



MINUTES: Board of Management, Meeting 1 (2024-2025)

Monday, October 28, 2024 @ 6:30 - 8:30 PM, Virtual via Zoom – Room #304

Board Members

Chair:	Vanshika Dhawan	Natalie Miller
Vice-Chair: Tom Spence	Aaron Hewitt (regrets)	Juan Camilo Rendon Ocampo
Secretary: Erika Voaklander	Victor Huynh	Jaris Swidrovich
Treasurer: Zoe Robinson	Brett House	Dennis Yu
Ex-Officio: Councillor Chris Moise (absent)		

The 519

Executive Director	Maura Lawless
Director, Community Programs and Services	Lisa Duplessis
Director, Advocacy and Strategic Communications	Curran Stikuts
Director, Public Interest & Legal Initiatives	Johanna Macdonald
Director, Philanthropy	Aniska Ali
Manager, Strategic & Executive Planning (minutes)	Laura Gibbon

Guests: Stanley Jonathan (Councillor’s Office)

Item	Minutes
BD-1.1	<p>Welcome and Introductions Tom Spence opened the meeting at 6:30 PM, welcomed everyone, including guests, and delivered the land acknowledgement. Tom Spence also acknowledged that Diwali, Trans Day of Remembrance, Trans Day of Resilience, and trans awareness week are all coming up soon.</p>
BD-1.2	<p>Approve Agenda Tom Spence requested the Board to review the agenda for the Board Meeting of October 28, 2024.</p> <p>MOTION 1.2: To approve the agenda for the Board Meeting of October 28, 2024.</p> <p>Moved by: Jaris Swidrovich Seconded by: Juan Camilo Rendon Ocampo</p> <p>That the Board of Management approve the agenda for the Board Meeting of October 28, 2024.</p> <p>Recorded vote: Unanimous Vanshika Dhawan Victor Huynh Brett House Natalie Miller Juan Camilo Rendon Ocampo Zoe Robinson</p>



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	<p>Tom Spence Jaris Swidrovich Erika Voaklander Dennis Yu</p> <p>Decision carried</p>
<p>BD-1.3</p>	<p>Approve Meeting Minutes Tom Spence requested the Board to review the minutes for the Board Meeting of September 16, 2024.</p> <p>MOTION 1.3A: To approve the minutes for the Board Meeting of September 16, 2024.</p> <p>Moved by: Natalie Miller Seconded by: Dennis Yu</p> <p>That the Board of Management approve the minutes for the Board Meeting of September 16, 2024.</p> <p>Recorded vote: Unanimous Vanshika Dhawan Victor Huynh Brett House Natalie Miller Juan Camilo Rendon Ocampo Zoe Robinson Tom Spence Jaris Swidrovich Erika Voaklander Dennis Yu</p> <p>Decision carried</p> <p>MOTION 1.3B-1: To go in camera.</p> <p>Moved by: Juan Camilo Rendon Ocampo Seconded by: Victor Huynh</p> <p>That the Board of Management go in camera.</p> <p>Recorded vote: Unanimous Vanshika Dhawan Victor Huynh Brett House Natalie Miller</p>



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Juan Camilo Rendon Ocampo
Zoe Robinson
Tom Spence
Jaris Swidrovich
Erika Voaklander
Dennis Yu

Decision carried

The Board reviewed the in-camera minutes for the Board Meeting of September 16, 2024.

MOTION 1.3B-2: To come out of in camera.

Moved by: Natalie Miller

Seconded by: Dennis Yu

That the Board of Management come out of in camera.

Recorded vote: Unanimous

Vanshika Dhawan
Victor Huynh
Brett House
Natalie Miller
Juan Camilo Rendon Ocampo
Zoe Robinson
Tom Spence
Jaris Swidrovich
Erika Voaklander
Dennis Yu

Decision carried

MOTION 1.3B: To approve the in-camera minutes for the Board Meeting of September 16, 2024.

Moved by: Brett House

Seconded by: Vanshika Dhawan

That the Board of Management approve the in-camera minutes for the Board Meeting of September 16, 2024.

