

**HOUSING SERVICES CORPORATION  
BOARD OF DIRECTORS  
TELECONFERENCE MEETING**

**WEDNESDAY, SEPTEMBER 30, 2020  
9:00 – 9:10 a.m.  
10:07 – 10:42 a.m.**

**MINUTES OF MEETING**

**Attendees:** The following Directors were present:

- Bill Bradica, Chair
- Stella Danos-Papaconstantinou
- Michael Duben
- Stéphane Giguère
- Ron Holman
- Graeme Hussey
- Brian Marks
- Anne-Marie Shaw
- Janice Sheehy
- Jim Steele
- Debbie Zock

**Regrets:** The following Directors sent regrets:

- Zoran Churchin
- Renée Kominek
- Gord Perks
- Sheldon Laidman

**Staff:** The following staff were present:

- Howie Wong
- Sarah Baker
- Mara Di Pasquale
- Judy Lightbound
- Jane Davies

	<b>ADENDA DETAILS</b>	<b>ACTION</b>	<b>STATUS</b>
<b>1.0</b>	<b>CALL TO ORDER</b>		
	<p>A quorum of the Directors being present and Notice having been properly given, the Chair declared the meeting to be regularly constituted and called the meeting to order.</p> <p>The Chair welcomed new Board members, S. Danos-Papaconstantinou and A. Shaw, to the meeting; and noted that M. Duben is now CAO at Oxford County.</p> <p>The Chair requested that Board members declare any real or perceived conflicts with regard to the Items on the Agendas. Hearing none, the Chair then noted that all materials presented at this meeting are confidential.</p>		
	<p><u>Approval of the Agendas</u></p> <p><i>It was moved by S. Danos-Papaconstantinou and seconded by A. Shaw that:</i></p> <p><i>“The Board of Directors approve the regular and in camera meeting agendas as presented.”</i></p> <p align="right"><b>MOTION CARRIED</b></p>		

<b>2.0</b>	<b>BUSINESS ARISING</b>		
	<p><u>Minutes of Previous Meeting</u></p> <p>The Chair drew the Board’s attention to the minutes of the June 26, 2020 Board of Directors’ meetings and invited comments.</p> <p><i>It was moved by B. Marks and seconded by J. Sheehy that:</i></p> <p><i>“The Board of Directors approve the minutes of the June 26, 2020 meeting as presented.”</i></p> <p style="text-align: right;"><b>MOTION CARRIED</b></p>		
<b>3.0</b>	<b>REPORT FROM COMMITTEE</b>		
	<p><u>Report from Executive Committee</u></p> <p>The Chair noted that the Executive Committee met on August 11, 2020 and approved the minutes now before the Board for receipt.</p> <p><i>It was moved by M. Duben and seconded by G. Hussey that:</i></p> <p><i>“The Board of Directors receive the minutes of the June 15, 2020 Executive Committee meeting.”</i></p> <p style="text-align: right;"><b>MOTION CARRIED</b></p>		
<b>4.0</b>	<b>IN CAMERA SESSION</b>		
	<p><i>It was moved by R. Holman and seconded by D. Zock that:</i></p> <p><i>“The Board of Directors agrees to move into an in camera session of the Board.”</i></p> <p style="text-align: right;"><b>MOTION CARRIED</b></p>		
	<p><i>It was moved by A. Shaw and seconded by J. Steele that:</i></p> <p><i>“The Board of Directors agrees to terminate the in camera session and resume the Board of Directors meeting.”</i></p> <p style="text-align: right;"><b>MOTION CARRIED</b></p>		
	<p><u>Decisions Arising from the In Camera Meeting</u></p> <p><u>InSite Transition Plan</u></p> <p><i>It was moved by S. Danos-Papaconstantinou and seconded by R. Holman that:</i></p>		

	<p><i>“The Board of Directors:</i></p> <ul style="list-style-type: none"> <li>• <i>Approve the InSite transition strategy as outlined in this Report; and</i></li> <li>• <i>Authorize the CEO to do all things necessary to implement the strategy.”</i></li> </ul> <p style="text-align: right;"><b>MOTION CARRIED</b></p> <p><u>Receipt of In Camera Items</u></p> <p><i>It was moved by B. Marks and seconded by D. Zock that:</i></p> <p><i>“The Board of Directors receive the following items considered in camera:</i></p> <ul style="list-style-type: none"> <li>• <i>Minutes – HSC Executive Committee In Camera Meeting June 15, 2020;</i></li> <li>• <i>In Camera Committee Reports – Marsh Broker Agreement, Insurance Claims Trust Fund Management, and Natural Gas Rates Update;</i></li> <li>• <i>Presentation – HPC Housing Investment Corporation (HPC HiC);</i></li> <li>• <i>HPC HiC Financials: 2019 and Q2 2020; and</i></li> <li>• <i>Verbal Update – Legal Matter.”</i></li> </ul> <p style="text-align: right;"><b>MOTION CARRIED</b></p>		
<b>5.0</b>	<b>CORPORATE COVID-19 RESPONSE</b>		
	<p><u>Verbal Update – COVID-19 Ongoing Corporate Response</u></p> <p>At the Chair’s invitation, H. Wong provided the Board with an update on the corporation’s ongoing response to the COVID-19 pandemic.</p>		
<b>6.0</b>	<b>CORE PROGRAMS</b>		
	<p><u>Verbal Update – Gas Program</u></p> <p>The Chair reminded the Board that the 2021 final gas rates were approved at an Executive Committee meeting on August 11, 2020; and that the report was provided to the Board in the in camera materials.</p> <p>He then turned to M. Di Pasquale who reviewed the renewal in a short presentation and discussed the various factors affecting commodity and transportation costs.</p> <p>In response to a question about the Board regarding how HSC is communicating with the Ministry about rising utility costs, S. Baker stated that HSC is communicating with the Ministry who are aware of the financial</p>		

