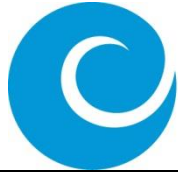
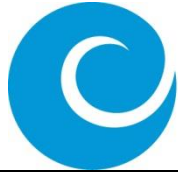




Present: Graeme Bonham-Carter, Pam Blackstock, Don Dutton, Wendy Quarry, Ainsley Charles, Christina Dolgowicz, Wynn Turner, Tom Rankin, John Mundy, Jan Hopkins, Peter McKenna (Executive Director), J. Harting (recorder), Staff: Jane Page-Brown, Anne Caron, Onalee Randell, Kelly Robinson (for first hour)		
1.	Welcome, regrets & absences	Graeme Bonham-Carter welcomed everyone. Quorum was in place. Regrets: Bill Lough, Rod Fournier
2.	Approval of Agenda	MOTION: Moved by Pam Blackstock, seconded by Ainsley Charles, That the agenda be approved as submitted Carried
3.	Declaration of Conflict of Interest	None declared.
4.	Board Quality Committee**	MOTION: moved by Tom Rankin, seconded by Jan Hopkins, That the Board move into the Quality Committee. Carried
	a. Accreditation update**	Wynn Turner invited Jane Page-Brown to discuss the report from CCA. She noted that only one small change in Policy was requested, concerning the consistency of treatment of file storage and disposal. This change needs to be submitted by June 16, followed by CCA review and a letter from CCA in early summer. With respect to governance, succession planning for the board is a leading practice suggestion and not a requirement for accreditation; all other requirements have been met. Succession planning and the commitment to diversity and inclusion in governance documents will be included in the Boar4d's workplan. The Board thanked staff for all the work to achieve this successful accreditation process. The accreditation team from CCA enjoyed their interaction with the staff and board and applauded the enthusiasm shown by all involved. The next accreditation will be in four years. Each year RCHS will submit a voluntary self-assessment which will come to the board for approval.
	b. Quality Improvement Plan Update	Onalee Randall noted that some changes in the Rideau Valley Diabetes Services is funded by the LHIN, and will fall under the MSAA requirements. The Service is looking to increase their unique client numbers by 5% this year. Unique clients are the number of clients; encounters are how many times people are seen. Onalee answered several questions regarding number of clients. MOTION: Moved by Tom Rankin, seconded by Wendy Quarry, That the Quality Committee be adjourned and we return to the Board meeting. Carried
5.	Items for Discussion	
	a. 2013-2014 Operational Plan results	The report is a compilation of information from all the management team for the Board's review. The document was seen to be very useful. Operational Plan results are reported to the Board twice a year. Questions and clarifications on several items were responded to by staff.
6.	Reports	
	a. Executive Committee**	Met on May 16.
	i. ED Performance Appraisal Update**	Policy GOV 30 regarding the ED evaluation has been reviewed and does not require any changes. The process is running a month late; Tom Rankin is still receiving responses from board members, external organizations, and staff who directly report to the ED. The report will be essentially the same as presented last year and will be discussed as first item at the Executive Committee meeting June 13 at 12:30. Any board member can attend that meeting at SFCHC. The report will be circulated to the board during the week of June 9 th .
	ii. Letters Patent and Bylaws Update	The original plan was to update letters patent to articles of incorporation in time for the RCHS 40 th anniversary and in conjunction with the new law regarding not for profit corporations. However, the new law may not be



		<p>proclaimed until 2016. The Chair suggested that changes be placed on hold until the new law comes into effect. By-law changes that were previously discussed, regarding removal of the reference to a director's declaration, need board approval.</p> <p>MOTION: moved by Jan Hopkins, seconded by Pam Blackstock, That the By-Laws of Rideau Community Health Services be amended as follows: Section 3.3f v), "the Director fails to sign the Director Declaration (Appendix A) at the first regular meeting following the AGM" be deleted.</p> <p>Part IX, Confidentiality: The sentences "Directors shall sign a Directors Declaration form (Appendix A) with respect to Corporation matters at the first meeting scheduled following the AGM. Failure to sign Appendix A is reason for removal from the Board of Directors" be deleted.</p> <p>Appendix A. the Director Declaration, be deleted. Carried.</p>
	b.	<p>Finance Committee**</p> <p>The ED noted that the possibility of extra LHIN funding for overwhelming administrative pressures at CHCs has been put forward; there will be no extra LHIN monies available for this purpose.</p>
	i.	<p>On-site Audit**</p> <p>The audit is progressing but not completed yet. No major issues have been identified but financial results aren't yet final. Preliminary figures indicate a 40K surplus as the result of two programs one-time funding allotments. Some procedural suggestions are expected.</p>
	ii.	<p>Board Audit Approval**</p> <p>Audit committee will meet with auditor on 2 June at 1 p.m. to approve the final figures; Board members are encouraged to attend the meeting. If a quorum of Board members attends, the report will be dealt with at that meeting. If not, the report will be sent to board by e-mail for approval.</p>
	iii.	<p>Insurance Renewal**</p> <p>Don Dutton and Anne Caron met with the insurance broker 11 May and reviewed the new insurance recommendation; the coverage will be the same as last year with a minor increase to the premium of approx. \$300.-400.</p>
	c.	<p>Community Engagement Committee</p> <p>EcoFair in Merrickville, Wendy Quarry, Tom Beach and Rod Fournier staffed the booth and had good community interaction discussions with people who were in attendance. Topics people would be interested in having discussion about were noted. Several other ideas were received regarding items that community members want to be involved in.</p> <p>The Car show has offered a booth.</p> <p>Bridges event will be October 2nd. Approximately \$2500 has to be raised to cover the costs for this event. The ED and Mona Wynn will approach several organization boards about supporting this initiative.</p> <p>New RCHS members will get a welcome letter that Christina Dolgowicz authored, along with several information pamphlets.</p> <p>A second letter that follows up on the fall Merrickville meeting event will be going out shortly.</p> <p>Fred McFarland attended a meeting about food hubs in the area and will keep informed about them.</p>
	i.	<p>Membership List**</p> <p>MOTION: moved by Wendy Quarry, seconded by Tom Rankin, That the membership list as circulated be approved for the Annual General Meeting. Carried</p>
	d.	<p>Nominating Committee</p>
	i.	<p>Slate of Board Nominees**</p> <p>Pam Blackstock thanked Ainsley Charles, Wendy Quarry and Graeme Bonham-Carter for participating and interviewing the 10 prospective board members. The four selected for nomination offered experience that fit</p>



