



Land Acknowledgement Statement

We acknowledge that the land where we work and gather is the traditional unceded territories of the Indigenous nations who have lived on these lands since time immemorial. In particular, we acknowledge the Anishnaabeg (Ah-nish-in-a-bek), Huron-Wendat, Haudenosaunee (Ho-den-no-show-nee), Oneida, and Algonquin peoples. We are grateful to live and work on this land, and to work in allyship with Indigenous communities. Let us learn from the Indigenous caretakers of this land about the sacred relationships and responsibilities that we have to each other and to these beautiful lands that give us what we need to live a healthy life.

Board of Directors Meeting Minutes

January 23, 2024 @ 3:00 p.m.

Present: Tom Baumgartner, Bruce Brough, Carole Devine, Nick Dibdin, Jean Dunning, Miriam Hunt, David Moat, Kim O'Connor, Jan Paul Barr, Mary Lou Pratt, Lesley Scharf

Regrets: Kim Groskleg, Tandrae Knapp

Staff: Sarah Sark, Becky Walker (resource)

1. **Welcome:** Jean welcomed everyone and thanked them for attending the meeting at 3:00 rather than 3:30 to allow for a generative discussion regarding the current Planning & Review Committee.
 - 1.1. **Land acknowledgement statement:** Jean reminded those gathered that we are grateful for the Indigenous stewards of this land we live and work on. She expressed her hope that we live in allyship and become better stewards of this land.
 - 1.2. **Confirmation of quorum:** Jean confirmed quorum with 11 Board members present.
2. **Approval of agenda:** Agenda approved with two additions: Tom asked that the Executive Committee report be added under the Governance Committee report, and Sarah asked that an in-camera session be added following her CEO report, which contains information on an embargoed announcement which is not yet public.
 - 2.1. **Conflict of interest:** Jean noted that attendees can declare a conflict at any time during the meeting.
3. **Approval of minutes:** Minutes of the Nov. 28, 2023, Board meeting were approved as presented. Tom noticed that the Governance Committee did not discuss accreditation in January as directed in the Board minutes; it has been added to the February Governance Committee meeting agenda.
4. **Business arising from minutes:**

4.1. ReconciliACTION: As follow up from discussion at the November meeting, Jean asked Board members for their input on updating the land acknowledgement process for Board and Committee meetings. Several ideas were shared:

- Inviting a representative from the local Indigenous community to speak.
- Increasing efforts to recruit Indigenous representatives for the Board and committees.
- Engage a consultant to help the Board move from words to action.

Sarah shared the new process at all-staff meetings; staff volunteer to share something meaningful that relates to Indigenous culture or reconciliation (for example, a book, podcast, movie, event, etc.). The Board agreed to adopt this process until the end of the term: Miriam, Mary Lou, Lesley, David, and Bruce all volunteered. Jean to follow up and confirm who will speak when.

4.2. Board retreat update: Jean reported that the working group (Jean, Tom, Bruce, and Kim Groskleg) met and discussed a few possible options. They are suggesting a full day retreat with sessions in the morning and afternoon. The morning would include a speaker on Governance risk management, while the afternoon will include a refresher on consensus decision-making. The group has identified speakers for both sessions and will follow up. It was suggested that the retreat take place at the Calabogie Peaks resort with a tentative date in late May (Saturday).

5. New business:

5.1. Photo shoot: Jean reported that Kara would like to do a photo shoot with the Board for recruitment purposes; it might take place during the retreat in May. Jean asked if anyone has objections to having their pictures taken to let her know.

6. Board workplan items for January:

- **Commence nomination process - Nominating Committee to determine membership needs for upcoming Board:** Jean briefly outlined the recruitment process and noted it begins this month. She will follow up with Kara to determine the meeting date for the committee.
- **Board meeting evaluation survey:** Becky confirmed that the evaluation survey link is in the agenda, and asked that everyone please submit their feedback with regards to this meeting.

7. Report from the Chief Executive Officer: Sarah shared her report and highlighted top of mind items. She noted that Ontario Health has not released what the governance structure of OHTs will look like, so no action by the Board is required at this time. She would recommend reaching out to other Boards in our OHTs and maintaining good relationships. Sarah will share the slide deck with update priorities from the recent OHT webinar.

The Board went in-camera at 3:38 p.m. to discuss a confidential item in the CEO report.

The Board came out of camera 3:51 p.m.

BREAK

8. **Finance Committee report:** Kim O'Connor noted that the committee will meet on February 12.
9. **Governance Committee report:** Tom presented the January 10, 2024, Governance Committee meeting minutes to the Board for information. He asked the Board to review and approve policy 6.01.13 Guests and Delegations at Board Meetings, noting that the committee did not recommend any changes. The Board approved the policy. Tom reported that during review of policies at the last Governance Committee meeting, questions arose regarding the legality of one of the policies. The Executive Committee met in-camera to discuss this issue and decided to engage a lawyer to review and provide guidance. Updates to the Board will be provided once the lawyer has reviewed our existing policy and related documents. The Governance Committee also discussed revising the complaints report; Sarah shared an example of a complaints report from another CHC and noted that we will be including a more balanced report moving forward, with complaints and compliments. Tom reported that Governance approved the change and recommends we use this format moving forward.
10. **Renfrew County Healthier Community Committee report:** Miriam noted that the committee will meet on January 25.
11. **Planning & Review Committee report:**
 - 11.1. **Generative discussion: what is the future of Committee X (formerly the Planning & Review Committee)?** Carole shared a brief history of the Planning & Review Committee and thanked current members for their ongoing efforts to determine a direction. She opened the floor to talk about possible roles and responsibilities for this committee. A half-hour discussion took place, with Board members considering the pros and cons of various ideas. Advocacy was suggested as a possible area of focus. Carole thanked everyone for their input. She will bring this feedback to the next committee meeting to help develop a new Terms of Reference. Jean suggested if anyone has additional input, they can email Carole.
12. **Nominating Committee report:** Jean to follow up with Kara to determine meeting date.
13. **Alliance Liaison report:** Bruce presented the Alliance request for resolutions (due February 23). He recommended submitting a resolution on rural transportation. Jean suggested that given the tight timeframe, it's unlikely we would be able to submit the resolution in time for the upcoming Alliance AGM in early June. The Board decided to review the resolution process, draft a resolution, and submit it next year. Bruce noted that the Alliance is planning to set up a committee for rural organizations, in response to the demand from several rural CHCs for better representation. Jean reminded new Board members to reach out to their mentors if they have any questions about the Alliance AGM, resolutions, or anything else.



14. Availability for cheque signing: Tom, Jean, and Kim O'Connor indicated they are all available.

15. Next meeting:

- February 27, 2024, on Zoom:
 - Presentation: 3:00 p.m. (Lung Health)
 - Board meeting: 3:30 p.m.