

Board of Directors Meeting Minutes

Tuesday June 2, 2020 – 4:00pm

Via Teleconference

Present: Janet Cosier (Board Chair), Bob Long, Liz Snider, Terry Lee, Terry Gilhen, Michèle Le Blanc, Ian Donald, Deb McGuire, Jacques Pelletier, Katie Weststrate, Michele Bellows (CEO), Kelly Robinson, Director, Primary Care, Onalee Randell, Director, Health Promotion, Anne Caron, Director Corporate & Admin Services, Jane Page-Brown (recorder), Guest: Lisa Needham (Admin Assistant)

Regrets: Sandy Shaw

	Agenda Items	
1.	Welcome	J. Cosier called the meeting to order at 4:00pm
2.	Board Education – RCHS Programs and Community	Presentation deferred
3.	*Approval of Agenda	MOTION: That the Board agenda be approved as circulated. Moved by: L. Snider, Seconded by: I. Donald Carried.
4.	Declaration of Conflict of Interest	
5.	Consent Agenda	5.1 *RCHS Board Minutes – March 31, 2020 5.2 *Governance and Nominating Committee Minutes – March 31, 2020 5.3 *Finance Committee Minutes – April 28, 2020 No issues were identified with regards to the Consent Agenda. MOTION: That the consent agenda be approved as presented. Moved by: J. Pelletier , Seconded by: T. Gilhen Carried.
6.	*CEO Report	M. Bellows provided updates on the following: Integrated Health Facility: - Work is nearing completion to finalize the sale of the land from the Town of Merrickville-Wolford to RCHS; Goal is to have the land transfer complete by June 11 th - Discussions are taking place with Sussex and the RCHS project manager; more communication and meetings are planned to keep the integrated health facility project moving forward Covid-19: - Communication and directives from the Ministry of Health related to resuming services is being received but in some cases is not as robust as expected - Restoring services will be a gradual process with an emphasis on maintaining best practices to ensure that the gains will be maintained

		<ul style="list-style-type: none"> - The community support and response has been tremendous; a note of thanks is planned for the local Phoenix newsletter <p>Many more highlights are contained in the CEO report which was inadvertently left out of the Board package. J. Page-Brown will circulate this report after the Board meeting.</p>
7.	Board Chair Report (verbal report)	<p>J. Cosier commented on the regional strategy underway which aims to have the hospital and primary care sectors coordinate the gradual ramping up of services</p> <p>Comments/observations from the Board in relation to their experiences:</p> <ul style="list-style-type: none"> - Vibe in Merrickville is positive as people look forward to a gradual reopening - Lots of creativity and resilience shown by clients and staff of various settings in adapting to new ways of doing things (e.g. virtual care)
8.	Committee Reports	<p>8.1 *Governance and Nominating Committee (GNC)</p> <p>T. Gilhen provided the following update:</p> <ul style="list-style-type: none"> - GNC has not met since the March 31st meeting as they were waiting for a briefing note from the lawyer in regards to the by-law changes - Briefing note from the lawyer was included in the Board package along with potential revisions for consideration by the Board - A key element of the briefing note relates to not having terms extend beyond 4 years - Proposed revisions reflect this element as well as the points raised during Board discussions - Board members expressed support for the suggested changes <p>Next steps:</p> <ul style="list-style-type: none"> - M. Bellows will forward the suggested revisions to the lawyer for comment - Governance and Nominating Committee will meet prior to the next Board meeting to discuss the response from the lawyer and finalize the recommended changes and wording - Board will review final wording at the June meeting and put forward for formal acceptance at the AGM in September - Recruitment for new Board members will take place over the summer to be elected at the September AGM <p>8.2 Finance Committee</p> <ul style="list-style-type: none"> - T. Lee reported that the Committee formally recommends that Allan and Partners be contracted to complete the audit for the next fiscal year. - Anne Caron reported that the 2019-20 audit is facing delays due to Covid-19. Auditors will not

