

This meeting of the Heritage Toronto Board was held on April 13, 2022, from 6:00-7:30 pm. As per direction by the City of Toronto in accordance with Toronto Public Health guidelines, this meeting was held remotely via Zoom video call.

PRESENT: Liza Chalaidopoulos (Chair) Christopher Castellano
 Dilys Chan David Ecclestone
 Bradley Evoy Martin Green
 Jeff Junke Suzanne Kavanagh
 Sandy Kedey James Lane
 Gretchen Mangahas John McAlister
 Joel Peters Aaron Sanderson
 Colin Smillie Trinh Tham
 Leslie Thompson Sarah Watson

REGRETS: Mike Colle
 Lori Davison
 Paula Fletcher
 Peter Ignazi
 Sanah Rizvi

ALSO PRESENT: Allison Bain, Executive Director
 Chris Bateman, Manager, Plaques and Public Education
 Laura Carlson, Manager, Public Programs
 Lucy Di Pietro, Manager, Marketing and Communications
 Heather Kingdon, Operations Coordinator
 Candice McCavitt, Manager, Development
 Andrew Himel, Programming Committee

A. OPENING REMARKS, AGENDA, AND MINUTES

1. Call to Order

Liza Chalaidopoulos called the meeting to order at 6:02pm.

2. Acknowledgement of Traditional Territory

Ms. Chalaidopoulos made an Indigenous land acknowledgement to start the meeting.

3. Introductions and Opening Remarks by Chair and Executive Director

Ms. Chalaidopoulos welcomed everyone to the meeting, the new Board members and returning members who had received a second term. She acknowledged the departed members whose terms expired in February and thanked them for their service. Ms. Chalaidopoulos also welcomed speakers Antoinette Crichlow from the City's Public Appointments Office and Kevin Lee from the City Manager's Office.

4. Approval of Agenda

HT 22-01: APPROVAL OF AGENDA for the April 13, 2022 Board Meeting of Heritage Toronto. **(carried)**

Moved by Leslie Thompson seconded by Bradley Evoy, and approved unanimously.

5. Declarations of Confidentiality and Conflict of Interest

No conflicts of interest were declared.

6. Approval of Minutes of Previous Board Meeting

Leslie Thompson requested the minutes be amended to include " Ms. Thompson requested that the Executive Director contact her for further recommendations regarding the updated Board Manual, to which the Executive Director agreed."

HT 22-02: APPROVAL OF MINUTES of the meeting of the board of Heritage Toronto held December 15, 2021. **(carried)**

Moved as amended by Leslie Thompson and seconded by Sandy Kedey and approved unanimously.

B. CONSENT AGENDA

1. HT 22-03: APPROVAL OF CONSENT AGENDA **(carried)**

Moved by Bradley Evoy seconded by Suzanne Kavanagh and approved unanimously.

C. REPORTS

1. CITY OF TORONTO PUBLIC APPOINTMENTS

1.1 Presentations by Antoinette Crichlow and Kevin Lee

Presentations, as attached to the Board package, were given by Antoinette Crichlow, People Services Consultant, and Kevin Lee, Senior Corporate Management Policy Consultant.

Ms. Thompson asked Mr. Lee if Heritage Toronto was incorporated under the Ontario or Canada Not-For-Profit Act, to which Mr. Lee responded that it is neither as Heritage Toronto is incorporated municipally under the City of Toronto as a local Board. Ms. Thompson noted that the agency is governed by the Tax Act and if CRA rules are not followed the agency could lose its status as a registered charity. Mr. Lee confirmed that this is correct for every charity including charitable agencies.

Joel Peters asked whether director's liability insurance applied to the Heritage Toronto Board of Directors. Mr. Lee responded that the Board has liability insurance through the City of Toronto as a City agency.

Ms. Chalaidopoulos thanked Ms. Crichlow and Mr. Lee for their presentations. She then invited all Board Members and all staff to introduce themselves.

