



BOARD MEETING MINUTES

Date: January 26, 2023
Location: Zoom Meeting Virtual

Meeting: 5:00 p.m. – 6:30 p.m. (including in-camera)

<p>Board Members P. Greenwood (C) M. Ma (VC) F. Consiglio (T) L. Colman M. Westgate L. Shapiro A. De Jager J. Saldanha S. Glave S. Khan</p> <p>Staff L. Singh (CEO) G. Kehoe M. Hukkoo H. Nation S. Vani</p>	<p>Video Conference: https://us06web.zoom.us/j/9754801262</p> <p>One or Multiple Member dial in: +16475580588.# Canada +1 647 374 4685 Canada (Follow Prompt)</p>				
	<p>Board Members Present: P. Greenwood, M. Ma, F. Consiglio, L. Colman, L. Shapiro, J. Saldanha, S. Glave</p> <p>Regrets: M. Westgate, A. De Jager, S. Khan</p> <p>Staff Present: L. Singh, M. Hukkoo, G. Kehoe</p> <p>Staff Regrets: H. Nation</p> <p>Recorder: S. Vani</p>				
	Time	Item	Meeting Minutes	Action	Person
	5:05	1.	Call to Order		P. Greenwood
			<p>1.1 Approval of Agenda – January 26, 2023 - Motion by L. Shapiro; Seconded by S. Glave; Carried Unanimously</p> <p>1.2 Conflict of Interest Declaration - No Conflict of Interests were Declared</p> <p>1.3 Approval of Minutes- November 24, 2022 - Motion by J. Saldanha; Seconded by S. Glave; Carried Unanimously</p>	For Approval	P. Greenwood
	2.	Client Story	For Information	L. Singh	



			- L. Singh shared a happy story of a client who has been receiving care from Lumacare and the positive impact the organization and it's workers have had on the client's life		
	3.	Business Arising	<ul style="list-style-type: none"> Updated Committee Membership Composition (attached) <ul style="list-style-type: none"> This was included in the board package for information only Updates and adjustments will be made on an ongoing basis as new people join Lumacare and our committees Composition now includes the nomination committee The end date on the composition says June 2023 as our board year will end with our AGM occurring in June Board Policy Review (See Agenda Item # 7) Approve Authorization Matrix Policy (Finance) (Item # 7) Board members to sign off policies (pending approval at this meeting) <ul style="list-style-type: none"> Board members will be signing these approved board policies on an annual basis 	For Information/ For Approval	P. Greenwood
	4.	Board Chair Update	<ul style="list-style-type: none"> P. Greenwood informed the board members that her update is embedded in this agenda, so no further comments were made 	For Information	P. Greenwood
	5.	Committee Updates	<ul style="list-style-type: none"> Executive/Governance Committee November 14, 2023 – Approved Minutes Attached January 16, 2023 – Draft Minutes Attached <ul style="list-style-type: none"> No further update from the Chair of the Committee Quality & Stewardship Committee No Updates Since Last Report <ul style="list-style-type: none"> Committee Chair informed the board members the next meeting of this committee will be right before the February full board meeting Finance & Audit Committee January 17, 2023 – Draft Minutes Attached 	For Information	P. Greenwood
				For Information	M. Ma
				For Information	F. Consiglio

		<ul style="list-style-type: none"> • Committee Chair informed the board members that there has been an attendance issue with committee members unable to attend at the last minute and there was not quorum so nothing could be approved • Meeting focused on discussing results and estimated surplus along with new possible initiatives to occur before end of fiscal year; Also discussed were budget timelines for 2023-2024 fiscal year - Client & Family Advisory Committee January 11, 2023 – Draft Minutes Attached • Committee Chair informed board members of the four new agency members that have joined the committee • Meeting involved a discussion and many suggestions on how to improve compliance and communication - Nominations Committee January 25, 2023 – • Committee chair informed board members the Terms of Reference for this committee was updated at the meeting and distributed to all board members • Board members will be requested to fill out the board matrix following this meeting • Action plan was drafted and is set out to be completed before the AGM in June - Motion to approve the Terms of Reference by F. Consiglio; Seconded by L. Shapiro; Carried Unanimously 	For Information	L. Colman
		<ul style="list-style-type: none"> - Approval of New Agency Members 1. Eva Salicco 2. Luz Marina Nunez 3. Suresh Kumar 4. Rochelle Kirubanandan 5. Zoheb Hussain 6. Craig Anderson - P. Greenwood announced the addition of 6 new agency members 	For Approval	P. Greenwood

