

Board of Directors Meeting Minutes

Tuesday, March 28, 2023

5:00pm via Zoom

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| Present: | Janet Cosier (Board Chair), Terry Gilhen (Vice Chair), Christopher Cummings (Vice Chair), Sandra Shaw (Secretary), Jackie Lord, Don Palmer, Dorothy Thomson, Christine Joli-Coeur, Sandy Mark, Juli Heney, Stefany Kawka, Irv Mazurkiewicz, Michele Bellows (CEO/Ex-Officio), Anne Caron (Director of Corporate Services & CFO), Kelly Barry (Director of Integrated Care), Kristian Gundersen (Executive Assistant/Recorder) |
| Guests: | Tracey Fuller (Manager, Community Programs), Cody Noonan (Community Health Worker) |
| Regrets: | |

| | Agenda Items | Discussion |
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| 1. | Welcome & Land Acknowledgment | Ms. Janet Cosier, Board Chair, called the meeting to order at 5:00pm and confirmed quorum is met. She welcomed all in attendance and invited Ms. Sandra Shaw to provide a land acknowledgement. |
| 2. | Approval of Agenda | There were no additions or revisions requested to the agenda. Motion: That the RCHS Board agenda for March 28, 2023 be approved as circulated. Moved by: Sandy Mark Seconded by: Dorothy Thomson Carried. |
| 3. | Board Education Session – Equity, Diversity, Inclusion, and Justice Working Group | Kelly Barry, Director, Integrated Care introduced Tracey Fuller, Manager, Community Programs, and Cody Noonan, Community Health Worker who were invited to deliver a presentation on the Equity, Diversity, Inclusion, and Justice (EDIJ) Working Group. Highlights of the presentation included: <ul style="list-style-type: none"> • Work in progress must be measured and thoughtful to achieve aims. • The group recognizes the importance of reflection to integrate learnings with our everyday work. • The work undertaken by the EDIJ group dovetails with the CHC mandate very well. • The group was originally formed in 2021 and is comprised of approximately 10 members from different departments across the organization. • There is an open invitation to join the group with regular reminders in the staff newsletter. • A formal workplan which spans several years guides the work of the group, however members are in tune with emerging ideas and initiatives and capitalize on opportunities as they present themselves. • The focus over the past year includes several concrete steps: <ul style="list-style-type: none"> ▪ Transforming spaces to make them more inclusive (gender pronoun posters, local artwork, pride decals, gender neutral washrooms) |

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| | | <ul style="list-style-type: none"> ▪ Knowledge awareness transfer (continue to host education sessions, indigenous cultural safety training (ICS), smudging ceremonies) <p>The board expressed great support and enthusiasm for the work being done. Tracey and Cody were thanked for their informative and engaging presentation.</p> |
| 4. | Declaration of Conflict of Interest | Don Palmer and Sandra Shaw declared a conflict with item 10.1 (Board Vice Chair Positions) and will excuse themselves for that portion of the meeting. |
| 5. | Review of Outstanding Action Items | Outstanding action items were reviewed. |
| 6. | Consent Agenda | <p>6.1 Board Meeting Minutes – January 31, 2023 6.2 Executive Committee Minutes – March 14, 2023 6.3 Governance & Nominating Committee Minutes – March 7, 2023</p> <ul style="list-style-type: none"> i. GOV 301: Appointment of Auditors (no changes) ii. GOV 130: Recruitment & Selection (revised) <p>6.4 Capital Development Committee Minutes – February 21, 2023</p> <p>Motion: That the consent agenda and items contained therein be approved as presented. Moved by: Chris Cummings Seconded by: Juli Heney Carried.</p> |
| 7. | CEO Report | <p>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"> • Several staff and board members represented RCHS at the Grenville Federation of Agriculture’s (GFA) Annual Banquet. The GFA provides generous ongoing donations to Rideau Community Health Services’ Food Cupboard Program, which are put towards providing protein and fresh produce options in the food cupboard. • The annual Alliance for Healthier Communities conference is planned for June 7, and June 8th. The is a great opportunity to network with board members and staff from other CHCs. The learning topics are usually quite diverse. Any board members who wish to attend should reach out to Kristian. • The Ontario government has announced 30 million dollars for expanding team-based care. Although a call for applications for the funding has not been circulated, the leadership team is meeting internally to discuss what this could look like for RCHS. • The final Human Resources Strategy was appended to the CEO report for information. An in-depth presentation will be provided to the board at the May meeting. • A joint executive meeting with the RCHS board and Community Home Support Lanark County board is scheduled for Friday to continue discussions on possible integration. Guiding principles for integration have been established as opportunities continue to be explored. |

