#### **Board of Directors General Meeting Minutes**

May 11, 2020 Time: 5:00pm Zoom Conference Call

### Present:

Doug Abbott Christena Laitinen

Brenda Warnock Stephen Hussey Terry Scott Lyndsay Suurna Lil Silvano

### <u>Regrets</u>

Susan Schikofsky

### Staff:

Dominic Noel

Ashley Gearing (Recording Secretary)

### Call to Order at 6:05pm.

## 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 April 13, 2021 Governance Committee Minutes April 19, 2021 and May 3, 2021

#### **Chair's Report**

Discussed the clinics employee COVID related time off procedure and it was determined, after many lengthy discussions, that this procedure is an operational procedure and therefore the board is not required to vote on the matter.

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The board was advised that an error was made during the end of year surplus spending. Surplus from HR related funds were spent on general overhead and this is not aloud without prior approval from the ministry. The ministry was notified and because it was the clinic's first offence, they will be issuing a strongly worded letter, with no further actions expected.

Stephen joined the meeting at 6:15 pm.

Discussed the possibility of Board member Stephen stepping down due to his daughter being hired temporarily at the clinic for a maternity leave coverage in the fall. It was decided that Stephen will take a leave of absence from the board during the time that his daughter will be working at the clinic.

The Alliance AGM will be held on June 15, 2021 virtually. Susan will be attending and has asked to have voting right for the meeting, as only one representative from each clinic is able to vote at the AGM. It was noted that when Brenda leaves the board the Alliance liaison position will need to be filled.

Motion to have Susan Schikofsky fill the position of Alliance for Healthier Communities Board Liaison position when Brenda Warnock finishes her term on the board. Seconded and Carried.

Motion to have Susan Schikofsky attend and have voting right at the Alliance for Healthier Communities AGM. Seconded and Carried.

#### **Executive Director Report**.

Dominic presented the Executive Director Report and the April Dashboard Report. Advised the staff moral is good but starting to see evidence of COVID related job fatigue. Discussed the scheduling of Intake days to help increase the clinics number to help reach the goal of 2500, 2600 patients. Some comments were made regarding the waitlist. Inquiry about the success rate of contacting individuals from the wait list being approximately 7/10 which was confirmed as an estimate.

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In-Camera minutes procedure options reviewed. It was decided that the minute taker will complete the minutes in a word document and select encrypt document and set a password which will only be provided to the members of the board that are appropriate. It was also decided that a procedure will be provided to the board and the policy 2011-06 Confidentiality will be amended and then voted on.

Dominic gave an update regarding COVID. It was announced that the clinic will soon have access to the Moderna vaccine for patients, just working on the agreement and arrangements.

Dominic shared with the board the OHT annual operating plan and a memo, which was added to the portal. It was suggested that one question from the Board of Directors memo be reviewed at the next meeting and so on.

#### **Treasurer's Report**

Stephen discussed the March Financial Reports. Highlighted some increased spending, which was planned end of year surplus spending. The end of year surplus is around \$19,276, which includes a one-time payment of \$10,000 from the Ministry for COVID related spending.

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

#### Alliance for Healthier Communities Board Liaison Report

The Alliance requires annual endorsement of the Health Equity Charter 2020. Board discussed the Charter and decided to move forward with the endorsement.

Motion to endorse the Alliance for Healthier Communities Health Equity Charter 2020. Seconded and Carried.

Brenda reviewed highlights of the resolutions from the Alliance AGM, which will be voted on by Susan:

- Long-term care
- Right to food
- Livable financial wage

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- Paid sicks days (10) under the Employment Standards Act for all
- Support of Hoopp
- Fossil divestment for fuel to combat climate change
- Integration of low barrier and overdose prevention services in community health services model
- No and low touch medication abortions

Brenda also advised that the Alliance is having a Health Systems Transformation Webinar on May 26, 2021 from 5:30-7:00 pm. All board members are welcome, and it will provide the latest updates in health care system and will be covering the resolutions in more detail.

### **Governance Committee Report**

Brenda advised that the Individual board member self evaluation tool can be found on the board portal and it is recommended that members complete these independently.

The standing committee evaluations were to be done by this meeting. The Governance committee is recommending maintaining 3 members. The Executive committee is recommending reviewing their Terms of Reference.

The Board Final Evaluation will be emailed out to the board members shortly after the meeting and is to be completed by May 26, 2021. The results will be anonymous and reviewed at the next board meeting in June.

Brenda reviewed changes made to board policies as follows:

 2016-01 Credit Card Policy – reviewed a question that was brought up regarding the \$10,000 limit. Some options were discussed but it was ultimately decided to leave the policy as presented.

Motion to accept the board policy 2016-01 Credit Card Policy as presented. Seconded and Carried.

2. 2018-01 Travel and Related Expenses – Reviewed the changes- highlighted the hospitality and entertainment heading. The sentence "All such expenses can only be paid if prior approval has been given by the ED-NP Lead" was discussed. It was

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decided that it should be the Board Chair and if the Board Chair is the incurring the expense, then it should be the Vice Chair. Note was made that the Board Expense Report Form will need to be updated annually to account for inflation and cost fluctuation. Voting deferred until changes made to the policy, will be voted on at the next meeting.

Other policy and procedure changes deferred until next meeting due to lack of time.

#### **Nominating Committee Report**

Christena reviewed the two nominations: Deborah Greystone and Kay Vallee. They will be invited to the AGM for a brief introduction and will start their terms and have their orientation in September. Discussed the possibility of needing another board nominee to replace Stephen but it was decided to wait until next year to discuss further. It was noted that when Christena is finished her term the Vice Chair position will need to be filled and if anyone is interested advise Doug or Christena.

### **Strategic Planning Committee**

Lyndsay gave a brief overview of the updates to the Strategic Plan being recommended. A document will be uploaded to the portal with more detail. The current Strategic Plan is good until 2022 and it is being recommended to extend timeframe to 2023 and then have a new facilitator come in (winter 2022) to help develop a new Strategic Plan. The contact information for a possible facilitator will be on the document that will be uploaded to the portal. Further discussion will take place at the next board meeting.

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

### **Board Meeting Evaluation**

- 1. Was this a good use of your time? Yes
- 2. What did we decide? -
  - A. Motion to have Susan Schikofsky fill the position of Alliance for Healthier Communities Board Liaison position when Brenda Warnock finishes her term on the board.
  - B. Motion to have Susan Schikofsky attend and have voting right at the Alliance for Healthier Communities AGM.

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- C. Motion to endorse the Alliance for Healthier Communities Health Equity Charter 2020.
- D. Motion to accept the board policy 2016-01 Credit Card Policy as presented.

Adjournment at: 7:54 pm Next Meeting and AGM: Tuesday June 8, 2021

Doug Abbott, Board Chair

Date of Approval

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