meeting 6:05 pm – 7:20 pm	It was duly **MOVED** and **SECONDED** to move in camera for government relations and bargaining updates (Neil Dunsmore, Deanne Metzloff). **CARRIED.** It was duly **MOVED** and **SECONDED** to close the in camera meeting (Neil Dunsmore, Deanne Metzloff). **CARRIED.**
7.0 Approval of Consent Agenda	It was duly **MOVED** and **SECONDED** that the consent agenda be approved (Somkene Igboanugo, Brooke Billings). **CARRIED.**
8.0 Additional Items	**Transition Plan – Quality & Risk Team** Helen outlined the short- and long-term transition plans related to Anna Tersigni Phelan's upcoming retirement and additional roles on the Quality & Risk Team. We have posted for a Manager, Quality & Risk, and are consolidating other roles on the team. **ACTION:** We will continue to update the Board as this unfolds over coming months.

Agenda Item	Discussion and Actions
9.0 Governance Committee Report	Pia Williams shared the Governance Committee report. **Board Executive Succession Planning** We currently face an exceptional circumstance re: Executive Committee succession planning, with Irene Thompson's role as Board Chair ending as well as Lisa Hood's departure from the Board in June. Input was received from the full Board at the March Board Meeting and further discussion took place at the April Governance Committee meeting, where it was agreed that we need to support the Board to fulfill its governance responsibilities while maintaining strong and consistent CEO support. **Recommendation** The committee is recommending we extend the current Chair's term for one additional year (the 2026–27 Board year), while appointing a new Vice-Chair who would step into the role during that time with guidance and mentorship from the current Chair. In order to facilitate this, a by-law amendment is required. **By-law Amendment** As per CMHA WW By-laws 2024-1, Article 18, the Board can approve a by-law amendment. The change takes effect immediately, and then another formal approval must take place at the next Members meeting (which will be the AGM in June). The following, proposed by-law amendment to **Section 8.2 Terms of Office of Officers** was tabled: Current text: 8.2 The term of office of each Officer shall be two (2) years, to expire at the next Annual Meeting following election or appointment. Proposed amendment: 8.2.1 Notwithstanding the maximum limit of three (3) consecutive three-year terms, the Board may, at its discretion, approve an extension of an Executive Committee member's term of office. Such extension may be for a period of one (1) year, or, at the discretion of the Board, up to a maximum of two (2) years. Any extension under this provision shall require a unanimous vote of all Board members present. 8.2.2 If a current Executive Committee member has exhausted their length of membership on the Board, the Board may extend their term for a period of one (1) year to support the actions described in 8.2.1. Any extension under this provision shall require a unanimous vote of all Board members present. **MOVED:** Pia Williams, **SECONDED:** Neil Dunsmore. **CARRIED.** **Extending Board Chair Role into 2026-27** It was duly **MOVED** and **SECONDED** to extend the current Chair's term of office for one additional year (the 2026–27 Board year), while appointing a new Vice-Chair who would step into the role during that time with guidance and mentorship from the current Chair (Pia Williams, Neil Dunsmore). **CARRIED.** Lisa reminded the Board that we are still inviting Directors to put their names forward for Vice-Chair.

Agenda Item	Discussion and Actions
	2026-27 Board Recruitment Pia invited Directors to join the Nominating Committee, which is led by the Governance Committee. **Annual Evaluations** The CEO Performance Review and annual Board evaluations will take place over the coming months. As per auditor feedback, board member participation in these evaluations is mandatory. It was duly **MOVED** and **SECONDED** to approve the April 2026 Governance Committee Report (Pia Williams, Ashton Romany). **CARRIED.**
10.0 Adjourn to a Meeting without Management	It was duly **MOVED** and **SECONDED** to adjourn the meeting and move into a regularly-scheduled Meeting without Management (Neil Dunsmore, Deanne Metzloff). **CARRIED.** The meeting was adjourned at 7:46 pm.