

Seven Board Responsibilities

Ensure clear mission and purpose • Effective strategic planning • Evaluation of CEO
Ensure sound financial and legal practices (fiduciary) • Financial resources deliver mission
and used effectively • Engage stakeholders • Ensure effective governance

KINGSTON & FRONTENAC HOUSING CORPORATION MEETING MINUTES 01-2025 January 27, 2025, 12:30 p.m. Location: KFHC Board Room

Liz Shell, Chair
Councillor Don Amos, Vice Chair
Joan Jardin, Director
Councillor Brandon Tozzo
Nancy South, Director

Steven Silver, Director
Paul Smith, Director
Mary Lynn Cousins Brame, CEO
David Kelly, EOA

Regrets – Bryan Hamberg, Director

1. **MEETING TO ORDER**-Chair called the meeting to order at 12:32 p.m.
Councillor Brandon Tozzo joined the meeting at 12:50pm.

2. **APPOINTMENT OF MEETING OBSERVER**

THAT the Board Chair appoints Joan Jardin as the meeting observer for January 27, 2025, Board meeting.

3. **DISCLOSURE OF CONFLICT OR PECUNIARY INTEREST - NONE**

4. **APPROVAL OF AGENDA**

THAT the Board of Directors approve Agenda No.01-2025 for the January 27, 2025, meeting.

Move by: Steven Silver

Seconded by: Joan Jardin

CARRIED

5. **CONSENT AGENDA**

THAT the Board of Directors approve the Consent Agenda No. 01-2025 for January 27, 2025, meeting.

The CEO answered questions in relations to maintenance, support services, new building rental status and operational systems.

Move by: Councillor Don Amos

Seconded by: Nancy South

CARRIED

6. **MOTION OF ACKNOWLEDGMENT**

THAT the Board acknowledges and congratulates the Maintenance Department team on their outstanding efficiency achievement with regards to the completion of work orders completed in 2024.

Move by: Steven Silver

Seconded by: Joan Jardin

CARRIED

7. CONFIRMATION OF MINUTES

THAT the minutes of the Kingston & Frontenac Housing Corporation Meeting No. 09-2024 held on November 25, 2024, be approved.

Moved by: Nancy South

Seconded by: Steven Silver

CARRIED AS AMENDED

8. BUSINESS ARISING – NONE

9. NEW BUSINESS

a) ELECTIONS Board Chair and Vice Chair

Moved by: Councillor Don Amos

Seconded by: Joan Jardin

THAT the Board of Directors holds elections for Board Chair and Vice Chair.

THAT the CEO declared nominations open for Board Chair.

THAT Liz Shell be nominated for Board Chair.

THAT there being no further nominations, nominations were closed. Lis Schell was elected Board Chair by acclamation.

THAT the Board Chair declared nominations open for Board Vice Chair.

THAT Joan Jardin be nominated for Board Vice Chair.

THAT there being no further nominations, nominations were closed. Joan Jardin was elected Board Vice Chair by acclamation.

b) COMMITTEE APPOINTMENTS

Moved by: Councillor Brandon Tozzo

Seconded by: Councillor Don Amos

THAT the Board of Directors make appointments to the Finance, Audit & Administration Committee and Governance, Human Resource & Strategy Committee and Stakeholder Committee.

THAT Nancy South, Bryan Hamberg and Don Amos are appointed to the Finance, Audit and Administration Committee.

THAT Joan Jardin and Paul Smith are appointed to the Governance, Human Resource and Strategy Committee.

THAT Steven Silver, Joan Jardin and Liz Shell are appointed to the Stakeholder Committee.

CARRIED

c) SECRETARY-TREASURER

Moved by: Joan Jardin

Seconded by: Councillor Brandon Tozzo

THAT the Board of Directors appoint the CEO as Secretary-Treasurer and approve the Chair, Vice-Chair, and CEO as signing authorities for the Corporation for 2025.

CARRIED

d) 2025 Board of Directors and Officers

Moved by: Councillor Brandon Tozzo

Seconded by: Joan Jardin

THAT the Board of Directors approve the slate of officers and terms for 2025.

CARRIED

10. REPORTS FOR APPROVAL

a) Board Workplan and Governance Committee Workplans 2025

THAT the Board of Directors approve the 2025 Board and Committee Workplans on the recommended by the Board of Directors at the November 2024 meeting.

Move by: Steven Silver

Seconded by: Joan Jardin

CARRIED

b) Government Funding Transfers to KFHC

THAT the Board of Directors approve the revised Government Funding Transfer accounting practice for KFHC.

Move by: Steven Silver

Seconded by: Joan Jardin

CARRIED

11. REPORTS FOR INFORMATION

a) Special Board Meeting Policy

THAT the Board of Directors amend # 3 on the policy to read: "The motion will be moved by the Vice Chair and seconded by another Board Director."

Moved by: Councillor Brandon Tozzo

Seconded by: Councillor Don Amos

CARRIED

b) CEO Update and Standard Reports

THAT The Board of Directors receive the CEO's report for information.

Moved by: Councillor Brandon Tozzo

Seconded by: Nancy South

CARRIED

12. IN CAMERA MEETING

THAT the Board of Directors move into close session.

Moved by: Joan Jardin

Seconded by: Councillor Brandon Tozzo

13. MEETING OBSERVER FEEDBACK

Director Joan Jardin provided the Board of Directors feedback in relation to the seven key board responsibilities. Overall, a diligent and strong governance meeting.

14. DATE OF NEXT MEETING

The next meeting of the Kingston & Frontenac Housing Corporation is scheduled to be held on February 24, 2025.

ADJOURNMENT

The meeting was adjourned at 1:35 p.m.

Liz Schell
Board Chair

Mary Lynn Cousins Brame
CEO