



MINUTES

Of The

Regular Board of Directors' Meeting No. D19-12

Held on MAY 25, 2020

Via ZOOM Meetings

Presiding: Dave LeGallais, President

Directors Present: **Dave LeGallais (President)**
John Scherrer (Secretary)
Cheryl Rines (Treasurer)
Jim Abram, Ron Coe
Jeanne Chislett, Carol Hedenberg

Staff Members: **Karie Papillon, Adult Programs Co-ordinator**
Andrew Bailey, Assistant Programmer

Minutes Recorded by: **Lydia Schuster, Recording Officer**

Call to order: A quorum being present, President Dave LeGallais declared the meeting open to transact business at 12:30 hours. Dave noted that as directed at the April 20th meeting, Karie had set up A.S.A. with a Zoom Meetings account and asked Karie to guide Directors in the use of meeting features provided by the Zoom platform. Following Karie's expert guidance the meeting proceeded according to the agenda.

On motion duly moved, seconded and carried it was resolved that:

D19-12-01 Approval of Agenda

Moved by: C.Hedenberg/C.Rines

That the Agenda be approved as distributed. CARRIED

Dave noted that as items 5 b & c are related, Cheryl would address both in her report on User Fees.

D19-12-02 Approval of the Minutes of Previous Meetings

Moved by R.Coe/J. Chislett

That the Minutes of the Regular Meeting held April 20, 2020 and the Minutes of the Special Board Meeting held May 4, 2020 be approved as distributed.

CARRIED

PRESENTATIONS/DELEGATIONS – Nil

BUSINESS FROM PREVIOUS MEETINGS

D19-12-03 Phone Calls to ASA Members Without Internet

The President provided a verbal report – noting that a second notice had gone out in recent weeks to inform members of activities (sharing of jig-saw puzzles and the “Isolation Tales” now featured on the ASA Website) initiated since the first contact in April. In this group, only members who had requested a follow-up call were contacted and the feedback in all cases was positive.

D19-12-04 Town User Fees and Renewal of ASA/Town Operating Agreement

ASA Treasurer Cheryl Rines noted that as reported in the Minutes of April 20th, Executive Committee had communicated using e-mail and addressed the upcoming 2nd quarter payment of fees and the suspension of discussions regarding the renewal of the Operating Agreement, and agreed that a detailed report on the financial effect resulting from the COVID.19 emergency measures was needed in order to determine whether a reduction in fees was warranted. The User Fees Report – attached – details:

- Membership Fees Paid in 2020 - \$37,985.
- Estimated Revenue for 2020 based on 2019 full-year activities
- Fixed Expenses Estimated for 2020

Cheryl noted that the report had been circulated to the Board in order to facilitate discussion. Cheryl also noted that Executive had discussed a proposal for the extension of the current Operating Agreement, and accordingly proposed the following:

Moved by: C.Rines/J.Scherrer

That the Board approve that the Ad-Hoc Committee for the Renewal of the ASA/Town Operating Agreement request a meeting with Robin McDougall to discuss the following matters:

a) Second quarter user fees and b) Extending the current Operating Agreement.

In the ensuing discussion the following points were raised:

- The proposal for the meeting was to provide for a discussion with Town staff if possible prior to the June Board Meeting at which time the committee would report to the Board on the outcome of the meeting.
- The User Fees report would be the basis for the discussion with the Town
- Karie reported that she had raised suggestions on both matters with her supervisors at the Town and was hoping to have a report for the June Board Meeting.
- Directors indicated that ASA should have the opportunity to discuss ASA concerns with the Town, especially since re-opening of the Seniors Centre is still indefinite.
- A vote on the motion resulted in **MOTION CARRIED**

D19-12-05 2020 AGM Meeting Using Zoom Meetings

The President raised the matter noting that with the availability of the Zoom Meetings platform, it would facilitate holding the AGM possibly in July or August in order to ratify By-Law amendments, decisions taken during the 2019-2020 board term, approve the 2019 financial statements and appoint the auditor for fiscal 2021.

Directors noted that:

- legislation regarding annual meetings has been extended to provide for AGM's within 90 days of the lifting of State of Emergency
- the current Board has been extended for one year
- By-Law 1 – Section 1.12.02 provides for the Board to enter into a contract – which enables the appointment of the auditor for 2021

The discussion resulted in

Motion by: C.Hedenberg/J.Abram

That the Board not pursue arrangements for the Annual General Meeting until after the COVID.19 State of Emergency is lifted.

CARRIED

D19-12-06 Appointment to fill 2 Director Vacancies

Board Secretary John Scherrer reviewed his report (attached) on the appointment process to fill the two Director vacancies as per By-Law #1 – Section 1.04.02 (*Notwithstanding 1.04.01, the Board, at its discretion may appoint interim directors to fill vacancies until the next Annual General Meeting at which time the interim directors' appointment shall terminate.*)

John noted that he had applied the steps set out in the Procedure for Appointment of Directors with the following results:

Step 1 – Going back to the most recent elections year – 2018 – of the three unelected candidates, **Nick Senick had accepted the appointment**, the remaining two candidates had declined.

Step 2 – All of the current Committee Chairs (5) had declined the offer.

Step 3 - Of the seventeen eligible candidates: 11 declined, 1 no reply 2 conditionally accepted/declined, 3 accepted – namely:

Ann Overington Ruth Church Virginia Bodnar

John outlined the process for voting by secret ballot – i.e. each director was to send an e-mail to Karie with the subject Ballot; provide a 4-digit ID pin, and show only the name of one candidate. Karie was to delete the sender's name and use only the pin for tabulating purposes.

