



ARCHITECTURAL  
CONSERVANCY  
ONTARIO

**Architectural Conservancy Ontario  
Minutes – Board of Directors Meeting  
Saturday January 21, 2023 @ 10:00 am  
By teleconference**

**Present:** Diane Chin (Chair), Bernice Norton, Don MacIntosh, Ted Cobean, Marc Seguin, Marlee Robinson, Colin Johnston, Tammy Dewhirst, Eben Rawluk, Kae Elgie, Mary Walton, Ian MacKay, Bill Greaves, Sarah Shepherd, Doug Evans, Marg Rowell, Susan Ratcliffe, Alex Sostar, Catherine Nasmith, Deb Crawford and Marlee Robinson

**Staff:** Will Coukell (COO) and Tai So (Membership Coordinator)

### 0. Greetings, Introduction

- The Chair called the meeting to order at 10:03 am.
- Land acknowledgement.
- No conflicts of interest.

### 1. Approval of Agenda

**Moved** by Donald Macintosh, **seconded** by Tammy Dewhirst **that** the agenda be approved as amended. **CARRIED.**

- Chair moved Governance and Nominating Committee to item #3. Successful nominee to join meeting once approved. **See Committee Reports 7B.**
- Social Media, PreservationWorks! And Strat Plan moved from Consent Agenda to Committee reports.

### 2. Consent Agenda

- Compliance checklist
- Agency agreement end of year
- Final Strat plan update
- NextGen report
- Acorn editorial committee
- Policies – Social Media and PreservationWorks!

### 3. Adoption of Minutes October 29, 2022, Board Meeting

**Moved** by Tammy Dewhirst, **seconded** by Donald Macintosh **that** the minutes of October 29, 2022, be approved. **CARRIED.**

### 4. Business Arising from the Minutes

- none

## 5. Chair's Report

- Chair mentioned that ACO emails have been having trouble resulting in messages being returned. The COO explained that there is a single forwarder that is causing trouble and that individuals may ask their IP to avoid it.
- Chair said that the PowerPoint on bill 23 can be used by others.
- Chair thanked Deb Crawford's working group on their work.
- Chair said that there is no chair for HR, but work is being done.

## 6. COO's Report

- Doug Evans asked about the Human Rights Code and asked about the fees, COO responded said it is dependent on what happens, ACO is exempt until someone makes a complaint.
- Doug Evans pointed out the COO is doing office junior work in his opinion and asked how the Executive and Board could help, COO responded that it is his job as the operational officer.
- COO mentioned that when the staff plan was outlined, there was a position for office manager, but the position was not filled and there is no money in the budget, so COO is doing that work.
- Doug Evans suggested getting a volunteer, COO responded that volunteers are not necessarily always reliable, and confidentiality is a concern. Volunteers need to be trained and managed and would be a drain on his time.
- Kae Elgie asked if many phone calls that the COO receives daily has a recurring theme and suggested that the Education Committee could help COO prepare responses. COO said that the Tribunal Guide created by Kae is helpful. COO responded that many questions are that the caller does not understand what ACO does and calls that do not have anything to do with ACO, in which case a template doesn't help, on the other hand with a lot of email questions, he has created templates for email that can't be sent in response.
- Kae Elgie suggested FAQs on the website as a guide. COO said that there are some already, but, most people do not read FAQs and call instead.
- Bill Greaves asked if COO would want to put a list together of some ideas that he is occupied with that are not appropriate use of his time, and how to restructure staff time and systems. COO said this has been brought up at HR in the past, the staff is already busy working 21 hrs on their duties.
- Alex Sostar suggested that the COO should screen calls and have calls pushed to voicemail, COO responded that he does that, but he needs to respond to the calls. When he is emailed, he has prepared answers that he can copy and paste which saves him time.
- Colin Johnston suggested that staff screen calls. COO said staff is part time so there are 2 days a week that there is no one in the office, and staff are screening their own calls as well.

- COO reminded board that he is an operational officer and not an executive director and deals with operations. The items that are reported on this COO report are not complaints, but rather what the Board asked him to provide.
- Sarah Shepherd said this should be taken to the HR committee and asked that it be added to the minutes.
- Chair said that HR does not have a chair.

