

## Board of Directors Meeting Minutes

Tuesday, March 29, 2022

4:30pm via Zoom

<b>Present:</b>	Janet Cosier (Board Chair), Terry Gilhen (Secretary), Michèle LeBlanc (Treasurer), Deb McGuire, Jackie Lord, Sandra Shaw, Christine Joli-Coeur, Dorothy Thomson, Don Palmer, Michele Bellows (CEO/Ex-Officio), Anne Caron (Director of Corporate & Administration Services), Kelly Barry (Director of Integrated Care), Kristian Gundersen (Executive Assistant/Recorder)
<b>Guests:</b>	
<b>Regrets:</b>	Christopher Cummings, Veena Ravichandran

	Agenda Items	Discussion
1.	<b>Constitution of Meeting &amp; Land Acknowledgment</b>	J. Cosier called the meeting to order at 4:30pm and confirmed quorum is met. She welcomed all in attendance and invited D. Palmer to provide a land acknowledgement.
2.	<b>Approval of Agenda</b>	<p>There were no additions or revisions requested to the agenda.</p> <p><b>Motion:</b> That the RCHS Board agenda for March 29, 2022 be approved as circulated.  <b>Moved by:</b> Michèle LeBlanc      <b>Seconded by:</b> Christopher Cummings      <b>Carried.</b></p>
3.	<b>Board Education – LLG Ontario Health Team Update</b>	<p>A presentation on Indigenous Land Acknowledgments was delivered by Jackie Lord (RCHS Board Member). The presentation included an overview of the history, evolution, and meaning behind land acknowledgements. The main takeaway message was for organizations to be aware that if they are providing a land acknowledgement, there must be a commitment or 'call to action' behind it. Organizations should be identifying tangible ways to commit to reconciliation and a shift in practice. It is also important for organizations to educate their staff on use of land acknowledgments and why they are important.</p> <p>Comments and discussion:</p> <ul style="list-style-type: none"> <li>• RCHS board members have been providing a land acknowledgement on a rotating basis. Board members should consider adding a personalized aspect to the land acknowledgment.</li> <li>• Internally, staff benefited from a presentation by a local knowledge keeper who spoke on the meaning behind the land acknowledgment and the associated commitment organizations and individuals are making.</li> <li>• The RCHS board should consider being more specific in terms of commitment to reconciliation, such as the recent development of an EDIJ action plan.</li> <li>• In terms of clients, RCHS has a very small cohort of clients who have identified themselves as indigenous.</li> <li>• Staff will benefit from having Dionne Nolan (Indigenous Navigator with Regional Cancer Program) join the all staff meeting in May to speak about traditional healing and expanding knowledge across the organization relating to culturally safe care.</li> <li>• RCHS will be focusing on the importance of creating a welcoming and safe space for indigenous people as well as the LGBTQ+ population as part of the EDIJ work plan.</li> <li>• It was suggested to invite an indigenous community member to a board meeting to discuss how the board can contribute and commit to reconciliation and tangible change.</li> </ul>

