

## Board of Directors Meeting Minutes

Tuesday, October 25, 2022

5:30pm via Zoom

<b>Present:</b>	Janet Cosier (Board Chair), Terry Gilhen (Vice Chair), Christopher Cummings (Vice Chair), Sandra Shaw (Secretary), Jackie Lord, Dorothy Thomson, Sandra Mark, Michele Bellows (CEO/Ex-Officio), Anne Caron (Director of Corporate Services & CFO), Kelly Barry (Director of Integrated Care), Kristian Gundersen (Executive Assistant/Recorder)
<b>Guests:</b>	
<b>Regrets:</b>	Juli Heney, Don Palmer, Pamela Watts, Christine Joli-Coeur, Stefany Kawka

	Agenda Items	Discussion
1.	<b>Welcome &amp; Land Acknowledgment</b>	Ms. Janet Cosier, Board Chair, called the meeting to order at 5:30pm and confirmed quorum is met. She welcomed all in attendance and invited Mr. Christopher Cummings to provide a land acknowledgement.
2.	<b>Approval of Agenda</b>	There were no additions or revisions requested to the agenda.  <b>Motion:</b> That the RCHS Board agenda for October 25, 2022 be approved as circulated. <b>Moved by:</b> Christopher Cummings <b>Seconded by:</b> Sandra Shaw <b>Carried.</b>
3.	<b>Board Education – Accreditation Update</b>	Michele Bellows, CEO, presented an update on progress to date to prepare for Accreditation. The presentation included highlights of work completed over the last several months, a summary of the evidence being compiled, and an analysis of any outstanding items.
4.	<b>Declaration of Conflict of Interest</b>	None declared.
5.	<b>Consent Agenda</b>	5.1 Board Meeting Minutes – September 27, 2022 5.2 Executive Committee Minutes – October 11, 2022 i. CEO Mid-Year Annual Performance Objectives Status Report ii. Succession Planning – CEO & Senior Leadership Team 5.3 Governance & Nominating Committee Minutes – October 4, 2022 i. New Policy: GOV 340 – Committee Chair Roles & Responsibilities 5.4 Capital Development Committee Minutes – October 5, 2022  <b>Motion:</b> That the consent agenda and items contained therein be approved as presented. <b>Moved by:</b> Christopher Cummings <b>Seconded by:</b> Dorothy Thomson <b>Carried.</b>

	<b>Agenda Items</b>	<b>Discussion</b>
6.	<b>CEO Report</b>	<p>Ms. Michele Bellows, Chief Executive Officer, referred members to her written CEO report included in the package.</p> <p>Highlights from the report included:</p> <ul style="list-style-type: none"> <li>• The succession planning tool developed by the Senior Leadership Team was appended to the report. Plans for temporary absences of the CEO, as well as the leadership team were outlined.</li> <li>• The RCHS land acknowledgment has been revised based on feedback from Dionne Nolan (Indigenous Navigator Regional Cancer Centre).</li> <li>• The Equity, Diversity, Inclusion, and Justice Working Group has developed a corporate “EDIJ Statement” in conjunction with staff and the leadership team. A page will be developed on the RCHS website which will include information on the organization’s commitment to EDIJ and the related work.</li> <li>• RCHS again participated in this year’s Lake 88.1 Radiothon alongside other local CHC’s and Hospitals. The Radiothon was a great success and raised thousands of dollars in support of local healthcare.</li> <li>• A board volunteer is requested to support this year’s CP Holiday Train. The volunteer will be asked to attend the cheque presentation on behalf of RCHS.</li> </ul>
7.	<b>Board Chair Report (verbal report)</b>	<p>Ms. Janet Cosier, Board Chair provided a verbal report to members of the board.</p> <p>Highlights of the report included:</p> <ul style="list-style-type: none"> <li>• J. Cosier reported that she and T. Gilhen attended the Board Liaison Meeting last week. There was a short networking session at the start of the meeting where participants were able to discuss common challenges across CHC’s. A main highlight of the meeting was a presentation on the Socio-Demographic data collection initiative, which included an outline of the comprehensive framework that provides CHCs with the tools to capture the data and report effectively.</li> <li>• The board will provide holiday cards &amp; gift cards for staff again this year. Board members will be asked to prepare 8-10 cards each for staff members which will be distributed in December.</li> <li>• RCHS will purchase a poppy wreath from the Legions in both Merrickville and Smiths Falls. A board representative will be present at the Remembrance Day ceremonies in both communities to lay the wreaths on behalf of RCHS.</li> </ul>
8.	<b>Break</b>	Board members were provided a short break.
9.	<b>Business Requiring Decision of Board</b>	<p>9.1 Approval of Q1 and Q2 Financial Statements</p> <p>C. Cummings, Chair, Finance &amp; Audit Committee (FAC) referred members to the financial summary report which was included in the meeting package. He reported that an in-depth review of the financial statements for the period ending September 30, 2022 took place at the last FAC meeting. A brief overview of the organization’s current financial position was provided.</p>