## **7. Committee Reports**

### **7.a Ontario Place Ad Hoc Committee**

- Report in meeting Dropbox

### **7.b Governance and Nominating Committee**

**MOTION** to appoint Deb Crawford to the Board of Directors

Whereas the ACO By-law permits vacancies on the Board of Directors to be filled for the remainder of the vacant position by appointment by a majority vote of the Board of Directors, and

Whereas there are currently four vacant positions on the Executive Committee of the Board (Vice Chair, Corporate Secretary, and two Directors-at-large), and

Whereas Deb Crawford fulfills the By-law's stated qualifications for Directors (a voting Member of the Corporation; at least eighteen (18) years of age; not an undischarged bankrupt nor a mentally incompetent person; and a fully paid-up member of ACO),

BE IT RESOLVED that Deb Crawford be appointed to the Board of Directors until the Corporation's annual general meeting which will occur no later than June 30, 2023.

**Moved** by Kae Elgie. **Seconded** by Marlee Robinson. **Carried.**

### **7.c Finance**

- Chair and Doug Evans thanked Eben for staying on as treasurer.
- Doug Evans asked where the Awards expenses appear, Eben said it is shown on the updated Profit and Loss Budget.
- COO added that some companies sponsor the awards but do not give money directly to the awards, some companies give to ACO as a general donation, but they would not if it were not for the awards.

### **7.d Government and Community Relations**

- Chair welcomed and thanked Debra Crawford for joining the board.
- Debra Crawford said MPP day February 21 is in person and are looking for people to come out.

### 7.e Human Resources

- Sarah Shepherd said that the committee has not meet but have completed the COO's performance review and will continue to look for a chair.

### 7.f Education

- Alex Sostar said they have not meet but will update once they meet.

### 7.g Policy Committee

- COO thinks it is crucial that we meet with the whips of the opposite party so in the future when they take power and they want our support, they will include Heritage items in their white papers. This has to be done at least 2 years ahead of elections.

### 7.h Social Media Policy

- Bill Greaves opposed this policy but would like a strike an ad hoc committee that meets 3 times annually and looks at issues around social media and come up with guidelines
- This policy does not have a framework, it provides things of what not to do and causes confusion so it needs to be clarified and asked if anyone would like to join him in this committee -Doug Evans, Tammy Dewhirst, Colin Johnston, Sarah Shepherd and Alex Sostar said they would join
- After much discussion, the motion was not made.
- Bill Greaves will send out an email including Chair and cc the COO

### 7.i Strategic Plan

- Doug Evans asked about PreservationWorks!, COO responded that Alex McKinnon manages this and that the programme was restarted with this Strategic Plan.
- COO said that there is no sponsor (it was an error in the report), in 2019 a summer student catalogued the buildings, and the online application was started instead of in-person.
- Doug Evans asked about peer reviews, COO said it depends on the report.
- Cathy Nasmith said this is a long-standing programme of ACO, it is a useful programme with great success.

### 7.j PreservationWorks!

- Ted Cobean said that the fees are not on the policy, COO said that fees are not on the policy because they change, currently the fee is \$300.
- Doug Evans wanted it recorded that he voted against this policy.

**Moved** by Tammy Dewhirst, **seconded** by Catharine Nasmith **that** PerservationWorks! Policy and Guidelines be approved. **CARRIED.**

## 8. Branch Reports and Discussion

- Marlee Robinson and Doug Evans was disappointed at the low number of reports.
- Kae Elgie wondered why branches had 'nothing to report' is it because they did not meet?
- Bernice Norton said that Clarington met but there was nothing to report, and Catharine Nasmith said that volunteer exhaustion was the reason. A report from Toronto Branch was submitted after the board meeting and has been added to Board meeting Dropbox
- Ted Cobean said his lack of report was due to time constraint - it has been very busy at Jubilee Hall.

## 9. Other business

- COO said there is no Development Manager so he will be forming the development committee in the next 2 weeks and confirmed that there is a post for the position.
- Susan Ratcliffe asked who will be getting ads for ACORN, COO said he will.
- Deb Crawford asked branches to send her emails regarding bill 23, it would be helpful to the GCRC.

## 10. Meeting Evaluation

- Kae Elgie said that Chair did great job, the agenda was tough, and a lot was accomplished.

## 11. In Camera session

- Chair asked for motion for in camera session to discuss COO evaluation.

**Motioned** by Sarah Shepherd. **Seconded** by Ted Cobean. **Carried**.

- COO and staff exited the meeting.

## 12. Adjournment

- Meeting adjourned moved by Eben Rawluk at 1:37 pm.

**Actions**

- Sarah Shepherd said COO's duties should be taken to the HR committee
- Bill Greaves strike an ad hoc committee that meets 3 times annually and looks at issues around social media and come up with guidelines
- Doug Evans, Tammy Dewhirst, Colin Johnston, Sarah Shepherd and Alex Sostar said they would join
- Bill Greaves will send out an email including Chair and cc the COO

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