Recorded vote: Unanimous

Vanshika Dhawan



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	<p>Victor Huynh Brett House Natalie Miller Juan Camilo Rendon Ocampo Zoe Robinson Tom Spence Jaris Swidrovich Erika Voaklander Dennis Yu</p> <p>Decision carried</p>
<p>BD-1.4</p>	<p>Declaration of Conflict of Interest(s) Tom Spence confirmed no conflicts of interest were declared.</p>
<p>BD-1.5</p>	<p>Chair Report/Executive Committee – Tom Spence (Vice-Chair of the Board)</p> <p>1.5.1 Chair’s Report</p> <ul style="list-style-type: none"> • Tom Spence welcomed and congratulated the two newest Board members, Victor Huynh and Dennis Yu. Toronto East York Community Council (TEYCC) approved their appointment to The 519 Board of Management on October 24, 2024. • Tom Spence thanked staff for a very successful AGM and Annual Gala. Tom Spence also thanked The 519’s Honourary Patron Salah Bachir for his continued support. • Tom Spence congratulated all Board and staff members who participated in the recent Toronto Waterfront Marathon, Half-Marathon and 5k runs. • Brett House announced that he will be stepping down from the Board of Management due to a gradual re-location to New York City. Brett thanked staff and fellow board members for their collegiality, support. • Not sure of effective date at this moment – will confirm once new exec is constituted. • Tom thanked Brett for his service. <p>1.5.2 2024-2025 Board Agenda Forecast and Schedule</p> <ul style="list-style-type: none"> • The Board reviewed the draft 2024-2025 Board Agenda Forecast and Schedule, which reflects the new proposed committee structure. • The Board has the authority to schedule additional meetings if needed to advance key business, if needed, as long as it meets in public notice provisions. • In order to address the time gap between the AGM and the following Board meeting, the Board agreed that all Executive and Committee appointments should be effective until new appointments are made. • The Board decided that Saturday, March 22, 2025 was the best date for the retreat. • Final Finance and Philanthropy Committee (FPC) meeting date will be changed to December 5, 2024. • Maura Lawless explained that any variances in the approved budget come to the Board by way of Variance Reports which go to the Finance Committee, quarterly.



MOTION 1.5.2: To approve the Draft 2024-2025 Board Agenda Forecast and Schedule.

Moved by: Natalie Miller

Seconded by: Jaris Swidrovich

That the Board of Management approve the Draft 2024-2025 Board Agenda Forecast and Schedule.

Recorded vote: Unanimous

Vanshika Dhawan

Victor Huynh

Brett House

Natalie Miller

Juan Camilo Rendon Ocampo

Zoe Robinson

Tom Spence

Jaris Swidrovich

Erika Voaklander

Dennis Yu

Decision carried

1.5.3 Executive Nomination/Elections Process

- Tom Spence led the elections process for the new executive committee of the Board for the 2024-2025 term.

MOTION 1.5.3: To approve the acclamation of Board Executive Committee for 2024-25 whereby Tom Spence is acclaimed as Board Chair, Zoe Robinson is acclaimed as Vice-Chair, Vanshika Dhawan is acclaimed as Treasurer, and Erika Voaklander is acclaimed as Secretary, and whereby all appointments remain in effect until such time as replacements are elected.

Moved by: Jaris Swidrovich

Seconded by: Juan Camilo Rendon Ocampo

That the Board of Management approve the acclamation of Board Executive Committee for 2024-25 whereby Tom Spence is acclaimed as Board Chair, Zoe Robinson is acclaimed as Vice-Chair, Vanshika Dhawan is acclaimed as Treasurer, and Erika Voaklander is acclaimed as Secretary, and whereby all appointments remain in effect until such time as replacements are elected.

