

Board of Directors Meeting Minutes March 26, 2019

Smiths Falls CHC - Community Room

Present: Jacques Pelletier (Board Chair), Liz Snider, Ian Donald (via teleconference), Bob Long, Janet Cosier, Michèle Le Blanc, Terry Lee, Terry Gilhen, Deb McGuire, Katie Weststrate, Sandy Shaw, Michele Bellows (CEO), Kelly Robinson, Director, Primary Care, Onalee Randell, Director, Community Services, Jane Page-Brown (Recorder), Stephanie Giroux (Guest)

1.	Welcome, regrets & absences	Board Chair, Jacques Pelletier called the Board to order at 5:30pm	
		Regrets: none	
		J. Pelletier welcomed Stephania Circuy to the mosting. She will be association	
2.	Approval of Agenda	J. Pelletier welcomed Stephanie Giroux to the meeting. She will be providing coverage as needed New item (s):	for Board meetings.
	J	- #6. f. Clarification to be added re: fundraising committee	
		MOTION: That the amended agenda be approved.	
		Moved by: M. Le Blanc, Seconded by: J. Cosier,	Carried.
3.	Declaration of Conflict of Interest	None declared	Carried.
4.	Approval of Board minutes	MOTION: That the February 26, 2019 Board meeting minutes be approved.	
_		Circulated via e-mail (Moved by: L. Snider, Seconded by: K. Weststrate)	Carried.
5.	Remarks from Board Chair	J. Pelletier explained that he did not have anything significant to add to his written report or his sub	sequent email which
		summarized the meeting that he, T. Lee and M. Bellows attended with MPP Steve Clark.	
		He made special mention in regards to the work that M. Bellows has undertaken in the last month i	n maaking muun
		regional and community partners, attending information sessions, as well as other fact finding activities related to the	
		origing changes to Ontario's nealthcare system. He complimented her on doing so while at the sa	me time overseeing
		the operations of RCHS and adjusting to her new role.	g
		He emphasized that the main objective for the meeting was to work towards item #10 and carry ou	t o fulcama
		discussion on health system transformation and the role of RCHS.	t a fulsome
6.	Consent Agenda	The Chair asked if there were any questions or issues. It was agreed that two areas, as described	below, would be
		expanded upon.	,
		MOTION: That the consent agenda be approved as presented.	
		Moved by L. Snider, Seconded by: I. Donald	Carried.
	a. Executive Committee	, , , , , , , , , , , , , , , , , , ,	Carrieu.
	b. Finance Committee		
	c. GNC & Nominating Committee		
	d. CEO Report		
	e. Board Chair Report		
	f. Fundraising/Hospice	T. Lee followed up on the meeting that he, along with M. Bellows and Anne Caron, had with Howard	rd Allan of Allan and
	Committee	Partners on March 8 th to discuss options for RCHS in regard to setting up a separate arm in the for	m of a corporation or



Board of Directors Meeting Minutes March 26, 2019 Smiths Falls CHC - Community Room

		Smiths Falls CHC - Community Room
		foundation, or a combination thereof. Mr. Allan's recommendation for RCHS was to consider establishing a separate not for profit corporation rather than a foundation.
		It was acknowledged that the process of establishing a separate not for profit entity can take considerable time from approximately 22 weeks up to about one year, to complete all the paperwork etc.
		Upon discussion, it was agreed that starting the process soon would be practical, understanding that there would be opportunities along the way to review other options, or change the course as needed.
	g. Quality Improvement Plan – 2019-20	M. Bellows reported that the Work Plan component of the QI plan circulated with the Board package has been slightly tweaked. It is now better aligned with the technical specifications for the related metrics, and the palliative care indicator now has a bit more substance. The final version of the plan will be circulated to the Board.
7.	Collaborative Governance	Item to be covered in our strategic discussion, item #10
8.	Business Arising	The services in our estategic discussion, item #10
	Capital Development Steering Committee	No substantial developments since the last Board meeting.
		It was noted by T. Lee that at the recent meeting with MPP Clark, it was confirmed that RCHS had been close to receiving approval for the Stage 2 Planning Grant just prior to the spring election. MPP Clark agreed that he would follow up with the Ministry on this detail.
		J. Pelletier confirmed that the Executive Committee agreed, as reported in the March 11 th minutes, to decline the proposed extension of the purchase agreement, honor the original expiry date, and recover the \$100,000 deposit. This action has been completed.
	 b. AGM (June 25th) – Community Service Award/membership renewals 	M. Bellows reported that plans are well under way for the AGM according to the proposed work plan. The Alliance has been contacted and will be confirming in the next few weeks how they may play a role at the event.
		During a meet and greet with the Merrickville administrators (CAO Doug Roberson and Economic Development Officer Jeff McNamee) M. Bellows was introduced to the Merrickville Wolford Strategic Plan which highlights a focus on healthy living and a connection to the CHC. It was agreed that RCHS would consider hosting an open house at MDCHC on June 25 th prior to the AGM. More details to follow closer to the date.
		J. Pelletier put forward the recommendation on behalf of the Executive Committee for the Merrickville Lions Club to be the recipient of this year's Community Recognition Award. It was agreed that this club is a very deserving recipient based on its' 29 year history of organizing the annual Christmas hamper program among numerous other community projects. MOTION: To present the annual community service recognition award to the "Merrickville Lion's Club". Moved by: B. Long, Seconded by: T. Gilhen
	c. Annual Conference (June 12 - 13th)	It was confirmed that K. Weststrate and T. Lee would like to attend the full conference. J. Cosier would like to attend part of the conference.
	Profession 2010 02 26 accessed	Board members are asked to contact J. Page- Brown prior to the early bird deadline (April 19th) if possible, if they would like to attend.

