

LANARK RENFREW HEALTH & COMMUNITY SERVICES

BOARD Meeting Minutes – May 22, 2018

Location: North Lanark CHC

Present: Tom Baumgartner (Chair), Fay Bennett, Andrea Brett, Wayne Church, Bill Janes, Jean Knowles, Nic Maennling (Past Chair), Warren McMeekin (Secretary/Treasurer), Joseph Trimm, Tracy Zander (Vice-Chair)

Staff: John Jordan, Donna Davidson, Becky Walker (Resource)

Regrets: Jean Dunning, Kara Symbolic

Guest: Jane Coyle

Presentation: North Lanark Primary Care, Jane Coyle

1. Welcome

Tom extended a welcome to attendees.

2. Approval of Agenda

The agenda was approved with one addition as requested by Tom: item **6.4 ED Annual Evaluation**.

2.1 Conflict of Interest – No conflict of interest declared.

3. Approval of Minutes from April 24, 2018

Minutes were approved as presented.

4. Business Arising from Minutes

4.1 Doodle poll results: Following the last Board meeting, a Doodle poll was conducted to survey members about possible alternate meeting times. Tom noted that the feedback indicated the current date and time were most convenient for all current members, so no change was required.

4.2 Consent agenda survey results: Tracy reviewed the results from the consent agenda survey circulated at the last Board meeting. Due to a lack of overwhelming support to continue using a consent agenda format, it was recommended by the Governance Committee that the process be shelved for the time being, with the possibility of revival at a later date. Governance also recommended separate orientation for committee chairs to ensure timely reporting of committee work during Board meetings.

5. Correspondence

5.1 AOHC by-law resolutions: Tom reviewed the letter sent on behalf of LRHCS to AOHC outlining concerns about the Board composition resolution; he also shared the response from AOHC. Two webinars have taken place to review the AOHC by-law resolutions and responses from members. A new paragraph has been added to give AOHC two years to meet Board composition requirements. Final wording of the resolutions will not be available until tomorrow (May 23), but Tom outlined the outcome of the webinar and indicated that no other changes were expected.

5.2 Ministry of Health one-time funding for Lung Health diagnostic equipment: John presented the group with a letter from the Ministry of Health providing one-time funding for the Lung Health program to purchase diagnostic equipment. He noted that the Ministry indicated the funds were to be spent by year end for 2017-2018 (March 31, 2018), despite the fact that the letter was dated March 31, 2018, and was not received by LRHCS until May 15, 2018.

6. New Business

6.1 Board appoint representative to vote at AOHC AGM: Tom presented the voting authorization form for the AOHC AGM; it was agreed that he would be the logical option, as the only Board member attending the conference (due to scheduling challenges, Tracy is unable to attend). John was named as alternate. John asked any Board members interested in attending to contact Becky before the end of the week; if no Board members come forward, the invitation would be extended to LRHCS staff to take Tracy's place at the AOHC conference.
Decision: The Board appointed Tom as LRHCS Board representative to vote at the AOHC AGM.

6.2 Board decide on how to vote on AOHC by-law resolutions and policy resolutions: Tom reviewed the individual by-law resolutions, as well as policy resolutions recently introduced by AOHC. The group followed their previous position to vote in the affirmative on all by-law resolutions except Board composition; after some discussion, the Board decided to vote against by-law resolution #2.

Decision: The Board directed Tom to vote "no" on by-law resolution #2, and "yes" on all other by-law and policy resolutions presented by AOHC.

6.3 LRHCS by-law – additional revision to 7.11.2 and 7.12: Tom introduced two additional revisions to the LRHCS by-law, which changes the wording in 7.11.2 and 7.12 to refer to the nominating committee functionally, allowing it to either be a sub-committee of Governance, or a standing committee of the Board. The Governance Committee has reviewed the change and recommended the Board approve.

Decision: The Board approved the additional change to 7.11.2 and 7.12 in the LRHCS by-law.

