

**Board of Directors Meeting Minutes**  
**June 22, 2021 5:30 p.m.**  
**ZOOM VIRTUAL MEETING**

2020 - 2021	Sep 16	Oct 27	Nov 24	Jan 26	Feb 23	Mar 23	Apr 27	May 25	Jun 22	Aug 24
David James	√	√	√	√	√	√	√	√	√	
Jen Ford	√	√	√	√	√	√	√	√	√	
Bekki Grieve	√	√	√	√	√		√	√		
Nick Wells		√	√	√	√	√	√	√	√	
Peter Adams	√	√	√	√	√	√		√	√	
Kathy Haehnel									√	
Merle Massé Ciparis	√	√	√	√	√	√		√	√	
Amarilis Drouillard	√	√	√	√	√	√	√			
Linda Long	√	√	√	√	√		√	√	√	
Bernie Wiehle		√	√	√	√	√			√	
Geoff Heyland							√	√	√	

**Present:** David James, Chair  
Geoff Heyland, Vice-Chair  
Jen Ford, Secretary/Treasurer  
Nick Wells, Board Director  
Linda Long, Board Director  
Merle Massé Ciparis, Board Director  
Peter Adams, Board Director  
Bernie Wiehle, Board Director  
Kathy Haehnel, Board Director

**Regrets:** Bekki Grieve, Membership Secretary  
Amarilis Drouillard, Board Director

**Guests:** Scott Trevors, Auditor  
Jim Frederick, Auditor  
John Mockler, Director Finance and Operations

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

**1.0 Call to Order - Welcome and Introductions**

The Board Chair called the meeting to order at 5:33 p.m.

**2.0 Land Acknowledgement**

Nick Wells read a land acknowledgement.

**3.0 Declaration of Conflict of Interest**

None.

#### 4.0 Approval of June 22, 2021 Meeting Agenda

**MOVED BY:** Nick Wells  
**SECONDED BY:** Geoff Heyland

That the Board of Directors meeting agenda for June 22, 2021 be approved as presented. **CARRIED**

#### 5.0 Approval of June 22, 2021 Meeting Consent Agenda

**MOVED BY:** Nick Wells  
**SECONDED BY:** Jen Ford

That the Board of Directors consent agenda for June 22, 2021 be approved as presented. **CARRIED**

#### 6.0 Actions Arising from Previous Minutes

All action items completed from previous minutes.

#### 7.0 Monitoring / Reporting

##### 7.1 Audited Financial Statements

The Director, Finance and Operations reviewed the draft audited financial statements to March 31, 2021. There were no questions from the Board. The Auditors from Graham Scott Enns, LLP - Mr. Scott Trevors and Mr. Jim Frederick were introduced.

A motion was made to move in camera to discuss the Auditor's findings. The two staff directors were excused from the in-camera session.

**MOVED BY:** Merle Massé Ciparis  
**SECONDED BY:** Geoff Heyland

That the Board moves in camera at 5:57 p.m. **CARRIED**

**MOVED BY:** Geoff Heyland  
**SECONDED BY:** Merle Massé Ciparis

That the Board moves out of camera at 6:22 p.m. **CARRIED**

## 7.2 Elgin Ontario Health Team

The updated Elgin Ontario Health Team (EOHT) Collaborative Decision Making Arrangement (CDMA) was reviewed. The amendments were noted and a discussion followed regarding various clauses in the agreement and the terms of reference. The next EOHT Steering Committee meeting is June 24, 2021. Two minor errors were noted under clauses 4.3 c) and 2.6 c).

A motion was proposed that, subject to the correction of the minor errors noted, the Board of Directors approves the EOHT CDMA in principle. If there are further changes to the CDMA that disrupt the intent of the document, those changes must first be reviewed / approved by the Board before final sign off.

**MOVED BY: Geoff Heyland**  
**SECONDED BY: Nick Wells**

That the Board supports the signing of the CDMA with the two corrections noted. If, as a result of the June 24, 2021 meeting, there are further changes, the Board requires review and approval of any additional changes first before the final document is signed. **CARRIED**

## 7.3 Team Based Primary Care Governance Dialogue

The May 5 governance dialogue focused on working together and strengthening the benefit of speaking with one voice as primary care in Elgin County. Some general discussion followed. The Board was asked to approve the team based primary care governance dialogue as follows:

“Working alongside the Primary Care Alliance and the other team-based care providers in Elgin County, the Board of the West Elgin Community Health Centre commits to jointly work together to:

- Strengthen the benefit of speaking with ‘one voice’ as primary care in Elgin County.
- Ensure a health equity approach to team based primary health care across Elgin County.
- Reach other benefits (quadruple aim approach) of working collaboratively across primary healthcare in Elgin.”

**MOVED BY: Geoff Heyland**  
**SECONDED BY: Merle Massé Ciparis**

That the Board approves the signing of the Team Based Primary Care Governance Dialogue as presented in the May 5, 2021 document. **CARRIED**

#### 7.4 COVID-19

The great work of the Centre organizing two well run vaccination clinics was acknowledged. Southwestern Public Health wants to move up the dates of the second clinics.