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| 8. | Board Chair Report (verbal report) | <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"> In April, board members will receive a survey where the board will have an opportunity to evaluate Michele's performance related to her annual performance objectives. A LLG Board to Board Collaborative Governance Forum is being planned for June. CEOs, board governors, and other health system and municipal partners will gather to discuss current initiatives and projects ongoing in the region. This is a learning opportunity to discuss common issues. More details will be circulated when available. |
| 9. | Break | Board members were provided with a short break. |
| 10. | Business Requiring Decision of Board | <p>10.1 Board Vice Chair Positions Sandra Shaw and Don Palmer were excused from the meeting. Janet updated the committee on plans to fill the Board Chair and Vice Chair position(s), as both she and Terry Gilhen will be finishing their final term in June following the AGM. She reported that Chris Cummings has indicated his willingness to step into the Chair role which is in line with the board's succession plan. Chris and Terry both currently hold a Vice Chair position, meaning this would leave two vacancies at the Vice Chair level.</p> <p>An email was circulated to the board to gauge interest in those interested in stepping into a Vice Chair role, as it's a crucial role in terms of succession planning. In response, both Sandra Shaw and Don Palmer expressed interest. Both individuals are currently chairing committees of the board, and bring outside knowledge to their roles in terms of board work and are deeply connected within the health care system. The Governance & Nominating Committee discussed and supported appointing them each to a Vice Chair role for the 2023-24 year. This will be reconfirmed at the first board meeting following the AGM.</p> <p>Motion: That the board appoint Sandra Shaw and Don Palmer as Board Vice Chairs for a one-year term, commencing after the 2023 AGM. Moved by: Chris Cummings Seconded by: Christine Joli-Coeur Carried (unanimous)</p> <p>10.2 2023-2024 Multi-sector Service Accountability Agreement (MSAA) Michele referred members of the board to the new MSAA (Multi-Sector Service Accountability Agreement) for 2023-2024 which was included in the meeting package. A changes memo was also circulated which outlined the updates to this MSAA from previous versions. No significant changes were noted other than language updates reflecting Ontario Health in place of the former SE LHIN. Updated schedules were included which show up-to-date targets and base funding enhancements. It was also noted that more clarity has been provided for the mandatory performance indicators. This includes the removal of the indicators related to % of budget spent on administration,</p> |

