

**WINDSOR ESSEX COMMUNITY HEALTH CENTRE (weCHC)
BOARD OF DIRECTORS MEETING MINUTES
Wednesday September 23, 2020 5:30 – 8:30 pm
Sandwich Site – 3325 College Avenue, Windsor
By Teleconference: 1-855-344-7755 Conference ID 8005540**

Present: Kathryn Hengl (Chair), William McClounie (Vice Chair) - By Teleconference, Jackie Dent (Treasurer), Robert Fetherston, Helen Bolton, Ken Stewart – By Teleconference, Clara Howitt

Regrets: Gina Graston (Secretary)

Staff: Rita Taillefer (ED), Sheraz Thomas (Director Data Management & Corporate Services)

Recorder: Lynn Thomson, Executive Assistant, Recorder

Quorum was achieved. Seven (7) of eight (8) Board Members were present.

- K. Hengl called the meeting to order at 5:33 p.m. and asked members to identify any conflict of interests at this time. None were declared.
- There were no requests made to “unstar” any items therefore the ‘starred’ (*) items were deemed approved or received.

- * **Approval of the September 23, 2020 Agenda as presented.**
- * **Approval of the June 24, 2020 Board Meeting Minutes as circulated.**
- * **Approval of the August 18, 2020 Email Board Meeting Vote (Lap Top Purchases) as circulated.**

1. Presentations

- **Ontario Health Team Windsor Essex:** M. Ferrari, Executive Director from WFHT provided a presentation on the Ontario Health Team application and structure.
- **Accreditation (on site March 9-11, 2021):** Review of accreditation standards and survey questions were discussed. Follow up discussion identified the Board Orientation / Manual was provided to all Board Members (by mail) in June. Due to COVID, no site tours are possible.
- **New Board Portal:** There will be a new Board Portal launched in the upcoming weeks. This will be accessible through the website. A overview was provided. Once the portal is live an email will be sent to the Board to alert the go live date. All Board materials will be confidentially available through this portal (minutes, agenda packages, By-Laws).

2. President's Report (Reported by K. Hengl)

- The Board Work Plan was reviewed and considered accurate to reflect the Board's work.

3. Board Liaison Report (Reported by H. Bolton)

- Alliance AGM will take place on November 10, 2020. Once the Resolutions are presented they will be provided to the Leadership Team and the Board to determine voting on behalf of the organization.

4. Executive Director's Report

- The yearly Executive Director's report was presented to the Board (attached to the Agenda package).
- An expression of thanks and commendation from the Board were extended to the staff for all the work they have done and continue to do during the pandemic.

Motion: A Motion was made to receive the Executive Directors Report as presented.

Moved: H. Bolton **Seconded:** C. Howitt No Discussion Carried

5. Executive Director's Job Description

- The updated Executive Director's Job Description was reviewed for approval and signature. The signed copy will go into the ED's HR file.

Motion: A Motion was made to approve the Executive Director's Job Description as presented.

Moved: J. Dent **Seconded:** W. McClounie No Discussion Carried

6. Committee Reports

Finance Committee – J. Dent, Chair

- The Committee last met on June 17, 2020 and will next meet on December 16, 2020. The Committee meets quarterly (Q2-4) to review financial statements.
- Monthly Factual Certificates June – August 2020 as submitted were provided for information purposes.

7. Governance Committee – B. Fetherston, Chair

- The Committee met August 10, 2020 and will next meet on October 20, 2020. The minutes from the August 10, 2020 meeting are included in the Agenda package.
- **Board Terms:** Board terms were discussed and the necessity to rotate incoming members will be reviewed as vacancies in the Board are available.

8. Quality Utilization and Risk Committee – H. Bolton, Chair

- The Committee last met on March 3, 2020 and will next meet on October 28, 2020.
- Discussion took place around recruiting a community representative for the Committee.
- **QUR Terms of Reference Review:** The Terms of Reference were reviewed, updated and approved to reflect the addition of an additional Committee from the community.

Motion: A Motion was made for the QUR Committee to update the Terms of Reference to reflect representation from the community on the Committee.

Moved: W. McClounie **Seconded:** H. Bolton Discussion Carried

Further Motion: A further Motion was made that the Chair and Board Members of the QUR Committee will determine appropriate wording for the Terms of Reference for the Committee.

Moved: K. Hengl **Seconded:** H. Bolton No Discussion Carried

9. In-camera – HR/Personnel/Finance Issues

Motion: A Motion was made to move In Camera at 8:05 pm

Moved: J. Dent **Seconded:** H. Bolton No Discussion Carried

Motion: A Motion was made to move back to the regular meeting at 9:03 pm

Moved: C. Howitt **Seconded:** H. Bolton No Discussion Carried

In Camera discussion topics were Board Succession Planning, Anti-Black Racism Statement, Street Health Lease.

Motion: A Motion was made to accept the Anti-Black Racism Statement as presented and approved by the Leadership Team.

Moved: H. Bolton **Seconded:** J. Dent No discussion Carried

10. Adjournment

Motion: A Motion was made to adjourn the meeting at 9:06 pm.

Moved: C. Howitt **Seconded:** B. Fetherston No discussion Carried

The next Board Meeting will take place on Wednesday November 25, 2020 (venue TBD).

Respectfully Submitted by Lynn Thomson

Approved November 25, 2020

Kathryn Hengl (signed electronically)

Kathryn Hengl, Chair

Clara Howitt (signed electronically)

Clara Howitt, Secretary

Lynn Thomson (signed electronically)

Lynn Thomson, Recorder

Signed electronically due to meeting taking place via Zoom (due to COVID)