

BOARD MEETING MINUTES

DATE: Thursday, January 26, 2023 **TIME:** 9:00 a.m. – 3:30 p.m. *Hybrid meeting*

In Attendance:

DIRECTORS:

Stephanie Schurr, *Chair*
Paola Azzuolo
Neelam Bal
Donna Barker
Faiq Bilal
Nick Dzudz
Allan Freedman
Elizabeth Gartner
Jennifer Henderson
Heather McFarlane
Carol Mieras
Sarah Milton
Vincent Samuel
Teri Shackleton
Sabrina Shaw

REGRETS:

Brittany O'Brien

GUESTS:

OBSERVERS:

Asna Ali, *Ministry of Health of Ontario (MOH)*

STAFF:

Elinor Larney, *Registrar and CEO*
Sandra Carter, *Manager, Practice*
Leandri Engelbrecht, *Manager, Registration; Interim Manager, Investigations and Resolutions*
Stamatis Kefalianos, *Director of Regulatory Affairs*
Lesley Krempulec, *Manager, Quality Assurance Program*
Tim Mbugua, *Policy Analyst*
Seema Singh-Roy, *Director of Finance, People and Corporate Services*
Nancy Stevenson, *Director of Communications*
Diane Tse, *Practice Consultant*
Kim Woodland, *Director of Programs*
Andjelina Stanier, *Executive Assistant, Scribe*

1.0 Call to Order

Chair Stephanie Schurr welcomed everyone and called the meeting to order at 9:00 a.m.

2.0 Public Protection Mandate

The Chair reminded members that all considerations and decisions are made in the best interest of the public.

3.0 Land Acknowledgement*

The Chair read out the Land Acknowledgement statement (Appendix 1).

4.0 Declaration of Conflict of Interest

Donna Barker declared a conflict of interest for item 9.3 prior to the meeting. The Chair called for additional declarations of conflict of interest, specifically acknowledging item 8.3 *Registration Fees*. It was acknowledged that professional members will all be in conflict for this item, but that a decision must be made in the best interest of the public. No additional declarations were made.

5.0 Approval of Agenda

The Chair called for changes to the agenda. None were made.

MOVED BY: Carol Mieras

SECONDED BY: Paola Azzuolo

THAT the agenda be approved as presented.

CARRIED

6.0 Consent Agenda

The Chair called for the adoption of the following Consent Agenda items.

- Registrar's Written Report of January 26, 2023
- Draft Board Minutes of October 20, 2022
- Finance & Audit Minutes of September 28, 2022
- Governance Minutes of October 6, 2022
- Executive Minutes of September 29, 2022

MOVED BY: Jennifer Henderson

SECONDED BY: Carol Mieras

THAT the Board adopts the Consent Agenda items as listed.

CARRIED

7.0 Registrar's Report

7.1 Presentation: Q2 FY2022-2023 Operational Projects Status Report

The Registrar presented on the status of operational initiatives for Q2 FY2022-2023 and responded to questions. Kimberly Woodland, Director of Programs, presented on statistics about *OT Across Canada (CIHI) 2021*, and responded to questions.

7.2 Quarterly Performance Report

Heather McFarlane reported that the Quarterly Performance Report was prepared with input from both statutory and non-statutory committees. The information provided today represents an overview of the work accomplished in Q2 FY2022-2023.

MOVED BY: Heather McFarlane

SECONDED BY: Paola Azzuolo

THAT the Board receives the Quarterly Report for Q2 FY2022-2023.

CARRIED

7.3 Risk Management Report

Vincent Samuel provided an overview of the risk management process and how the report is structured. He reported that overall risk levels remained the same and no new risks were added in Q2 FY2022-2023.

MOVED BY: Vincent Samuel

SECONDED BY: Faiq Bilal

THAT the Board receives the risk management report.

CARRIED

8.0 Finance

8.1 Q2 FY2022-2023 Financial Report

Allan Freedman gave an overview of the financial report and reported that the College is well on track with the budget of this fiscal year. Members expressed concern related to the delay of the Enterprise System Project. The project is on budget as previously approved by the Board.

MOVED BY: Allan Freedman

SECONDED BY: Jennifer Henderson

THAT the Board receives the Q2 FY2022-2023 Financial Report as presented.

CARRIED

8.2 Allowable Expenses Policy

The Allowable Expenses Policy is reviewed annually. The Board held a discussion regarding the proposed changes and approved all changes with the exception of the change from 50 to 75 kilometers for allowable hotel expenses. The motion was amended. The Honoraria Policy was provided for information only.

MOVED BY: Allan Freedman

SECONDED BY: Faiq Bilal

THAT the Board approves the proposed changes to the Allowable Expenses Policy with an amendment to maintain the 50 kilometre distance for hotel expenses.

