Board of Directors General Meeting Minutes

April 14, 2020 Time: 5:00pm Zoom Conference Call

Present:

Doug Abbott Bre Christena Laitinen Ste

Brenda Warnock Stephen Hussey Terry Scott Susan Schikofsky Lil Silvano Lyndsay Suurna

Staff:

Dominic Noel

Ashley Gearing (Recording Secretary)

Call to Order at 6:02pm.

Call for Expressions of Conflict of Interest

None declared.

Approval of Agenda

Motion to approve the agenda. Seconded and Carried

Approval of Minutes

Motion to approve meeting minutes from: General Meeting Minutes March 9, 2021 Governance Committee Minutes March 15, 2021 and March 29, 2021

Chair's Report

Discussed the clinics insurance coverage. Clarification was given regarding, if an incident occurs, first point of contact should be with the insurance company, then the lawyer. Confirmation was given that the clinic does not have any active claims currently.

In-camera minutes protocol was reviewed. The in-camera minutes should be reviewed by the board members prior to being added into the in-camera minutes binder, which remains with the current Board Chair. Some discussion about how to distribute the in-camera

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minutes during the virtual board meetings. Some suggestions, about using different technology applications to distribute the minutes for review, will be investigated.

Executive Director Report.

Dominic presented the Executive Director Report and the March Dashboard Report. It was announced that Jennifer Dickson is no longer with the clinic and recruitment for the position is ongoing. Reviewed maternity leave coverage plan for two NPs, one replacement has already started April 1st, 2021. Plan and backup plan in place for the second maternity leave coverage.

The capital expansion project was discussed, with an update on the funding concern. One solution was reviewed, reallocation of the funds for the consulting physician position to overhead to cover the increase in rental costs. Only require the consulting physician for CT & MRI requisitions. Consulting physician would bill for these for these services. Some concerns were discussed but board seemed to be in agreeance to this solution.

Dominic reviewed 3 staff members are currently volunteering to work in the Mass Immunization Clinic (MIC). These staff members salaries are being paid by Algoma Public Health, the clinic is only required to pay the overtime (anything over 44 hours per week).

Dominic reviewed a policy that he would like to implement for the staff needing COVID related time-off. This policy would provide the staff 10 additional sick days. Expired their allotted 7 sick days

• Revoked when COVID-19 ends

Some concerns and suggestions discussed. Concerns about calling the time off "sick time", as it implies the employee is sick, was discussed. Suggestion to change the title from policy to protocol or procedure, as it implies less permanence. Suggestion to consider if this policy would be applicable to both part-time and full-time staff. Decision deferred to next board meeting.

Dominic advised that the OHT wellness bus project has launched. Reviewed patient survey results, overall, very positive.

Treasurer's Report

Stephen briefly discussed the February Financial Reports.

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Motion to approve the February financial reports. Seconded and Carried.

Governance Committee Report

Brenda reviewed the Alliance for Healthier Communities Health Equity Charter, updated in 2020. Board is required to endorse the charter annually. More time to review the document has been requested, will be deferred to next board meeting.

Requesting board standing committees complete the Standing Committee Evaluations and feedback will be requested and reviewed at next board meeting in May.

Brenda reviewed changes made to board policies as follows:

1. 2011-01 Revised Accountability Statement – changed description of accountability of the Algoma OHT to "Advocate for and collaborate with the Algoma Ontario Health Team".

Motion to accept the changes to the board policy 2011-01 Accountability Statement. Seconded and Carried.

 2011-05 Duties, Obligations and Expectations of Directors – changes made to Time and Commitment heading. Amalgamation of board policy 2011-07 Board Attendance into 2011-05, instead of having two separate policies.

Motion to accept the elimination of the board policy 2011-07 Board Attendance and accept the changes and additions to the board policy 2011-05 Duties, Obligations and Expectations of Directors.

Seconded and Carried.

3. 2011-06 Confidentiality – Added Procedure for Maintaining In Camera Meetings section with detailed instructions on how the in-camera minutes are to be handled. Also added "Board of Directors In Camera Meeting Template" which will help the flow of the in camera session and ensure the procedure is followed. Decision to accept changes deferred until next meeting pending procedure on how in camera minutes will be distributed to board members.

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4. 2011-10 Position Description – Board Officers – Reviewed changes to Chair and Vice Chair position description including additions. Reviewed secretary position description.

Motion to accept the changes to the board policy 2011-10 Position Description - Board Officers.

Seconded and Carried.

- 2016-01 Credit Card Policy Changes made to reflect the change in Dominic's role (ED-NP Lead). Note made that no motion was recorded to reflect the change to the credit card limit of \$10,000.00 from \$5,000.00. This will be discussed further at the next board meeting.
- 6. 2016-02 Unity of Control Changes made to reflect the change in Dominic's role (ED-NP Lead). Discussion regarding final sentence "Refusal of cooperation as requested should be discussed with the Executive Committee of the board." Suggestion that the sentence refers to a different time in the clinic and may no longer be applicable. Further investigation to be done regarding what other non-profit organizations have for a policy. To be reviewed at next board meeting.

Nominating Committee Report

Two nomination were put forward. The first is Deborah Greystone NP, was the inaugural board chair at the clinic. The second is Kay Vallee RN, is a nursing professor at Sault College for the BSCN program with her PHD. Note was made that both nominees are of a similar background and the board has put a heavy emphasis on diversity on the board, but the efforts to solicit diverse applicant has been unsuccessful in the past. In preparation for succession planning both nominees will be accepted and invited to the June AGM.

Motion to accept the nomination of Deborah Greystone and Kay Vallee to be board members beginning in September 2021. Seconded and Carried.

Considering the ongoing pandemic, the board will continue meeting via zoom until further notice.

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Board Meeting Evaluation

- 1. Was this a good use of your time? Yes
- 2. What did we decide? -
 - A. Motion to accept the changes to the board policy 2011-01 Accountability Statement.
 - B. Motion to accept the elimination of the board policy 2011-07 Board Attendance and accept the changes and additions to the board policy 2011-05 Duties, Obligations and Expectations of Directors.
 - C. Motion to accept the changes to the board policy 2011-10 Position Description -Board Officers.
 - D. Motion to accept the nomination of Deborah Greystone and Kay Vallee to be board members beginning in September 2021.

Adjournment at: 8:13 pm Next Meeting: Tuesday May 11, 2021

Doug Abbott, Board Chair

Date of Approval