Board of Directors Meeting Minutes March 26, 2019 Smiths Falls CHC - Community Room

9.	New Business	Smiths Falls CHC - Community Room
	ONCA (Ontario Not-for-Profit Corporation Act) and membership	J. Pelletier provided some background regarding the changes which will come into effect with the proclamation of ONCA, expected in 2020. It was reported that other organizations are making (or have made) changes to their by-laws in preparation for the changes. (Both Country Roads CHC and the Perth Smiths Falls District Hospital have revised their membership structure to a more modern framework.)
		J. Pelletier noted that RCHS is seeking legal advice to ensure it considers all the implications of the changes and the options that RCHS should consider in response. The lawyer will also advise re: the timelines and content of communications to the current membership.
		 Discussion points: RCHS is mandated and accountable to its funders; thus less autonomy than in years past There is a need to fully understand all the changes that ONCA brings including the risks associated with increased member rights Communication is key re: how the Board can best continue to serve in light of the legislative changes Changing the membership structure does not necessarily mean less community input or representation This is an opportunity to modernize the current membership structure and to create opportunities and structures to engage clients and communities more formally and more broadly (e.gthrough a patient/family advisory council) There would still be an AGM which would continue to be open to the public RCHS is in a dynamic situation with health care transformation underway; thus this is a timely discussion considering the uncertainty of the role of small community Boards moving forward The Board needs to ensure that all options are considered and to be transparent and forthcoming with membership so they understand proposed changes
		It was suggested that the Board review available documentation on ONCA. J. Page-Brown will circulate the material. More discussion to follow once legal advice is obtained.
10.	Strategic Discussion: Health System Transformation	J. Pelletier introduced the discussion by remarking on the swiftness of the changes underway such as the recent abolishment of the LHIN Boards. He then invited M. Bellows to provide an overview of her activities over the past few weeks.
		 M. Bellows described her meetings and related input as follows: Kingston Health Sciences Centre (KHSC) hosted a meeting with about 100 partners (mostly from the region served by KHSC) The purpose was for KHSC to present their vision as a lead agency P. Huras asked for the opportunity to speak and he presented the SE LHIN vision which involved 5 sub regions (Note: This vison has been refined since this meeting)
	Rrdmin 2019 03 26 approved	 Subsequent individual meetings as follows: CEO of Brockville General Hospital - speculation that the 6 hospitals in the SE LHIN are considering aligning with KHSC LLG Addictions and Mental Health CEO - looking at being a possible lead agency in the south end of the east region



Board of Directors Meeting Minutes March 26, 2019

Smiths Falls CHC - Community Room

- Alzheimer's Society of LLG; Lanark Community Home Support, Open Doors for Lanark Children & Youth general discussion of what could happen in the next few years; all are open to collaboration
- o NP Led Clinic -Smiths Falls no concrete outcome; will go back for discussion
- o CRCHC and Lanark Renfrew Health and Community Services both are open for further conversations
- o PSFDH is keeping options open particularly re: Champlain LHIN
- Family Health Organization physicians from Perth and Smiths Falls all very engaged via Expanding Team Based Care; agree we can work better together
- When the Expression of Interest (EOI) is released RCHS will be in a better position to have more conversations
- Need to know the guidelines and parameters in the EOI
- Expect there will need to be a transition plan which will include governance changes
- Will need to demonstrate that the players can all work better together and have a concrete plan

Upcoming meetings:

- Tomorrow M. Bellows is attending the Premier's Council on Improving Healthcare and Ending Hallway Medicine Regional Focus Group
- SE Region Collaborative Governance Forum planning meeting on Thursday morning

