



BOARD OF DIRECTORS MEETING MINUTES

Zoom

Wednesday February 26, 2025 – 5:30PM – 7:00PM

Present: S. Lal, R. Ridge, A. Rudder, J. Blums, U. Tamberg, P. Fergus, G. Kalopsis, T. Riviere, W. Lawson,

Regrets: MJ. DeSousa, J. D'Ilario

Absent: A. Rice

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

Guests: Brittney Masters, (Laridae)

ITEM	DISCUSSION	FWD	ACTION
1. Board Education	Board Retreat Preparation In preparation for the Board's strategic retreat, M. Ray-Daniels reviewed the Board retreat preparation document, and B. Masters facilitated a discussion to confirm the Problem Statement and solicit information from the Board in advance of the retreat.		
2. Approval of the Agenda	Motion That the agenda be approved as circulated. Moved by: S.Lal Seconded by: P.Fergus All in favour: all Opposed: none Motion Carried. Declaration of Conflict of Interest No conflict of interest was declared.		

3. Approval of Consent Agenda	<p>A. Governance Committee Update</p> <p>The Governance Committee presented two items for Board approval: the Governance Policy Review Calendar, which outlines a two-year plan for policy reviews beginning in the new fiscal year, and the Annual Board Workplan. The Committee also discussed minimizing schedule deviations to respect prior commitments of Board members. Additionally, the Committee reviewed the Foundation Dissolution Update, noting ongoing challenges and that a formal complaint has been filed with the Foundation's bank.</p> <p>It was noted that the accountability agreement has been extended for another year.</p> <p>Lastly, R.Ridge and M.Ray-Daniels have initiated discussions on the CEO performance review and compensation, and Board feedback will be requested.</p> <p>B. Finance Committee Update</p> <p>The Finance Committee presented five items for Board approval: the Q3 Financial Report, an updated Investment Performance Report Template, authorization to transfer investments in accordance with policy; approval to sign a multi-year agreement with a vendor for the HRIS system; and a proposal regarding funding reallocation.</p> <p>Additionally, the Committee discussed the 2025/26 budget, which will be sent for approval in March, with an option to meet for further discussion.</p> <p>C. Quality Committee Update</p> <p>The Quality Improvement Plan (QIP) Q3 results were reviewed. The Governance Functioning Tool and Board self-evaluation results indicate strong engagement, with a need to clarify the process in the event of Board member underperformance.</p> <p>Management's request to use HIRO's internal staff survey instead of the Accreditation Canada's Global Workforce Survey was approved, ensuring alignment with HIRO's culture-building efforts. Efforts to enhance</p>	<p>x</p> <p>x</p>	<p>Management to distribute CEO Performance survey via Aprio following the Board meeting.</p> <p>Management to distribute 2025/2026 budget via Aprio for approval in March.</p>
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	<p>the complaints escalation process are underway, and HIRO is transitioning to a new pharmacy provider to address service issues and mitigate risk. Management confirmed compliance with a recent fire inspection order. HIRO continues to rely on Canadian and global health agencies for updates due to a pause in U.S. health data and information. Additionally, HIRO has had two abstracts and a poster accepted for presentation at the International Integrated Care Conference, aligning with its strategic focus on thought leadership. It was noted that approval for the 2025/26 QIP will be sent for approval in March, with an option to meet for further discussion.</p> <p>Motion</p> <p>That the Consent Agenda consisting of the following be approved:</p> <ul style="list-style-type: none"> • Governance Committee Minutes Feb 6 ,2025 • Finance Committee Minutes Feb 11, 2025 • Quality Committee Minutes Feb 18, 2025 • Board Meeting Minutes Nov 27, 2024 <p>Moved by: JBlums Seconded by: A.Rudder All in favour: all Opposed: none</p> <p>Motion Carried.</p>	x	<p>Management to distribute 2025/2026 Quality Improvement Plan via Aprio for approval in March.</p>
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	<p>Review Calendar and the Annual Board Workplan as presented.</p> <p>Moved by: J.Blums Seconded by: A.Rudder All in favour: all Opposed: none</p> <p>Motion Carried.</p> <p>C. Quality Committee Approvals</p> <p>Motion That the Board approves the Quality committee consent agenda consisting of the Quality Improvement Plan Q3 Results and year to date as presented.</p> <p>Moved by: G.Kalopsis Seconded by: A.Rudder All in favour: all Opposed: none</p> <p>Motion Carried.</p>		
7. Meeting Evaluation	R. Ridge provided a summary of the evaluation from the last meeting.		
8. Adjourn	P.Fergus moved to adjourn the meeting		
9. Next Meeting	Wednesday June 25, 2025		