

# AFS BOARD OF DIRECTORS – GOVERNANCE COMMITTEE MEETING MINUTES

Wednesday, March 20, 2024  
12:15 pm  
Microsoft Teams – Virtual



## ATTENDANCE

**AFS Board of Directors:**

- Wes Lavergne
- Megan Bernard
- William Johnson
- James Agnew

**AFS Staff:**

- Brian Kelly, Senior Director of Services
- Obianuju Fadijo, Executive Assistant
- Brenda Clarke, Community Services & Strategic Initiatives Manager

**Youth Representatives:**

**Regrets:**

- Ali Juma, Chief Executive Officer

## MINUTES

**1.0 Quorum**

Quorum established.

**2.0 Call to Order**

Meeting called to order at 12:15 pm.

**3.0 Review of Agenda**

The committee reviews the agenda as presented.

**MOTION**

BIRT, the committee approves the March 20, 2024, agenda as presented.

Moved by: Megan Bernard

Seconded by: James Agnew

All in favour. CARRIED.

#### 4.0 Approval of Previous Minutes

The committee reviews the minutes as presented.

MOTION

BIRT, the committee approves the February 21, 2024, minutes as presented.

Moved by: Megan Bernard

Seconded by: James Agnew

All in favour.

CARRIED.

#### 5.0 New Business

##### a. Presentation - LIT

The Live-In Treatment will give a presentation at the next regular board meeting on March 27.

##### b. Board Orientation

The understanding is that a board orientation will be scheduled once a new board member is recruited. Jennifer Geenen has been recruited as the new board member- replacing Sean Halliday's vacancy. Megan volunteered to mentor Jennifer.

##### c. Board Succession

A board succession review will enable us be proactive in ensuring that we do not experience an exodus of board members. This is in relation to the recent turnover of board members within the last six months. This will help us track the terms for each board member so that we can anticipate any future vacancies in the board.

#### 6.0 Ongoing Business

##### a. Diversity Assessment Tools – Update from Ali

Deferred.

##### b. By-Law Review

Bill and Wes met last week to review and propose changes to the by-Law. The draft and clean copies of the document will be presented to the board at the next board meeting on March 27 for discussion. The goal is to have the revised by-law approved in the April or May board meeting depending on the outcome of discussions at the meetings. The clean and draft versions of the By-Law will be uploaded to the Teams folder.

##### c. Strategic Planning

Deferred

##### d. 2024 AFS Board Work Plan

The board work plan as it relates to the Governance Committee for March are strategic planning and CEO compensation, which are already in progress.

#### 7.0 Standing Items

##### a. Website Transparency

Emily is working on getting the documents up on the website.

**b. Youth Advisory**

No new update

**8.0 Other Business**

**a. Accreditation Query**

AFS Accreditation Lead at the Canadian Centre for Accreditation typically meet has offered the following dates to meet with the board - November 11<sup>th</sup> and 13<sup>th</sup> or November 18<sup>th</sup> and 20<sup>th</sup>, 2025. Brenda recommends choosing a week because the Lead gets booked with other accreditation exercise. The meeting typically lasts for about 30 to 40 minutes. This item will be brought to the board for discussion at the next board meeting on March 27.

**9.0 Next Meeting**

April 17, 2024

**10.0 Adjournment**

**MOTION**

BIRT, the committee moves to adjourn the meeting at 12:39 pm.

Moved by: Megan Bernard

Seconded by: James Agnew All in favour. CARRIED.

Submitted by: Obianuju Fadjo, Executive Assistant