

MAHONE BAY CENTRE SOCIETY
Board of Directors Meeting
Monday 23 March 2020 at 7:00 p.m.

Convened by Zoom Video Conference

Present:

Lynn Hennigar (Chairman), Chris Heide, Meg Craig, John Merchant, Peter Hall, Lettie Maloney, Lisa Rhuland, Mary-Ann Hiltz, Kelly Wilson, Paul Seltzer, Jeff Phillips, Laura Wentzell, Veryan Haysom.

Absent:

Don Mader, Norman Whynot.

Guest:

Jeff Frampton

1. Welcome

- 1.1 Lynn Hennigar, Chairman, called the meeting to order at 7:00 p.m.
- 1.2 Lynn welcomed Jeff Frampton and reported that he has agreed to accept nomination as a Director and is willing to serve as Vice Chairman.

2. Approval of Agenda

- 2.1 The circulated Agenda was adopted.

3. Approval of Minutes

- 3.1 **Moved** by Chris Heide, seconded by Veryan Haysom, that the Minutes of the Board meeting held on February 24, 2020, be approved as circulated. **Carried.**

4. Financial Update

- 4.1 Chris Heide reviewed the Financial Statements that he had circulated prior to the meeting
- 4.2 The **Cash Statement** shows the Centre's BMO Operating and CentreFit balances are modest but adequate to cover salaries, cleaning and other immediate priorities for the next while, especially if RBC will waive mortgage payments and renters don't leave. However the Capital balance in our RBC account stands at \$18,000, which is less than previously planned and reported. Significant payments have been made during the current year for projects approved by the Board. Chris itemized the principal amounts paid out for capital projects. These total close to

\$40,000.

- 4.3 With reference to the **Capital Summary** Chris noted that there is a discrepancy between the Capital balance remaining after accounting for revenue and expenses and the actual Capital amount held as cash in the bank. The discrepancy arises in relation to the amount of deferred revenue carried forward from previous years. The Finance Committee met earlier in the day by videoconference and agreed the discrepancy will be corrected with an adjustment in the 2019 year-end financial statements.
- 4.4 Chris stated that given the limited amount of cash remaining in our RBC Capital, account the Finance Committee has decided we will not proceed with repairs to the MBC roof at this time.
- 4.5 Chris reported that the MBC Chart of Accounts has been revised and final adjusting entries reviewed with the result that monthly reports on the 2020 Operating Year can now be made and the report to the end of February will be available shortly. The final 2019 year end financial reports will be circulated in draft form as soon as possible.
- 4.6 Extensive discussion followed the Treasurer's report with particular reference to the impact of Covid-19.
- The Chairman brought forward her report in order to provide a full picture as context for the discussion.
 - The Centre is closed to the public. Tenants have access to the building and their own keys. Most are working from home or are closed. Coastal Action has taken up its tenancy. Revenue from short-term rentals has dried up. The Centre cannot afford to offer rent alleviation to tenants. Lynn will check on whether our income interruption insurance will cover the loss of rental revenues.
 - Kelly Bent and Stephanie Rideout will continue to work for the remainder of this week and possibly next doing the work summarized on the list circulated by e-mail prior to the meeting. Wayne has finished work as he has had to self-isolate. Carol finishes work on Friday. Kelly Bent is opening and closing the building while she continues to work.
 - The plan with respect to Kelly and Stephanie is to lay them off once the work is done. There is an issue with respect to Kelly's lay off. We owe her a significant lump sum for vacation pay. We can either pay her the lump sum on layoff or she can take paid vacation and be laid off at the end of the vacation. The latter appears to be the better option.
 - As there is no need for cleaning while the building is closed Lynn will be meeting with Jani King to see if we can defer or get out of the contract. Pam has been cleaning parts of the building that really need it and that are not usually well cleaned during normal operations.
 - Heat has been turned down.
 - Lynn has asked RBC for mortgage payment deferral. They will defer payments of principal but we have to pay interest. RBC has also been asked for a line of credit but has not responded.