	Agenda Items	Discussion
		The board thanked Ms. Lord for their informative presentation. M. Bellows will continue to educate the board on work the internal EDIJ team is undertaking.
4.	<b>Declaration of Conflict of Interest</b>	None declared.
5.	<b>Consent Agenda</b>	<p>5.1 Board Meeting Minutes – January 25, 2022; January 25, 2022 (In Camera)</p> <p>5.2 Executive Committee Minutes – March 8, 2022</p> <ul style="list-style-type: none"> <li>- Board EDIJ Action Plan</li> <li>- CEO Annual Performance Evaluation Timelines</li> <li>- Community Recognition Award 2022 - Rideau Bridge to Canada</li> </ul> <p>5.3 Governance &amp; Nominating Committee Minutes – March 1, 2022</p> <ul style="list-style-type: none"> <li>- Policy: GOV 60 Code of Conduct (revised)</li> <li>- Policy: GOV 311 Community Representatives (revised)</li> </ul> <p>5.4 Finance &amp; Audit Committee Recommendations</p> <ul style="list-style-type: none"> <li>- Policy: GOV 30 Board/CEO Relationship &amp; Responsibilities (revised)</li> <li>- Policy: GOV 302 Banking, Investments, and Signing Authority (revised)</li> </ul> <p>5.5 Capital Development Committee Minutes – February 3, 2022, February 3, 2022 (In Camera), February 15, 2022, March 22, 2022, March 22, 2022 (In Camera)</p> <p>5.6 MSA Extension Letter 2022-23</p> <p>J. Cosier congratulated M. Bellows, the leadership team, and the committee chairs and members for the significant amount of work which was achieved as evidenced by the minutes and policy recommendations in the consent agenda. She noted that the achievements demonstrate strong committee performance.</p> <p><b>Motion:</b> That the consent agenda and items contained therein be approved as presented.  <b>Moved by:</b> Dorothy Thomson      <b>Seconded by:</b> Terry Gilhen      <b>Carried.</b></p>
6.	<b>CEO Report</b>	<p>M. Bellows presented the written CEO report. Highlights from the report included:</p> <ul style="list-style-type: none"> <li>- Site tours in Merrickville and Smiths Falls have been scheduled on April 13<sup>th</sup>, and April 27<sup>th</sup> for board members wishing to participate. The Leadership Team will be present to provide an overview of their programs and answer any questions.</li> <li>- It has been proposed to hold the May 31<sup>st</sup> board meeting in person in Smiths Falls. This will be tentatively planned for, while monitoring provincial recommendations for gatherings and being cognizant of individual board members comfortability levels.</li> <li>- There is an accreditation review meeting scheduled for April 5<sup>th</sup> at 4:30pm, where the Governance &amp; Nominating Committee will be reviewing the governance-related accreditation standards in depth. The full board has been invited and is encouraged to attend for knowledge sharing purposes and a high-level overview of the status in terms of meeting standards. A package has been circulated which includes a summary of governance indicators and the final accreditation report from 2018.</li> </ul>

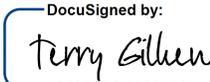
	Agenda Items	Discussion
7.	<b>Board Chair Report (verbal report)</b>	<p>J. Cosier provided a verbal update to the Board. Highlights of the verbal report included:</p> <ul style="list-style-type: none"> <li>- An email has been circulated regarding this year's board recruitment campaign. Board members are asked to be proactive in considering contacts in their own networks who may be suitable candidates to fill the four vacant director positions. This year, the board will also be recruiting for up to three community representative positions. The recruitment ads will be posted online and will be printed in local papers this week.</li> <li>- The annual CEO year-end performance evaluation will be led by T. Gilhen and J. Cosier. Board members, senior staff, and select community partners will be asked to participate and provide input on M. Bellow's leadership style and competencies. As this is a major responsibility of the board, it is hoped to achieve a 100% response rate. The survey will be circulated in early April and participants will have approximately 10 days for response.</li> <li>- There is a webinar being hosted by the Alliance on cyber risk considerations which will provide some understanding on what cyber risk is and the associated role of the board. Registration details were included on the board agenda and all members are encouraged to attend.</li> </ul>
8.	<b>Break</b>	Board members were provided a short break.
9.	<b>Business Requiring Decision of Board</b>	<p>9.1 Operational Plan 2022 – 2023 Approval</p> <p>M. Bellows presented the final draft of the 2022-2023 Operational Plan which is a result of many hours of engagement and discussion with the Leadership Team and staff. This is a critical report for the board in terms of monitoring and oversight. The plan has been populated to align with the strategic priorities as identified last year.</p> <p>Highlights from draft operational plan:</p> <ul style="list-style-type: none"> <li>- Work continues to be heavily focused on efforts related to anti-racism and anti-oppression (ARAO) led by the internal EDIJ working group.</li> <li>- RCHS continues to support the Canadian Institute for Health Improvement's (IHI) quadruple aim, specifically regarding client and staff experience.</li> <li>- Continually optimizing technology and ensuring systems are protected and properly functioning will remain a priority, recognizing that there have been many lessons learned throughout the pandemic. RCHS will continue to be prepared to work and ensure continued operations (when required) in a virtual manner.</li> <li>- Efficiency and effectiveness continue to be instilled throughout the organization, recognizing existing partnerships, and the importance of building new partnerships which will help enhance our growth. This is evident in the ongoing work with the Ontario Health Team and the leadership role RCHS has assumed as the OHT Transfer Payment Agency.</li> <li>- The launch of RCHS's social media platforms last year went extremely well. Efforts to increase our online presence, brand awareness, and overall visibility to the community will continue as this is an extremely effective communication channel with not only our clients and community members, but staff as well.</li> <li>- With the onboarding of a Manager of Health Promotion, RCHS can concentrate efforts on the development of Health Promotion framework and strategy.</li> <li>- Accreditation was noted as a major focus this year, as there is much work to do in preparing for the accreditation site visit in February 2023.</li> </ul>

