

Board of Directors Meeting Minutes

Tuesday January 26, 2021

4:00 – 6:30pm

Present:	Janet Cosier (Board Chair), Bob Long, Terry Lee, Terry Gilhen, Michèle LeBlanc, Ian Donald, Deb McGuire, Sandy Shaw, Katie Weststrate, Dorothy Thomson, Don Palmer, Jackie Lord, Michele Bellows (CEO), Kelly Robinson, Director, Primary Care, Onalee Randell, Director, Health Promotion, Anne Caron, Director Corporate & Admin Services, Cathy Simpson, Manager Information Systems, Lisa Wan, Manager, Health Administration, Stephanie Giroux, Administrative Assistant, Jane Page-Brown (recorder)
Regrets:	None

	Agenda Items	Discussion
1.	Welcome	<ul style="list-style-type: none"> J. Cosier called the meeting to order at 4:00pm The Land Acknowledgement was noted as an addition to the agenda which will be discussed further in the meeting.
2.	Approval of Agenda	<p>One item was added to the agenda:</p> <ul style="list-style-type: none"> M. LeBlanc will provide an update from the recent Finance and Audit Committee meeting as part of the consent agenda <p>Motion: That the Board agenda for January 26, 2021 be approved as circulated. Moved by: D. McGuire Seconded by: T. Gilhen Carried.</p>
3.	*Board Education – RCHS Programs and Community	<p>Staff presentation - Corporate and Administration Services: Delivered by: Anne Caron, Director Corporate & Admin Services, Cathy Simpson, Manager Information Systems, Lisa Wan, Manager, Health Administration, and Stephanie Giroux, Administrative Assistant,</p> <ul style="list-style-type: none"> The team provided an overview of the support and functions provided across RCHS which included video messages from several staff describing the work that they do. J. Cosier thanked the team for providing an informative presentation and for all the hard work they do to support the organization.
4.	Land Acknowledgment	<ul style="list-style-type: none"> Discussion took place re: adopting the practice of including a Land Acknowledgment at the beginning of Board meetings. It was agreed that the gesture must not be simply symbolic, rather it should invoke personal reflection and a real commitment to recognize Indigenous territory and people. Also, it should be used as part of a focussed effort to engage Indigenous communities and could involve inviting participation of local elders as part of this effort to build trusting relationships and inclusive environments.

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		<ul style="list-style-type: none"> • All agreed that more discussion would help to define a process to meaningfully engage with the Indigenous communities across our region. <p>Action: The Governance and Nominating Committee will explore this opportunity further and bring back recommendations to the Board regarding next steps.</p>
5.	Declaration of Conflict of Interest	None declared
6.	Consent Agenda	<p>6.1 Board Meeting Minutes November 24, 2020 6.2 Finance and Audit Committee Minutes – November 19, 2020 6.3 Capital Development Committee – December 9, 2020 6.4 Governance and Nominating Committee Minutes – January 5, 2021 6.5 Executive Committee Minutes January 12, 2021 6.6 Special Board Meeting Minutes January 14, 2021</p> <p>J. Cosier reminded the Board to carefully review the minutes in the consent agenda package as there are often policies and recommendations from the committees which are approved as part of the consent agenda process.</p> <p>MOTION: That the consent agenda be approved as presented. Moved by: M. LeBlanc Seconded by: B. Long Carried.</p> <p>Addendum: 6.7 Finance and Audit Committee (FAC) Update</p> <p>M. LeBlanc reported on the discussions from the recent (January 21st) FAC meeting and explained that more detail will follow in the minutes which will be included in the March Board package.</p> <ul style="list-style-type: none"> • There is a healthy surplus at the end of Q3 of approximately \$590,000. • All the budget reallocation requests submitted to the LHIN were approved • An analysis of the oral health program was presented and will be included in the March minutes • A review committee (T. Lee, D. Palmer and A. Caron) has been formed for the audit RFP • The results of the RFP process are expected for the March Board meeting • An RFP for cleaning services was also presented and approved • Two policies, covering donations and procurement/purchasing, were also reviewed