	Agenda Items	Discussion
		<p><b>Motion:</b> To approve the Q2 Financial Statements for the period ending September 30, 2022 as recommended by the Finance &amp; Audit Committee.</p> <p><b>Moved by:</b> Christopher Cummings      <b>Carried.</b></p>
10.	<b>Business for Discussion &amp; Information</b>	<p>10.1 Integrated Health &amp; Social Services Hub Update M. Bellows, CEO, and A. Caron, Director of Corporate Services &amp; CFO gave an update on work towards completing the first part of the Integrated Health &amp; Social Services Hub business case.</p> <ul style="list-style-type: none"> <li>• The first two stages of the business case (BC_1 - Programs &amp; Services and BC_2 - Detailed FTE Data) are being finalized by the project manager and should be submitted in the next few weeks. Renewed letters of commitment from the partner agencies are being compiled which will be submitted along with BC_1 and BC_2.</li> <li>• Once BC_1 and BC_2 have been submitted, work on the next stages will commence immediately (BC_3 – Care Team Model and BC_4 – Service Volumes). It was noted that there are 9 stages of the business case in total.</li> <li>• Site selection is anticipated to occur in January 2023.</li> </ul> <p>J. Cosier thanked M. Bellows and A. Caron for the fulsome update and congratulated the team on the excellent progress to date.</p> <p>10.2 Integrated Risk Report M. Bellows referred members to the bi-annual Integrated Risk Report and Risk Register which were included in the meeting package. Risk updates which include broad mitigation strategies are also embedded in the CEO report regularly to ensure the board is made aware of key areas of risk that the organization faces. It was noted that it is the Board’s responsibility to ensure the organization has an integrated risk framework in place.</p> <p>10.3 Board Education, Annual Retreat, and Generative Discussions S. Shaw, Chair, Governance &amp; Nominating Committee (GNC) provided an update on plans for board education and generative discussions. She referred members to the education plan which was included in the meeting package. Several educational presentations are planned to promote knowledge of RCHS programs, services, and activities amongst the board members. It was noted that the annual board skills matrix will be circulated to board members in the coming weeks for completion. The skills matrix results lead to the development of a competency profile which is used to identify gaps in skills when planning board recruitment, as well as identifying required education for board members.</p> <p>It was reported that the GNC has been actively discussing and planning for generative discussions. Timing of these discussions can be limited as they are normally integrated into existing board meetings with full agendas. The GNC is discussing the potential to hold a board retreat in the spring which would be fully dedicated to strategic</p>

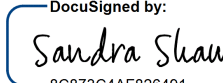
	Agenda Items	Discussion
		generative discussions. A list of potential discussion topics which has been compiled based on input and feedback from board members is appended to the education plan.
11.	<b>Meeting Evaluation</b>	The link to the post-meeting online survey was included with the agenda. Board members were encouraged to provide feedback.
12.	<b>In-Camera Session</b>	None required.
13.	<b>Next Board meeting:</b>	Tuesday, November 29, 2022 at 4:45pm
14.	<b>Adjournment</b>	<b>Motion:</b> That the meeting be adjourned at 7:11pm <b>Moved by:</b> Janet Cosier <b>Carried.</b>

Approved by:

DocuSigned by:  
  
CFDE466BE6834A1...  
**Janet Cosier, Board Chair**  
 12/9/2022 | 9:36 AM EST  


---

**Date**

DocuSigned by:  
  
8C873C4AF826491...  
**Sandra Shaw, Board Secretary**  
 12/9/2022 | 2:21 PM EST  


---

**Date**