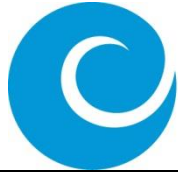
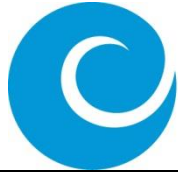


<b>Present:</b> Graeme Bonham-Carter (by phone), Pam Blackstock, Don Dutton, Wendy Quarry, Ainsley Charles, Christina Dolgowicz, Tom Rankin, Jan Hopkins, Peter McKenna (Executive Director), Judy Harting (recorder), Mike Bell (Director, Primary Health Care)		
1.	<b>Welcome, regrets &amp; absences</b>	Tom Rankin chaired the meeting and welcomed everyone. Quorum was in place. Regrets: Wynn Turner, Bill Lough, Rod Fournier, John Mundy
2.	<b>Approval of Agenda</b>	Item 6b. before operational plan add “proposed new strategic direction” <b>MOTION: Moved by Don Dutton, seconded by Jan Hopkins, That the agenda be approved as revised</b> <span style="float: right;"><b>Carried</b></span>
3.	<b>Declaration of Conflict of Interest</b>	None declared
4.	<b>MSAA Indicator Performance CHCs</b>	Mike Bell, Director of Primary Health Care, gave an overview of results regarding Quality Improvement, new clients and capacity, MSAA past, present & future, and other improvement projects/priorities. The Board expressed their appreciation for this presentation, which will be sent to the Board.
5.	<b>Board Quality Committee**</b>	
	a. Accreditation update**	In Wynn Turner’s absence, Peter McKenna reported that all documentation for accreditation has gone through an internal quality check and will be sent to CCA review team tomorrow. The next steps for the Board will be interview preparation for Board members.
6.	<b>Items for Discussion</b>	
	a. Board Orientation Feedback**	Deferred
	Strategic Directions update	On February 21, management met with six board members to review the RCHS 2012 – 2017 strategic directions. Directors concluded that the current strategic directions are still relevant; a new sixth strategic direction “Work together to improve our Local Health Care System” focusing on the RCHS commitment to the Rideau-Tay Health Links, and working to improve the local health system was added. <b>MOTION: moved by Pam Blackstock, seconded by Jan Hopkins, That the proposed strategic direction “Work together to improve our Local Health Care System” be added to RCHS strategic plan.</b> <span style="float: right;"><b>Carried</b></span> The updated strategic directions document will be distributed to staff and members and affiliated organizations, including to Boards represented at the January meeting.
	b. Draft Operational Plan including budget 2014-15 Process & Dates	Peter McKenna noted that next year’s Operational Plan will include progress on many of the 2013-14 items. Priorities for the coming year include access, Nightingale-on-Demand (NOD), the new medical record system being introduced in June, Ontario Healthcare Reporting Standards (year 2) and changes associated with Rideau-Tay Health Links.
	c. M-SAA 2014-2017	Changes made to the last MSAA were highlighted. Peter McKenna noted the emphasis on participating in Health Links in the agreement. The MSSA includes the budget approved by the board with the CAPS submission in November. The LHIN will adjust the budget to show approvals after that time. <b>MOTION: moved by Don Dutton, seconded by Wendy Quarry, That the Board Chair and Executive Director be directed to sign and submit the M-SAA 2014-2017 to the SE LHIN prior to the March 14 deadline.</b>
	d. AOHC Nominations for Constituency Directors**	Only one candidate, Bob Fletcher, is standing for election as a Constituency Director for the Eastern Constituency.