CARRIED

8.3 Registration Fees

Allan Freedman explained that in the past years, due to a growing registrant base, new technology requirements, increased government reporting, and inflation have all resulted in the College facing deficits year-over-year. Despite the implementation of cost-cutting measures, the College must now increase revenue to sustain operations in order to fulfill its public protection mandate. The Board reviewed the proposed options and held a discussion.

MOVED BY: Allan Freedman

SECONDED BY: Jennifer Henderson

THAT the Board approves the plan for increasing Registration Fees by up to 2% annually for a maximum of 5 years.

CARRIED

(10 in favour, 4 opposed)

8.4 Human Resources Matter (*in camera*)

The Chair called for an *in camera* session to discuss a human resources matter. Guests and staff, except for Elinor, Seema, and Andjelina, left the meeting. The Board held a discussion.

MOVED BY: Heather McFarlane

SECONDED BY: Carol Mieras

***THAT** the Board moves in camera to discuss a confidential human resources matter.*

CARRIED

MOVED BY: Jennifer Henderson

SECONDED BY: Faiq Bilal

***THAT** the Board approves the inclusion of the proposed changes to the College's pension plan in the FY23/24 budget.*

CARRIED

MOVED BY: Carol Mieras

SECONDED BY: Sarah Milton

***THAT** the Board approves the in camera decision be moved to the regular Board minutes.*

CARRIED

MOVED BY: Jennifer Henderson

SECONDED BY: Faiq Bilal

***THAT** the Board moves out of camera*

CARRIED

9.0 Governance

9.1 Governance Plan – Next Steps

The Board discussed the plan recommended by the Governance Committee to restructure the electoral districts from six to three as part of the implementation plan for reducing the size of the Board. In addition, it was also recommended that the terms of reference for the Nominations Committee be restructured to include the tasks of recruiting and recommending professional appointees to statutory committees as well as any community appointees that might be needed in the future. It was further recommended that the Nominations Committee be composed of community appointees only. The Board also discussed the recommendation of the Governance Committee to ask for volunteers to step down from the Board when the implementation of the smaller Board is to take place – prior to April 2024, and if that doesn't produce the goal number of appointees, to then allow attrition to reduce the number more gradually.

MOVED BY: Carol Mieras

SECONDED BY: Teri Shackleton

***THAT** the Board restructures the electoral districts, establishes a Nominations Committee, and reduces the overlap of Board and statutory committees using a volunteer method.*

CARRIED

9.2 Appointment of Nominations Committee

Elinor explained that the current Nominations Committee is appointed annually by the Board to oversee the officer election process which takes place at the March Board meeting. The committee is typically comprised of two or three Board members who are either retiring from the Board or who do not wish to stand for a position. The appointment of a combination of public and professional members is preferred.

MOVED BY: Heather McFarlane

SECONDED BY: Carol Mieras

***THAT** the Board approves the appointment of Jennifer Henderson and Sabrina Shaw to the Nominations Committee.*

CARRIED

9.3 Ratification of Changes to Statutory Committee Composition

Vincent explained that the Executive Committee recently approved changes to the composition of two statutory committees in order to accommodate the workload of a public member. The Board was asked to ratify these changes today.

MOVED BY: Vincent Samuel

SECONDED BY: Paola Azzuolo

***THAT** the Board agrees to remove Brittany O'Brien from the Inquiries Complaints and Reports Committee and appoint her to the Patient Relations Committee as determined at the January 9, 2023, Executive Committee Meeting.*

***THAT** the Board agrees to remove Nick Dzudz from the Patient Relations Committee and appoint him to the Inquiries Complaints and Reports Committee, as determined at the January 9, 2023, Executive Committee Meeting.*

CARRIED

9.4 Academic Appointment to the Board

Donna Barker left the meeting having earlier declared a conflict of interest. Allan explained that Donna Barker's term will end in March 2023, and that she will not seek reappointment. The appointment of a replacement academic member is complicated by the academic yearly schedule. It is recommended that Donna be appointed for an additional three months to the end of June which will coincide with the academic year. Donna returned to the meeting at the conclusion of this item.

MOVED BY: Allan Freedman

SECONDED BY: Carol Mieras

***THAT** the Board reappoints Donna Barker for a period of 3 months to end of June 30, 2023.*

CARRIED

9.5 Professional Reappointment to Quality Assurance Subcommittee

Quality Assurance Subcommittee member, Debra Kennedy's first term will end on June 30, 2023. The Subcommittee is satisfied with Ms. Kennedy's work and recommends her reappointment for a second three-year term.

MOVED BY: Teri Shackleton

SECONDED BY: Elizabeth Gartner

THAT the Board approves the reappointment of Debra Kennedy to the Quality Assurance Subcommittee, for a second three-year term commencing July 1, 2023.