Recorded vote: Unanimous

Vanshika Dhawan

Victor Huynh

Brett House



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	<p>Natalie Miller Juan Camilo Rendon Ocampo Zoe Robinson Tom Spence Jaris Swidrovich Erika Voaklander Dennis Yu</p> <p>Decision carried</p> <p>1.5.4 Committee Appointments</p> <ul style="list-style-type: none"> • The Board discussed the proposed Committee Appointments for the 2024-2025 term. • Brett House will be removed from the proposed appointments table. • Jaris Swidrovich will be removed from Finance and added onto Governance; Juan Camilo Rendon Ocampo will be removed from Governance and added onto Finance. • Motion moved in item 1.7.4.
<p>BD-1.6</p>	<p>Executive Director Report – Maura Lawless (Executive Director)</p> <p>1.6 October Update</p> <ul style="list-style-type: none"> • Maura Lawless shared that the request for a 2024 in-year budget adjustment for security costs has been approved by the City. We expect delays in the cash flow but that does not present an issue at this time. We are grateful for the City’s support on this matter. • Maura Lawless confirmed that TEYCC has approved the appointment and re-appointment of new and returning members. • Staff will soon share information for Board member engagement opportunities at important events, including TDOR. • Staff are working to present the 2025 organizational work plan and budget at the December 2024 Board meeting. In response to the Board’s request, staff are attempting to be more specific on measurable outcomes in this year’s work plan. The investment in Salesforce helps with tracking these outcomes and will improve over time as more data is entered. • The Year-End Appeal is starting in November. Staff will distribute collateral to Board members for sharing and promoting in their networks. • Staff are partnering with CANFAR to try to break the record for the most awareness ribbons made in one hour” to commemorate World AIDS day. The record attempt will take place on November 12, 2024. • Staff have received drawing options for the garbage replacement plan and are working to complete that process by the end of this year.
<p>BD-1.7</p>	<p>GHRC Update – Natalie Miller (Chair, GHRC) & Maura Lawless (Executive Director)</p> <p>1.7.1 GHRC Meeting Update</p>

	<ul style="list-style-type: none"> Natalie Miller provided an overview of what was covered at the October 8, 2024, GHRC meeting. <p>1.7.2 Board Committee Restructuring Proposal</p> <ul style="list-style-type: none"> Natalie Miller explained the background work of having undertaken a two year process to re-write the by-law, and now the Board is tasked with implementing the updates that were approved as part of the process. There is a working group that meets regularly to review the by-law and associated procedures, they report to the Governance Committee which in turn reports to the Board. Any Board members may attend working group meetings. The working group and GHR committee have met and are prepared to recommend the Option B committees proposal as outlined in the reports. The Board requested that the motion clearly state that the committee structure will continue beyond evaluation at Q3 2025, unless further refinements are needed. <p>MOTION 1.7.2: To a) approve the Board By-law Implementation Work Plan including the activities and timelines, advancing Chair and Committee Chair training as soon as possible in the process; b) authorize the Executive Director to lead the process with the external consultant and interested Board members to action the workplan items throughout 2025 with the goal to have all governance policy/procedures documented and completed by the end of 2025; c) all recommendations from the working group will go through the Governance Committee and on to the Board for consideration/approval; d) approve the new interim Board committee proposal in alignment with Article H – Committees of the Board, as outlined in The 519 New Committees Proposal - Option (B) for immediate action and the interim committee structure will be evaluated for effectiveness at the end of Q3 2025; and e) during the implementation of the workplan, items that require Board policy updates will be managed in accordance with current policy and practice until replaced with revised Board-approved policies. The following provisions from “Part 2: Meeting Procedures” will be enacted immediately: Article G – Board and Conduct of Business; Article J – Open and Closed Regular and Special Board Meetings; and Article K – Public Presentations at Board Committees.</p> <p>Moved by: Zoe Robinson Seconded by: Vanshika Dhawan</p> <p>That the Board of Management a) approve the Board By-law Implementation Work Plan including the activities and timelines, advancing Chair and Committee Chair training as soon as possible in the process; b) authorize the Executive Director to lead the process with the external consultant and interested Board members to action the workplan items throughout 2025 with the goal to have all governance policy/procedures documented and completed by the end of 2025; c) all recommendations from the working group will go through the Governance Committee and on to the Board for consideration/approval; d) approve the new interim Board committee proposal in alignment with Article H – Committees of the Board, as outlined in The 519 New Committees Proposal - Option (B) for immediate action, the interim committee structure will be evaluated for effectiveness</p>
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at the end of Q3 2025; and e) during the implementation of the workplan, items that require Board policy updates will be managed in accordance with current policy and practice until replaced with revised Board-approved policies. The following provisions from “Part 2: Meeting Procedures” will be enacted immediately: Article G – Board and Conduct of Business; Article J – Open and Closed Regular and Special Board Meetings; and Article K – Public Presentations at Board Committees.

