



**Board of Directors Meeting**  
**Réunion du conseil d'administration**

**June 22 juin, 2016**  
**5:30 – 8:00 p.m.**

**221, rue Nelson Street**  
**Board Room/Salle du conseil**

**Approved Minutes / Procès-verbal adopté**

<b>PRESENT:</b>	Anthony Pizarro – Board President, Dana Mersich – Vice-President for External Issues, Ross Taylor – Vice-President for Internal Issues, Lynn Marchildon – Board Secretary, Lisa Gorman, Brian Legris, Karen McMullen, Aynsley Morris, Marguerite Nadeau, Francis Reardon, Edward Speicher, Sarah Stirling Moffet, Filip Szadurski, Bob Walsh, Kenneth Workun – Board Directors
<b>STAFF GUESTS:</b>	David Gibson – Executive Director Rob Boyd, Director of Oasis Program Patricia Eakins, Director of Finance Matt Garrison, Director of Administration, HR and IT Danielle LeClerc, Michèle Demers, Deborah Brooks – Staff
<b>OTHER GUESTS:</b>	Catherine McKenney – City Councillor for Somerset Ward Mathieu Fleury – City Councillor for Rideau-Vanier Ward
<b>MINUTES:</b>	Cristina Coiciu – Executive Assistant

ITEM	ACTION
<b>1. Declaration of Conflict / Déclaration de conflit d'intérêt</b>	No conflict was declared. / On ne déclare aucun conflit.
<b>2. Approval of Agenda / Adoption de l'ordre du jour</b>	The following item was removed from the Consent Agenda, and added under New Business: - item 3.6 FY2015-016 Audited Financial Statements – BRF16-047-B  <i>It was moved by Ross T. and seconded by Francis R. to approve the agenda, as amended. / Ross T., appuyé par Francis R., propose d'approuver l'ordre du jour, tel que modifiée.</i>  <b>ALL IN FAVOUR – CARRIED / TOUS EN FAVEUR ET LA MOTION EST ADOPTÉE</b>
<b>3. Consent Agenda / Résolutions en bloc</b>	The Consent Agenda included the following items (less the item removed): 3.1 Approval of Minutes of Meeting on May 18, 2016 3.2 ED Report 3.3 Membership Applications <ul style="list-style-type: none"><li>• George Edward Jenkins;</li><li>• Bob Mather;</li></ul>

- Paul MacDonald;
  - Melissa Raynes;
  - Jane Waterston;
- 3.4 Board slate for the AGM
- Brian Edward Legris – re-election for a 2-year term;
  - Lynn Marchildon – re-election for a 2-year term;
  - Dana Mersich - re-election for a 2-year term;
  - Aynsley Morris – confirmation for a 2-year term;
  - Marguerite Nadeau – confirmation for a 2-year term;
  - Francis Reardon - re-election for a 2-year term;
  - Sarah Stirling-Moffet – confirmation for a 2-year term;
  - Filip Szadurski - re-election for a 2-year term;
  - Ross Taylor - re-election for a 2-year term;
  - Kenneth Workun – confirmation for a 2-year term;
- 3.5 FY2015-2016 Unaudited Internal Financial Statements – BRF16-046-B
- 3.6 FY2016-2017 Appointment of Auditors and Set Fees – BRF16-048-B
- to appoint the firm Welch LLP – Chartered Professional Accountants;
  - to approve audit fee of \$19,390 plus taxes;
- 3.7 FY2015-2016 MOHLTC ARR – BRF16-049-B
- 3.8 FY2015-2016 AIDS Bureau ARR – BRF16-050-B
- 3.9 FY2015-20156 MCYS TPAR – BRF16-051-B
- 3.10 Community Foundation Grant Report – BRF16-033-B

*It was moved by Brian L. and seconded by Ross T. to approve the items on the Consent Agenda, as presented.  
/ Brian L., appuyé par Ross T., propose d'approuver les résolutions en bloc, tel que présentées.*

**ALL IN FAVOUR – CARRIED / TOUS EN FAVEUR ET LA MOTION EST ADOPTÉE**

**4. Supervised Injection Services (SIS) – Exemption Application to Health Canada – Draft – BRF16-056-B /  
Les Services d'injection supervisée – l'ébauche de la demande d'exemption au Santé Canada**

The Director of Oasis Program provided a summary and overview of the ample process started in June 2012, including Health Canada's requirements to implement SIS, and the integrated program model for SHCHC. The draft "Application Form for An Exemption for Medical Purposes Under the Controlled Drugs and Substances Act Regarding Activities at A Supervised Consumption Site" has been circulated to the Board prior to the meeting. Mr. Boyd proposed that the Board of Directors approve the following Management Team's recommendations:

1. That the Board of Directors authorizes the release of the draft\* SHCHC SIS Exemption Application to be forwarded to the following seven required respondents under Section 56.1 (3) Criteria b/c/e/g/h of the CDSA:
  - Municipality
  - Medical Officer of Health (Province, not municipality)
  - Chief of Police
  - Minister for Public Safety
  - Minister of Health
  - College of Nurses of Ontario
  - College of Physicians and Surgeons of Ontario
2. That the Board of Directors set the limits of response from the seven required respondents, to be for the time period July 1, 2016 to September 30, 2016.

