

Present: Jacques Pelletier (Board Chair), Liz Snider, Ian Donald, Bob Long, Janet Cosier, Michèle Le Blanc, Terry Lee, Terry Gilhen, Kenna McCall, Deb McGuire, Kelly Robinson (Director, Primary Care), Onalee Randell (Director, Community Services), Anne Caron (Director, Corporate & Administration Services), Jane Page-Brown (recorder)		
1.	Welcome, regrets & absences	Board Chair, Jacques Pelletier called the Board to order at 5:27pm Regrets: Peter McKenna and Phil Fortier
2.	Approval of Agenda	No changes to the agenda MOTION: that the agenda be approved Moved by Liz Snider, seconded by Terrence Gilhen, Carried.
3.	Declaration of Conflict of Interest	None declared
4.	Approval of Board minutes	MOTION: That the October 23, 2017 Board meeting minutes be approved, Moved by Ian Donald, seconded by Terrence Gilhen, Carried.
5.	Remarks from Board Chair	The Chair expressed condolences from the Board to Peter and his family on the passing of his sister. The Annual CP Holiday Train event took place yesterday and as anticipated, given it was held on a weekday evening, the crowds were lower than usual. As a result donations are down and there will be a need to make up the shortfall in the coming weeks. RCHS staff were commended for their work leading up to and in carrying out this event. A reminder that there are 2 key items on tonight's agenda: - 2017-18 Operational Plan Q2 Results - Staff compensation plan
6.	Consent Agenda	MOTION: that the consent agenda be approved as presented Moved by Michèle Le Blanc, seconded by Bob Long, Carried.
	a.	Executive Committee
	b.	Finance Committee
	c.	Community Engagement Committee No report
	d.	Nominating Committee Deb McGuire was introduced as the Chair of the Nominating Committee. She advised the members in attendance that she would be following up with each Board member to assess their intentions for the next term. Although it is early, the Nominating Committee would like to get an idea if there will be any additional upcoming vacancies.
	e.	Executive Director report No report
	f.	Board Chair report
7.	Collaborative Governance	Janet Cosier reported that the Collaborative Governance Forum is scheduled for this Friday Dec 1. There are a record number of registrants (60) for this event. However, there is room if anyone has not registered yet and would like to attend. Several Board members indicated they plan to attend.

8.	New Business	
	a. RCHS Compensation Plan	<p>Anne Caron provided a summary of the information reviewed by the Finance Committee in recommending the adoption of the RCHS Compensation Plan:</p> <ul style="list-style-type: none"> - The AOHC commissioned the Korn Ferry Hay Group to review salary structure of selected positions across the primary care sector to refresh the salary structure for 2017 - A 5% uniform increase was recommended between the 2012 scale and the 2017 scale - Goal is to bring all RCHS staff positions as close as possible to the 2017 Hay salary scales - Positions reflecting the biggest gap between current salary scales and the 2017 salary scales will receive the biggest salary adjustments (e.g. Nurse Practitioners, Dietitians) - Management increases are capped at 3.5% - All staff, irrespective of current gap to Hay 2017 will receive a minimum of 1% salary increase - Benefits budget increased to 22% from 21% - Expect to see new funds each year and to continue to move people along the pay scale <p>The Chair emphasized that it was good to see staff receiving this increase and getting recognized for the work that they do. The Board was in agreement and endorsed the proposed compensation plan.</p> <p>MOTION: That the RCHS Compensation Plan be approved as presented.</p> <p>Moved by Terry Lee, seconded by Ian Donald, Carried.</p>
	b. Policies	<p>GOV 60 Code of Conduct GOV 201 Feedback GOV 301 Appointment of Auditors GOV 302 Banking, Investments and Signing Authority</p> <p>MOTION: That the above policies be approved as reviewed.</p> <p>Moved by Janet Cosier, seconded by Deb McGuire, Carried.</p>
	c. RCHS Board Strategic Issues Work Group	<p>The Chair commented that the November 13th meeting allowed for a full discussion on issues, not always afforded in the regular Board meeting timeframe. He concluded that it was apparent at the conclusion of the meeting that a strategic transformation committee was not what was needed, rather a forum to have more in-depth discussions on key issues as identified by the Board.</p> <p>Bob Long, who chaired the meeting, was invited to comment from his perspective. He reported that he had done some research on the “Committee of the Whole” concept and found that it was aligned with many of the observations of those in attendance on November 13th as to the type of forum that the Board may want to adopt going forward to support such discussions.</p>