			<p>well with the needs in the board skills assessments, and offered soft skills that will complement the board. Several candidates may re-apply next year and/or find other ways to help the board. Most candidates saw the ad in the EMC; applicants came from across the region.</p> <p>MOTION: moved by Pam Blackstock, seconded by Wynn Turner, That the board approve the new board members Ian Donald, Jacques Pelletier, Elizabeth Snider and Terry Lee for election to the board at the AGM. Carried</p> <p>GOV 40 changes will be sent out for e-mail approval.</p>
	e.	Executive Director Report**	<p>As submitted.</p> <p>Reference in the MOU between RCHS and the Smiths Falls Physician Recruitment Task Force will be changed from “business consultant” to “physician recruiter”. \$100K confirmed funding has now been put together, with 25% from the hospital, 50% from the SE LHIN, and 25% from the hospital foundation. The Hospital will supply office space, RCHS will supply the furniture, SF Chamber of Commerce will provide some one-off funding for specific items.</p> <p>MOTION: moved by Wynn Turner seconded by Ainsley Charles, That the Executive Director be directed to sign the MOU for physician’s recruitment Carried</p> <p>RTHL had 35 applicants for program manager position – at least 10 will go forward for review by the hiring committee.</p> <p>Mike Bell has moved to the Kingston General Hospital, Cancer Centre. Kelly Robinson has been appointed as Interim primary care director. The ED will review the organizational structure and determine how to proceed in the fall.</p> <p>Nightingale On Demand implementation is progressing; the “go live” date is in August.</p>
	f.	Report from Chair**	As distributed.
		i. Advertise AGM	Done
		ii. AGM Annual Report**	Input needed for printer by end of this week
		iii. Results of Board Evaluation	<p>9 successful submissions were received from Board members; average results compared against other boards. It would be more helpful to be compared against CHC boards only, as it is difficult to know how useful the comparisons are. The areas where RCHS scored lowest on the whole questionnaire concerned finances; this may need to be addressed in the future, perhaps at a board retreat. Graeme Bonham-Carter will identify questions that may be raised with the OHA about this experience. The possibility of the incoming Board chair’s conducting exit interviews of Board members leaving the Board was raised.</p>
		iv. RTHL Board to Board mtg. June 13	<p>Board members are invited to the Board to Board meeting June 13 at 8:30 – 12:00. Mary Woodman will bring client stories about client coordinated care plans, and the meeting will pursue some of the questions raised at the January meeting by the 13 organizations involved plus Lanark County representatives. Christine Peringer will facilitate. Such meetings should take place every 6 months; each board has been asked to appoint a champion to attend these meetings and take the information back to their boards. Graeme Bonham-Carter has offered to serve as RCHS lead for the coming year. Jan Hopkins will help with the minutes for this meeting. Graeme will forward an invitation to RCHS board members.</p>
9.	Approval of Board minutes		



	i. April 22, 2014 meeting	MOTION: moved by Jan Hopkins, seconded by Don Dutton, That the April 22, 2014 board meeting minutes be approved as distributed	Carried
10.	Future Agenda Items	GOV 35 Relationship between Board of Directors and Employees GOV 90 Composition of the Board GOV 201 Complaints GOV 202 Privacy Statement Board orientation tour Exit interviews with board members for continuous improvement for the board (Graeme or Tom will discuss this at the Executive meeting)	
11.	Meeting Evaluation	1. Comment on our ability to balance efficiency and effectiveness, such as allowing time for discussion. Did well 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 – operation plan was helpful. Completed by Christina Dolgowicz, given to Judy for filing.	
12.	Meeting Adjournment	MOTION: Moved by Ainsley Charles, seconded by Don Dutton, That the meeting be adjourned at 8:06 p.m.	Carried
13.	Date of Next Board Meeting	June 24, 2014 following the AGM - Merrickville Community Centre, 106 Read St. Merrickville	

** Calendar items for May

Approved by: _____
Chair

Secretary