



**BOARD OF DIRECTORS  
MEETING MINUTES**

Video Conference – Zoom

Wednesday June 19, 2024 – 5:30PM – 7:00PM

**Present:** S. Lal, R. Ridge, G. Kalopsis, A. Rudder, J.Blums, T.Riveiere, MJ DeSousa, U.Tamberg, A.Rice

**Regrets:** J. D’Ilario, P. Fergus

**Absent:** P. Balasubramaniam

**Staff:** M. Ray-Daniels, J. Roberts (recorder), G.Imrie, J.Bonneville

**Guests:** *Brittney Masters*

ITEM	DISCUSSION	FWD	ACTION
<p><b>Welcome</b></p>	<p>Call to order</p> <p><b>Board Education Session:</b> Strategic Plan 2024-2029 and Strategic Dashboard <i>Presenter: Mila Ray-Daniels</i></p> <p>M.Ray-Daniels presented an overview of the strategic planning process, the draft strategic plan and dashboard and answered questions.</p>	<p>x</p>	<p>The Board recommended that the Key Success Factors identified in the strategic plan be renamed to Key Enablers for clearer understanding.</p>
<p><b>1. Approval of the Agenda</b></p>	<p><b>Motion</b></p> <p>That the agenda be approved as circulated.</p> <p>Moved by: G.Kalopsis Seconded by: J.Blums All in favour: all Opposed: none</p> <p>Motion Carried.</p> <p><b>Declaration of Conflict of Interest</b> No conflict of interest was declared.</p>		

<p><b>2. Approval of Consent Agenda</b></p>	<p style="text-align: center;"><b>Governance Committee Update</b></p> <p>G. Kalopsis provided an update from the Governance Committee. It was noted that the committee has endorsed four items for approval at this meeting: Strategic Plan 2024-2029, Strategic Dashboard, Annual Workplan and the Enterprise Risk Management (ERM) Profile. The management team then presented a summary of the HR Dashboard and ERM profile.</p> <p><b>A. Finance Committee Update</b></p> <p>S. Lal recognized the clean audit and provided an update from the Finance Committee, noting that the committee has endorsed three items for approval at this meeting: the Budget for 2024/2025, the Declaration of Compliance, and the Audited Financial Statement. She noted the auditors joined the Finance Committee meeting and will join the AGM. M. Ray-Daniels provided an overview of how HIRO balances the budget and reviewed the budget for 2024/2025. It was noted that most of the Foundation's assets have been transferred, and once all assets are moved, Management and the Foundation will work with legal counsel to complete the dissolution.</p> <p style="text-align: center;"><b>B. Quality Committee Update</b></p> <p>J. Blums provided an update from the Quality Committee, noting that the committee is recommending two items for approval at this meeting: the QIP 2024 and the Quality Dashboard. Management provided an overview of the QIP and Quality Dashboard and answered questions. She also noted a self-assessment and Board evaluation tool will be completed in September.</p> <p><b>Motion</b></p> <p>That the Consent Agenda consisting of the following be approved:</p> <ul style="list-style-type: none"> <li>• Governance Committee Minutes Jun 17,2024</li> <li>• Finance Committee Minutes Jun 11, 2024</li> </ul>	<p>X</p>	<p>Management will bring forward a review of HIRO's cybersecurity insurance to the Board.</p>
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	<ul style="list-style-type: none"> <li>• Quality Committee Minutes Jun 18, 2024</li> <li>• Board Meeting Minutes Feb 28, 2024</li> </ul> <p>Moved by: A.Rudder  Seconded by: J. Blums  All in favour: all  Opposed: none</p> <p>Motion Carried.</p>		
<b>3.Business Arising from the minutes</b>	N/A		
<b>4. New Business</b>	<p><b>A. Finance Committee Approvals</b></p> <p><b>Motion</b>  That the Board approves the Finance Committee consent agenda consisting of Draft Audited Financial Statements, Budget Fiscal 24/25 and the Declaration of Compliance as presented.</p> <p>Moved by: A.Rice  Seconded by: S.Lal  All in favour: all  Opposed: none</p> <p>Motion Carried.</p> <p><b>B. Governance Committee Approvals</b></p> <p><b>Motion</b>  That the Board approves the Strategic Plan 2024-2029 plan as presented.</p> <p>Moved by: S.Lal  Seconded by: MJ.DeSousa</p>		

All in favour: all  
Opposed: none

Motion Carried.

**Motion**

That the Board approves the Strategic Dashboard as presented.

Moved by: A.Rice  
Seconded by: S.Lal  
All in favour: all  
Opposed: none

Motion Carried.

**Motion**

That the Board approves the Governance Committee consent agenda consisting of the Annual Workplan and Enterprise Risk Management Profile as presented.

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

Motion Carried.

**C. Quality Committee Approvals**

**Motion**

That the Board approves the Quality committee consent agenda consisting of the Quality Improvement Plan 2024-2025 and Quality Dashboard as presented.

Moved by: T.Riviere  
Seconded by: U.Tamberg  
All in favour: all  
Opposed: none

	Motion Carried.		
<b>7. Meeting Evaluation</b>	<p>R. Ridge provided a summary of the evaluation from the last meeting. Two concerns were raised in the prior meeting evaluation:</p> <p>One respondent indicated that they strongly disagree that the Board had the appropriate information, expertise and skill to discuss topics on the agenda. One respondent indicated that they strongly disagree that our discussion was frank and open. No further feedback was received from the Board regarding these concerns and it was concluded that the comments were unintentional survey errors.</p>		
<b>8. Adjourn</b>	S.Lal moved to adjourn the meeting		
<b>9. Next Meeting</b>	Wednesday September 25, 2024		