

LANARK RENFREW HEALTH & COMMUNITY SERVICES

BOARD Meeting Minutes – Sept 26, 2017

Location: NLCHC, Lanark

Present: Tom Baumgartner (Chair), Nic Maennling, Jean Knowles, Bill Janes, Tracy Zander, Andrea Brett, Joey Trimm, Warren McMeekin, Wayne Church
Staff: John Jordan, Donna Davidson, Kara Symbolic, Joanne Foster-Komendat (Resource)
Regrets: Melanie Mills, Noreene Adam, Fay Bennett
Presentation: Annual Implementation/Operational Plan 2017 presented by Kara Symbolic

1. Welcome

2. Approval of Agenda

Decision: The agenda was approved as presented.

2.1. Conflict of Interest – John declared a possible conflict with item # 4.1.

3. Approval of Minutes

3.1. June 20, 2017 Post AGM Minutes

Tom noted that under item #7 Recruitment for Strategic Planning Working Group -- the minutes should reflect the membership within the working group. Joanne will add the following..... *It was agreed that the Strategic Planning Working Group will include the following members: Tom Baumgartner, Bill Janes, Jean Dunning, John Jordan and Kara Symbolic.*

Decision: The minutes for June 20, 2017 Post AGM meeting were approved with the above-noted change.

3.2. July 19, 2017 Executive Committee Minutes

Tom recalled that clarification had been provided by John during the meeting and that the decision under item 3.12 Policy 3.01.12 Donations and Fundraising should read*The Executive Committee received, reviewed and approved policy 301.12 Donations and Fundraising as presented.*

Decision: The Executive Committee minutes for July 19, 2017 were approved with the above-noted change.

3.3. September 19, 2017 Board Orientation Meeting Minutes

Decision: The Board Orientation minutes for September 19, 2017 were approved as presented.

4. Business Arising from Minutes

4.1. Report on ED Performance Appraisal

Nic Maennling reported that the ED performance review was completed in the spring and that he and John met to review the results noting all was satisfactory. John added that he gave Nic, as Chair of the Board, a memo on Performance Agreement Indicators, reporting on MSAA indicators (for at-risk pay) indentified in the agreement as of March 31, 2017 for 2016-2017 fiscal year. A discussion followed and the Board agreed that the Governance Committee should review the MSAA performance that form part of the Executive Director Performance Agreement.

Action: Add 'Review of ED Performance Agreement' to the next Governance Committee agenda.

5. Correspondence

5.1. Canadian Association of Community Health Centres – August 2017

John presented a letter from the CACHC soliciting support and membership with the Association. John recommended that we decline membership with the CACHC as we are a member of the AOHC and continue to have financial restrictions.

Decision: The Board agreed with the decision to decline membership with CACHC.

5.2. Ministry of Health & Long-Term Care (MOHLTC) – 26 July 2017

John confirmed approval of one-time capital funding (\$100,500 for 2017-18) from MOHLTC Community Infrastructure Renewal Fund. Funding will be used to upgrade air conditioners and windows at WBCHC and siding repairs, furnaces and walkways at NLCHC.

6. New Business

6.1. Review of Standing Board Committees

Tom put forward a suggestion that the structure for the Standing Board Committees should be reviewed, i.e. are all committees still valid etc. Following a discussion, the Board agreed that the Governance Committee should add this to their workplan bringing recommendations back to the Board in January on how this review could be conducted, i.e. an Ad-Hoc Working Group with a representative from each committee.

Action: Joanne will add this to the Governance Committee workplan for review noting that a recommendation will be brought back to the Board in January 2018.

Committee Membership Chart

The Board reviewed the committee membership chart noting the following changes:

- P&R Cttee meets on the 1st Wednesday starting at 3:30 (except for Oct, scheduled for October 18th).
More representation is needed from the Renfrew area. Bill and Jean agreed to contact Fay Bennett to see if she would like to participate on the committee. Joey Trimm added that he would like to be a member on the committee.
Remove shading from Sandy's name as she is both a committee member and resource person.
- Finance Cttee – Kara will contact Dave Shields to confirm membership
- NL Joint Planning Cttee – Remove shading from Kara as she is both a committee member and resource person
- WB Joint Planning Cttee – add Joey Trimm
- Executive Cttee – John is not counted for quorum – option to shade his name or remove it.

6.2. Board Member's Pledge & Code of Conduct

Tom presented a new form, 'Board Member's Pledge & Code of Conduct', replacing the 'Director Declaration' form adding that this is a requirement for accreditation. The Board reviewed and approved the form with one change removing the last sentence.