Other Questions/Comments/Concerns

- What models are being considered in other regions?
- Next steps are uncertain until we get clear direction from the EOI
- Boards of Directors are currently in a vacuum
- Thankful for the proactive approach being followed by CEO M. Bellows
- RCHS is well positioned to lead; this is a natural evolution (Who else would do it?)
- Need to better understand the expectations from the province (i.e. role of geography, types of service providers to bring together etc.)
- M. Bellows emphasized that some form of collaboration with secondary care is needed
- The current service providers who have expressed willingness to partner (described above) would meet the criterial especially if a hospital was part of the scheme
- In terms of geography the proposed area (including Merrickville-Wolford, Smiths Falls, Perth, Westport, Rideau Lakes, Carleton Place, Almonte and Lanark including Lanark Highlands) is huge with inevitable challenges
- Long term care is in a unique role as the funding model is different; however opportunities exist to collaborate
- Biggest problem according to hospitals is having to discharge patients to the community with lack of adequate supports/follow up (e.g. community support and primary care)
- Suggestion that collaboration is now turning into competition (and a great deal of time is being consumed by this)
- On the flip side the communication and connections formed over the past few weeks are positive and will support future collaborations
- General speculation re: future rule of Boards and whether they will exist at the community level (unlikely) or just at the regional level (more likely)



Board of Directors Meeting Minutes March 26, 2019 Smiths Falls CHC - Community Room

