

MINUTES
ROYAL OTTAWA HEALTH CARE GROUP
BOARD OF TRUSTEES
February 24, 2022
Mini Series at 4:30 p.m.
Regular Meeting at 5:30 p.m.
Zoom Meeting

ITEM	REFERENCE
MINI SERIES	A mini series was held prior to the Regular Board meeting. J. Desrochers, Manager, Client and Family Relations gave a presentation on 'Processes for Client and Family Feedback at The Royal'.
WELCOME & CALL TO ORDER	<p>Guests were welcomed and the meeting was opened by acknowledging that the land on which we gather is the traditional and unceded territory of the Algonquin nation. The Chair then called the meeting to order at 5:33 p.m. and declared it to have been regularly called and properly constituted for the transaction of business.</p> <p>A confidentiality statement from the ROHCG Board By-laws was read and conflict of interest requirements were noted. The Royal's Ethics Framework for Decision Making, and the Public, Non-Public Excluded Meeting and Conflict of Interest Policies were included in the meeting package.</p>
CLIENT/FAMILY PRESENTATION	Presentation by Family Advisory Council Member – K. MacNeil
	The Board appreciates having a family and client voice at their meetings and as such have made arrangements for a speaker from the Client and Family Advisory Councils to alternately speak before each meeting. At this meeting, K. MacNeil, who is a member of the Family Advisory Council, attended and shared his experiences. Participants were encouraged by his story.
AGENDA AND MINUTES	A motion was moved, seconded and carried to accept the agenda of February 24, 2022 as amended, and to approve the previous minutes of December 16, 2021.
ANNUAL PRESENTATION	Annual Update from the Volunteer Association (ROVA) – V. Brennan, Chair, ROVA; A-M. Nicholson, Director, Volunteer Services
	The Chair of the Volunteer Association presented the annual ROVA update to the Board. She noted that the main objective of the Association was to enhance the client experience at The Royal by providing services, supplies and events. This year was a year of resilience, and the hope for next year is focussed on resuming activities.
COMMITTEE REPORTS & DECISION ITEMS	Governance Committee Report – C. Coulter
	<p>The Governance Committee met on February 1, 2022 and had an e-vote on February 7 and 15, 2022. The minutes from these meetings were included in the meeting package under the Consent Agenda.</p> <p>An update on Board Trustee recruitment was provided. This update will be provided on an annual basis.</p>

	<p>A motion was moved, seconded and carried to approve the Skills Matrix, as presented. The Skills Matrix is to be completed by potential Board members as they go through the application process.</p> <p>The Governance Committee is responsible to review and bring to the Board the Terms of Reference and Work Plans for all Committees of the Board for the approval of any changes. In that regard, motions were moved, seconded and carried to approve the following documents, as presented:</p> <ul style="list-style-type: none"> - Quality Committee Work Plan - Finance Committee Work Plan - Compensation & Succession Planning Committee Terms of Reference - Joint Priorities and Planning Committee Terms of Reference <p>A possible amendment to the Terms of Reference for the various Board Committees was also discussed. The purpose of this amendment is to allow non-Board members on Committees. It was hoped this would help with the Board's diversity and inclusion recruiting, and give the Board a forward-looking ability to bring people onto Committees who might contribute to the Board in the future. This will be sent to the Committee Chairs for consideration, and will be brought back to the Governance Committee in June.</p> <p>A proposed Board and Committee meeting schedule for 2022-2023 was reviewed with the Board. The dates will be finalized at the June meeting.</p>
	Quality Committee Report – L. Leikin
	<p>The Quality Committee was scheduled to have a meeting in February, but it was cancelled because of the ongoing pandemic demands and time commitments being asked of staff. The next Quality Committee meeting will be on March 7, 2022.</p>
	Advocacy Committee Report – R. Anderson
	<p>The Advocacy Committee met on February 3, 2022. The Committee is currently looking for a new Vice-Chair.</p> <p>Following a brief discussion, the Committee was asked to consider a broader geographic area in their Advocacy view - Ottawa and surrounding regions like Lanark County. This is to be discussed at the next Committee meeting.</p> <p>An Action Plan to Achieve Advocacy Objectives was presented to the Committee.</p>
	Innovation Committee Report – N. Bhargava
	<p>There was no meeting to report on. The next meeting of this Committee will be on April 12, 2022.</p>
	Compensation & Succession Planning Committee Report – A. Graham