- Lynn has asked the Town to issue the \$5,000 cheque for the balance of the amount pledged to the Feeney Tower fundraising. Jeff Frampton asked if the Town would defer property taxes, water and electrical payments. Lynn advised that no property tax is payable and that she would look into getting a deferral for water and electricity.
 - CentreFit is closed. If Kelly and Stephanie continue to work they will verify all fobs so they are updated to provide access by current members only.
- Kelly Wilson reported that the most pressing aspect of the leaking roof is in the bell tower with water coming down between the newly renovated Feeney Library and Coastal Action rooms.
 - Kelly and Lynn reported that there is no advance on the possibility of ACOA funding and unlikely to be until after the federal government's budget.
 - Mary Ann Hiltz expressed concern that the significant vacation pay liability was not reflected in the Financial Reports and that we are allowing it to accumulate from year to year. Chris pointed out that the Liability is reflected on the Balance Sheet. Veryan Haysom is to deal with resetting the arrangement with Kelly Bent in relation to accumulation of vacation pay.
 - Laura Wentzell said we need a clear picture of our operational income and expenses over the next 3 to 4 months. Chris said that while he did not have an immediate projection our ongoing expenses are for salaries, oil, Internet services, and utilities. These are normally covered by our rental income and as long as that continues we will not have any problem covering operating expenses. Although it is a small amount our Workers' Compensation premium has been temporarily waived and we will receive a 10% salary rebate from the federal government. Kelly Wilson said that in the circumstances the no-heat season would start early this year.
 - Suggestions were made that the Centre carry out scenario planning; press our political representatives to ensure that organizations such as ours are considered and provided for in government relief policies; and that we work together with other similar organizations on ideas for ensuring ongoing operations.

4.7 Following further discussion with respect to staff and employment issues Lettie Maloney **Moved**, seconded by Chris Heide, that the Centre proceed as follows in relation to staff and the impacts of the Corona virus:

- (1) Work has been identified that can be done by Kelly Bent and Stephanie Rideout over the next week or two despite closure of the Centre to the public.
- (2) Ask Kelly Bent and Stephanie Rideout to continue to work from the office and in the building as long as it is safe for them and there is meaningful work to be done.
- (3) When there is no more work they will be asked to use up any banked vacation time.
- (4) On exhaustion of their banked vacation time, if any, they will be laid off

until the Centre re-opens.

- (5) The lay offs are a result of the sudden and unexpected closing of the Centre for reasons beyond our control, they are not a reflection on staff or their performance and they will return to work when the Centre resumes normal operations. **Carried.**

- 4.8 With respect to ongoing operations there was **Consensus** that the Treasurer, in consultation with the Finance Committee as needed, will prepare projections showing operational needs in relation to various assumptions for 2, 4 and 6 months and send them to the Board.

5. Committee Reports

(a) *Fundraising* - No Report.

(b) *Centre Fit* - See above.

(c) *Building and Infrastructure* - See above.

(d) *Volunteer & Human Resources*

- 5.1 Veryan Haysom reported that Jeff Frampton has agreed to accept nomination as a Director but sadly Lettie Maloney had decided not to seek re-election. Two volunteers are considering offering to serve on Committees but have not yet decided. Sally Warren has offered to provide some feedback on the volunteer program that is being developed, however the committee has not met. He asked Chris and Laura to give him the names of their respective committee members.

(e) *Executive Committee*

- 5.1 In addition to the report at paragraph 4.6 above, the Chairman reported that: we did bind Directors and Officers liability insurance; we are assessing a software program that may meet our fundraising needs; and we have cancelled the roof repair project for the time being despite approval of this project at the last Board meeting. She noted that following closure of CentreFit Andrew had offered a free, 2-week, online fitness session for CentreFit members, which is much appreciated and might be an example for taking other activities on line.
- 5.2 Lynn will be looking into suspending the janitorial contract, the possibility of a line of credit, receipt of the balance of the Town's donation, deferral of water and electric bills and income interruption insurance and will feed the information into the scenario planning.

6. Other Business

(a) *Annual General Meeting*

- 6.1 Planning must begin for the AGM. It must be held within 6 months of the end of the fiscal year and is usually held in the last week of May after the May Board

meeting. The Board meeting could be rescheduled for the third week of May or the two meetings could be held in quick succession in the last week of the month. Veryan Haysom is to prepare the nomination report and see to the election. It seems possible that we will not be able to hold the meeting in person and the Chairman will investigate the options for issuing notices, and invitations electronically and holding the meeting by webinar using available platforms such as Zoom, Stream or Facebook.

- 6.2 Meg Craig suggested that the Centre consider sponsoring activities on line such as talks etc. Doing so will keep the Centre's profile up and may allow for the development of new on line services and programs.
- 6.3 Lisa Rhuland provided a full and detailed account of the Food Bank's procedures and arrangements for continuance of service at the Centre during the Covid pandemic isolation period. It was agreed that a summary of the information would be provided on the Centre's web page. Mary Ann Hiltz suggested that using the example of the close linkage between the Centre and Food Bank and the latter's criticality to the community we should investigate new ways and ideas for engagement with the Food Bank and for other possible programs.
- 6.4 The Chairman confirmed that she would continue her weekly reports. Directors expressed their appreciation for these reports. She advised that we might have to convene earlier than our usual meeting date if necessary in order to consider the results of the financial scenarios. The next meeting will probably be via Zoom.

7. **Adjournment**

On **Motion** of Veryan Haysom seconded by John Merchant the meeting adjourned at 8:25 p.m.

Next Meeting: April 27, 2020, at 7:00 pm.