Recorded vote: Unanimous

Vanshika Dhawan
Victor Huynh
Brett House
Natalie Miller
Juan Camilo Rendon Ocampo
Zoe Robinson
Tom Spence
Jaris Swidrovich
Erika Voaklander
Dennis Yu

Decision carried

1.7.3 ED Delegated Authorities Policy

- Natalie Miller explained that the Board has the authority to delegate authorities to the Executive Director, including reporting obligations, timelines, escalation protocols. This policy outlines the proposed delegation authorities.
- The Board requested that in Section 3.5.2, a change be made to simply refer to the Procurement and Payment Policy, to provide clarity. The ED may make commitments in alignment with the Procurement and Payment Policy.
- The full policy, with special attention to proposed timeframes for reporting, will be discussed at the next Finance Committee meeting.

MOTION 1.7.3: To approve the updated Executive Director’s Delegated Authorities Policy (October 2024), as amended.

Moved by: Dennis Yu
Seconded by: Vanshika Dhawan

That the Board of Management approve the updated Executive Director’s Delegated Authorities Policy (October 2024), as amended.

Recorded vote: Unanimous

Vanshika Dhawan
Victor Huynh
Brett House
Natalie Miller



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	<p>Juan Camilo Rendon Ocampo Zoe Robinson Tom Spence Jaris Swidrovich Erika Voaklander Dennis Yu</p> <p>Decision carried</p> <p>1.7.4 Board Committee Appointments</p> <p>MOTION 1.7.4: To approve the Proposed Committee Appointments for the 2024-2025 term, whereby all appointments remain in effect until such time as replacements are named as amended.</p> <p>Moved by: Juan Camilo Rendon Ocampo Seconded by: Victor Huynh</p> <p>That the Board of Management approve the Proposed Committee Appointments for the 2024-2025 term, whereby all appointments remain in effect until such time as replacements are named as amended.</p> <p>Recorded vote: Unanimous Vanshika Dhawan Victor Huynh Brett House Natalie Miller Juan Camilo Rendon Ocampo Zoe Robinson Tom Spence Jaris Swidrovich Erika Voaklander Dennis Yu</p> <p>Decision carried</p>
<p>BD-1.8</p>	<p>Other Business / Emerging Issues</p> <ul style="list-style-type: none"> Juan Camilo Rendon Ocampo confirmed December 5, 2024, as the new date for the final FPC meeting.
<p>BD-1.9</p>	<p>Adjournment The meeting was adjourned at 7:50pm.</p>



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Item	Attached Documents *yellow highlight indicates in camera session where document will be available printed at the meeting
BD-1.2	Agenda for Board Meeting of October 28, 2024 – FOR APPROVAL
BD-1.3A	Minutes for Board Meeting of September 16, 2024 – FOR APPROVAL
BD-1.3B	In-Camera Minutes for Board Meeting of September 16, 2024 – FOR APPROVAL
BD-1.5.2	Draft 2024-2025 Board Agenda Forecast and Schedule – FOR APPROVAL
BD-1.7.1	GHRC Meeting Summary Report – FOR INFORMATION
BD-1.7.2	Board By-law Implementation Report Update – FOR ACTION
BD-1.7.2	Board By-law Implementation Project Work Plan 2025 – FOR ACTION
BD-1.7.2	The 519 New Committees Proposal – FOR ACTION
BD-1.7.3	Executive Director Delegated Authorities Report – FOR ACTION
BD-1.7.3	BOARD POLICY: The 519 Board of Management, Delegation of Authority to the Executive Director (October 2024) – FOR ACTION
BD-1.7.4	CHART Proposed Committee Appointments 2024-2025 – FOR ACTION