CARRIED

10.0 New Business

10.1 Proposed Standards of Practice

The proposed Standards of Practice were brought forward for final approval for publication. The Board congratulated the committee and the staff team for all their hard work on this project and provided positive commentary about its outcome.

MOVED BY: Heather McFarlane

SECONDED BY: Sarah Milton

THAT the Board approves the proposed Standards of Practice for Publication.

CARRIED

10.2 Diversity, Equity, and Inclusion (DEI) Plan

Stamatis Kefalianos presented the work that the College has done so far on the DEI, including a comparison of our status to an international benchmark. The College will use this process and tool to set goals and objectives over the next several years to move us towards a proactive status.

MOVED BY: Jennifer Henderson

SECONDED BY: Paola Azzuolo

THAT the Board receives the College's Diversity, Equity and Inclusion Plan.

CARRIED

11.0 Environmental Scan

Members provided various updates on changes in systems and information of interest that impact the practice of occupational therapy.

12.0 Other Business

12.1 Board Meeting Evaluation

Members were asked to complete the electronic Board Meeting Evaluation for today's meeting and were encouraged to provide recommendations for future improvements.

12.2 Annual Board Member Self-Evaluation

Members were asked to complete the electronic Annual Board Member Self-Evaluation and were encouraged to provide recommendations for future improvements.

12.3 Annual Board Evaluation

Members were asked to complete the electronic Annual Board Evaluation and were encouraged to provide recommendations for future improvements.

13.0 Next Meetings

- Board Meeting: Thurs., March 30, 2023, 9:00 a.m. – 4:00 p.m. at the College
- Board Meeting: Thurs., June 22, 2023, 9:00 a.m. – 3:30 p.m. at the College

14.0 Adjournment

There being no further business, the meeting was adjourned at 2:47 p.m.

MOVED BY: Carol Mieras

***THAT** the meeting be adjourned.*

CARRIED

APPENDIX 1: * Land Acknowledgement

We recognize that we work and live on traditional lands and territories of Indigenous Peoples. This includes the traditional territories of the Mississauga, the Anishnabeg (ah-nish-naw-bek) the Chippewa, the Haudenosaunee (hoe-duh-nuh-show-nay) and the Wendat peoples. Today, the province of Ontario is home to many diverse First Nations, Inuit and Métis (may-tea) peoples, from the Cree in the Northern reaches to the Delaware in the south. We acknowledge that we are tasked with sharing, respecting, and valuing the land, as a source of life for us all.

APPENDIX 2: Status of Implementation of Board Decisions

| Board Meeting Date | Decisions | Current Status |
|---------------------------|---|------------------------|
| January 26, 2023 | <i>THAT</i> the Board receives the College's Diversity, Equity and Inclusion Plan | Complete |
| January 26, 2023 | <i>THAT</i> the Board approves the proposed Standards of Practice for Publication. | Complete |
| January 26, 2023 | <i>THAT</i> the Board approves the reappointment of Debra Kennedy to the Quality Assurance Subcommittee, for a second three-year term commencing July 1, 2023. | Complete |
| January 26, 2023 | <i>THAT</i> the Board reappoints Donna Barker for a period of 3 months to end of June 30, 2023. | Complete |
| January 26, 2023 | <i>THAT</i> the Board agrees to remove Brittany O'Brien from the Inquiries Complaints and Reports Committee and appoint her to the Patient Relations Committee as determined at the January 9, 2023, Executive Committee Meeting. <i>THAT</i> the Board agrees to remove Nick Dzudz from the Patient Relations Committee and appoint him to the Inquiries Complaints and Reports Committee, as determined at the January 9, 2023, Executive Committee Meeting. | Complete |
| January 26, 2023 | <i>THAT</i> the Board approves the appointment of Jennifer Henderson and Sabrina Shaw to the Nominations Committee | Complete |
| January 26, 2023 | <i>THAT</i> the Board restructures the electoral districts, establishes a Nominations Committee, and reduces the overlap of Board and statutory committees using a volunteer method. | Ongoing |
| January 26, 2023 | <i>THAT</i> the Board approves the inclusion of the proposed changes to the College's pension plan in the FY23/24 budget | Implementation pending |

| Board Meeting Date | Decisions | Current Status |
|---------------------------|---|------------------------|
| January 26, 2023 | <i>THAT</i> the Board approves the plan for increasing Registration Fees by up to 2% annually for a maximum of 5 years. | Implementation pending |
| January 26, 2023 | <i>THAT</i> the Board approves the proposed changes to the Allowable Expenses Policy with an amendment to maintain the 50 kilometre distance for hotel expenses. | Complete |
| October 20, 2022 | <i>THAT</i> the Board adopts the new College logo for use by the College. | Complete |