		<p>be on site but documents are being shared electronically, as well as delivered in hard copy.</p> <p>Motion: To accept the bid from Allan and Partners for the 2020-21 audit year for a cost of \$7,900 plus HST.</p> <p>Moved by: T. Lee, Seconded by: L. Snider, Carried.</p> <p>8.3 Legislative Compliance Report – to be re-scheduled (Date: TBD)</p> <ul style="list-style-type: none"> - It was clarified that this is a Board activity so there is no firm deadline for completion - Work will resume once the financial audit is complete
9.	Business Requiring Decision of Board	<p>9.1 *Operational Plan 2019 – 20 – Q4 Report</p> <p>M. Bellows presented highlights of the report:</p> <ul style="list-style-type: none"> - Considerable progress has been made in spite of the huge impact of Covid-19 since early March - Many items moved from red to yellow; which means that progress continues - As sense of normalcy returns there will be increased use of electronic means to measure client experience (e.g. tablets, web surveys etc.) - Focus is still on essential services with a gradual ramping up as per provincial directives <p>K. Robinson reported:</p> <ul style="list-style-type: none"> - Flu vaccine numbers were exceptionally high due to team effort - Preventative screening also high – given the impact of Covid-19 <p>O. Randell:</p> <ul style="list-style-type: none"> - Successful integration of telemedicine nurses into primary care - Community Nurse program (which supports individuals with developmental disabilities) is working with the telemedicine nurse with great success using virtual care and education for staff and clients - Memory clinic, a program working to address early onset dementia, is also befitting from telemedicine nurse - Diabetes program continues to increase virtual programming- spurred on by Covid-19 <p>A. Caron:</p> <ul style="list-style-type: none"> - Overall, it has been a year of growth - Introduction of PS Suite (new electronic medical record system) was significant which continues

		<p>to evolve with addition of new features such as; direct messaging and prescribing with pharmacies, e-referrals and e-faxing; integrated blood pressure monitoring, etc.</p> <ul style="list-style-type: none"> - Covid-19 has enhanced the vision for the future as to what is possible using technology <p>Questions and Discussion:</p> <ul style="list-style-type: none"> - Work on the Community Engagement Council continues but will be modified as intended conversations with partners (e.g. OHT) have been delayed - Conversations continue but are changing - TOR for the Council was developed but will need to evolve as the 'new normal' unfolds - Clarification was provided re: the indicators related to "Improving access to RCHS services" and the related MSAA targets and 20% corridor <p>J. Cosier thanked M. Bellows and the Senior Leadership Team for an excellent report and discussion.</p> <p>MOTION: That the Operational Plan 2019-20 results be approved as presented. Moved by: J. Pelletier , Seconded by: I. Donald, Carried.</p> <p>9.2 Schedule G - Declaration of Compliance (deferred to June 23, 2020 Board meeting)</p> <ul style="list-style-type: none"> - Report is dependent on financial statements and performance data that are outstanding due to Covid-19 <p>9.3 Alliance for Healthier Communities update</p> <ul style="list-style-type: none"> - *AGM – RCHS Voting Delegate <p>MOTION: That the Board name Liz Snider Vice Chair, as RCHS' voting delegate for the Alliance AGM. Moved: J. Cosier , Seconded by: T. Gilhen Carried.</p> <ul style="list-style-type: none"> - Board Liaison Report <p>L. Snider attended the May 20th Health System Updates webinar hosted by the Alliance She circulated the slides in advance of the Board meeting and presented the following highlights which describe the current priorities of the Alliance:</p>
--	--	---