	There was no meeting to report on. The next meeting will be on April 6, 2022, but the report for this Committee is reported under the Restricted Session of the Board.
	Medical Advisory Committee Report (MAC) – R. Bhatla
	The written copy of the MAC report was included in the Consent Agenda. There were no physician reappointments that required review or approval from the Board at this time.
	Audit Committee Report – J. Gallant
	<p>The Audit Committee met on January 20, 2022, and the minutes from that meeting were included in the Consent Agenda.</p> <p>The Statutory Obligations Letter was included in the meeting package, and was tabled for the information of the Board.</p> <p>A copy of the Audit Plan was included in the meeting package. A motion was moved, seconded and carried to approve the Audit Plan, as presented.</p> <p>The search for an external audit firm is going to market. The Committee will be looking for approval at the June Board meeting, which will then go to the AGM for final approval.</p>
	Finance Committee Report – J. Gallant
	<p>The Finance Committee met on January 20, 2022. A copy of the minutes from that meeting were included in the Consent Agenda. The Interim Financial Statements were also made available on the Board portal for the Board's review.</p> <p>The Committee would normally bring the budget for the next fiscal year to this meeting, but because of the pandemic, funding announcements have not been received yet from the Ministry. This will be discussed at the March Finance Committee meeting, and will then be brought to the Board at the March 31, 2022 meeting</p> <p>A motion was moved, seconded and carried to approve the Integrated Risk Management Framework (IRMF), as presented. The Quality Committee did not review the IRMF this time around as they did not have a meeting in February, but will review it at their March meeting. Given the interconnectivity of the three organizations, the next version in June will include risks from the Foundation and IMHR.</p>
INFORMATION ITEMS	Chief of Staff, President & CEO and Chair Oral Reports - R. Bhatla, J. Bezzubetz, A. Graham
	Oral reports were provided by the Chief of Staff, President & CEO and the Chair of the Board. Written reports from the Chief of Staff and President & CEO were included in the meeting package under the Consent Agenda.
	Update on Foundation Campaign – C. Ide

	An update was provided on the top priorities for the Foundation. The written report was included in the meeting package under the Consent Agenda.
	Strategic Initiatives Update – K. Corace, F. Dzierszinski, C. Crocker
	A copy of the strategic initiatives year 1 scorecard was included in the meeting package. The new format was first introduced at the last Board meeting. The progress made on initiatives has been colour coded. Executive leads and teams are keeping these initiatives moving and staying committed to the strategy. Themes for year 2 initiatives are emerging and will continue to be designed in a family/client centered manner, and to require engagement across the portfolio.
POLICIES	Whistleblower Policy – J. Gallant, C. Crocker
	<p>The Whistleblower Policy was brought to the Board as part of its regular scheduled annual review. The Committee had no changes at this time. The policy will go through a later process through the Governance Committee.</p> <p>A motion was moved, seconded and carried to approve the Whistleblower Policy as presented.</p>
CONSENT AGENDA	Approval of the Consent Agenda
	<p>No items were removed from the Consent Agenda.</p> <p>A motion was moved, seconded and carried to accept all the items that were included in the Consent Agenda, as presented:</p> <ul style="list-style-type: none"> - President & CEO's Report - Chief of Staff's Report - Research Ethics Board Report - Foundation for Mental Health Report - Centre of Excellence Report - IMHR Report - Committee Reports: <ul style="list-style-type: none"> o Quality Committee minutes from December 7, 2021 o Medical Advisory Committee minutes from November 18, 2021 and December 16, 2021 o Governance Committee minutes from February 1, 2022 and E-vote minutes from February 7 and 15, 2022 o Finance Committee minutes from January 20, 2022 o Audit Committee minutes from January 20, 2022
REPORT ON THE ETHICS FRAMEWORK FOR DECISION MAKING	R. Anderson provided the ethics report and reported that decisions were fair and equitable, business was conducted in a transparent manner and the Chair kept the meeting focused on important elements of the agenda. The meeting was collaborative and met requirements and our accountability for reasonableness. There was lots of good discussions in terms of being relevant and transparent.
NEXT MEETING	<p>The Restricted and In-Camera Sessions of the Board will be held on February 28, 2022.</p> <p>The next Board meeting will held be on March 31, 2022, with a Restricted and In-Camera meeting following that on April 4, 2022.</p>
ADJOURNMENT	There being no further business, the meeting was adjourned at 7:22 p.m.