		<ul style="list-style-type: none"> - Interviews of all members were carried out in the past couple of months and this week by J. Saldanha, L. Singh and P. Greenwood - C. Anderson and Z. Hussain were referred by F. Consiglio - Board members were informed that majority of the new members are either caregivers or relatives of Lumacare clients with two members having a financial background - Lumacare now has 10 agency members and 10 board members but the bylaws require there to be one more agency member than board members <p>Motion to approve new agency members by J. Saldanha; Seconded by L. Shapiro; Carried Unanimously</p> <p>Action: Board members to send any agency member referrals or recommendations to L. Colman</p>		
	7.	<p>Policy Approvals</p> <ul style="list-style-type: none"> - Revised Authorization Requirements and Matrix (Financial policy) <ul style="list-style-type: none"> • Motion by S. Glave; Seconded by M. Manny; Carried Unanimously - A.1 Code of Conduct <ul style="list-style-type: none"> • Motion by L. Colman; Seconded by J. Saldanha; Carried Unanimously - A.2 Confidentiality <ul style="list-style-type: none"> • Motion by S. Glave; Seconded by F. Consiglio; Carried Unanimously - A.5 Respect in the Boardroom <ul style="list-style-type: none"> • Motion by S. Glave; Seconded by L. Shapiro; Carried Unanimously - A.9 Board Members Meeting with Elected Officials <ul style="list-style-type: none"> • Motion by S. Glave; Seconded by J. Saldanha; Carried Unanimously - B.9 Board Member Role and Responsibility 	For Approval	All Members



		<ul style="list-style-type: none"> Motion by S. Glave; Seconded by L. Colman; Carried Unanimously <p>Action: S. Vani to send reminder to all board members to submit their feedbacks for policies to be approved in February</p>		
	8.	<p>iRide Program Continuation</p> <ul style="list-style-type: none"> L. Singh referred board members to her briefing memo concerning the iRide program, The question being put to the board is whether to continue the program even though Lumacare does not receive enough revenue to cover the cost of running the program, it currently incurs a \$25,000 deficit. Due to increasing costs, and the need for Lumacare to acquire new leases for the vehicles used for transport, the program deficit will more than double to \$58,000 in the next year. Stopping the program could lead to reputational harm, and financial impact in terminating drivers, and will impact our clients who now will not receive important services. L. Singh is requesting the Board to allow continuation of the program and approve renewing of the leases as required. Discussion was held concerning the lease arrangement, and program arrangements through Circle of Life. It was pointed out that the board, in the past, has made the decision to continue the program, despite it costing the agency money to run it <p>Motion to continue the iRide program by L. Shapiro; Seconded by J. Shapiro; Carried Unanimously</p> <p>Action: Lumacare staff to do due diligence in researching and finding the best possible prices for leasing new vehicles</p>	For Approval	L. Singh
	9.	<p>AGM Date - Tuesday, June 27, 2023</p> <ul style="list-style-type: none"> Board chair reminded the members that there will be three meetings in succession on this date; so there will be a regular 	For Information	P. Greenwood

		board meeting, immediately followed by the AGM; immediately followed by another board meeting Action: S. Vani to send out calendar invites for all three meetings		
	10.	Senior Management Report <ul style="list-style-type: none"> - L. Singh reviewed highlights of the leadership report that was included in the board package - Discussion was held regarding possible new business opportunities arising from the government practices and regulation changes - L. Singh also provided an update on Lumacare's falls prevention strategy and best practices which includes regular education training for PSW's for falls prevention 	For Information	L. Singh. & Senior Team
	11.	Other Business: In-Person vs. Virtual Meetings - <ul style="list-style-type: none"> - L. Shapiro put forth the idea of having in person meetings - Ensuing discussion mentioned that in person meetings would need a minimum number of attendees for optimum results and that there would need to be accommodations for those needing to attend virtually - It was also pointed out that the hybrid model leads to inequity in relation to participation with virtual attendees not able to participate as much as in person attendees Action: Executive/Governance committee to discuss topic in depth at their next meeting	For Discussion	All Members
	12.	Next Meeting <ul style="list-style-type: none"> - February 23, 2023 		P. Greenwood
5:57	13.	Adjournment <ul style="list-style-type: none"> - In-Camera (Board with CEO) - In-Camera (Board without CEO) 		P. Greenwood