Head Injury Rehabilitation Ontario

BOARD OF DIRECTORS
MEETING MINUTES
Hybrid
Wednesday November 26, 2025 – 5:30PM – 7:00PM

Present: R. Ridge, J.Blums, P.Fergus, G.Kalopsis, W.Lawson, J.D'Llario, U.Tamberg, S.Lal
Regrets:, MJ.DeSousa, T.Riviere
Absent: A.Rice
Guest: T. Swartz, I.Henderson
Staff: M. Ray-Daniels, J. Roberts (recorder), G.Imrie, J.Bonneville, M.Jackson

ITEM	DISCUSSION	FWD	ACTION
1. **Board Education**	R.Ridge welcomed the surveyors from Accreditation Canada: Tricia Swartz and Isabel Henderson who joined the meeting as guests. **Ethics Deep Dive** G. Imrie presented an overview of ethics at HIRO, and facilitated a discussion about ethical principles as they apply to both governance and operations. It was noted that HIRO has established controls, resources, and tools available to staff to support ethical practices.	x	Governance committee to discuss the role of whistleblowing in governance policies.

2. Approval of the Agenda	**Motion** That the agenda be approved as circulated. Moved by: J.Blums Seconded by: W.Lawson All in favour: all Opposed: none Motion Carried. **Declaration of Conflict of Interest** No conflict of interest was declared.		
3. Approval of Consent Agenda	**A. Governance Committee Update** The Governance Committee reported four items brought forward for approval: an updated Board Post-Meeting Survey reflecting a feed-forward approach; the Annual Board and Committee Calendar, recommending a shift of Board meetings to Tuesdays beginning next fiscal year; a streamlined Board Governance Policy with duplications removed; and the updated Enterprise Risk Management framework. The Committee also noted that: the HR Dashboard was reviewed for information, the Foundation dissolution is entering its final stage, the updated Certificate of Insurance was received with an emphasis on continued cyber-security education for the Board, and Management has been asked to bring forward a draft policy in February outlining parameters for proposed in-camera sessions. **B. Finance Committee Update** The Finance Committee reported two items for Board approval: the Q2 Financial Report and the Investment Report.		

	Quality Committee Update The Quality Committee presented the Q2 Quality Improvement Plan results for Board approval. Management reviewed the Q2 Quality Dashboard and the latest bed census, and also presented a new graph, developed based on the Committee's recommendations, illustrating bed utilization over the past two years. The Committee noted that the graph was impactful in confirming that beds are being filled with appropriate clients. **Motion** That the Consent Agenda consisting of the following be approved: • Governance Committee Minutes November 6, 2025 • Finance Committee Minutes November 19, 2025 • Quality Committee Minutes November 18, 2025 • Board Meeting Minutes September 24, 2025 Moved by: W.Lawson Seconded by: G.Kalopsis All in favour: all Opposed: none Motion Carried.		
4.CEO Report and Strategic Dashboard	M. Ray-Daniels provided an overview of the Strategic Dashboard, highlighting the Q2 year to date results and answered questions.		

5. New Business	**A. Finance Committee Approvals** **Motion** That the Board approves the Finance Committee consent agenda consisting of the Q2 Financial Report and the Investment Performance Report as presented. Moved by: J.Blums Seconded by: W.Lawson All in favour: all Opposed: none Motion Carried. **B. Governance Committee Approvals** **Motion** That the Board approves the Governance Committee consent agenda consisting of the Enterprise Risk Management, Post-Meeting Survey, Our Approach to Governance policy and Annual Board and Committee Calendar as presented. Moved by: P.Fergus Seconded by: J.D'Llario 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 Q2 Results and Q3 year to date as presented. Moved by: G.Kalopsis Seconded by: P.Fergus All in favour: all Opposed: none	x	An in-camera session will be scheduled for February, to proceed contingent upon alignment with the forthcoming draft in-camera policy.

	Motion Carried.		
7. Meeting Evaluation	R. Ridge provided a summary of the evaluation from the last meeting and noted that the revised post-meeting evaluation will be distributed via Aprio after this meeting.		
8. Adjourn	S.Lal moved to adjourn the meeting		
9. Next Meeting	Wednesday February 25, 2026		