#### 7.5 Ontario Health Update

This was added as a walked-in document, reflecting the plans for Ontario Health to help the health care system to recuperate post COVID.

#### 8.0 Governance

##### 8.1 Governance Committee

##### 8.1.1 Board Liaison Conference Update

Nick Wells, Board Liaison, attended the virtual Alliance for Healthier Communities Annual General Meeting (AGM) and Conference in June 2021. He was impressed with many of the topics including transformative change and advocacy. The Executive Director also enjoyed the guest speakers.

##### 8.1.2 Board Recruitment

The Governance Committee has invited Kathy Haehnel to join the Board as a Board Director effective June 22, 2021. The Board Chair confirmed that a formal interview and reference checks have been completed and is seeking a motion to approve Kathy Haehnel as a new Board Director.

**MOVED BY: Geoff Heyland**  
**SECONDED BY: Nick Wells**

That the Board approves Kathy Haehnel as a Board Director effective immediately.

**CARRIED**

A general discussion about Board recruitment followed as there is at least one vacancy on the Board post the September AGM. All Board Directors are asked to network and to bring forward names of potential Board candidates. A couple of people were identified for follow up.

##### 8.1.3 Policy Review

###### Polices Reviewed:

GOV-301 Asset Protection and Control – *approved as amended*  
GOV-302 Financial Control and Accountability – *approved as presented*  
GOV-303 Staff and Volunteer Recognition and Support - *approved as presented*  
GOV-305 Staff Training and Development – *approved as presented*  
GOV-307 Employee Review Process – *approved as amended*

- GOV-402 Position Description – Executive Director – *approved as presented*  
Executive Director Job Description updated June 2021 – *approved as amended*
- GOV-403 Strategic Plan Implementation – *approved as presented*
- GOV-404 Executive Director Performance Evaluation– *approved as presented*
- GOV-405 Emergency Succession Plan – *approved as presented*
- GOV-407 Staff Communications and Reporting to the Board – *approved as presented*
- GOV-408 Management of Significant Risk – *approved as presented*
- GOV-409 Board and Staff Communication – *approved as presented*
- GOV-410 Organization – Lines of Authority Chart – *approved as presented*
- GOV-412/ ORG 107 Advocacy - *approved as presented*

**MOVED BY: Merle Massé Ciparis**  
**SECONDED BY: Jen Ford**

That the Board approves proposed changes to policies GOV-301, 302, 303, 305, 307, 402, 403, 404, 405, 407, 408, 409, 410, 412/ORG 107 and Executive Director job description as presented / amended. **CARRIED**

**Action:** Debra Auterhoff will update these policies on the Board portal and the master policies list.

#### **8.1.4 Board Accreditation Standards**

Deferred.

#### **8.1.5 Board Assessment Checklist**

Deferred.

#### **8.1.6 Annual General Meeting**

Deferred.

#### **8.1.7 Strategic Plan**

The Board Chair confirmed that the Board will move ahead with the hiring of a consultant.

The draft Expression of Interest (EOI) document was reviewed and potential posting locations and consultant candidates were identified.

Board Directors were asked to confirm their interest in helping with the EOI evaluation by July 26, 2021. The Board Chair confirmed that he will participate in the consultant interview process.

**MOVED BY: Geoff Heyland**  
**SECONDED BY: Jen Ford**

That the Board approves the release of the Expression of Interest document with the purpose of identifying a consultant for the upcoming strategic planning process. **CARRIED**

## **8.2 Finance Committee**

Per Agenda Item 7.1. No further financial discussion.

## **8.3 Client and Family Advisory Council**

Deferred.

## **8.4 New Business**

The Board Chair recommended that a staff recognition event be organized by the Board. This could be a lunchtime food or ice cream truck at the Centre parking lot. The Board will look to plan the event for September 2021 with the potential help of a volunteer / student to organize and follow-up with service clubs / food trucks as well as to ensure that the Municipality will approve the parking of the food truck in the Centre's parking lot.

It was also agreed to approve the event based on a pre-set budget.

**MOVED BY: Merle Massé Ciparis**  
**SECONDED BY: Jen Ford**

That the Board supports a staff recognition event to acknowledge the Centre staff's hard work. Up to \$1000 is approved to spend on this event. **CARRIED**

The Board spoke about a possible date change for the potential Board BBQ. The Board was asked to hold August 15, 2021, after 3 p.m., as a possible date for the BBQ.

## **9.0 Closed In Camera Session**

Per Agenda Item 7.1 the Board moved in camera to discuss a financial matter with a motion determined.

## **10.0 Next Meeting**

Tuesday, August 24, 2021 5:30 p.m.

## 11.0 Adjournment

**MOVED BY:** Geoff Heyland  
**SECONDED BY:** Jen Ford

That the Board meeting is adjourned at 8:41 p.m.

**CARRIED**

APPROVED: \_\_\_\_\_ DATE: \_\_\_\_\_  
*David James, Chair*

APPROVED: \_\_\_\_\_ DATE: \_\_\_\_\_  
*Geoff Heyland, Vice-Chair*