**SCDSN Board meeting minutes**

**November 7th, 2023**

**Virtual**

**Present:**

Brian Swainson (Chair) Sunbeam Community and Development Services

Carol Blaind (Treasurer/Secretary) Access Community Services

Sherry Novak Brantwood Community Services

Marnie McDermott CLH Developmental Services

Patricia Kyle CWSDS

Paul McGowan Bethesda

Tom Turner DSLG

Jason Young Regional Support Associates

Jennifer Shaw Administrative Support

**Regrets:**

Joel McCartney CTRC

**Guests:**

Brigette O’Neill Brantwood Community Services

**Minutes**

Brian opened the meeting at 10:03 a.m. with quorum.

1. **Approval of Agenda:**

Brian asked if there were changes to the agenda; hearing none he asked for a motion to approve the agenda.

**Motion:** To approve the agenda as presented.

**Moved/Seconded:** Marnie/Paul

CARRIED

1. **Approval of Minutes from September 12, 2023:**

Brian asked if there were any changes/corrections to the September 12, 2023, meeting. Hearing none he called for a motion to approve.

**Motion:** To approve the September 12th, 2023, Board meeting minutes as presented

**Moved/Seconded:**  Sherry/Tom
CARRIED

1. **Business Arising**
	1. **Governance Committee Report**

Carol said the governance committee had met on Oct 10th, and the minutes with circulated with the agenda. Members of the committee are Carol (chair), Sherry and Tom.

Indemnity agreements & Consent to Serve

Carol said changes to comply with ONCA regulations have been completed and the names, officer positions and number of directors have been changed on the corporate reports. Carol noted that Jennifer has access to the corporate reports now and can change the directors listing as needed.

Carol said the all the indemnity and consent to serve documents have been received. She reminded Board members that the indemnity agreements are proof of insurance coverage and to keep their copy. Carol confirmed that directors’ and officers’ liability insurance has been purchased and will be renewed annually.

Governance Committee Terms of Reference

Carol said that the governance committee terms of reference was circulated with the agenda and asked for the Board’s approval of the committee terms of reference.

**Motion:** To approve the governance committee terms of reference as presented

**Moved/Seconded:**  Marnie/Patricia
CARRIED

Policies to be approved

Carol said the draft confidentiality and conflict of interest policies had been drafted by the governance committee and circulated with the agenda. She asked if there were any questions from the Board. Hearing none she asked that the Board vote to approve the policies.

**Motion:** To approve the confidentiality policy as presented

**Moved/Seconded:**  Paul/Jason
CARRIED

**Motion:** To approve the conflict-of-interest policy as presented

**Moved/Seconded:**  Sherry/Marnie
CARRIED

Committee Recommendations

Carol said that the governance committee is recommending the creation of a Finance committee (standing committee). She recommended the committee be tasked with developing an annual budget, finance policies and terms of reference; she noted that a finance committee would also be responsible for determining if registration for HST and investment in bookkeeping software was needed. Carol said that OADD has purchased a cloud-based bookkeeping software and their treasurer, Jason Young, is open to working with SCDSN to use the software.

**Motion:** To approve the creation of a finance committee.

**Moved/Seconded:**  Marnie/Patricia
CARRIED

The volunteers for the new finance committee are Carol, Brian, Jason and Marnie. Brian suggested the new committee meet soon to begin work on the 2024/25 Budget.

Carol then said that the governance committee is recommending creation of a membership committee to determine criteria for new members, support orientation of new members (or new representatives of existing members) and develop a mentoring process. There was discussion and it was agreed that the strategic plan should be completed first, with direction in the strategic work plan on membership and recruitment.

**Motion:** To approve the creation of a membership committee once the strategic plan is complete.

**Moved/Seconded:**  Tom/Marnie
CARRIED

Carol said that the governance committee would set another meeting date soon to continue to work on governance policies.

1. **Other Items**
	1. **Updates from the Provincial Network**

Brian said that the HR forum in October had been well attended.

Brian noted that the PN had provided a written response to the Golden Horseshoe

Group in response to their request that the PN advocate for a funding increase in the sector. He said that the letter explained the purpose of the PN as a partnership and said that he will send copies of the letter to the Board members.

Brian said that the Health DS working group is creating a 2 year workplan; their first task will be to finalize a slide deck with messaging on the groups’ white paper. They plan to have the deck ready for presentations starting in January.

Brian said there is still a working group at the PN looking at children’s facility licensing and the impact on agencies. He noted the licensing requirement increases administrative work and may affect agencies’ continued involvement in children’s services.