Decision: The Board reviewed and approved the Board Member's Pledge & Code of Conduct' form as amended above.

The form was then revised/printed and distributed for signature.

7. Executive Director's Report

John highlighted his report to the Board.

8. LCP Agency Director's Report

Donna highlighted 2011-2016 achievements to the Board.

9. Committee Reports

9.1. Finance

Warren reported on the work of the committee.

9.1.1. First Quarter Financial Statements – By Part and Summary by Program

Warren presented both the 1st Quarter Statement – Budget by Part and the 1st Quarter Financial Summary by Program for review and acceptance.

Decision: The Board received, reviewed and accepted the 1st Quarter Financial Statements as presented.

9.1.2. Transfer Payment Annual Report (TPAR)

Warren presented a letter from Allan and Partners addressed to the Board on the certification and verification of the Transfer Payment Annual Reconciliation for Board approval.

Decision: The Board received, reviewed and approved the TPAR report as presented.

9.1.3. Lung Health Program Enhancement

Warren presented a letter from the Champlain LHIN (6 Sep 2017) asking acceptance for new base funding in support of the expansion of the Lung Health Program beginning in fiscal year 2017-18.

Decision: The Board received, reviewed and accepted the new base funding for the expansion of the Lung Health Program.

Decision: The report of the Finance Committee was accepted as presented.

9.2. Governance

Tracy advised that both she and Stephen Bird (Community member) will co-chair the committee with Tracy reporting at Board meetings.

9.2.1. Terms of Reference

Tracy advised that revisions are specific to committee membership to read as follows: The committee shall include a minimum of two board members, the Executive Director or designate, *up to three* representatives from the community-at-large, and up to two staff.

Decision: The Board reviewed and approved revised Terms of Reference for the Governance Committee as presented.

9.2.2. Board Workplan 2017-2018

Tracy presented the 2017-2018 Board Workplan which reflects a schedule for Board meetings rotating between North Lanark, Lanark Community Programs and Whitewater Bromley.

Decision: The Board reviewed and approved the 2017-2018 Board Workplan as presented.

9.2.3. 6.01.08 Guidelines for the Recruitment of the Executive Director

Tracy presented revisions to policy 6.01.08 Guidelines for the Recruitment of the Executive Director for review and Board approval.

Decision: The Board received, reviewed and approved revisions to policy 6.01.08 Guidelines for the Recruitment of the Executive Director as presented.

9.2.4. 3.01.14 Signing Authority

Tracy presented revisions to policy 3.01.14 Signing Authority for review and Board approval.

Decision: The Board received, reviewed and approved revisions to policy 3.01.14 Signing Authority as presented.

Decision: The report of the Governance Committee was accepted as presented.

9.3. Planning & Review Committee

Bill reported on the work of the committee.

9.3.1. Draft Strategic Directions 2017-2022

Bill presented draft Strategic Directions for 2017-2022 for Board review and acceptance, noting that there are three directions compared to seven in the 2011-16 plan.

Decision: The Board received, reviewed and accepted the Strategic Directions 2017-2022 as presented.

Following Board acceptance, the Operation Committee will develop the larger 2017-2022 Strategic Planning document for review in October/November.

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

9.4. Health Links

Report from Noreene Adam re May 28th 2017 Governance Forum in Smith Falls was copied to all.

9.5. NL Joint Planning Committee - no meeting/report

9.6. WB Joint Planning Committee – no meeting/report

10. Informational Items

10.1. Board and Administrator – July 2017

10.2. Board and Administrator – August 2017

10.3. Board and Administrator – September 2017

10.4. Whitewater News – 2 articles 10 Aug 2017

10.5. Champlain Local Health Integration Network

10.6. AOHC Letter re Physician Services Agreement negotiations

- A discussion followed about the intent and direction of letter sent to the OMA from Adrianna Tetley (AOHC) regarding Physician salaries. John will be attending the next ED network meeting and will try to get feel on overall reaction to this letter.

10.7. WBCHC thanks the Buchanan Family

11. Availability for Cheque Signing - Nic (away Oct 6-16th), Tom, Warren and Tracy are available.

12. Date of Next Meeting – Board Meeting - Tuesday, October 24, 2017 at NLCHC.

Respectfully submitted,



Tom Baumgartner
Chair, Board of Directors



Joanne Foster-Komendat
Recorder