

# BOARD OF DIRECTORS MEETING MINUTES

Video Conference - Zoom

Wednesday September 25, 2024 - 5:45PM - 7:00PM

**Present:** S. Lal, R. Ridge, A. Rudder, J.Blums, U.Tamberg, A.Rice, J.D'Llario, P.Fergus

Regrets: MJ DeSousa, G.Kalopsis, T.Riviere

Absent:

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

**Guests:** Wendy Lawson

ITEM	DISCUSSION	FWD	ACTION
1. Approval of the Agenda	Motion That the agenda be approved as circulated.  Moved by: S.Lal Seconded by: A.Rice All in favour: all Opposed: none  Motion Carried.  Declaration of Conflict of Interest No conflict of interest was declared.		
2. Approval of Consent Agenda	R. Ridge noted that the committee has endorsed three items for approval: the election of a new director, the election of officers, and the election of committee members. Additionally, the committee discussed the Foundation Transition update and cyber security in the context of risk management. It was noted that the committee is satisfied with the policy and coverage.  The Mid-Year CEO performance review will be conducted this fall by the Board Chair, and all Board members will be asked to provide their input for the end-of-year discussion in February.		

	A. Finance Committee Update  S. Lal noted that the committee has endorsed two items for approval: the Q1 Financial Report and the		
	Reserves and Ethics Principles. The committee had a thorough discussion on the Reserves and Ethics Principles, and the briefing note in the package reflects the recommended changes.  B. Quality Committee Update  J. D'Llario provided an update from the Quality Committee, noting that the committee is recommending one item for approval: the QIP Q1 results and year-to-date performance. Management gave an overview of the Quality Dashboard, QIP, and Bed Census, addressing any questions. J. D'Llario also walked the Board through the Governance Functioning Tool and noted that a self-assessment will be sent out after the meeting.	X	The Quality Committee will review the Board's recommendations to improve the governance functioning process, as reflected in the Governance Functioning Tool and bring forward
	<ul> <li>Motion</li> <li>That the Consent Agenda consisting of the following be approved: <ul> <li>Governance Committee Minutes Sept 5,2024</li> <li>Finance Committee Minutes Sept 11, 2024</li> <li>Quality Committee Minutes Sept 11, 2024</li> <li>Board Meeting Minutes June 19, 2024</li> </ul> </li> <li>Moved by: J.Blums <ul> <li>Seconded by: A.Rice</li> <li>All in favour: all</li> <li>Opposed: none</li> </ul> </li> <li>Motion Carried.</li> </ul>	X	recommendations to the Board.  Management to send out Board self-assessment survey for completion by October 11 ,2024.
3.CEO Report and Strategic Dashboard	M. Ray-Daniels provided an overview of the Strategic Dashboard, including Q1 results and year-to-date performance. It was noted that the long-term building strategy is in the purview of governance. Accordingly, management will provide		

	information in relation to the Quadruple Aim, to support the Board to develop a long-term strategy. A strategic planning retreat will be scheduled for March 2025.  Motion That the Board approve the Strategic Dashboard Q1 Results and year to date as presented  Moved by: J.Blums Seconded by: A.Rice All in favour: all Opposed:none  Motion carried.	
4. New Business	A. Finance Committee Approvals	
	Motion That the Board approves the Finance Committee consent agenda consisting of Q1 Finance Report and Ethics and Reserves Principles as presented.	
	Moved by: J.Blums Seconded by: P.Fergus All in favour: all Opposed: none	
	Motion Carried.	
	B. Governance Committee Approvals	
	W.Lawson was recused from the meeting.	
	Motion	
	That the Board approves the appointment of Wendy Lawson to the Board of Directors	
	Moved by: J. D'Llario Seconded by: A.Rice All in favour: all Opposed: none	
	Motion Carried.	

W.Lawson rejoined the meeting

#### Motion

That the Board approves the following Officers of the HIRO Board continue for the second year of their year term in 2024-2025

Chair – Robert Ridge
Vice-Chair – George Kalopsis
Secretary/Treasurer – Sarrah Lal

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

Motion Carried.

### **Motion**

That the Board approves the following members to the committees for 2024-2025.

#### **Governance Committee**

George Kalopsis – Chair Robert Ridge Andrew Rudder Tamana Riviere Urve Tamberg

## **Finance Committee**

Sarrah Lal – Chair Jane Blums Patricia Fergus

# **Quality Committee**

Judy D'llario – Chair Jane Blums Adam Rice MJ DeSousa Wendy Lawson

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

	Motion Carried.	
	C. Quality Committee Approvals	
	Motion That the Board approves the Quality Improvement Plan Q1 Results and year to date as presented.	
	Moved by: J.Blums Seconded by: J'D.Llario All in favour: all Opposed: none	
	Motion Carried.	
7. Meeting	R. Ridge provided a summary of the evaluation from	
Evaluation	the last meeting.	
8. Adjourn	S.Lal moved to adjourn the meeting	
9. Next Meeting	Wednesday November 27, 2024	