



Present: S. Lal, R. Ridge, G. Kalopsis, J. Blums, J. D’Ilario, P. Fergus, A. Rudder, A. Rice, U. Tamberg, T. Riviere

Regrets: R. Payne

Staff: M. Ray-Daniels, J. Bonneville, M. Jackson (recorder)

ITEM	DISCUSSION	FWD	ACTION
Board Education Session	<p>Welcome and introductions to new board members.</p> <p>M. Ray-Daniels presented HIRO’s Enterprise Risk Management profile process and highlighted roles and responsibilities.</p> <p>M. Ray-Daniels presented an overview of HIRO’s Human Resources Profile and the results of the Winter staff survey.</p>		
Welcome	Call to order		
1. Approval of the Agenda	<p>Motion</p> <p>That the agenda be approved as circulated.</p> <p>Moved by: A. Rice Seconded by: A. Rudder All in favour Opposed: none</p> <p>Motion Carried.</p> <p>Declaration of Conflict of Interest</p> <p>No conflict of interest was declared.</p>		

<p>2. Approval of Consent Agenda</p>	<p>The following Committee meeting minutes were approved by members through the Aprio portal:</p> <ul style="list-style-type: none"> • Governance Committee Minutes June 1, 2023 • Quality Committee Minutes June 13, 2023 • Finance Committee Minutes June 15, 2023 <p>Motion</p> <p>That the Consent Agenda consisting of the following be approved:</p> <ul style="list-style-type: none"> • Board Meeting Minutes February 22, 2023 <p>Moved by: J. D'Ilario Seconded by: R. Ridge All in favour Opposed: none</p> <p>Motion Carried.</p>		
<p>3. Standing Agenda Items</p>	<p>A. Governance Committee Update</p> <p><u>Board Truth & Reconciliation Survey Results – April 2023</u></p> <p>R. Ridge advised that the Committee will follow up on governance-related actions and Management will take the other recommendations under advisement as part of the staff plan. Further work on this will be deferred until the fall due to the vacancy of the Executive Assistant position.</p> <p><u>Board Membership</u></p> <p>R. Ridge shared that Management will continue discussions with members to confirm intent prior to Annual Meeting and confirm Board intentions prior to next Board recruitment cycle. The head office may still be under construction for an in-person meeting, so Management will advise of the venue.</p>		

**3. Standing
Agenda Items**
continued

B. Finance Committee Update

Certificate of Compliance Q4 2023

G. Kalopsis reported that KPMG presented the Audit and Audit Findings Report to the Finance Committee. HIRO received a clean financial audit for year ending March 31, 2023 and the Certificate of Compliance was signed by Mila and Nadine and submitted for Q4.

Budget Update:

G. Kalopsis advised that Management brought forward the details of the prior year budget vs. actual and the projected 2023-2024 internal budget and noted ongoing work on the Bed Census document. G. Kalopsis shared that with the transition of the bulk of HIRO's funding from the Ministry of Health to Ontario Teams, there are delays in funding letters and base funding increases.

Foundation Transition Update:

G. Kalopsis reported that the approved Foundation Transition plan is underway and thanked S. Paulin and the directors for their work on this transition.

C. Quality Committee Update

Board Self-Assessment 2022 Results:

J.D'Ilario shared that the results were reviewed at the Quality Committee meeting and are now tabled at the Governance Committee for action, as per R. Ridge's update.

<p>3. Standing Agenda Items <i>continued</i></p>	<p><u>Bed Census:</u> J. D’Ilario noted the Bed Census document is instrumental in ensuring quality while balancing the budget.</p> <p><u>Quality Improvement Plan (QIP) 2023-2024 & Quality Dashboard:</u> J. D’Ilario commended the Management team on the new dashboard; approved in Feb ’23, and its ability to provide more timely and actionable reporting. It is management’s intentions to share this work with partners in the future.</p> <p><u>Insurance Policy:</u> J. D’Ilario shared insights in response to a question that was raised at the Quality meeting regarding insurance coverage and noted where to find the full policy on Aprio for further review.</p> <p><u>Accreditation:</u> J. D’Ilario shared that Management is working to research the best accreditation option for quality and value and will bring forward updates as they become available.</p>		
<p>4. CEO Report and Strategic Dashboard Q1</p>	<p>M. Ray-Daniels provided a COVID update and discussed changes to the health and safety protocols related to masking. Based on risk analysis and consultation with health and safety providers, masking is optional. Under physician advisement, some staff will be wearing masks during personal care with identified clients. HIRO’s screening process and COVID vaccination policy are still in place.</p> <p>M. Ray-Daniels led the discussion reviewing the strategic dashboard report for Q1 and answered questions.</p> <p>A video was shared of recent activities and featured a HIRO client story.</p>		