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7.	CEO Report	<p>M. Bellows provided highlights from her written CEO Report:</p> <ul style="list-style-type: none"> • Land transfer in Merrickville: Communication is ongoing in efforts to get on the municipal council agenda. • Accreditation: A recommendation was approved and put forward from the Executive Committee to the Board via the consent agenda to defer the RCHS review from early 2022 to 2023. A request has been submitted to the Canadian Centre for Accreditation and a response is pending regarding next steps to initiate a formal request. • Website: The new Board Portal will be launched with the new website in the coming weeks; More instructions and orientation will follow on how to access this site. • The OHT Collaborative Decision-Making Agreement has been the focus of many recent OHT meetings; a detailed presentation is included later on the agenda. <p>Questions and Discussion:</p> <ul style="list-style-type: none"> • M. Bellows clarified that the Communication Update appended to her report was a summary of a larger document which also includes a social media strategy. • In relation to media, it was suggested that other print media be explored to ensure all areas served by RCHS are part of the communication and promotional efforts. M. Bellows agreed and will follow up with staff as plans to improve and expand media relations continue.
8.	Board Chair Report (verbal report)	<p>J. Cosier provided the following updates:</p> <ul style="list-style-type: none"> • The January Executive Committee meeting dealt with two key issues whereby the Board plays a key oversight role: <ul style="list-style-type: none"> • Strategic Planning - which was addressed at the special Board meeting on January 14th • The Annual CEO performance review - which involves a review of the annual performance objectives along with 360 feedback from stakeholders – both internal and external to RCHS. Timing of this review is outlined in the Executive Committee meeting minutes. • The CEO/EDs, Chairs and Vice-Chairs from RCHS, Lanark Renfrew Health & Community Services and Country Roads CHC continue to meet. The next meeting is at the end of this month. Agenda topics include opportunities to collaborate, positioning CHCs within the OHT environment and developing a shared vision within the context of the LLG OHT. • The position of Alliance Board Liaison Representative for RCHS is vacant. Sandy Shaw has had to step down due to other commitments. The position involves attending about 3 – 4 meetings per year and is a good learning experience. If anyone is interested in assuming this role, please contact J. Cosier.

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1.	Business Requiring Decision of Board	<p>Business Requiring Decision of Board</p> <p>1.1 *Approval of Q3 Financials</p> <p>A. Caron reported the following highlights from the Q3 Financial report included with the Board package</p> <ul style="list-style-type: none"> • There is a \$590,000 surplus at end of Q3; about \$300,000 related to compensation • Transportation costs are down • Financial projections are being developed through to the end of March 31st to identify reallocation items <p>MOTION: To approve the recommendation from the Finance and Audit Committee that the 3rd Quarter financials be accepted as presented. Moved by: M. LeBlanc Seconded by: Terry Lee Carried.</p> <p>1.2 Approval of Fundraising Proposal</p> <ul style="list-style-type: none"> • M. Bellows spoke to the briefing note included in the agenda package and the recommendation from the Executive Committee minutes to defer of the development of a formalized fundraising strategy until such time a strategic opportunity is identified. • It was agreed that if a need or purpose arises in the future, the discussion will be re-opened. <p>Discussion:</p> <ul style="list-style-type: none"> • Board recruitment was suggested as an opportunity to seek individuals with fundraising expertise. However, it was recognized that given all the other priorities for the Board this year, and anticipated turnover, this would not be a critical skills gap to address. • In response to a question regarding donations, A. Caron explained the enhanced donate feature on the new website which provides easy and streamlined options for public donations. • The concept of legacy gifts was raised and though it was part of earlier residence hospice planning, it is something that needs a strategy to carry implement effectively. • An upcoming policy from the Finance and Audit Committee will outline current practices regarding donation and fundraising practices and the linkages between them, as well as identify legislative requirements from the province. <p>MOTION: To approve the recommendation from the Executive Committee that the Board defer the development of the Formalized Fundraising Strategy until such time a strategic opportunity is identified. Moved by: J. Cosier Seconded by: D. Thompson Carried.</p>

