

Board of Directors Meeting Minutes

Tuesday, January 25, 2022 – 5:30 p.m.

Virtual Meeting Via Zoom

	Sept	Oct	Nov	Jan	Feb	Mar	Apr	May	June	Aug
James, David	X	X	X	X						
Heyland, Geoff	X	X	X	X						
Wells, Nick	X	X	X	X						
Massé Ciparis, Merle	X	X	X	X						
Long, Linda	X	X	X	X						
Drouillard, Amarilis	X	X	X							
Wiehle, Bernie	X			X						
Haehnel, Kathy	X	X	X	X						
Martin, Ruth	X	X	X	X						

Present: David James, Chair
 Geoff Heyland, Vice-Chair
 Bernie Wiehle, Director
 Kathy Haehnel, Director
 Nick Wells, Director
 Merle Massé Ciparis, Director
 Linda Long, Director
 Ruth Martin, Director

Staff: Andy Kroeker, Executive Director Debra Auterhoff, HROEA, Recorder

Guest: Maria Sanchez-Keane, Strategic Planning Consultant

Regrets: Amarilis Drouillard, Director

1.0 Call to Order - Welcome and Introductions

The Board Chair called the meeting to order at 5:31 p.m.

2.0 Land Acknowledgement

Kathy Haehnel led a land acknowledgement for the meeting. Kathy shared her reading research and a personal story related to land acknowledgement with the Board.

3.0 Declaration of Conflict of Interest

None.

4.0 Approval of January 25, 2022 Meeting Agenda

MOVED BY: Nick Wells
SECONDED BY: Geoff Heyland

That the Board of Directors meeting agenda for January 25, 2022 be approved as presented. **CARRIED**

5.0 Approval of January 25, 2022 Consent Agenda

Ruth Martin inquired about the Personal Support Worker (PSW) pandemic pay document. It was confirmed that PSWs will continue to receive pandemic pay until March 31, 2022.

Ruth Martin also inquired about Supply Ontario. This will be for supplies within the public sector and it is expected that all purchases will go through this new entity. John Mockler will continue to monitor requirements versus our ability to purchase locally when needed.

Nick Wells inquired about the Pillar documentation and succession planning policies. It was acknowledged that there is an Executive Director Emergency Succession Plan policy.

Action: Succession planning to be discussed again at a future Governance / Board meeting.

MOVED BY: Geoff Heyland
SECONDED BY: Merle Massé Ciparis

That the Board of Directors Consent Agenda for January 25, 2022 be approved as presented. **CARRIED**

6.0 Actions Arising from Previous Minutes

None.

7.0 Monitoring / Reporting

7.1 Strategic Plan with Maria Sanchez-Keane

Maria provided an update regarding the strategic planning process. In consultation with David James and Andy Kroeker, Maria proposed a strategic planning schedule change. It was acknowledged that the revised timeline may work well in line with a rollout at the Centre's September 2022 AGM.

It was also acknowledged that there have been recent steering committee membership changes and recruitment to replace members will be required.

MOVED BY: Ruth Martin
SECONDED BY: Kathy Haehnel

That the Board of Directors approves the amended strategic planning timeline as presented. **CARRIED**

7.2 Elgin Ontario Health Team (EOHT)

No funding has been received to-date. There is a potential final interview for an EOHT Executive Director position next week, however, with no funding it will be a challenge to proceed.

7.3 COVID-19

Excerpts from a presentation made to the Centre's staff on January 12, 2022 were shared. This included provincial updates and directives, modified Step 2 restrictions in place until at least January 26, 2022, rapid antigen test shortages and reduced testing availability, in person programs cancelled for January, new mask guidance, HEPA filters, delayed change to the Centre's vacation policy, schools return to in class learning, vaccine equity around the world, and acknowledgement that hospital, Long Term Care, Emergency Medical Services (EMS) and home care (including palliative care) sectors are struggling with the pandemic surge.

7.4 M-SAA and Community Accountability Planning Submission (CAPS Budget)

There is a delay for the Multi-Sectoral Accountability Agreement (M-SAA) with a likely extension for one year with the same targets. There is no information available regarding CAPS at this time.

8.0 Governance

8.1 Governance Committee

8.1.1 Preliminary Accreditation Report

Geoff Heyland confirmed that the Board, staff and management did a great job with accreditation based on the preliminary accreditation report. Andy Kroeker is also pleased with the results and acknowledged the hard work of his team notably Kate Dymock and Barry Fellingner. The Centre's deadline to provide a preliminary report response is February 4, 2022.