2. EXECUTIVE REPORT

Staff provided summary remarks on their areas of the Executive Report. Ms. Chalaidopoulos congratulated Heritage Toronto on a fantastic 2021 Annual Report which Board Members received by mail.

Ms. Chalaidopoulos reminded Board members to contact her about their committee preferences.

3. FINANCE AND AUDIT COMMITTEE

James Lane presented the 2021 Draft Audited Financial Statements. Once again, the agency had a clean audit, the books are in good order, and there were no major issues. The auditors did note in the Statements that complications arose when a 2021 donation of shares was not sold until early 2022. Staff noted that, moving forward, shares will be sold as soon as possible after receipt.

Mr. Lane compared the projected 2021 budget against the final 2021 numbers. He noted the only significant difference was the agency's decision to delay filling a full time vacancy as revenue projections would not fully cover the expense. As a result of this saving, a small year-end surplus was posted.

3.1 HT 22-04: MOTION TO APPROVE THE 2021 AUDITED FINANCIAL STATEMENTS (carried)

Moved by James Lane seconded by Leslie Thompson, and approved unanimously.

Aaron Sanderson inquired about the status of the guaranteed investment certificate which had matured in January 2022. Ms. Bain noted, until directed otherwise, the bank rolls these monies over into renewable GICs.

Further to the audit note, Mr. Sanderson asked whether there was a policy for the dispersal and treatment of the bequest monies. Ms. Bain responded that the bequest was unrestricted and thus current policies for investment funds which require Board approval would be in effect.

Mr. Lane explained the process of financial statements being approved by the Board, noting that the financial statements are first presented to the Finance, Audit and Executive Committees, who then present recommendations to the Board for approval.

3.2 HT 22-05: MOTION TO TRANSFER the 2021 year-end accumulated operating fund surplus of \$46,063, subject to any audit adjustment, to the internally restricted Heritage Innovation Fund. **(carried)**

Moved by James Lane seconded by Aaron Sanderson, and approved unanimously.

3.3 HT 22-06: MOTION TO APPROVE THE 2022 OPERATING BUDGET DATED APRIL 7, 2022. **(carried)**

Moved by James Lane, seconded by Bradley Evoy and approved unanimously.

Mr. Lane reviewed the 2022 Operating Budget that was submitted to the City, as approved by the Board of Directors, in December 2021. The current financial statement, dated February 28th, continues to project a breakeven budget with few significant changes within the first few months of the fiscal year.

On the expenses side there is a one-time cost from the Heritage Innovation Fund for one-time expenses, largely IT equipment for remote work. In revenue, the agency is projecting a 19% increase in revenue compared to original budget due to the return of in-person tours. Tours as well as the Equity Initiative will have an impact on expenses in 2022.

Joel Peters asked Ms. Bain what challenges Heritage Toronto will face in terms of creating and delivering digital programming and the risk management involved in those decisions.

Ms. Bain answered that program delivery, including digital growth, is primarily driven through two key funding sources: the City of Toronto and sponsorship. Although City funding is confirmed in the spring, the most significant source of sponsorship funding is not known until Awards sponsorships are confirmed in early fall. Making significant cuts this late in the fiscal year is difficult, especially as the majority of operating expenses are staffing costs. If the agency does not make its earned and sponsorship Awards revenues, it will cut expenses as much as possible

in the last fiscal quarter. It also has substantial revenues upon which to draw which have been generated by operating surpluses for the past few years.

OTHER BUSINESS

Ms. Thompson noted two items of interest to the Board:

1. [Ontario Heritage Conference](#) from June 16-18
2. [The Climate Heritage Network's COP26 Papers](#)

4. HT 22-07: MEETING ADJOURNMENT (carried)

Moved by Bradley Evoy seconded by Aaron Sanderson, and approved unanimously.

There being no other business the meeting was adjourned at 7:40 p.m.