



## Board of Directors Meeting Minutes

Tuesday, May 27, 2025

5:00pm – 7:00pm

Smiths Falls Site – 2 Gould St, Unit 118, Smiths Falls, Ontario

<b>Present:</b>	Christopher Cummings (Board Chair), Irv Mazurkiewicz (Treasurer), Dorothy Thomson, Bridget Bygrave, Sandy Mark, Timothy Woods, Michele Bellows (CEO/Ex-Officio), Anne Caron (Director of Corporate Services & CFO), Corey Turnbull (Director of Integrated Care), Kristian Gundersen (Executive Assistant/Recorder)
<b>Guests:</b>	
<b>Regrets:</b>	Jackie Lord, Sandra Shaw (Vice Chair), Sharon O'Hara, Juli Heney (Secretary), Stefany Kawka

	Agenda Items	Discussion
1.	<b>Welcome &amp; Land Acknowledgment</b>	Chris Cummings, Chair, called the meeting to order at 5:00pm and confirmed that quorum was met and that notice for the meeting was provided on Tuesday, May 20, 2025. He welcomed all in attendance and invited M. Bellows to provide a land acknowledgement.
2.	<b>Approval of Agenda</b>	The agenda was circulated in advance for review and was approved as presented.  <b>Motion:</b> That the RCHS Board agenda for May 27, 2025 be approved as presented. <b>Moved by:</b> Sandy Mark <b>Seconded by:</b> Dorothy Thomson <b>Carried.</b>
3.	<b>Education Session</b>	<b>Topic:</b> Merrickville Social Kitchen Program <b>Presented by:</b> Glenna Sauve - Registered Dietitian, and Joanne Franey - Community Health Worker <ul style="list-style-type: none"> <li>An overview of the new Social Kitchen Program in Merrickville was presented to the Board.</li> <li>The program aims to provide opportunity for clients to connect with one another and to learn how to prepare nutritious, budget-friendly meals.</li> <li>To date, 11 groups have been completed consisting of groups of up to 6 participants each week.</li> </ul> <b>Topic:</b> Men's Connection Group <b>Presented by:</b> Francis Wooby - Social Worker, and Adam Roth - Complex Care Registered Nurse <ul style="list-style-type: none"> <li>An overview of the Men's Connection Group was presented to the Board.</li> <li>The group program aims to provide judgment-free positive social connections, provide psychoeducational activities, promote awareness of community services, and explore prevalent issues impacting men's wellbeing.</li> <li>The group consists of weekly programming over a 9-week period. Several sessions have occurred with extremely positive results.</li> </ul> <p>The Board thanked the staff members for their presentations and congratulated them on the outstanding work.</p>

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4.	<b>Declaration of Conflict of Interest</b>	None declared. Board members were reminded that a conflict can be noted at any time during the meeting if identified.
5.	<b>Consent Agenda</b>	<p>5.1 Board Minutes – March 25, 2025</p> <p>5.2 Executive Committee Minutes – May 13, 2025</p> <p>i. 2025 Annual General Meeting Plan</p> <p>ii. Alliance for Healthier Communities</p> <p>- Health Equity Charter Endorsement</p> <p>- Resolutions &amp; Voting Delegate</p> <p>5.3 Governance &amp; Nominating Committee Minutes – May 8, 2025</p> <p>i. GOV 314 - CEO Selection and Succession Planning</p> <p>ii. GOV 330 - In Camera Sessions</p> <p>iii. Board Governance Evaluation Timelines</p> <p>iv. Board Committee Chairs &amp; Membership 2025-26</p> <p>v. Board Director Term Renewals 2025-26</p> <p>5.4 Finance &amp; Audit Committee Minutes – April 17, 2025</p> <p>5.5 Capital Development Committee Minutes – April 17, 2025</p> <p><b>Motion:</b> That the consent agenda and items contained therein be approved as presented.  <b>Moved by:</b> Irv Mazurkiewicz      <b>Seconded by:</b> Dorothy Thomson      <b>Carried.</b></p>
6.	<b>CEO Report</b>	<p>Michele Bellows, Chief Executive Officer, directed members to her written CEO report included in the meeting package and provided the following highlights:</p> <ul style="list-style-type: none"> <li>The Perth site, located at 40 Sunset Blvd will be closed as of May 27th. Services will continue to be offered in Perth at Community Home Support – Lanark County’s site.</li> <li>The organization continues to plan for compensation enhancements; however planning is dependant on Ontario Health East confirming the expected 1.9% increase to base funding.</li> </ul>
7.	<b>Board Chair Report</b>	<p>C. Cummings, Chair, provided a brief verbal report. Highlights included:</p> <ul style="list-style-type: none"> <li>The 50<sup>th</sup> anniversary celebrations on May 14<sup>th</sup> in Merrickville were extremely successful.</li> <li>The annual Board Governance Retreat took place on Saturday. Thanks were extended to the directors who were able to attend.</li> <li>The Board will plan to have a discussion on the Capital Project at its next meeting on June 17<sup>th</sup>.</li> </ul>
8.	<b>Break</b>	Board members were provided with a short break.
9.	<b>Business Requiring Decision of Board</b>	<p>9.1 M-SAA Schedule F - Declaration of Compliance for 2024-2025</p> <p>M. Bellows, CEO, referred board members to the Declaration of Compliance – M-SAA Schedule F as well as the associated exception report which were included in the meeting package. The Declaration of Compliance is signed annually by the Board Chair and confirms that the organization has fulfilled its obligations as included in the Multi-Sector Service Accountability Agreement (M-SAA). Exceptions for 2024-2025 with rationale were highlighted.</p>