As part of continuous improvement, the Board will proceed with more formal Board evaluations in the future. However, there is no immediate action for the Board to meet the accreditation preliminary report findings.

The positive staff survey results were also discussed. Geoff Heyland agreed that the staff survey was a great result.

Geoff Heyland stated that he was very proud of the Board and acknowledged a collective effort on the Board's part in the accreditation process.

8.1.2 Board Calendar

Geoff Heyland stated that the Board Calendar was a good tool. At some point the plan is to resume staff presentations about programs and services at Board meetings.

MOVED BY: Nick Wells
SECONDED BY: Merle Massé Ciparis

That the Board of Directors approves the Board Calendar as presented. **CARRIED**

8.1.3 Alliance Board Liaison

Nick Wells talked about the Alliance's advocacy work and the Federal budget. He also confirmed that the Alliance is currently in strategic planning with a deadline for input of March 31, 2022. A package is to be sent out by the Alliance. The Alliance AGM is scheduled for June 2022 with the strategic plan to be rolled out at that time.

Action: Keep the Alliance strategic plan on the Board agenda to be completed by March 2022.

Nick asked about a survey to be completed. Who will complete the survey is yet to be determined.

Nick also talked about the Health Equity Charter as a future motion of the Board. There is a webinar upcoming related to this subject soon. The event will likely be listed in the next Board-to-Board report.

8.1.4 Recruitment / Executive

Amarilis Drouillard accepted the position of Membership Secretary via email received on January 25, 2022.

MOVED BY: Kathy Haehnel
SECONDED BY: Nick Wells

That the Board of Directors approves Amarilis Drouillard as Membership Secretary effective immediately. **CARRIED**

Jennifer Ford's resignation from the Board and Finance Committee was acknowledged. Jennifer was thanked for her many years of service to the Board. A Secretary/Treasurer vacancy on the Board needs to be filled as soon as possible. Kathy Haehnel and Nick Wells will remain on the Finance Committee.

David James talked about the Ontario Not-for-Profit Corporations Act and the number of Board Directors required. It led into a discussion about Board succession planning and recruitment methods for new Board Directors.

David James also talked about Board policy related to recruitment (live locally or work locally). However, the Centre no longer has a catchment area. David suggested that Board recruitment can be extended to St. Thomas to find a strong financial Board Director/Secretary/Treasurer.

David James confirmed that there are two Board Director vacancies. All are encouraged to network for new Board Directors. David noted he had contacted a potential Director with a financial background but it is not likely to move forward.

8.2 Finance Committee

The financial attachments in the Board agenda were reviewed including the Community Infrastructure Renewal Fund (CIRF) update on potential renovations, current year's budget and projections for year-end (budget surplus projected), HEPA filters purchase, sound proofing across the Centre, laptop updates, IT updates, some furniture replacement needs and minor kitchen renovations. There was also information regarding a Community Support Services Electronic Medical Record update.

Approval, in principal, of the year-end spending plan:

MOVED BY: Ruth Martin
SECONDED BY: Merle Massé Ciparis

That the Board approves the year-end spending plan as presented.

CARRIED

8.3 Client and Family Advisory Council

The February meeting will be used as a strategic planning focus group. Council members were contacted to confirm their participation interest before finalizing with the Strategic Planning consultant.

8.4 New Business

None.

9.0 Closed In-Camera Session

David James confirmed that there are two personnel matters to discuss. One in-camera item will include Andy Kroeker and then he will be excused from the meeting.

MOVED BY: Geoff Heyland

SECONDED BY: Kathy Haehnel

That the Board approves a move to closed in-camera at 7:26 p.m.

CARRIED

MOVED BY: Geoff Heyland

SECONDED BY: Kathy Haehnel

That the Board approves a move out of closed in-camera at 8:07 p.m.

CARRIED

10.0 Next Meeting

Tuesday, February 22, 2022 5:30 p.m.

11.0 Adjournment

MOVED BY: Geoff Heyland

SECONDED BY: Ruth Martin

That the Board meeting is adjourned at 8:08 p.m.

CARRIED

APPROVED: _____ DATE: _____
David James, Chair

APPROVED: _____ DATE: _____
Geoff Heyland, Vice-Chair