Next Steps: Need to see the EOI in order to define next steps Process remains fluid; natural allies are forming and should be encouraged Continue to focus on maintaining and improving access to quality services M. Bellows expects there will be a rapid turnaround to submit a proposal once the EOI is released Will need to be a sound proposal with a plan for administration, governance and efficiencies that will result in savings that can be put back into direct care/service provision It was agreed that once the EOI is released M. Bellows will review and consult with the Executive Committee Depending on the timing, a special Board meeting or retreat may be arranged Motion: To move to in-camera session. Moved by: T. Lee, Seconded by: D. McGuire Carried. Motion: To move out of the in-camera session Moved by: T. Lee, Seconded by: T. Gilhen It is expected that there will be continued discussion on the topic of health system transformation. Tuesday May 28, 2019 5:00 pm dinner, 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Moved by D. McGuire Carried.		Similar Falls ChC - Community Roo		minumity Room
- Process remains fluid; natural allies are forming and should be encouraged - Continue to focus on maintaining and improving access to quality services - M. Bellows expects there will be a rapid turnaround to submit a proposal once the EOI is released - Will need to be a sound proposal with a plan for administration, governance and efficiencies that will result in savings that can be put back into direct care/service provision - It was agreed that once the EOI is released M. Bellows will review and consult with the Executive Committee - Depending on the timing, a special Board meeting or retreat may be arranged 11. In Camera Session – Human Resources Motion: To move to in-camera session. Moved by: T. Lee, Seconded by: D. McGuire - Seconded by: D. McGuire - Seconded by: T. Gilhen - Carried. 12. Future Agenda/Generative Discussion Items - Tuesday May 28, 2019 - 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room - Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm Moved by D. McGuire			Next Steps:	2
- Continue to focus on maintaining and improving access to quality services - M. Bellows expects there will be a rapid turnaround to submit a proposal once the EOI is released - Will need to be a sound proposal with a plan for administration, governance and efficiencies that will result in savings that can be put back into direct care/service provision - It was agreed that once the EOI is released M. Bellows will review and consult with the Executive Committee - Depending on the timing, a special Board meeting or retreat may be arranged 11. In Camera Session – Human Resources Motion: To move to in-camera session.			 Need to see the EOI in order to define next steps 	
- Continue to focus on maintaining and improving access to quality services - M. Bellows expects there will be a rapid turnaround to submit a proposal once the EOI is released - Will need to be a sound proposal with a plan for administration, governance and efficiencies that will result in savings that can be put back into direct care/service provision - It was agreed that once the EOI is released M. Bellows will review and consult with the Executive Committee - Depending on the timing, a special Board meeting or retreat may be arranged 11. In Camera Session – Human Resources Motion: To move to in-camera session.			 Process remains fluid; natural allies are forming and should be encouraged. 	
- M. Bellows expects there will be a rapid turnaround to submit a proposal once the EOI is released - Will need to be a sound proposal with a plan for administration, governance and efficiencies that will result in savings that can be put back into direct care/service provision - It was agreed that once the EOI is released M. Bellows will review and consult with the Executive Committee - Depending on the timing, a special Board meeting or retreat may be arranged 11. In Camera Session – Human Resources Motion: To move to in-camera session. Moved by: T. Lee, Seconded by: D. McGuire Carried. 12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Model by D. McGuire			- Continue to focus on maintaining and improving access to quality sorvices	
- Will need to be a sound proposal with a plan for administration, governance and efficiencies that will result in savings that can be put back into direct care/service provision - It was agreed that once the EOI is released M. Bellows will review and consult with the Executive Committee - Depending on the timing, a special Board meeting or retreat may be arranged 11. In Camera Session – Human Resources Motion: To move to in-camera session. Moved by: T. Lee, Seconded by: D. McGuire Carried. 12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Mocycle by D. McGuire			- M. Bellows expects there will be a rapid turnary and to submit a proposal once the EQL is release	2004
Savings that can be put back into direct care/service provision It was agreed that once the EOI is released M. Bellows will review and consult with the Executive Committee Depending on the timing, a special Board meeting or retreat may be arranged Depending on the timing, a special Board meeting or retreat may be arranged Depending on the timing, a special Board meeting or retreat may be arranged Depending on the timing, a special Board meeting or retreat may be arranged Carried.			- Will need to be a sound proposal with a plan for administration, governance and efficiencies	aseu
11. In Camera Session – Human Resources Motion: To move to in-camera session. Moved by: T. Lee, Seconded by: D. McGuire Motion: To move out of the in-camera session Moved by: T. Lee, Seconded by: T. Gilhen 12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Moved by D. McGuire			savings that can be put back into direct care/service provision	
11. In Camera Session – Human Resources Motion: To move to in-camera session. Moved by: T. Lee, Seconded by: D. McGuire Motion: To move out of the in-camera session Moved by: T. Lee, Seconded by: T. Gilhen 12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Moved by D. McGuire			- It was agreed that once the EOI is released M. Bellows will review and consult with the Execu	tive Committee
11. In Camera Session – Human Resources Motion: To move to in-camera session. Moved by: T. Lee, Seconded by: D. McGuire Carried. Motion: To move out of the in-camera session Moved by: T. Lee, Seconded by: T. Gilhen Carried. 12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Moved by D. McGuire			 Depending on the timing, a special Board meeting or retreat may be arranged 	
Resources Moved by: T. Lee, Seconded by: D. McGuire Motion: To move out of the in-camera session Moved by: T. Lee, Seconded by: T. Gilhen Carried. Puture Agenda/Generative Discussion Items It is expected that there will be continued discussion on the topic of health system transformation. Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled Motion: That the meeting be adjourned at 7:23pm. Motion: That the meeting be adjourned at 7:23pm.				
Resources Moved by: T. Lee, Seconded by: D. McGuire Motion: To move out of the in-camera session Moved by: T. Lee, Seconded by: T. Gilhen Carried. 12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Moved by D. McGuiro	11.	In Camera Session – Human	Motion: To move to in-camera session.	
Motion: To move out of the in-camera session Moved by: T. Lee, Seconded by: T. Gilhen 12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Moved by D. McGuiro		Resources		Couried
Moved by: T. Lee, Seconded by: T. Gilhen 12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Moved by D. McGuire			and the second s	Carried.
Moved by: T. Lee, Seconded by: T. Gilhen 12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Moved by D. McGuire			Motion: To move out of the in-camera session	
12. Future Agenda/Generative Discussion Items 13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled Meeting Adjournment Motion: That the meeting be adjourned at 7:23pm. Moved by D. McGuire				0
Discussion Items Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled Meeting Adjournment Motion: That the meeting be adjourned at 7:23pm. Moved by D. McGuire	12.	Future Agenda/Generative	It is expected that there will be continued discussion on the toxic of the till	Carried.
13. Next Board Meeting Tuesday May 28, 2019 5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled Meeting Adjournment Morion: That the meeting be adjourned at 7:23pm.		Discussion Items	this expected that there will be continued discussion on the topic of health system transformation.	
5:00 pm dinner; 5:30 meeting Merrickville CHC Community Room Note: If needed, a special Board meeting may be scheduled MOTION: That the meeting be adjourned at 7:23pm. Moyod by D. McGuire	13		Tuesday May 28, 2010	
Note: If needed, a special Board meeting may be scheduled Meeting Adjournment Morion: That the meeting be adjourned at 7:23pm. Moved by D. McGuire		Next Board Meeting		
14. Meeting Adjournment MOTION: That the meeting be adjourned at 7:23pm.			5.00 pm dinner; 5:30 meeting Merrickville CHC Community Room	
14. Meeting Adjournment MOTION: That the meeting be adjourned at 7:23pm.				
Moved by D. McGuire			Note: If needed, a special Board meeting may be scheduled	
Moved by D. McGuiro	14.	Meeting Adjournment	MOTION: That the meeting be adjourned at 7:23pm.	
			Moved by D. McGuire	Carried

Approved by:	Mellet 1	1. 2.10
	Chair	Secretary
	May 13/19	my 13/19.
	○ Date	Date