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		<p><b>Motion:</b> That the Board approves M-SAA Schedule F – Declaration of Compliance and associated exception report for 2024-2025 and directs the Chair to sign.  <b>Moved by:</b> Tim Woods                      <b>Seconded by:</b> Irv Mazurkiewicz                      <b>Carried.</b></p> <p>9.2 In Camera - CEO Performance Evaluation Results 2024-2025</p> <p><b>Motion:</b> That the Board moves to an in camera session at 6:04 pm.  <b>Moved by:</b> Tim Woods                      <b>Seconded by:</b> Dorothy Thomson                      <b>Carried.</b></p> <p>The CEO performance evaluation results and compensation request were discussed.</p> <p><b>Motion:</b> That the Board moves out of an in camera session at 6:12 pm.  <b>Moved by:</b> Dorothy Thomson                      <b>Seconded by:</b> Sandy Mark                      <b>Carried.</b></p> <p><b>Motion:</b> That the Board moves to an in camera session at 6:13 pm.  <b>Moved by:</b> Sandy Mark                      <b>Seconded by:</b> Dorothy Thomson                      <b>Carried.</b></p> <p>Staff vacation entitlements were discussed.</p> <p><b>Motion:</b> That the Board moves out of an in camera session at 6:20 pm.  <b>Moved by:</b> Irv Mazurkiewicz                      <b>Seconded by:</b> Dorothy Thomson                      <b>Carried.</b></p> <p><b>Motion:</b> The Board approves an increase in the CEO's compensation to Step 5 of the salary grid (\$163,000) effective as of the date which organization-wide compensation increases are implemented, as recommended by the Executive Committee.  <b>Moved by:</b> Irv Mazurkiewicz                      <b>Seconded by:</b> Dorothy Thomson                      <b>Carried.</b></p> <p><b>Motion:</b> The Board approves an increase to 7 weeks vacation retroactive to April 1, 2025 as recommended by the Executive Committee.  <b>Moved by:</b> Bridget Bygrave                      <b>Seconded by:</b> Dorothy Thomson                      <b>Carried.</b></p> <p>9.3 CEO Annual Performance Objectives for 2025-2026  C. Cummings, Chair, referred members to the draft CEO Performance Objectives for 2025-2026 which were included in the meeting package. The draft objectives were developed with board and CEO input and have been recommended by the Executive Committee. The objectives have been aligned with the operational plan where appropriate.</p> <p><b>Motion:</b> That the Board approve the CEO Performance Objectives for 2025-2026 as recommended by the Executive Committee.  <b>Moved by:</b> Irv Mazurkiewicz                      <b>Seconded by:</b> Dorothy Thomson                      <b>Carried.</b></p> <p>9.4 Food Banks United Resolution – Food Insecurity</p>

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		<p>M. Bellows reported that a request to support declaring a state of emergency in relation to food insecurity in the Counties of Leeds and Grenville has been made by members of Food Banks United. A resolution was presented for endorsement by the Board. With support, Food Banks United will advocate for funding with MPs in support of food insecurity in the region.</p> <p><b>Motion:</b> The Board endorses the resolution as put forward by Food Banks United regarding the current state of food insecurity in the Counties of Leeds and Grenville.</p> <p><b>Moved by:</b> Sandy Mark      <b>Seconded by:</b> Tim Woods      <b>Carried.</b></p>
10.	<b>Board Information Briefing &amp; Discussion</b>	<p>10.1 Legislative Compliance Update 2024-2025</p> <p>M. Bellows reported that the management team has completed its annual review of applicable legislation and associated compliance measures. Updates to legislation and related compliance strategies were highlighted. It was noted that the organization cannot consider itself fully compliant with all legislation until the annual audit is concluded and the audited financial statements are approved by the Membership. This is set to occur in June, and at that time the organization will be fully compliant.</p> <p>10.2 Strategic Planning Update</p> <p>M. Bellows referred members to the briefing note outlining strategic planning which was included in the meeting package. As the current strategic plan ends on March 31, 2026, the Board will begin discussing refreshing the strategic plan to be effective April 1, 2026. The Board discussed whether to seek an external consultant to facilitate the process or facilitate the process in house. After much discussion, it was agreed that engaging an external consultant will not be required.</p> <p>The Senior Leadership Team will compile a high-level plan over the summer, for presentation to the Board in the early fall. The plan will include suggestions for engagement sessions with key partners, staff, and the community, as well as timelines and other relevant details for Board consideration.</p>
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>Next Board meeting:</b>	<ul style="list-style-type: none"> <li>Tuesday, June 17, 2025 – Smiths Falls Site <ul style="list-style-type: none"> <li>Special Finance &amp; Audit Committee Meeting (5:00pm)</li> <li>Special Board Meeting (5:30pm)</li> <li>Annual General Meeting (5:45pm)</li> <li>Short Board Meeting (6:00pm)</li> </ul> </li> <li>Tuesday, September 30, 2025 - Smiths Falls Site (5:00pm)</li> </ul>
13.	<b>Adjournment</b>	<p><b>Motion:</b> That the meeting be adjourned at 6:43pm.</p> <p><b>Moved by:</b> Tim Woods      <b>Carried.</b></p>

Approved by:

Signed by:  
  
C5DE430CB959462  
Chris Cummings, Board Chair

Signed by:  
  
03D181B7CECB436  
Juli Heney, Board Secretary

6/20/2025 | 12:08 PM EDT

Date

6/20/2025 | 10:49 AM EDT

Date