The voting process commenced immediately and Karie reported the following results:

| PIN | VOTE: |
|--------|----------------|
| 1947 | Ann Overington |
| No pin | Ann Overington |
| 3143 | Ruth Church |
| 1455 | Ann Overington |
| 2040 | Ruth Church |
| 3490 | Ann Overington |
| 5100 | Ann Overington |

Accordingly, **Ann Overington** was confirmed as the successful candidate.

Nick Senick and Ann Overington will be sworn in as members of the Board at the June 15th, Regular Board Meeting.

The President is to notify the successful candidates and invite them to join the June 15th Board Meeting.

D19-12-07 Seniors Adult Programs Coordinator's Report

Karie provided a verbal report on the following topics:

- a) **Sponsorship of "Hello Beautiful" event** in support of the Elder Abuse Committee of York Region – which in view of the COVID.19 restrictions will now proceed as an on-line event in the fall. The Board had contributed funds towards the original event. Question: is the Board agreeable to supporting the on-line event?

By general consensus, the Board agreed that the donation be applied to the on-line event.

- b) **The Mayor's Aurora Cares Community Action Task Force** has compiled a complete list of resources available to the community at large. Karie will provide this via e-mail to all directors and follow up with an e-flash to the membership.
- c) **Cancellation of all Town Summer Programs** – refunds have been issued for all spring programs.
- d) **Town Post-Pandemic Recovery Team** – established to determine the safe return to using Town facilities, starting with staff and eventually to include the public.
- e) **Security audit is in process** – Seniors Centre reception area is being measured for a plexiglass enclosure.
- f) **Aurora Cultural Centre** has received a grant that they want to use to virtually engage with seniors in the community. To that end, a focus group is being established and Karie asked whether

any Board members would be interested in participating. She will also send out an e-flash to the membership.

Moved by: C.Hedenberg/J.Chisleett

That the Report of the Adult Programs Co-ordinator be received.
CARRIED

D19-12-08 Treasurer's Financial Report to April 30, 2020 - Attached

Cheryl Rines noted that the reports have been produced using the new Quick Books software and the reports include:

- April month end and Balance Sheet
- Statement of Operations for April
- Statement of Operations January through April

Motion by: C.Rines/C.Hedenberg

That the Treasurer's report be approved. **CARRIED**

D19-12-09 COMMITTEE REPORTS -

The following committees had Nil reports:

- Community Development Committee
- Executive Committee – See Town User Fees, etc. report
- Membership & Volunteers Committee
- Operations & Activities Committee
- Social Committee
- Special Events Committee

D19-12-10 By-Law Review Committee (Attached)

Committee Chair John Scherrer noted that the Board of Directors had raised issues with interpretation and application of the current (2016) policy on Charitable Donations, and the committee's recommendation is that the policy warrants a review to ensure its application is in line with the intent.

In the ensuing discussion, directors affirmed that the charitable donations made under the policy have been consistent in that they provided support for local not-for-profit organizations supporting older adults.

Accordingly, John noted that the By-Law recommendation is withdrawn and that the Committee will review related policies.

D19-12-11 Finance Committee Report (Attached)

Treasurer Cheryl Rines reviewed the report that dealt with the following matters:

- a) Review of Financial Statements to April 30, 2020
- b) Review of Treasurer's report re Town User Fees
- c) Review Engagement 2019 – Committee is currently analyzing BDO Draft Financial documents. Cheryl will provide the Board the BDO report once outstanding questions have been clarified.
- d) Treasurer's new laptop and new Quick Books software.

Moved by: R.Coe/J.Chislett

That the Finance Committee Report be received. CARRIED

D19-12-12 Seniors Affairs & Grants Committee

Donation in memory of Jan Freedman – withdrawn.

D19-12-13 Ad-hoc Committees

- Conduct Review Ad-Hoc Committee - Nil Report
- Renewal of ASA/Town Operating Agreement – See Min.#D19-12-04
- ASA Current & Future Space Needs – Nil Report

D19-12-14 2020 Director Elections Nominating Committee

Committee Chair Cheryl Rines proposed the following:

Moved by: C.Rines/C.Hedenberg

That the Board extend the term of the 2020 Director Elections Nominating Committee through the 2021 Elections Process, and that the Chair report the committee membership to the Board.

CARRIED

Vice-President's Report – Nil Report

D19-12-14 President's Report

In his report, the President addressed the following matters:

- a) JUNE Newsletter Board Page – Dave to provide content.**
- b) Isolation Tales** – Dave noted this is a new feature on the ASA Website suggested by long-time member Alma Durkin. An E-flash has been sent to all members and contributions received to date are posted on the website.
- c) Sharing of Jig-Saw Puzzles** – another activity initiated during the pandemic restrictions. Several members are participating. A new puzzle is circulated every week with appropriate sanitizing procedures. Jane Snape has taken charge of this activity.
- d) Election of Vice-President** - to be at the June 15/20 Board Meeting when the Board will include the two newly-appointed directors.

NEW BUSINESS:

D19-12-15 Committee Meetings Using Zoom

Karie offered to arrange for ASA Committees to meet using the Zoom platform. Anyone wishing to schedule a meeting should send Karie an e-mail stating the date and time preferred. Karie will send the meeting link.

D19-12-16 Adjournment: the meeting was declared adjourned at 14:30 hrs.

Next Board Meeting will be held Monday, June 15, 2020 at 12:30 p.m.