

**Ralph Thornton Centre Board of Management
MINUTES
MARCH 25 2015**

Present: Board: Graham Chernoff, Andrew Chong (Chair), Adrienne De Francesco, Cynthia Fleming, Michele Harding, Jennifer King, Chris May, Linda C Mackay, Maggi Redmonds (Minutes), Chris Shantz

Staff: John Campey, Maria Moutsasos

Regrets: Hongmei Cai, Derek Chan

#	ITEM	DISCUSSION	DECISION	ACTION / BY
1.	Greetings	The meeting was called to order at 6:32 pm by Andrew Chong		
a.	Approval of Agenda	<u>Motion</u>: to approve the revised agenda	1. MH; 2. JK Carried	
b.	Approval of minutes	<u>Motion</u>: to approve the minutes of February 25 2015	1. MR; 2. GC Carried	
c.	Declarations of Conflict of Interest	None		
2.	In Camera session	<u>Motion</u> to go in camera at 6:40 pm to discuss Nominations & Personnel issues and approve the Jan 28 minutes. John, Maria & Cynthia were excused.	1. JK; 2. MH Carried	
a.	Nominations Cttee	<i>Ref Board Package 2015 03 25 Item # 2a</i> <u>Motion</u>: that the board <i>appoint</i> Cynthia Fleming to fill the vacant board position for a term commencing immediately and expiring at the date of the AGM in September 2015. It was clarified that the current nominations process is now closed and will re-open prior to the 2015 AGM	1. GC; 2. JK Carried	
b.	Personnel Cttee	Personnel Committee reported on the first probationary review of John Campey. The Committee was generally very satisfied with his performance to date. Board members were invited to add any comments for consideration.		
c.	Jan 28 in-camera minutes	<u>Motion</u> to approve the in camera minutes of January 28 2015	1. MH; 2. GC Carried	
		<u>Motion</u> to move out of camera at 7:03 pm	1. JK; 2. CS Carried	

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2	Business Arising:			
a.	Nominations Committee	<p>Welcome to Cynthia Fleming who has been appointed to the Board to fill the vacant position.</p> <p><u>Motion to close the current nominations process.</u> The process will re-open prior to the 2015 AGM.</p> <p>The Board thanks Ming Gen Ou for her work on the Nominations sub-cttee</p>	1. MH; 2. CM Carried	
b.	Constitution update	<p><i>Ref Board Package 2015 03 25 Item # 2b</i> Information Andrew mentioned a coming AOCC meeting to look at governance issues. Our input has been solicited in the planning process.</p>		E-mail any ideas to Andrew
c.	Riverside Square Working Group	Councillor Fletcher invited Andrew to represent RTC on the Riverside Sq. stakeholder group; Adrienne is going to represent us as Andrew is unable to do so.	Agreed that Adrienne will report back on a regular basis to the Board	Adrienne will pass along the meeting topics. Board members can pass along any input to Adrienne; we need to be clear about individual positions vs RTC's position. Andrew will assist in sorting out the latter.
d.	Accessibility Working Group	<p>Graham, Maggi, Maria & John met Proposal to have an evening meeting facilitated by someone in the sector to discuss the question: "As we move forward, how do we ensure that our policies & procedures continue to develop in the most inclusive way consistent with our mission & vision while adhering to our responsibilities?" The proposal is to begin with a dinner that includes partners & children (in order that family members are not left at home during yet another RTC meeting).</p> <p>Possible dates: May 13, 19 or 20</p> <p>Specific budget to be proposed at the April Board meeting.</p>	John will do a Doodle poll for a specific date	Working group to propose a budget

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3.	Staff Reports			
a.	Executive Director's Report	<p><i>Ref Board Package 2015 03 25 Item # 3a and Additional Board Package Documents 2015 03 25, Nellie's WEAVE Support Letter</i></p> <p>Update re development proposal for new building to the immediate west of RTC. John wants to look at some possibilities for RTC space, and will be meeting with City planning staff in relation to this.</p> <p>John noted an increase in interest in using RTC's space.</p> <p>Motions:</p> <ul style="list-style-type: none"> • that the Ralph Thornton Centre permit the serving of alcohol for the "Wine Expo" on Saturday April 18th, through either a Special Occasion Permit or other permit as appropriate, provided all criteria for the legal and safe serving of alcohol are met. • that Social Planning Toronto be permitted to serve alcohol at their April 9th event, subject to obtaining the required Special Occasion Permit and meeting all criteria for the legal and safe serving of alcohol at the event. • that Timothy Butler be permitted to serve alcohol at a private event on May 2nd, subject to obtaining the required Special Occasion Permit and meeting all criteria for the legal and safe serving of alcohol at the event. • that the Board support RTC's partnership with Nellie's for the WEAV project, including waiving rental fees and sharing any other resources that the Executive Director deems appropriate. <p>It was noted that RTC is responsible for building improvements under \$50K, so that we need to consider this in looking at City-mandated security enhancements.</p>	<p>1. MH; 2. MR Carried</p> <p>1. MH; 2. CS Carried</p> <p>1. MH; 2. CF Carried</p> <p>1. MH; 2. LCM Carried</p>	
b.	Program Director Report	<p>Maria reported on program activities including:</p> <ul style="list-style-type: none"> • P4K is well underway; there will be community games in the neighbourhood this weekend. A Board rep for the training graduation would be welcome 		Anyone interested should contact Maria