		<p>He outlined some of the key features of the Committee of the Whole structure:</p> <ul style="list-style-type: none"> - Meetings are a less formal forum for discussing concerns - Staff may attend to present/speak to their reports and answer questions - Does not have authority to initiate an action; rather reviews and gathers information on behalf of the Board relative to a particular topic - Recommendations may be put forward to the Board for consideration - Public attendance and participation is encouraged <p>Board members were asked to reflect on the November 13th meeting either as a result of their participation or with respect to their review of the meeting notes.</p> <p>General comments/observations:</p> <ul style="list-style-type: none"> - Excellent presentation by the Executive Director summarizing current projects and timelines - No identified areas where increased Board support is needed at this time - Suggestion that as time passes and reports are produced more updates on these and other projects should follow - Suggestion that quarterly reviews following similar format may be useful - Currently waiting for decision re: approval to move to Phase 2 for the community hub; more information is being gathered and will be submitted to the capital branch by Dec 14th - Awaiting response from the SE LHIN regarding a request for support for the completion of a business case for the residential hospice - Suggestion that Board may carry out other activities in the interim; advocacy with local politicians leading up to the next election, exploring the development of a foundation, exploring alternatives for developing the community hub if unsuccessful with the capital submission - Plan remains for a formal announcement early in the New Year re: the community hub proposal <p>Comments re: content of the meeting for future consideration:</p> <ul style="list-style-type: none"> - Good opportunity to discuss issues and hear other points of view; what is the next step? - Would like continued dialogue on the Board role as new opportunities present themselves (i.e. role of the Board in determining what initiatives RCHS gets involved in, etc.) - Meeting provided an opportunity for the Board to pause and reflect; do its due diligence - Information provided to the Board to stay informed about what is coming in the next quarter or two - Acknowledgement that the system is rapidly changing; important for Board to stay informed - Continued information on the master plan and the role of the Board; in order to prepare - RCHS continues to evolve and respond to government and LHIN expectations - Discussions re: Board response (i.e. changes to governance structure) will be fueled by timely information - Having strategic initiatives documented helps to identify areas of overlap and needed resources (e.g. funding) - Acknowledgment that timelines and milestones are often influenced/led by government so not always predictable or within control of RCHS - Recommendation that Committee of the Whole structure be considered as part of the governance/committee review
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	d.	New Board member orientation check-in	<p>New Board members were invited to provide feedback on their orientation to date and if they would like any additional support or information.</p> <p>Comments:</p> <ul style="list-style-type: none"> - Overall good experience with information provided at meetings - In some instances would like more detailed information - Generative discussions are informative and enjoyable - Slides presented at the strategic transformation/issues meeting would have been helpful as part of the initial orientation session as they provide a good foundation re: RCHS projects <p>The Finance orientation is on Thursday November 30th at 11:00am. Although scheduled for new board members, all are welcome to attend.</p> <p>The Chair encouraged new members to bring forward further comments/questions as they arise.</p>
9.	Business Arising		
	a.	RCHS Board Governance – Frequency of Board and Committee Meetings	<p>Janet Cosier spoke to the background document which was presented as part of her preliminary research for this review. She highlighted the following considerations in addition to the potential committee structure outlined in her report:</p> <ul style="list-style-type: none"> - RHCS Board is a governance Board – not operations - A mature Board with a competent and mature executive team; strong internal controls are in place - May need to consider other committees/working groups to support management (e.g. foundation development) - Overall potential for fewer meetings - Scope of committee work is crucial – committee does heavy lifting - Chairs of committees would report to the Board – and outline key elements <p>The Chair emphasized that no decisions are expected at this meeting. He suggested further review and action be considered after the accreditation review in April 2018.</p> <p>Questions and comments:</p> <ul style="list-style-type: none"> - Further exploration needed re: the extent to which board governance involves providing direction in relation to fulfilling its oversight role - What is the role of the Board in representing the community? - Will fewer meetings make it difficult to form relationships with Board colleagues and hinder decision-making? - There may also be increased web interface between members operating as working groups - Fewer meetings may help with recruitment - Lots of effort needed to maximize the work of the committees (solid TOR and adherence to work plans) - Board maintains ultimate accountability for the work of committees - Will it increase work load of Chair and the Executive Director (and staff?) - May need to address restructuring of Board Officer roles (e.g. reallocating responsibilities of Chair and Vice Chair)

