

**KINGSTON & FRONTENAC HOUSING CORPORATION**  
**Minutes 01-2023**  
**February 27, 2023, 12:30 p.m. Location: KFHC Board Room**

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**Attendance:**

Liz Schell, Chair  
Constantin Mugenga, Director  
Councillor Brandon Tozzo

Denise Cumming, Director  
Wendy Scheer, Director (**arrived at 1:03**)  
Councillor Don Amos, Chair

**Regrets:** Sanjiv Kapoor, Bryan Hamberg  
**KFHC Staff:** Mary Lynn Cousins Brame,  
CEO, Marion Vanderpool, Executive  
Assistant

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The Vice-Chair Will Chair the meeting.

**1. MEETING TO ORDER:** The Vice-Chair called the meeting to order the time being 12:41 p.m.

**2. APPOINTMENT OF MEETING OBSERVER**

**THAT** the Board Vice Chair appoint Denise Cumming as the Board meeting observer for February 27, 2022.

**3. DECLARATION OF CONFLICT AND PECUNIARY INTEREST:** None

**4. APPROVAL OF AGENDA**

**Moved by:** Councillor Don Amos

**Seconded by:** Councillor Brandon Tozzo

**THAT** the Board of Directors approve Agenda No. 01-2023 for the meeting on February 27, 2023.

**CARRIED**

**5. APPROVAL OF CONSENT AGENDA**

**Moved by:** Denise Cumming

**Seconded by:** Councillor Brandon Tozzo

**THAT** the Board approves the Consent Agenda No.01-2023 for February 27, 2023.

**CARRIED**

**6. CONFIRMATION OF THE MINUTES**

**Moved by:** Liz Shell

**Seconded by:** Denise Cumming

**THAT** the minutes of the Kingston & Frontenac Housing Corporation Meeting No.08-2022 held on November 28, 2022, be approved.

**CARRIED**

**7. BUSINESS ARISING:** None

**8. NEW BUSINESS:**

**a) Elections Board Chair and Vice Chair**

**Moved by:** Councillor Brandon Tozzo

**Seconded by:** Constantin Mugenga

**THAT** the Board of Directors holds elections for Board Chair and Vice Chair  
**THAT** the CEO declared nominations open for Board Chair.

**THAT** the Board of Directors approves the slate of officers and terms for 2023.

**THAT** Liz Shell be nominated for Board Chair.

**THAT** there being no further nominations, nominations were closed.

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

**THAT** Don Amos be nominated for Board Vice Chair.

**THAT** there being no further nominations, nominations were closed.

**CARRIED**

**b) Committee Appointments**

**Moved by:** Councillor Brandon Tozzo

**Seconded by:** Constantin Mugenga

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

**THAT** The Finance Committee will decide on the Finance Committee Chair at the next Finance meeting and members of the Finance, Audit & Administration Committee are Sanjiv Kapoor, Councillor Don Amos, and Constantin Mugenga

**THAT** the members of the Governance, Human Resource & Strategy Committee are Liz Shell, Denise Cumming, and Bryan Hamberg.

**THAT** the members of the Advocacy Committee are Liz Schell, Brandon Tozzo, and Constantin Mugenga.

**CARRIED**

**c) Secretary-Treasurer**

**Moved by:** Constantin Mugenga

**Seconded by:** 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 2023.

**CARRIED**

**d) 2023 Board of Directors and Officers**

**Moved by:** Councillor Don Amos

**Seconded by:** Constantin Mugenga

**THAT** the Board of Directors approve the slate of Officers and Directors for the year 2023.

**e) 2023 Board Meeting Calendar and Activities**

**Moved by:** Councillor Don Amos

**Seconded by:** Councillor Brandon Tozzo

**CARRIED**

**9. REPORTS FOR APPROVAL**

**a) Water Monitoring Country Pines 2075 Battersea Road**

**Moved by:** Constantin Mugenga

**Seconded by:** Brandon Tozzo

**THAT** the Board of Directors approve the award for the water testing, treatment, and monitoring as legislated and in accordance with RFP 2023-01 to MacLellan Water Technology Ltd. for a price of \$25,614.00 excluding HST.

**CARRIED**

**10. REPORTS FOR INFORMATION**

**a) CEO Update and standard Report**

**That** the Board of Directors receive the CEO's report for information.

The CEO Report was circulated with the board package, there was an in-depth conversation about Strengthening organizational resilience and capacity to ensure long-term sustainability, which included a fulsome conversation around tenant arrears across all three programs including former tenant arrears being at a historic all-time high. Questions and answers followed.

**11. CORRESPONDENCE**

Correspondence between Kingston Community Legal Clinic and KFHC circulated with the Board package, and questions and answers followed.

**12. CLOSED SESSION**

**Moved by:** Ms. Constantin Mugenga

**Seconded by:** Councillor Don Amos

**THAT** the Board of Directors move into Closed Session.

**Moved by:** Councillor Brandon Tozzo

**Seconded by:** Wendy Scheer, Director

**THAT** the Board of Directors move back into Public Session.

**13. BOARD MEETING OBSERVER FEEDBACK**

Good meeting with a good level of conversation; even though the Board was a bit quiet at first. The board showed effective governance and non-operations. It would have been nice to discuss finance in more detail but there has not been a finance meeting since May. There was great conversation around arrears, the Stakeholders Committee has a lot of work ahead of them. Hearing from the CEO and feeling connected to the Corporation was a highlight.

**14. Next Meeting**

March 27, 2023, KPMG will be joining to discuss audit findings.

**15. ADJOURNMENT**

The agenda had been fulfilled; the Chair declared the meeting adjourned at 2:08 pm.

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X

Liz Shell  
Chair

X

Mary Lynn Cousins Brame  
CEO