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		<ul style="list-style-type: none"> • Good Food Markets to open soon; a market for Rivertowne is under consideration • Film event held with RFWG • Upcoming for a include children’s services fair, Eats & Beats participation will focus on a lounge area. • Mentoring program is well underway; new volunteers are needed (York strike has affected volunteers) • RAC camp filled up in 10 mins; counsellor positions are currently posted • PJ party was moderately successful; will be improved for next year • New partnership possibilities are emerging 		Suggestion to ensure people know kids are welcome at children’s services event
4.	Committee Reports			
a.	BDN	<p><i>Ref Board Package 2015 03 25 Item #4a; and Additional Board Package Documents 2015 03 25, BD&N 1 & 2</i></p> <p>Motions:</p> <ul style="list-style-type: none"> • that the Board approve in principle the Board Governance Policy entitled “Nominations Policy and Procedures”, dated March 25, 2015. • that the Board rescind <i>Article I</i> of “By-Law #2: Procedure By-law”, approved on December 3, 2008, and RTC governance policies entitled (a) “Board Minutes and Packages” dated November 23, 2011, and (b) “Board Minutes Posting and Retention” dated March 2011; • that the Board approve in principle the Board Governance Policy entitled “Board Meeting Policies and Procedures”, dated March 25, 2015, pending plain language revision, if any. 	<p>1. CS; 2. MH Carried</p> <p>1. MH; 2 CM Carried</p> <p>1. MH; 2. CM Carried</p>	
b.	Executive	<p><i>Ref Additional Board Package Documents 2015 03 25, Project Definition Form 14-209</i></p> <p>Motion: to ratify the entering into of the MAS Application 14-209 by the Board, and to confirm that the scope of the project should include communications and marketing in addition to fundraising as was decided by the Board at the meeting on April 23, 2014.</p>	<p>1. CS; 2. CF Carried</p>	

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c.	Finance	<p><i>Ref Board Package 2015 03 25 Item #4c</i></p> <p>2015 Budget process: draft circulated, comments to be given to Finance Cttee, final budget will come to April Board meeting for approval.</p> <p>It was confirmed that RTC has a reserve fund that meets the City's requirements</p> <p>Discussion re approval of 2014 budget:</p> <p><u>Motion:</u> that the Board confirms the 2014 budget under which the Centre operated and reported through 2014</p>	<p>Agreed that consideration should be given to the appropriate use of the remaining foundation funding for the completed Rivertowne project</p> <p>1. MH; 2. GC Carried</p>	<p>John to bring plan for foundation funds back to the Board as appropriate</p> <p>Board members to give any comments on budget to Finance Cttee</p>
d.	Fundraising & Marketing	<p><i>Ref Board Package 2015 03 25 Item #4d</i></p> <p>For information only</p>		
e.	Membership & Outreach	<p><i>Ref Board Package 2015 03 25 Item #4e</i></p> <p>For information only</p>		
f.	OP&E	<p><i>Ref Board Package 2015 03 25 Item #4f; and Additional Board Package Documents 2015 03 25, OP&E 1 & 2</i></p> <p><u>Motions:</u></p> <ul style="list-style-type: none"> • That the Board receive the Final Report of the 2013-2014 Organizational – Programme Action Plan and deem the 2013-2014 operational plans closed. <p>John expressed thanks for the Committee's work in moving this forward.</p> <ul style="list-style-type: none"> • That the Board approve the 2015 RTC Annual Operational Plan for implementation and that progress against the Plan be reported to the Board no later than February 2016. <p>John noted he would be reporting on the plan on a quarterly basis</p>	<p>1. MH; 2. CM Carried</p> <p>1. MH; 2. JK Carried</p>	
g.	Personnel	Discussed in camera		
5.	Other business	<p>Please note that the next scheduled Board meeting is April 22nd</p> <p>A working group on organizational structure was created: Michele, Jen, Maggi, Cynthia & Linda volunteered.</p>		
6.	Adjournment	<u>MOTION:</u> to adjourn the meeting at 9:20 pm	1. CS; 2. AD Carried	

APPROVED APRIL 22 2015