	Agenda Items	Discussion
		<ul style="list-style-type: none"> • Important to engage all stakeholders (staff and partners) and not just pick from a list • The process of developing values is as important as the values identified • Should be a collaborative process • We need to make sure it is meaningful, and not just verbiage • We WILL be held accountable to it • Fits into our objectives related to equity • Needs to apply organization wide, not just the board TOR • How about using a survey to get input? • Should be part of the next all-staff meeting <p>Action: M. Bellows will explore the potential of integrating development of a values statement into the strategic planning process.</p>
3.	Board Information Briefing	<p>3.1 Board Governance Action Plan Update</p> <ul style="list-style-type: none"> • The updated plan was included in the agenda package • Progress column has been completed and shows the Board is on track with meeting objectives <p>3.2 LLG Ontario Health Team – Connected for Care Update</p> <ul style="list-style-type: none"> • M. Bellows delivered a presentation explaining the development of the Consensus Decision Making Agreement (CDMA) • The All Members Committee will be reviewing the agreement this week and if endorsed a Board briefing session will be held to share the information with all OHT member Boards • It is anticipated that a special RCHS Board meeting may be needed in February to endorse the CDMA • A few questions were raised in relation to the size and scope of the leadership structure and the various sub-committees • M. Bellows assured the Board that conversations continue as to how to best achieve representation from a number of perspectives (e.g., geographic, economic, demographic, etc.) • It has been agreed that the initial structure will be reviewed at the 2 year mark and adjustments made as needed to align with best practices • The presentation slides will be shared with the Board, noting that the information is still in the developmental stage and thus confidential <p>Action: J. Page-Brown will send the presentation slide deck to the Board.</p> <p>3.3 *Anti-Oppression and Anti-Racism Update</p>

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		<ul style="list-style-type: none"> • J. Cosier thanked the Board for their responses to the survey and indicated she will send a summary of the responses and key learnings from the session • Follow up conversations with the senior leadership team will help to identify next steps for the upcoming Board meetings. <p>3.4 Strategic Planning Update</p> <ul style="list-style-type: none"> • M. Bellows and I. Donald reported that a project team meeting is scheduled for February 4th to review the draft work plan and key project milestones. • I. Donald will act as Board liaison for the project • The Board engagement session is scheduled for Tuesday February 23 at 4:00pm • The project team will ensure that the Board has the necessary background material in order to prepare for the session.
4.	Meeting Evaluation	<ul style="list-style-type: none"> • The link to the on-line survey question for today's Board meeting was included with the agenda. • Board members were also reminded to complete the Semi-Annual Board Evaluation Survey by Friday January 29th
5.	In camera Session:	No in camera session was held.
6.	Next Board meeting:	Tuesday March 30, 2021 – 4:00pm
7.	Adjournment	MOTION: That the meeting be adjourned at 6:30 pm. Moved by: J. Cosier Carried.

Secretary's Note:

The following summary of learnings from the Ant-Oppression/Anti-Racism Workshop referenced under item 3.3 was circulated via email on January 29, 2020.

Summary Results:

The overall rating of the educational session was "good".

Highlights of Board's Learnings:

1. Everyone's starting point is different reflecting their lived experiences, knowledge, etc. As a board, we need to create "safe spaces" for individuals to share their stories.
2. Individually, we need to be open to learning new ideas and perspectives and listening carefully.

3. Need to understand the racial equity experiences / issues in our region, communities, organization, etc. It would be helpful to hear stories about our community from different stakeholders.
4. What are some practical ways the board can demonstrate its commitment? Can we learn from what other Boards are doing? Should anti-racism be a priority in the new strategic plan?
5. Is the topic more about equity? Is there a common policy framework / roadmap to help guide us? Do we have a "common understanding" of what the different words mean? For example, anti-racism, equity, diversity, inclusion.
6. Useful to be briefed on management's work plan for the next couple of years including policy review, hiring practices, etc.

General comments

- Technology presented challenges for individuals with less experience.
- Briefing of the purpose and objectives in advance of the session would have been helpful to manage expectations.
- There was not a strong connection between the pre-reading material and the workshop activities.
- The one-hour session was insufficient for discussion and consensus building.

Approved by:

DocuSigned by:
Janet Cosier
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Chair
3/31/2021 | 3:53 PM EDT

Date

DocuSigned by:
Terry Gilman
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Secretary
3/31/2021 | 1:05 PM PDT

Date