	<p>pressure on housing providers. She also noted that data collected through HSC Energy Services' UMP (Utility Management Program) is shared with the Ministry. She noted that HSC also participates in a conservation framework table as representatives of the sector.</p> <p>Responding to a question from the Board about future gas prices, M. Di Pasquale stated that it is unlikely that the market price of gas will reduce in the near future due to a variety of factors, including the pandemic.</p>		
	<p><u>Verbal Update – Insurance Renewal Process</u></p> <p>Noting that the Group Insurance Program renewal process was reviewed and approved by the Executive Committee on August 11, 2020, the Chair turned to S. Baker who presented the results of the 2021 Insurance Program renewal.</p> <p>S. Baker discussed HSC's efforts to engage with all 600+ program participants on their COVID-19 risk mitigation activities via a survey. She noted that, as a result of outreach, the HSC Insurance Program will not include communicable diseases (such as COVID-19) exclusions; and that the increase for Program participants is significantly lower than increases experienced in the insurance market.</p>		
<b>7.0</b>	<b>PARTNERSHIPS</b>		
	<p><u>Encasa Provider Engagement</u></p> <p>The Chair drew the Board's attention to a Report regarding Encasa Provider Engagement in the first half of 2020.</p>		
<b>8.0</b>	<b>FINANCIALS</b>		
	<p><u>Consolidated Financials: Q2 2020</u></p> <p>At the Chair's invitation, M. Di Pasquale reviewed the Q2 2020 consolidated financial statement, previously circulated to the Board.</p> <p>In response to a question of the Board, M. Di Pasquale reviewed how current reserves are invested.</p> <p><i>It was moved by J. Steele and seconded by R. Holman that:</i></p> <p><i>“The Board approve the following:</i></p> <ul style="list-style-type: none"> <li><i>• Consolidated Statements of Revenue and Expenditures for the three and six months ended June 30, 2020; and</i></li> <li><i>• Balance Sheet for the six months ended June 30, 2020.”</i></li> </ul>		

	<b>MOTION CARRIED</b>		
	<p><u>Reserves and Investments: Q2 2020</u></p> <p>M. Di Pasquale, at the Chair’s invitation, reviewed the information contained in a Report previously circulated to the Board with a presentation.</p> <p><i>It was moved by A. Shaw and seconded by S. Danos-Papaconstantinou that:</i></p> <p><i>“The Board of Directors approve the Q2 2020 Statement and Report on Reserves and Investments.”</i></p> <p style="text-align: center;"><b>MOTION CARRIED</b></p>		
	<p><u>Receipt of Regular Meeting Items</u></p> <p><i>It was moved by B. Marks and seconded by J. Sheehy that:</i></p> <p><i>“The Board of Directors receive the following items considered during the regular meeting:</i></p> <ul style="list-style-type: none"> <li>• <i>Verbal Updates – COVID-19 Ongoing Corporate Response, Gas Program and Insurance Renewal;</i></li> <li>• <i>Briefing Note on Insurance Renewal Package Changes Fall 2020;</i></li> <li>• <i>Encasa Provider Engagement;</i></li> <li>• <i>Encasa Financial Inc. Shareholders’ Update;</i></li> <li>• <i>Encasa Financial Inc: Q2 2020; and</i></li> <li>• <i>Certification Statement and the Governance Compliance Checklist for the period April to June, 2020.”</i></li> </ul> <p style="text-align: center;"><b>MOTION CARRIED</b></p>		
<b>9.0</b>	<b>OTHER BUSINESS</b>		
	There was no further business.		
<b>10.0</b>	<b>ADJOURNMENT</b>		
	<p>There being no further business, the meeting was adjourned.</p> <p><i>It was moved by A. Shaw that:</i></p> <p><i>“The Board of Directors Meeting be adjourned.”</i></p> <p style="text-align: center;"><b>MOTION CARRIED</b></p>		

<p><b>Signed:</b></p> <p>DocuSigned by: <i>William Bradica</i> 3F4C7D8674FB48A...</p> <p>William Bradica, Chair</p>	<p>DocuSigned by: <i>Howie Wong</i> A7A07565EE08473</p> <p>Howie Wong, CEO</p>	<p>DocuSigned by: <i>Judy Lightbound</i> D94C556385D54E8</p> <p>Judy Lightbound, Corporate Secretary</p>
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