Head Injury Rehabilitation Ontario

BOARD OF DIRECTORS
MEETING MINUTES
Zoom
Wednesday September 24, 2025 – 5:45PM – 7:00PM

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

ITEM	DISCUSSION	FWD	ACTION
1. Board Education	**Board Retreat Summary** The Chair thanked the Board for their contributions and reviewed key themes related to quality of care and growth. A robust conversation ensued about what growth is and is not in an organization like HIRO. Ultimately, the discussion provided a focus for management to operationalize the document as is. It was agreed that metrics related to quality would be defined by and reported through the quality committee. The Board suggested management consider application of growth in terms of outputs, outcomes, and impact as they can be measured and reported in the context of HIRO's funding agreements and funder priorities. The Board also encouraged management to consider current realities as well as long-term opportunities.	X	Management to develop an operational plan for the Board's document and include quality and growth metrics for consideration.

	The Board also discussed the challenges of making long-term decisions with short-term funding commitments and requested risk associated with multi-year obligations vs. single-year funding to be included in the enterprise risk plan.	X	Management to incorporate risk related with long-term financial commitments in a yearly funding environment into ERM.
2. Approval of the Agenda	**Motion** That the agenda be approved as circulated. Moved by: W.Lawson Seconded by: S.Lal 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 brought forward five items for approval: • Election of Officers – Robert (Chair), Sarrah (Secretary/Treasurer), and [speaker] (Vice Chair) have completed their first two-year terms and will stand for re-nomination for one more year, with plans for		

	leadership transitions thereafter. • Election of Committee Members – all confirmed continuing, with the exception of Wendy Lawson assuming the role of Chair of the Quality Committee • Board Member Term Extension – formal motion to extend Judy's term to December 1, 2025, to support Accreditation governance • Governance Policies – four policies were presented for approval, with one amended to clarify the CEO's reporting relationship to the Board • Board Retreat Document – reviewed as part of the Board education session. The Committee also noted that the Foundation Charity Return is being prepared, the final GIC will mature in November to allow dissolution to proceed, and Management confirmed compliance with Ministry procurement requirements. **B. Finance Committee Update** The Finance Committee brought forward two items for approval • Q1 Financial Report, with no concerns noted and the budget on track • Elmhurst Place lease renewal. While the long-		

	term building strategy is under development, the Committee recommended delegating authority to the CEO to renew the lease. **Quality Committee Update** The Quality Committee presented one item for Board approval • Q1 2025/2026 Quality Improvement Plan Management reviewed a recent critical incident, confirming that policies and procedures were followed, and noted that incident presented an opportunity to outline a framework for engaging legal counsel and insurance in such cases. Management also reviewed the Q1 Quality Dashboards, and Bed Census results. Questions from the Board were addressed. **Motion** That the Consent Agenda consisting of the following be approved: • Governance Committee Minutes September 4, 2025 • Finance Committee Minutes September 10, 2025 • Quality Committee Minutes September 16, 2025 • Board Meeting Minutes June 25, 2025		

	Moved by: S.Lal Seconded by: P.Fergus All in favour: all Opposed: none Motion Carried. *G.Kalopsis left the meeting*		
3.CEO Report and Strategic Dashboard	M. Ray-Daniels provided an overview of the Strategic Dashboard, highlighting the Q1 year to date results. Highlights included the InterRAI pilot reaching its assessments goal with growing interest and presentation at an OHW event. Updates were also provided on Accreditation, the Leadership Competency Framework, and the Indigenous and Equity Health Plan, where staff engagement remains high and knowledge-transfer opportunities are being explored.	X	Management to follow-up with the Board with information about: • the Accreditation Governance session. • Leadership Competency Framework Session.

4. New Business	**A. Finance Committee Approvals** **Motion** That the Board approves the Finance Committee consent agenda consisting of the Q1 Financial Report and the Elmhurst Place Lease as presented. Moved by: W.Lawson Seconded by: P.Fergus All in favour: all Opposed: none Motion Carried. **B. Governance Committee Approvals** **Motion** That the Board approves the following Officers of the HIRO Board for the upcoming year. **Chair** – Robert Ridge **Vice-Chair –** George Kalopsis **Secretary/Treasurer** – Sarrah Lal Moved by: J.Blums Seconded by: MJ.DeSousa All in favour: all Opposed: none Motion Carried. **Motion** That the Board approves the following members to the committees for the upcoming year.		

	Governance Committee George Kalopsis – Chair Robert Ridge Andrew Rudder Tamana Riviere Urve Tamberg **Finance Committee** Sarrah Lal – Chair Jane Blums Patricia Fergus Wendy Lawson **Quality Committee** Judy D'llario Jane Blums Adam Rice MJ DeSousa Wendy Lawson – Chair Moved by: S.Lal Seconded by: W.Lawson All in favour: all Opposed: none Motion carried. **Motion** That the Board approves the extension of Judy D'Llario's term to December 1, 2025. Moved by P. Fergus Seconded by: J.Blums All in favour: all Opposed: none Motion Carried.		

	Motion That the Board approves the following policies and the Board retreat document: • Development Review and Revision of Governance • CEO Performance Management • The Role of a Board Member • Officers of the Board • And the Board Retreat document Moved by: P.Fergus Seconded by: W.Lawson 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 Q1 Results and Q2 year to date as presented. Moved by: P.Fergus Seconded by: J.D'Llario All in favour: all Opposed: none		

7. Meeting Evaluation	R. Ridge provided a summary of the evaluation from the last meeting. It was noted that a new survey question has been added to capture feedback about the Chair, in keeping with Accreditation requirements. For the November meeting, R. Ridge proposed discussing evolving the evaluation to focus on “feed forward” and constructive guidance to support ongoing Board development. It was also proposed that a discussion about adding an in-camera session be added to the November agenda. The purpose of the in-camera session would be to discuss Board evolution, goals, opportunities, and challenges in an open forum without Management present.	x	Management to provide input on characteristics of high-performing Boards and draft an evaluation for the Board’s consideration.
8. Adjourn	S.Lal moved to adjourn the meeting		
9. Next Meeting	Wednesday November 26, 2025		