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| | | <p>and influenza vaccination rates. Several other indicators have been changed to 'monitoring' indicators only, and several have been renamed to better clarify their purpose.</p> <p>It was highlighted that a 2% planning assumption was received as part of this year's CAPS process. Following conversations at the Leadership table regarding organizational pressures, a decision was made to allocate the full 2% base funding increase to compensation.</p> <p>No concerns or significant risks were expressed with the new service accountability agreement, or the changes outlined.</p> <p>Motion: That the board authorizes the Chair to sign the April 1, 2023 to March 31, 2024 Multi-sector Service Accountability Agreement (MSAA) as received from Ontario Health East. Moved by: Terry Gilhen Seconded by: Juli Heney Carried.</p> <p>10.3 Quality Improvement Plan 2023-24 Michele directed members of the board to the Quality Improvement Plan (QIP) for 2023-24 which was included in the meeting package. She noted that this is the first year the organization has been required to formally submit a QIP since 2020, largely related to the pressures of the pandemic. Two mandatory indicators included in the plan were highlighted, as well as two additional indicators which were developed internally by the leadership team.</p> <p>Motion: That the board approves the Quality Improvement Plan for April 1, 2023 to March 31, 2024 as presented, and authorizes the Chair to sign. Moved by: Dorothy Thomson Seconded by: Sandra Shaw Carried.</p> <p>10.4 RCHS Group Benefit Plan Changes Anne Caron, Director Corporate Services & CFO updated the board on the recommendation of the Senior Leadership Team to change carriers for the employee benefits plan due to rising premiums. The recommendation, following a comparison of several carriers facilitated by David Burns & Associates, is to move to Canada Life, primarily based on their guaranteed renewal cap at 10%. In addition, the leadership team in conjunction with staff will be determining the best and most beneficial ways to administer the benefits to employees (such as potentially implementing health spending accounts). Staff are being engaged to ensure the benefits plan best suits the employee's needs.</p> <p>Motion: That the board award RCHS' Group Benefit Plan contract to Canada Life through David Burns & Associates as recommended by the Senior Leadership Team effective May 1, 2023. Moved by: Chris Cummings Seconded by: Christine Joli-Coeur Carried.</p> |

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| 11. | Business for Discussion & Information | <p>11.1 CEO Objectives Year-End Performance Report Michele referred members of the board to the year-end progress report on CEO objectives which were included in the meeting package. This is the final report on Michele's progress towards achieving the annual objectives as set by the Executive Committee and Board. Highlights were provided.</p> <p>Following the meeting, the annual CEO performance evaluation will be circulated to board members for completion. A final update on the results of the evaluation will be provided to board members in camera at the May meeting.</p> <p>The board congratulated Michele on the significant work undertaken by her and her teams this last year.</p> <p>11.2 Operational Plan 2023-2024 Michele referred members to the draft operational plan for 2023-2024 which was included in the meeting package. The plan is a result of many hours of brainstorming and strategizing with the leadership team, looking at the year ahead in relation to organizational priorities. It was noted that despite a robust and achievable set of indicators, being able to reprioritize needs based on current pressures and the ability to carry items forward if needed is valuable for senior management. The board approved the plan as presented and thanked Michele and the Leadership team for their ongoing dedication to furthering the organization's position as a regional leader.</p> <p>11.3 March 2023 Integrated Risk Report The March integrated risk report was included in the meeting package. Several ongoing risks which are being monitored with mitigation strategies in place were highlighted, including risk of cybersecurity breach, retention challenges related to compensation, and issues related to tracking and reconciliation of ordered tests and referrals.</p> <p>11.4 Health & Social Services Hub Update Anne Caron provided members of the board an update on the status of the capital project. At the last Capital Development Committee meeting, the committee indicated understanding of the Ministry of Health's priorities related to options for leasehold improvement or new build is a priority. An update on progress towards completing the business case was received and the capital projects roadmap was reviewed. There was also discussion around the upcoming plan for identifying site evaluation criteria and the associated evaluation which will be developed. Discussions continue at the partner agency level regarding opportunities to work more collaboratively together once cohabitated in the new hub.</p> <p>Anne noted that the project team has been extremely pleased with the Ministry of Health's quick responses to issues and comments and that they are turning around approvals in a very efficient manner. It is anticipated that the business case will be completed and submitted for approval no later than November 2023 or sooner if possible.</p> <p>11.5 Board Recruitment Update</p> |

Approved by:

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Janet Cosier
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Janet Cosier, Board Chair
6/2/2023 | 1:12 PM EDT

Date

DocuSigned by:
Sandra Shaw
8C873C4AF826491...
Sandra Shaw, Board Secretary
6/5/2023 | 8:52 AM EDT

Date