		<ul style="list-style-type: none"> - Participating as part of the overall provincial response structure participating in various tables and acting as liaison with the Alliance membership - Maintaining communication to members - Supporting plans to re-open as they evolve - Providing resources for governance - Maintaining advocacy efforts as Covid -19 has amplified health inequities - Working with the Ministry of Health on revisions to MSAA <p>Discussion:</p> <ul style="list-style-type: none"> - Clarification that practitioners from CHCs who work at assessment centres will be eligible for top up pay - Funds will be flowed through the hospital; details are being finalized - RCHS is eligible for a 10% wage subsidy; thus able to reallocate \$25,000; process is currently under review
10.	Business for Discussion	<p>10.1 RCHS AGM– September 2020 (Date and Format)</p> <ul style="list-style-type: none"> - AGM will be held on Tuesday September 29, 2020 using virtual format (Zoom combined with t-con) - Community recognition award will be presented and recipient will be honoured using a variety of media <p>10.2 Communication Update</p> <ul style="list-style-type: none"> - M. Bellows reported that a consultant has been engaged to assist with the development of the communication strategy. - Brand transition activities are continuing which include policies and guidelines for consistent and professional communications - A communication plan will be shared at the September Board meeting <p>10.3 *2020 / 2021 Operational Plan (Targets)</p> <ul style="list-style-type: none"> - The proposed plan which was approved at the March 31st Board meeting remains on target with very little impact to date from Covid-19 - Only three elements – one related to the oral health strategy, and two related to the OHTs- are facing potential delay due to the pandemic - Timelines for the fundraising strategy are still on track for further discussion and development in September/October

10.4 COVID Update and Lessons Learned

Discussion:

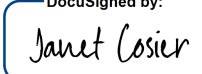
- Covid-19 is having a transformational effect on RCHS and throughout the health care system and beyond
- Normal change management processes have been waived due to the speed at which changes are occurring
- RCHS has realized it can pivot and do things differently when needed
- Virtual appointments are demonstrating what is possible
- Many examples are emerging as to how technology can be used
- Staff have been exceptional demonstrating passion and flexibility and working on improvements as the situation has evolved
- Working to address the diverse needs of our client population has been a priority
- Exceptional amount of information has been arriving daily from the various ministries and health agencies; has been reviewed and shared with staff and management
- Discussions are happening with the RCHS teams about how the model of care will change as 'new normal' emerges
- A recap of the lessons learned and changes to operations will be presented to the Board in September or October
- The Board will be sending a message to all staff to congratulate them on their response and commitment during these extraordinary times.

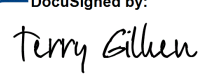
10.5 *Board Meeting Evaluation Report – April 2020

T. Gilhen shared the results of the survey which were distributed with the meeting package

- Overall positive results
- Discussion re: the following elements:
 - o Meeting times
 - o # of Board meetings/year
 - o Effectiveness in meeting strategic and operational objectives
 - o Effectiveness in responding to the Annual Governance Evaluation
- Agreed that the Board meeting times will be reviewed in the fall
- Schedule and time of Board meetings will be reviewed in relation to committee meetings
- Additional Board meetings can be scheduled as needed outside of the Board work plan

		<p>Actions:</p> <p>T. Gilhen will work with the GNC to:</p> <ul style="list-style-type: none"> - Review survey language and wording to ensure questions will not be misinterpreted and bring back to the June meeting - Ensure the Annual Governance Evaluation work plan is reviewed and reported more frequently to the Board
11.	Meeting Evaluation -	The link to on-line survey was circulated after the Board meeting
12.	In camera Session: Independent Directors (Executive Committee to brief the board on CEO evaluation process)	<p>Motion: To go in-camera. Moved by: D. McGuire, Seconded by: M. LeBlanc Carried.</p> <p>Topic and Decision(s)</p> <ul style="list-style-type: none"> • Bob Long, Liz Snider and Janet Cosier presented the results of the 360 CEO Performance Evaluation for Michele Bellows. • Janet presented the draft CEO Objectives 2020-2021. <p>Motion To go out of camera. Moved by: T. Lee Seconded by: B. Long Carried.</p>
13.	Next Board meeting:	Tuesday June 23, 2020
14.	Adjournment	MOTION: That the meeting be adjourned at 7:10 PM Moved by: L. Snider Carried.

Approved by: 
DocuSigned by: CFDE466BE6834A1...
Chair
 8/11/2020 | 10:26 AM EDT
Date

Approved by: 
DocuSigned by: 3F56D2DD41C24B0...
Secretary
 8/11/2020 | 1:40 PM PDT
Date