Brian said that the MCCSS rep to the PN shared that they are still working on how to understand and use the information from the KPMG study. They had also asked that agencies provide their program supervisors as much notice as possible for upcoming labour actions and/or changes in funding needs.

Brian said he had mentioned the BACB subgroup at the PN meeting and shared with them the minutes of the groups’ meeting. He suggested this be a standing item for information at SCDSN Board meeting.

* 1. **Financial Updates – 2nd Quarter report**

Carol said that the 2nd Quarter report had been sent out with the agenda.

She noted that the investment fund is not recovering as well as hoped. She recommended the new finance committee look at options for this investment.

Carol said that the SCDSN is in a healthy position financially and asked if there were any questions about the report. Hearing none she made a motion to approve the reports.

**Motion**: To adopt the 2nd quarter financial statements as presented.

**Moved/Seconded:**  Carol/Jason

CARRIED

* 1. **Committee Updates**
		1. **2024 Conference planning & Terms of Reference**

Marnie said the committee’s meeting minutes and terms of reference had been sent out with the agenda. She said the committee has had only one meeting but it was very productive.

Marnie asked if there were any questions about the terms of reference and hearing none asked for a motion to approve.

**Motion:** To approve the SCDSN Conference committee Terms of Reference

**Moved/Seconded:** Sherry/Tom

CARRIED

Marnie said that the theme for the 2024 conference is Clinical Programs in a Changing System. The location is the Four Points by Sheraton in St. Catharines and will be held April 9th.

Marnie said that previously the committee had been responsible for finding presenters. This year the committee has sent out a call for abstracts with details on how to submit potential presentation themes and a deadline to submit of December 15th. She said that the program will be 4 consecutive 1 ½ hour presentations: 2 in the morning and 2 in the afternoon. She asked Board members to distribute the call to any agencies or committee that might be interested in submitting an abstract.

Marnie said that the registration fees would remain the same as last year as

$225 in person and $150 virtual

* + 1. **SCDSN Website Committee**

Brigette said that work on the website development is going well. She and Jennifer met with 2Gen in a discovery meeting to help them understand the goals of SCDSN in general and for the website. She said that they are now clear that SCDSN is a network for specialized clinical service agencies not an agency providing services.

Brigette said that website design starts with selecting colours and logos. She said that 2Gen had been asked to look at the PN website and other similar provincial bodies to understand the networking idea and to ensure that colours and branding for SCDSN was unique. They provided 2 “mood boards” with colours and themed graphics and the 2nd option was selected by the committee.

Brigette said a copy of the mood board had been sent around with the agenda and she spoke about the style, imagery and colours selected.

**Motion:** To adopt “mood board” #2 as the template for the website colours and designs.

**Moved/Seconded:**  Carol/Patricia
CARRIED

Brigette also said that 2Gen had suggested changing the acronym to something more reflective of the network (SCDSN doesn’t tell people what we do). They had suggested SCDS Network or SCDS Net. After discussion it was agreed that the words Specialized Clinical should be included in the acronym as this is the core of the SCDSN work. Brigette will take back the suggestion to the committee and report back to the board in January on progress.

* + 1. **SCDSN Strategic Planning committee & Terms of Reference**

Paul said the committee met for the first time Nov 1st and worked on creating a draft terms of reference and process for developing the strategic plan. Paul said the committee is recommending hiring a consultant to do the strategic plan; the committee is gathering recommendations and over the next two months will get a consensus and contact up to 3 of the consultants to get quotes. The quotes will be brought to the Board for consideration.

Paul said the minutes of the November 1st meeting and the draft terms of reference had been circulated with the agenda and asked if there were any questions. Hearing none he asked for a motion to approve the committee’s terms of reference.

**Motion:**  To approve the SCDSN Strategic Planning committee terms of reference as presented.

**Moved/Seconded:** Jason/Marnie

CARRIED

d. **Update on BACB ad hoc discussion**

Jason said the group has had one virtual meeting and thanked Brian for taking the minutes to the PN. He noted that a copy of the meeting minutes had been sent with the Board agenda.

Jason said that the meeting had shown that there has been little communication on this issue and most agencies are unaware of how or if they will be impacted by the changes. There was discussion of the information provided to date and Jason said that the new group will be a conduit for information sharing.

e. **Members’ open discussion**

Items discussed were:

Partnerships/amalgamations – MCCSS response

Upcoming contract negotiations

Implementation time for J2B (est. 8 to 10 years)

Funding pressures

SCDSN strategic plan

**5. Adjournment**

Adjournment: Paul/Marnie moved to adjourn at 11:09 a.m.

**Minutes recorded by Administrative Support person, Jennifer Shaw**