		<ul style="list-style-type: none"> - Current operations may be ideal for a new structure but as new projects evolve may actually need more meetings - Need to remain flexible; consider standing committees, ad hoc committees as need dictates - Agreement that the background information is useful and a good starting point - The Chair requests all to continue to consider the ideas presented and flow any additional comments, resources to Janet for consideration going forward.
10.	2017-18 Operational Plan Q2 Update: report, explanations, Q&A discussion	<p>Kelly Robinson presented slides titled “Proactive Business Planning Cycle - A Quality Improvement Approach. She described an approach she is testing which focuses on improving the planning process by increasing proactive conversations throughout the year.</p> <p>Discussion questions and comments:</p> <p>Question from the Board re: management techniques for managing and planning for the next year recognizing the three strategic issues?</p> <ul style="list-style-type: none"> - New layer of management – allows for high level planning when managers oversee the programs - Getting managers up to speed takes significant investment - Differentiate between operational activities (service agency) and projects and plans - Assessing the resources needed for key initiatives (e.g. business case will identify what is needed for the residential hospice development which will identify resources required) - Acknowledgement that the residential hospice is a unique/new business for RCHS - Consideration and planning needed to merge it within the RCHS structure <ul style="list-style-type: none"> - Observation that the client experience survey yielded excellent results. - However still a question of access and a perceived lack of access in the Merrickville community as evidenced by feedback some Board members receive from community members - Kelly Robinson presented slides demonstrating some significant achievements re: access in the past 2 quarters - Question whether a plan is needed to address misunderstanding in the Merrickville community - Suggestion that perhaps community expectations need to be ‘informed’ via outreach activities - Discussion re: potential messaging activities (e.g. submissions to the Merrickville Phoenix) - Management noted ongoing challenges in resourcing communication activities <p>The Chair complemented the Directors on a very comprehensive report and suggested there be a motion to congratulate staff on the operational plan results to date. Motion to congratulate staff and accept the 2017-18 Operational Plan Q2 Update</p> <p>Moved by Michèle Le Blanc, seconded by Ian Donald , Carried.</p>
11.	Meeting Evaluation – Ian Donald	<p>Summary of meeting evaluation results from the October 23rd Board Meeting:</p> <ul style="list-style-type: none"> - 50 % response rate <p>Re: Documentation</p>

		<ul style="list-style-type: none"> - most respondents satisfied with timing; and format - Noted that it was a shorter turnaround for documentation as the meeting was on a Monday - Ongoing structural problem for the consent agenda with the timing of the finance meeting <p>Re: Agenda items</p> <ul style="list-style-type: none"> - Enjoyed the hospice discussion and the guest participation - Suggestion to include policy review in consent agenda - Consider adding business arising section to the agenda for follow up communications - Suggestion to increase opportunities for full discussions on key topics that shape service delivery - Guest participation very helpful - More engagement of senior staff in Board discussions - Identified future agenda items at each board meeting - Request to include electronic copy of feedback form with each agenda package
12	Future agenda items:	<ul style="list-style-type: none"> - Further discussion on the Governance structure - Harm reduction generative discussion – to be confirmed (January or February)
13.	Meeting Adjournment	<p>MOTION: That the meeting be adjourned at 7:10 Moved by Liz Snider</p> <p style="text-align: right;">Carried</p>
14.	Next Board Meeting	<p>Tuesday January 23, 2017 Location: Smiths Falls CHC (Community Room) 5:00 Dinner 5:30 Meeting</p>

Approved by: _____
Chair

Secretary