<p>5. Business Arising from the Minutes</p>	<p>N/A</p>		
<p>6. New Business</p>	<p>A. Strategic Plan Dashboard 2023-2024 – Q1 Review</p> <p>Motion That the Board approves the Strategic Plan Dashboard 2023-2024 Q1 Review, as presented.</p> <p>Moved by: J. Blums Seconded by: G. Kalopsis All in favour Opposed: none</p> <p>Motion Carried.</p> <p>B. Enterprise Risk Management Profile Report – April 2023</p> <p>Motion That the Board approves the Enterprise Risk Management Profile Report – April 2023, as presented.</p> <p>Moved by: R. Ridge Seconded by: A. Rice All in favour Opposed: none</p> <p>Motion Carried.</p> <p>C. Human Resources (HR) Dashboard</p> <p>Motion That the Board approves the Human Resources Dashboard, as presented.</p> <p>Moved by: A. Rice Seconded by: J. D’Ilario All in favour Opposed: none</p> <p>Motion Carried.</p>		

6. New Business

continued

D. HIRO By-Laws (RE: Corporate Seal)

Motion

That the Board approves the amended by-laws & policies as per legal advice to remove the reference to the corporate seal.

Moved by: A. Rudder

Seconded by: A. Rice

All in favour

Opposed: none

Motion Carried.

E. Board & Committee Annual Workplan Update (March 2023)

Motion

That the Board approves the update annual workplan which includes *Benchmarking performance against similar organizations* and *Regular review of individual Member contributions*.

Moved by: J. D'Ilario

Seconded by: A. Rice

All in favour

Opposed: none

Motion Carried.

F. Quality Indicators Q4 2022-2023

Motion

That the Board approves the Q4 results of the Quality Improvement Plan, as presented.

Moved by: J. Blums

Seconded by: J. D'Ilario

All in favour

Opposed: none

Motion Carried.

G. HIRO Audited Financial Statement

Motion

THAT the Board of Directors approve the Head Injury Rehabilitation Ontario audited financial statements as presented for the fiscal year ended March 31, 2023

AND THAT the President and the Chair of the Finance Committee be authorized to sign the financial statements on behalf of the Board of Directors

Moved by: A. Rice
Seconded by: J. Blums
All in favour
Opposed: none

Motion Carried.

H. HIRO Annual Reconciliation Report

Motion

That the Board approves the Annual Reconciliation Report.

Moved by: G. Kalopsis
Seconded by: A. Rudder
All in favour
Opposed: none

Motion Carried.

I. MSAA Declaration of Compliance 2022-2023

Motion

That the Board authorizes me, as Board Chair, to sign the Declaration of Compliance issued pursuant to the Multi-Sector Service Accountability Agreement that Head Injury Rehabilitation Ontario has fulfilled its obligations under the agreement.

Moved by: G. Kalopsis
Seconded by: A. Rice
All in favour
Opposed: none

Motion Carried.

	<p>J. MSAA Extension No.2 – September 30, 2023</p> <p>Motion</p> <p>That the Board authorizes me, as Board Chair, and M. Ray-Daniels, as CEO, to sign the CCA s. 22 Notice and Extension No. 2 of Multi-Sector Service Accountability Agreement (“Extending Letter”) from June 30th to September 30th, 2023.</p> <p>Moved by: J. Blums Seconded by: A. Rudder All in favour Opposed: none</p> <p>Motion Carried.</p>		
<p>7. Meeting Evaluation</p>	<p>S. Lal shared results from the February Board meeting evaluation indicating acknowledgement to all Board members for offering helpful and useful insights when completing the Governance Functioning Tool. Special Acknowledgment to Judy for her background and knowledge.</p> <p>S. Lal was also acknowledged for keeping the agenda moving forward and a special note thanking J. Page for her support.</p>		
<p>8. Adjourn</p>	<p>R. Ridge moved to adjourn.</p>		
<p>9. Next Meeting</p>	<p>Wednesday September 27, 2023</p>		