	Agenda Items	Discussion
		<p>Discussion and comments:</p> <ul style="list-style-type: none"> <li>- It was noted that the EDIJ work is a sub-tenant of ‘anti-racism’ and ‘anti-oppression’ (ARAO) efforts. EDIJ efforts support the work towards achieving ARAO, which is why it is reflected as such in the operational plan.</li> <li>- Regarding the ARAO related board indicator (development of a Board EDIJ action plan), it was noted this should be worded as ‘implement’ rather than ‘develop’ and the MRP should be listed as the Board of Directors / GNC chair.</li> <li>- The RCHS team is known for their outstanding ability in terms of handling a heavy workload. The team should be setting ambitious goals, recognizing that not everything will be attainable.</li> <li>- Target percentiles have been increased in most categories, with the recognition and understanding that in a post-pandemic world, there are many unknowns.</li> </ul> <p>The board congratulated Ms. Bellows on the ambitious and robust operational plan.</p> <p><b>Motion:</b> To approve the 2022-2023 Operational Plan as presented.  <b>Moved by:</b> Terry Gilhen                      <b>Seconded by:</b> Christine Joli-Coeur                      <b>Carried.</b></p> <p>9.2 Year End Report on CEO Objectives and 11-Month Operational Report  Members were reminded that annually, the board approves a set of objectives in collaboration with the CEO. The final report on the year-end results, which was included in the board package, was presented by M. Bellows reflecting on the past year and the work that has been achieved. As part of the report, Ms. Bellows provided the final status of work achieved towards completion of the 2021-22 operational plan as well as the MSAA targets.</p> <p><b>Motion:</b> To approve the year-end report as received.  <b>Moved by:</b> Janet Cosier                      <b>Seconded by:</b> Jackie Lord                      <b>Carried.</b></p>
10.	<b>Business for Discussion &amp; Information</b>	<p>10.1 Semi-Annual Integrated Risk Report 2021-22  M. Bellows presented the current RCHS risk register and semi-annual integrated risk report which were pre-circulated to the board. It was noted that the risk register is reviewed at a minimum quarterly by the Leadership and Senior Leadership Teams. Scores related to risk-likelihood and risk-severity are monitored regularly and adjusted as necessary.</p> <p>Last year, the board approved a risk management policy and framework in response to the need for board members to better understand the nature of various risks Community Health Centre’s face. Congratulations were given to the team for the maturity that has been achieved towards the ongoing identification, monitoring, and mitigation of risks.</p> <p>10.2 Alliance for Healthier Communities</p> <ul style="list-style-type: none"> <li>i. Strategic Plan Feedback Survey – Due March 31  The Alliance is requesting feedback from member boards on their draft strategic plan, as well as the proposed vision, mission, and values. Consultation with regional partners and stakeholders has been ongoing over the last 6 months. A draft response was presented to the board which suggests improvements regarding the lack of clarity in terms of the scope and</li> </ul>

	Agenda Items	Discussion
		<p>the objectives which they are aiming to achieve. Board members were provided the opportunity for further comments. The board was in agreement with submitting feedback as presented.</p> <p>ii. Annual Conference June 8 &amp; 9, 2022 The Alliance's annual conference will be held in person this year in Toronto. Any board members who are interested in attending are asked to contact K. Gundersen. Typically, two to three board members are enabled to attend, which includes travel, registration, and accommodation.</p> <p>10.3 Annual General Meeting 2022 RCHS' AGM is confirmed for Tuesday, June 21<sup>st</sup>, 2022 in person at the Smiths Falls Memorial Community Centre.</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>In-Camera Session</b>	None required.
13.	<b>Next Board meeting:</b>	Tuesday, May 31, 2022, at 4:30pm (in-person)
14.	<b>Adjournment</b>	<p><b>Motion:</b> That the meeting be adjourned at 6:08pm.  <b>Moved by:</b> Janet Cosier                      <b>Carried.</b></p>

Approved by:

DocuSigned by:  
  
CEDE466BE6834A1  
 Janet Cosier, Board Chair  
 6/1/2022 | 4:17 PM EDT  
 \_\_\_\_\_  
 Date

DocuSigned by:  
  
3F56D2DD41C24B0...  
 Terry Gilhen, Board Secretary  
 6/2/2022 | 7:06 PM PDT  
 \_\_\_\_\_  
 Date