

**WINDSOR ESSEX COMMUNITY HEALTH CENTRE (weCHC)**  
**BOARD OF DIRECTORS MEETING MINUTES**  
**Wednesday June 23, 2021 5:00 - 6:30 pm**  
**By Zoom**

**Present:** Kathryn Hengl (Chair), William McClounie (Vice Chair), Jackie Dent (Treasurer), Clara Howitt (Secretary), Helen Bolton, Ken Stewart, Camille Armour

**Regrets:** Robert Fetherston

**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 5:07 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 June 23, 2021 Agenda as presented.**

\* **Approval of the May 19, 2021 Board Meeting Minutes as circulated.**

**1. AGM weCHC and Board Report**

**Motion:** A Motion was made to approve the AGM weCHC & Board Report.

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

**2. Board Liaison Report – H. Bolton**

H. Bolton attended the Alliance AGM on June 15, 2021. All resolutions were voted in favour of as discussed and agreed upon at the previous Board Meeting.

**3. Committee Reports:**

**Finance Committee – J. Dent, Chair**

- The Committee last met on June 16, 2021 and will next meet on December 15, 2021. The minutes from the June 16, 2021 meeting are included in the Agenda package.
- Monthly Factual Certificate May 2021 was included in the Agenda package.

**Change in IT Support Services to Compass CHC:** The organization is currently employing services of Next Dimension to support IT services and infrastructure. Three quotes were obtained as per the Procurement Policy for continued IT support. Compass CHC has been selected to provide ongoing support. This will be a significant cost savings for weCHC.

**Recommendation:** A recommendation was made to approve approve the Service Agreement with Compass CHC.

**Motion:** A Motion was made to approve the five year Service Agreement with Compass CHC at an annual cost of \$58,950 for the length of the five year contract and agreement for a 2% annual increase over the five years. This will be reviewed yearly by the Committee.

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

- The Committee met June 16, 2021 with the Auditor from Grant Thornton LLP to review the Draft Audited Financial Statements at March 31, 2021.

**Recommendation:** A recommendation was made to approve Audited Financial Statements at March 31, 2021.

**Motion:** A Motion was made to approve the Audited Financial Statements dated March 31, 2021.

**Moved:** J. Dent                      **Seconded:** C. Armour                      No discussion                      Carried

**4. Governance Committee** – William McClounie reporting on behalf of B. Fetherston, Chair

- The Committee met June 16, 2021 and will next meet on October 20, 2021. The minutes from the June 16 2021 meeting are included in the Agenda package.

- **ED 2% Annual Performance Holdback**

**Motion:** A Motion was made to release the 2% Annual Performance Holdback to R. Taillefer.

**Moved:** W. McClounie                      **Seconded:** H. Bolton                      No discussion                      Carried

- **2020-2021 Conflict Resolution Register**

The 2020-2021 Conflict Resolution Register was circulated and reviewed.

- **2021-2022 Board and Board Committee Meeting Schedule**

**Recommendation:** A recommendation is made that the Board accept the 2021-2022 meeting schedule as presented.

**Motion:** A Motion was made to accept the 2021-2022 meeting schedule as presented.

**Moved:** W. McClounie                      **Seconded:** H. Bolton                      No discussion                      Carried

- **weCHC Board of Directors for 2021-2022**

Reaffirm/confirm the appointments of the following members of the weCHC Board of Directors for 2021-2022. William McClounie, Jackie Dent, Helen Bolton, Ken Stewart, Clara Howitt, Camille Armour

New Appointments effective July 1, 2021 (appointed at the May 26, 2021 Board Meeting): Justine Taylor, Alix Khanafer.

- **weCHC Sub Committees for 2021 – 2022**

To confirm the appointments of the following members of the weCHC Sub Committees of the Board for 2021-2022 were reaffirmed and appointed.

**Governance Committee:** Clara Howitt (Chair), William McClounie (Ex-Officio), Helen Bolton, Alix Khanafer

**Motion:** To appoint Clara Howitt as Chair of the Committee with the members being W. McClounie, H. Bolton, A. Khanafer.

**Moved:** W. McClounie                      **Seconded:** C. Armour                      No discussion                      Carried

**Finance Committee:** Jackie Dent (Chair), William McClounie (Ex-Officio), Ken Stewart, Camille Armour

**Motion:** To reaffirm Jackie Dent as Chair of the Committee with the members being W. McClounie, K. Stewart, C. Armour.

**Moved:** W. McClounie                      **Seconded:** C. Howitt                      No discussion                      Carried

**QUR Committee:** Ken Stewart (Chair), Camille Armour, Justine Taylor, Nicole Dziamarski (community member), Christian Janisse (community member)

**Motion:** To appoint K. Stewart as Chair of the Committee with the members being C. Armour, J. Taylor, N. Dziamarski, C. Janisse.

**Moved:** W. McClounie                      **Seconded:** C. Armour                      No discussion                      Carried

- **Officers of the weCHC Board – Will Be Appointed following the AGM**

**Motion:** To appoint the Officers of the weCHC Board as listed above

**Moved:**                      **Seconded:**                      No discussion                      Carried

**5. Quality Utilization and Risk Committee – H. Bolton, Chair**

- The Committee last met on April 28, 2021 and will next meet on October 27, 2021.

**6. In-camera – HR/Personnel/Finance Issues**

- There were no in camera items.

**7. Adjournment**

**Motion:** A Motion was made to adjourn the meeting at 5:55 pm.

**Moved:** K. Hengl                      **Seconded:** H. Bolton                      Discussion                      Carried

**The next Board Meeting will take place on Wednesday September 22, 2021. Venue TBD.**

*Respectfully Submitted by Lynn Thomson*

Approved September 22, 2021



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William McClounie, Chair

*Clara Howitt - Signed Electronically*

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Clara Howitt, Secretary

*Lynn Thomson - Signed Electronically*

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Lynn Thomson, Recorder