			<b>MOTION: moved by Christina Dolgowicz, seconded by Ainsley Charles, That the Board Chair be directed to support Bob Fletcher as a candidate. Carried</b>
7.	Other Business n/a		
8.	Reports		
	a.	Executive Committee**	
		i. GOV 10, 20, 60, 61, APP A	<p>Changes were proposed to ensure policies are consistent with bylaws, CHC standards and MSSA requirements. Jan Hopkins reviewed GOV 10, Annual General Meeting, GOV 20, Board of Directors' Role and Responsibilities, GOV 60, Code of Conduct, GOV 61, Political Non-Partisanship, and APP A, Director Declaration. The revised APP A contains the previous GOV APP B, Oath of Confidentiality.</p> <p><b>MOTION: moved by Jan Hopkins, seconded by Ainsley Charles, That the proposed changes to policies GOV 10, GOV 20, GOV 60, GOV 61 , and GOV APP A be accepted. Carried</b></p> <p>There was discussion of GOV 130, Recruitment and Succession; recommendation will be brought to the Board at the next meeting.</p>
		ii. Proposed By-law changes	<p>It was noted that GOV APP A is also in the bylaws and should be removed. This proposed change to the by-laws will be brought back to board next month along with a change to the Letters Patent.</p>
		iii. TriCAS meeting	<p>Graeme Bonham-Carter and Peter McKenna met on February 17 with 5 board members and four staff of TriCAS regarding their interest in amalgamation. RCHS Management is in support of the merger, as it is aligned with the Health Links and LHIN integration mandates. There was discussion of the risks and benefits of proceeding with the integration. This is an opportunity to improve services for people with mental health/addiction related problems and primary health care needs. There was agreement that the items identified in the agenda for the meeting should be responded to by RCHS in writing.</p> <p><b>MOTION: moved by Jan Hopkins, seconded by Wendy Quarry, That the Chair and Executive Director write to the SE LHIN to advise of the intention by RCHS to proceed with the proposal to integrate with TriCAS within the fiscal year 2014 – 15. Carried</b></p>
	b.	Finance Committee**	<p>The surplus shown in the Financial Operation Results Executive Summary as of the end of January is mostly due to one-time funding. Anticipated year end surplus is minimal. Thanks were expressed to the staff for the clarity of report.</p> <p><b>MOTION: Moved by Don Dutton, seconded by Graeme Bonham-Carter That the financial report be accepted as distributed. Carried</b></p>
		i. Audit Committee	<p>This committee is composed of the Treasurer who sits as Chair, the Board Chair, another member of finance committee and a volunteer board member. The Treasurer will send an e-mail to directors looking for a volunteer to sit on this committee.</p>
	c.	Community Engagement Committee	<p>Wendy Quarry and Tom Beach met with three RCHS members who had attended the December Members meeting. Discussion items included a membership drive especially in Smiths Falls, the potential for members to serve on board committees (including Community Engagement committee), and a follow-up meeting to the one last held in Smiths Falls. Mary Hegan will join the CE committee. A web link to Health Links video was sent to all RCHS members.</p>



			A Bridges out of Poverty event is now proposed for the fall. Graeme Bonham-Carter and Mona Wynn plan to meet with an EMC reporter to promote interest in what is happening in RCHS. Smiths Falls' client membership posters are ready, and a revised membership form will be finalized at the next CE meeting.
	d.	Nominating Committee	Committee members are Pam Blackstock, Ainsley Charles, Wendy Quarry, Graeme Bonham-Carter & Peter McKenna. <b>MOTION: moved by Pam Blackstock, seconded by Don Dutton, That GOV 73, Nominating Committee Terms of Reference, be accepted as reviewed. Carried</b> The Recruitment strategy was reviewed. Two new skills were added to the board skills inventory: community engagement and organizational change management. Three director vacancies have been identified to date. Planned interview period is a week later than normal in order to accommodate accreditation.
	e.	Executive Director Report**	As distributed in package.
	f.	Report from Chair**	As distributed in package.
	i.	Legislative Compliance	Ainsley Charles has begun the review.
	ii.	40 <sup>th</sup> Anniversary working group	The working group consists of Graeme Bonham-Carter, Carole Roberts, Paula Hurtubise & Peter McKenna. A speaker who would draw members to the AGM is being discussed. A 40 <sup>th</sup> anniversary party is being planned for this fall.
<b>9.</b>	<b>Approval of Board minutes</b>		
	i.	January 28, 2014 meeting	The name of item 5b will be changed to "Draft Operational Plan including budget 2014-15 process and dates" and the first line will read (in part) "objectives for 2014-15" <b>MOTION: moved by Jan Hopkins, seconded by Don Dutton, That the January 28, 2014 board meeting minutes be approved as amended Carried</b> These minutes will be posted on the RCHS website.
<b>10.</b>	<b>Future Agenda Items</b>		<ul style="list-style-type: none"> <li>- Board Orientation Feedback</li> <li>- GOV 130</li> <li>- Letters Patent</li> </ul>
<b>11.</b>	<b>Meeting Evaluation</b>		<ol style="list-style-type: none"> <li>1. Comment on our ability to balance efficiency and effectiveness, such as allowing time for discussion: Heavy agenda but accomplished it all. Good meeting</li> <li>2. Do we feel we followed our appropriate governance role (versus getting into operations) and attended to our board strategic priorities and work plan? Yes</li> </ol> Completed by Jan Hopkins, given to Judy Harting for filing.
<b>12.</b>	<b>Meeting Adjournment</b>		<b>MOTION: Moved by Pam Blackstock, seconded by Don Dutton, That the meeting be adjourned at 8:21 p.m. Carried</b>
<b>13.</b>	<b>Date of Next Board Meeting</b>		March 25 2014 5 pm <b>MDCHC Community Room</b>

\*\* Calendar items for February

Approved by: \_\_\_\_\_

Chair

\_\_\_\_\_

Secretary