



Board of Directors Meeting Minutes

Tuesday, September 30, 2025

5:00pm – 7:00pm

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

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

	Agenda Items	Discussion
1.	Welcome & Land Acknowledgment	Sandra Shaw, 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, September 23, 2025. She welcomed all in attendance and invited S. O'Hara to provide a land acknowledgement in recognition of the National Day for Truth and Reconciliation (NTDR).
2.	Approval of Agenda	The agenda was circulated in advance for review and was approved as presented. Motion: That the RCHS Board agenda for September 30, 2025 be approved as presented. Moved by: Sharon O'Hara Seconded by: Irv Mazurkiewicz Carried.
3.	Education Session	Topic: Inclusion, Diversity, Equity, Anti-Racism, and Anti-Oppression Committee (IDEAA) Presented by: Tracey Fuller, Manager of Community Programs & Committee Chair <ul style="list-style-type: none"> An overview of the work undertaken by the IDEAA committee in terms of advancing inclusion, diversity, equity, anti-racism, and anti-oppression was provided. Highlights included staff education and training, supporting culturally safe service delivery, truth and reconciliation initiatives, transforming spaces for inclusivity, and strengthening partnerships to better support clients and the communities served. <p>The Board thanked T. Fuller for the comprehensive presentation and provided congratulations for the great strides in advancing the organization's focus on DEI initiatives over the last several years.</p>
4.	Declaration of Conflict of Interest	None declared. Board members were reminded that as per GOV 80 – Conflict of Interest, a conflict can be noted at any time during or after the meeting if identified.
5.	Consent Agenda	5.1 Board Minutes – June 17, 2025 (Special Mtg); June 17, 2025 (Short Mtg) 5.2 Executive Committee Minutes – September 9, 2025 i. Executive Committee Terms of Reference

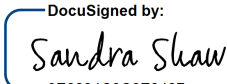
	Agenda Items	Discussion
		<ul style="list-style-type: none"> ii. Revised CEO Job Description (GOV 314) <p>5.3 Governance & Nominating Committee Minutes – September 4, 2025</p> <ul style="list-style-type: none"> i. Governance & Nominating Committee Terms of Reference ii. Governance Evaluation Report 2024-2025 <p>5.4 Finance & Audit / Capital Development Committee</p> <ul style="list-style-type: none"> i. Committee Minutes – September 18, 2025 ii. Finance & Audit Committee Terms of Reference iii. Capital Development Committee Terms of Reference iv. Briefing Note – Outsourcing IT Services <p>Motion: That the consent agenda and items contained therein be approved as presented. Moved by: Irv Mazurkiewicz Seconded by: Dorothy Thomson Carried.</p>
6.	CEO Report	<p>Michele Bellows, Chief Executive Officer, directed members to her written CEO report included in the meeting package and provided highlights.</p> <p>It was noted that in addition to the updates included in the board report, the Ministry of Health Capital Investments Branch completed their preliminary review of BC_7, submitted August 18, 2025, and provided comments. The RCHS project team was able to respond quickly to the comments and requested a meeting to review the toolkit and discuss next steps in more detail. The Capital Development Committee will be kept informed of progress.</p>
7.	Board Chair Report	<p>S. Shaw, Chair, directed members to her written Chair report included in the meeting package and provided highlights.</p> <p>It was noted that in addition to the updates included in the Chair's report, the Board has been asked to confirm the 2025-26 Alliance Liaison Representative(s) (confirmed to be J. Heney, and S. O'Hara).</p> <p>In addition, S. Shaw met with M. Bellows, and MPP Jordan earlier in the day to discuss the status of the Capital Project, among other topics. The meeting was reported as productive, with firm support from MPP Jordan in terms of advancing the project. He has committed to advocating to the Minister of Health on behalf of RCHS in support of project approval.</p>
8.	Break	Board members were provided with a short break.
9.	Business Requiring Decision of Board	<p>9.1 Q1 Financial Statements 2025-2026</p> <p>Irv Mazurkiewicz, Chair, Finance & Audit Committee directed members to the financial statements included in the meeting package. It was reported that the Finance & Audit Committee met on September 18, 2025 to review and recommend Board approval of the financial statements for the period ending June 30, 2025 (Q1).</p> <p>Motion: That the Board approve the Q1 Financial Statements for the period ending June 30, 2025, as recommended by the Finance & Audit Committee. Moved by: Juli Heney Carried.</p>