6.4 ED Annual Evaluation: Tom reported the Board that the annual ED review had taken place.

7. Executive Director's Report and Primary Care Report

John highlighted his report and the primary care report to the Board.

Decision: The Executive Director's Report and Primary Care Report were accepted as presented.

8. LCP Agency Director's Report

Donna highlighted her report to the Board.

Decision: The LCP Agency Director's Report was accepted as presented.

9. Committee Reports

9.1 Finance: Warren highlighted the work of the Finance Committee for the Board. Upcoming budgets have been deferred until June. Audit for LEIP program presented for approval by the Board. Tracy suggested that the Board workplan be revised to move the budget to June. Insurance for the organization was renewed; Warren reviewed changes to the policy.

Decision: The Board accepted the Finance Committee report as presented, approved the audit of the LEIP program, and approved the Finance Committee Terms of Reference.

Insurance

9.2 Governance: Tracy highlighted the work of the Governance Committee for the Board (due to the fact that Governance met shortly before the Board, meeting minutes were unavailable). Planning for the fall Board retreat has been passed back to Governance; Tracy outlined some options, including marijuana legislation, poverty/homelessness, and generating substantive discussions at the Board level. Tracy asked for feedback from Board members on their preferences; Tom suggested the Board (especially new members joining in September) would benefit from learning more about generating substantive discussions at the Board level. Governance had discussed the options and agreed with Tom's recommendation. It was agreed that Governance would review and bring a recommendation forward at the next Board meeting.

Decision: The Board accepted the Governance Committee report as presented.

9.3 Planning & Review: Bill highlighted the work of the Planning & Review Committee for the Board. He indicated that P&R had discussed cell phone coverage at the last meeting and recommended sending it to Joint Planning. Tracy suggested that the issue would be better addressed by P&R, since Joint Planning meets infrequently, and only covers the Lanark Highlands area (cell phone coverage affects all areas served by LRHCS). Bill asked for direction from the Board to bring back to P&R; John indicated P&R would come up with an advocacy plan, which would include investigating what has already been done in the area (Clayton) and present a strategy to the Board.

Decision: The Board accepted the Planning & Review Committee report as presented.

9.4 Nominating Sub-Committee: Tom reported on the work of the Nominating Sub-Committee and provided a brief bio for three potential nominees: Gwen Bennett, Barbara Drake, and Kim O'Connor. The nominees were presented at the Governance meeting earlier in the day, and it was recommended by Governance that the Board approve the candidates presented for nomination. A fourth candidate decided not to pursue nomination, so an invitation was extended to another potential candidate on Sunday May 19; no response had been received as of this meeting. Also, two more names were submitted by Pat Krose for WB region on Monday. Tom is waiting to hear from the individual who was contacted on Sunday; if that person declines, the two possible candidates from WB will be reviewed at the next NSC meeting. The Governance Committee has directed the Nominating Sub-Committee to nominate Stephen Bird for the fourth position if a no is received from the current offer. Tom confirmed that Stephen Bird will be past chair; committee chairs have been discussed, but no decisions have been made at this point. Tom asked the Board to approve the Nominating Sub-Committees recommendations for the three candidates presented, with a fourth to be presented at a later meeting.

Decision: The Board approved the three candidates presented for nomination: Gwen Bennett, Barbara Drake, and Kim O'Connor.

9.5 Ad-Hoc Committee on Standing Committee Structure: Surveys have been submitted for Finance and Planning & Review; Governance to submit survey following meeting on June 7. Ad-Hoc Committee on Standing Committee Structure to meet after that point and review results. Tom's goal is to have recommendations in place for September.

10. Informational Items

Tom highlighted the informational items to the Board.

11. Availability for Cheque Signing

Tom, Warren, Nic, Tracy

12. Date of Next Meeting

June 20, 2018 at NLCHC following Finance Committee meeting to approve audited Financial Report (to be confirmed with Amy).

Respectfully submitted,



**Tom Baumgartner
Chair, Board of Directors**



**Becky Walker
Recorder**