



f. Board Chair report

Collaborative Governance

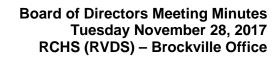
7.

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) Welcome, regrets & absences Board Chair, Jacques Pelletier called the Board to order at 5:27pm 1. Regrets: Peter McKenna and Phil Fortier Approval of Agenda No changes to the agenda 2. MOTION: that the agenda be approved Moved by Llz Snider, seconded by Terrence Gilhen, Carried. 3. **Declaration of Conflict of** None declared Interest **Approval of Board minutes** MOTION: That the October 23, 2017 Board meeting minutes be approved, Carried. Moved by Ian Donald, seconded by Terrence Gilhen, The Chair expressed condolences from the Board to Peter and his family on the passing of his sister. Remarks from Board Chair 5. 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 Consent Agenda MOTION: that the consent agenda be approved as presented Moved by Michèle Le Blanc, seconded by Bob Long, Carried. **Executive Committee** Finance Committee Community Engagement No report Committee 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. **Executive Director report** No report

Janet Cosier reported that the Collaborative Governance Forum is scheduled for this Friday Dec 1.

and would like to attend. Several Board members indicated they plan to attend.

There are a record number of registrants (60) for this event. However, there is room if anyone has not registered yet





8.	Ne	w Business		
	a.	RCHS Compensation Plan	Anne Caron provided a summary of the information reviewed by the Finance Committee in recommen of the RCHS Compensation Plan:	ding the adoption
			 The AOHC commissioned the Korn Ferry Hay Group to review salary structure of selected position 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 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 The Chair emphasized that it was good to see staff receiving this increase and getting recognized for the do. The Board was in agreement and endorsed the proposed compensation plan. MOTION: That the RCHS Compensation Plan be approved as presented. 	receive the
			Moved by Terry Lee, seconded by lan Donald,	Carried.
	b.	Policies	GOV 60 Code of Conduct GOV 201 Feedback GOV 301 Appointment of Auditors GOV 302 Banking, Investments and Signing Authority	
			MOTION: That the above policies be approved as reviewed.	
			Moved by Janet Cosier, seconded by Deb McGuire,	Carried.
	C.	RCHS Board Strategic Issues Work Group	The Chair commented that the November 13 th meeting allowed for a full discussion on issues, not always the regular Board meeting timeframe. He concluded that it was apparent at the conclusion of the meeting strategic transformation committee was not what was needed, rather a forum to have more in-depth dissues as identified by the Board. Bob Long, who chaired the meeting, was invited to comment from his perspective. He reported that he research on the "Committee of the Whole" concept and found that it was aligned with many of the obsein attendance on November 13 th as to the type of forum that the Board may want to adopt going forward discussions.	ting that a scussions on key had done some ervations of those



He outlined some of the key features of the Committee of the Whole structure:

- 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

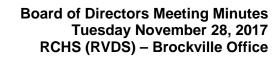
Board members were asked to reflect on the November 13th meeting either as a result of their participation or with respect to their review of the meeting notes.

General comments/observations:

- 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

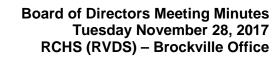
Comments re: content of the meeting for future consideration:

- 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





	d.	New Board member orientation check-in	New Board members were invited to provide feedback on their orientation to date and if they would like any additional support or information.
			Comments: 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 The Finance orientation is on Thursday November 30 th at 11:00am. Although scheduled for new board members, all are welcome to attend.
			The Chair encouraged new members to bring forward further comments/questions as they arise.
9.	Bu	siness Arising	
	a.	RCHS Board Governance – Frequency of Board and Committee Meetings	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:
			 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
			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.
			Questions and comments:
			 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)





		 Current operations may be ideal for a new structure but as new projects evolve may actually 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 or resources to Janet for consideration going forward. 	3
10.	2017-18 Operational Plan Q2 Update: report, explanations, Q&A discussion	Kelly Robinson presented slides titled "Proactive Business Planning Cycle - A Quality Improvement described an approach she is testing which focuses on improving the planning process by increasin conversations throughout the year.	
		Discussion questions and comments:	
		Question from the Board re: management techniques for managing and planning for the next year restrategic issues?	ecognizing the three
		 New layer of management – allows for high level planning when managers oversee the program - 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 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 Observation that the client experience survey yielded excellent results. 	
		 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 feedback some Board members receive from community members Kelly Robinson presented slides demonstrating some significant achievements re: access in the 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 	Í
		The Chair complemented the Directors on a very comprehensive report and suggested there be a nacongratulate staff on the operational plan results to date. Motion to congratulate staff and accept the 2017-18 Operational Plan Q2 Update	
11.	Mooting Evaluation Inc	Moved by Michèle Le Blanc, seconded by Ian Donald, Summary of meeting evaluation results from the October 23 rd Board Meeting:	Carried.
	Meeting Evaluation – Ian Donald	- 50 % response rate Re: Documentation	



Approved by: _

Chair

Board of Directors Meeting Minutes Tuesday November 28, 2017 RCHS (RVDS) – Brockville Office

		Location: Smiths Falls CHC (Community Room) 5:00 Dinner 5:30 Meeting	
4.	Next Board Meeting	Tuesday January 23, 2017	
3.	Meeting Adjournment	MOTION: That the meeting be adjourned at 7:10 Moved by Liz Snider	Carried
2	Future agenda items:	 Further discussion on the Governance structure Harm reduction generative discussion – to be confirmed (January or February 	
		- Request to include electronic copy of feedback form with each agenda package	
		- Identified future agenda items at each board meeting	
		- More engagement of senior staff in Board discussions	
		- Guest participation very helpful	
		 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 	
		- Suggestion to include policy review in consent agenda	
		- Enjoyed the hospice discussion and the guest participation	
		Re: Agenda items	
		 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 	
		- most respondents satisfied with timing; and format	

Secretary