ConnectWell
COMMUNITY HEALTH

Board of Directors
Meeting Minutes

<u>Shared Services Presentation</u> at 2:30 – Tim Moran

May 26 Board Meeting at 3p.m.- Lanark Location (207 Robertson Dr)

Attendees: Mary Lou Pratt, Wayne Stryde, Jean Dunning, Bruce Brough, Shari Glenn, Jan Paul-Barr, Lesley Scharf, Gerry Van Loon, Kim O'Connor, Stephen Bird
Staff: Sarah Sark, **Resource:** Melanie Webber
Regrets: Nick Dibdin

1. Welcome Board Members and Guests:
   - 1.1 Land acknowledgement statement: Wayne Stryde
   - 1.2 Confirmation of quorum: quorum was confirmed
2. Approval of agenda:
   - o The agenda was approved with the addition of 9.2 Secretary/Treasurer appointment
   - 2.1 Conflict of interest: none declared throughout the meeting
3. Approval of minutes:
   - 3.1 Approval of Board minutes from <u>April 28, 2026</u>
     - o Minutes were approved with the change to 6.1 "Shari Glenn will serve as Vice Chair" … to "Shari Glenn has agreed to serve as Vice Chair for the following term and will be added to the elections at the annual meeting for this position".
4. Standing Item:
   - 4.1 Metrics Working Group Update
     - o A summary of the work done in this group was requested and will be made available.
5. New business
   - 5.1 Discuss review and sign-off process for the Quality Improvement Plan
     - o As the QIP is due by April 1st to the ministry, it will be added to the Board workplan for March going forward for review and approval.
   - 5.2 <u>Special Meeting Update</u>- Board member resignations were noted and appointment of interim members at the special meeting were as follows:

- Stephen and Kim were appointed as interim members and consensus was made at the Special meeting on May 19th that this appointment is until the annual meeting.

- Exit interviews will be conducted. An in-person is preferred; if this option is declined, a survey can be sent out. Documentation on results and/or outcomes will be discussed in the fall.

5.3 Follow-up from Retreat - Adrianna's presentation and Resolution Draft proposal
- See 9.3

6. Board workplan items for May:

6.1 Review results of annual Board evaluation survey presented by Governance Committee
- It was agreed that the Board evaluation questions will be reviewed prior to next year's survey. The intent is to develop a shorter, more focused survey with clearly defined metrics that encourage constructive feedback and support meaningful evaluation outcomes. A small working group will be created to review the questions.

6.2 Board meeting evaluation
- Board members to complete the linked meeting evaluation

6.3 Ensure that governance documents are in place for Annual Meeting (except audited financial statements)
- A reminder to send the annual committee reports to Melanie by June 1st

6.4 Schedule joint Board/Finance Committee meeting in June to approve audited financial statements
- Meeting scheduled for June 2nd - 3-4:30 pm

7. Report from the Chief Executive Officer

8. Finance Committee report

8.1 Joint Finance/Board meeting on June 2nd, 3:00-4:30 p.m.
8.2 If needed, Next Meeting June 16 -2-3pm

9. Governance Committee report

9.1 May 6, 2026, Draft meeting minutes
9.2 Interim Secretary/Treasurer nomination
- Consensus was made for Bruce to be appointed as the interim Treasurer/Secretary for the remainder of this year (until the Annual meeting)

9.3 Policy Governance Model

- In follow up from the Board Retreat, a recommendation was brought forward to approve working with Adrianna Tetley, governance coach, to transition to a policy governance model. All members provided approval (1 member stepped aside) A working group will be established, and Mary Lou, Jean, Wayne, Gerry, and Shari have volunteered to participate in the group.
- As part of this working group, the governance policies will be reviewed to prepare for accreditation.

9.4 Eligibility criteria

- Consensus was made on adding a new eligibility criterion to Board recruitment that states that a former staff member may not join the Board for a period of two years following their end of employment
- A recommendation was brought forward to include the following language in the bylaw "*Board Directors must be at least 18 years of age and live, work or volunteer within the communities broadly served by ConnectWell Community Health. Members of the professional staff, employees and their spouses, children, parents or siblings are not eligible to serve unless permitted by consensus of the ConnectWell Board of Directors.*" There was not consensus on this matter and further discussion, and clarity will be sought in a future meeting.

10. QRS Committee report

10.1 May 14. 2026.Draft meeting minutes

- A recommendation was brought forward to suspend the Metrics working group- all members provided consensus to do so
- A recommendation was brought forward to suspend the QRS Committee- all members provided consensus to do so.
- A recommendation was brought forward to suspend the Advocacy Committee- all members provided consensus to do so

11. Nominating Committee report

11.1 April 21, 2026, Draft meeting minutes

11.2 May 11, 2026, Draft meeting minutes

- Succession planning: Nominating Committee to receive requests from returning Board members regarding Executive or Committee Chair positions

12. Alliance Liaison report

- No resolutions are needed for this year as Alliance is changing the processes.
- Sarah and Bruce will be attending this year's Alliance conference on June 2-4

13. In camera: Chair reports on CEO performance appraisal as per policy 6.01.09

14. Information items: News Release

15. Next meeting:
    - Joint Finance/Board Meeting - June 2, 2026, 3-4:30 PM (virtual)
    - Annual Meeting - June 23, 2026, 2:30-5:00 PM at Carleton Place (30 Bennett St.)