	Agenda Items	Discussion
10.	Board Information Briefing & Discussion	<p>10.1 Strategic Planning Process 2025-2026</p> <p>M. Bellows referred members to the documents included in the meeting package outlining the tentative plan and timelines for the upcoming strategic planning process. The current plan concludes March 31, 2026, with the new plan to begin April 1, 2026. The Board will need to determine the appropriate length of the plan (three or five years).</p> <p>Planning timelines were reviewed, including engagement sessions with the Board, leadership, senior leadership, staff, partners, and the community. A preliminary draft survey for clients and community was presented, along with suggested questions to guide engagement sessions.</p> <p>It was recommended, and supported by the Executive Committee, that the Board hold a dedicated offsite session on November 22 from 9:30am to 12:30pm at the Parkside Inn Best Western, Perth to focus on strategic planning.</p> <p>The Board was supportive of the plan as discussed.</p> <p>Action: Background information in support of the strategic planning session to be circulated with a deadline for questions. As requested, the strategic plans from Country Roads CHC and ConnectWell will also be included in the package.</p> <p>10.2 Governance Action Plan 2025-2026</p> <p>S. O'Hara referred members to the draft Governance Action plan for 2025-2026 which was included in the package. The action plan has been developed from feedback received via post-meeting evaluations, and the annual governance evaluation as reported in the Governance Evaluation Report which was included in the consent agenda. Specific action steps have been identified as noted in the draft action plan.</p> <p>Regarding the board participation rate and volunteer hours, it was noted that there was a significant decrease compared to 2023-2024 and 2022-2023. The decrease is related to more efficient agendas and use of the consent agenda, better timekeeping practices, shorter meetings in general, and a reduction in committee and planning meetings as the work of board committees fluctuates. In addition, due to personal circumstances, several members were unable to fully participate in meetings and board activities throughout the year. One final contributing factor identified is the reduction in overall board composition from 12 to 10 directors.</p> <p>Discussion regarding situations where a director might need to take step back from their duties related to personal circumstances occurred. It was agreed that language should be added to an existing policy to highlight that even if personal circumstances prevent a director from fully participating in meetings and discussions of the Board, their accountability and obligations related to the Board and their oversight role continue.</p> <p>Action: S. O'Hara and M. Bellows will bring this topic to the next Governance & Nominating Committee meeting for discussion and policy recommendation.</p> <p>10.3 Generative Discussion – Advocacy and Education Sessions</p>

	Agenda Items	Discussion
		<p>S. Shaw, Chair, opened discussion on potential generative discussion topics for 2025-2026. Over the last few years, the board has expressed desire for more dedicated time for strategic conversations. Results of the 2024-2025 survey seeking input on potential discussion topics were reviewed.</p> <p>Action: S. O’Hara and M. Bellows will meet to review and collate the feedback from the survey and will present suggestions to the Governance & Nominating Committee.</p>
11.	Meeting Evaluation	The link to the post-meeting online survey was included with the agenda. See secretary’s note below.
12.	Next Board meeting:	Tuesday, October 28, 2025 – Merrickville Site (354 Read St, Merrickville, Ontario)
13.	Adjournment	<p>Motion: That the meeting be adjourned at 6:38pm.</p> <p>Moved by: Juli Heney Carried.</p>

Approved by:

DocuSigned by:




0E6234C0G6E9487...

Sandra Shaw, Board Chair

11/29/2025 | 6:29 AM PST

Date

DocuSigned by:



14FFFAA437094D0...

Sharon O’Hara, Board Secretary

11/28/2025 | 3:05 PM EST

Date

Secretary’s Note – October 1st, 2025

Following the meeting, an email reminder was circulated to the Board members requesting their feedback through the post-meeting evaluation survey. A link for the survey was included on the agenda.