A discussion ensued, and the two City Councillors asked to provide some feedback in terms of how can we work together to facilitate the process of opening SIS in more areas of the city (e.g. merge the application with other centres, to open all at once). They indicated that there is full support from Ottawa Board of Health, and wish to coordinate the application with the other CHCs.

	<p>The Executive Director affirmed that he already started the consultation process with the two downtown CHCs, but they will still have to follow the process required by Health Canada. SHCHC will support them fully.  <i>It was moved by Bob W. and seconded by Ross T. to approve the draft application form, as presented. / Bob W., appuyé par Ross T., propose d'approuver l'ébauche de la demande d'exemption, tel que présentée.</i></p> <p><b>ALL IN FAVOUR – CARRIED / TOUS EN FAVEUR ET LA MOTION EST ADOPTÉE</b></p> <p>The Board of Directors applauded Rob Boyd for his strong leadership in this process.</p>
5.	<p><b>Business Arising / Revue de la dernière réunion</b></p> <p><b>5.1 Executive Officers Succession Planning Update / Mise-à-jour sur la planification de la relève du Comité exécutif</b></p> <p>The Board President presented the draft slate of Executive Officers for 2016-2017, and mentioned that the election of the Executive Committee would take place in a special meeting, immediately after AGM.</p> <p><b>5.2 SHCHC/Lowertown CRC Partnership – Update / Mise-à-jour sur le partenariat entre CSCCS et CRC de la Basse-Ville</b></p> <p>The Board President reported that there was a meeting this morning with the Board Presidents and Executive Directors from both Centres to discuss next steps:</p> <ul style="list-style-type: none"> <li>- the process will move forward in stages;</li> <li>- in the summer, we will establish a joint committee between the two Centres to look at other options;</li> <li>- the committee will put together a list of consultants and by October 2016 retain one to work on this project;</li> <li>- the consultant will provide a recommendation by April 2017.</li> </ul> <p>Brian L. put forward his name to be part of this joint committee.</p> <p>More information to come.</p>
6.	<p><b>New Business / Des points nouveaux</b></p> <p><b>4.1 Annual Risk Management Audit Report for 2015-2016 – BRF16-055-B / Rapport annuel de vérification de gestion du risque pour 2015-2016</b></p> <p>The Director of Administration, Human Resources and Information Technology provided an overview of the annual Risk Management Audit for 2015-2016 and recommended the following:</p> <ol style="list-style-type: none"> <li>1. That the Board accepts the Centre's Risk Management Audit Report for the period April 1, 2015 – March 31, 2016.</li> <li>2. That the Board authorizes Anthony Pizarro, as Board President, to sign off the Declaration of Compliance for the Champlain LHIN for the period April 1, 2015 – March 31, 2016.</li> <li>3. That the Board approves a resolution attesting that SHCHC has remained compliant with FLS legislation</li> </ol> <p><i>It was moved by Filip S. and seconded by Brian L. to approve the recommendations, as presented. / Filip S., appuyé par Brian L., propose d'approuver les recommandations, tel que présentées.</i></p> <p><b>ALL IN FAVOUR – CARRIED / TOUS EN FAVEUR ET LA MOTION EST ADOPTÉE</b></p> <p><b>6.2 Operating Plan and Budget for 2016-2017 – BRF16-016-M/B / Plan opérationnel et budget pour 2016-2017</b></p> <p>The Director of Finance presented highlights of the 2016-2017 Operational Plan that sets our priorities and key activities for the year and directs staff on how to align their work with the strategic objectives of the</p>

organization, and presented a summary of the annual budget for the next fiscal year.

*It was moved by Aynsley M. and seconded by Karen M. to approve the Operating Plan and Budget for 2016-2017, as presented. / Aynsley M., appuyée par Karen McM., propose d'approuver le plan opérationnel et le budget pour 2016-2017, tel que présentés.*

## **ALL IN FAVOUR – CARRIED / TOUS EN FAVEUR ET LA MOTION EST ADOPTÉE**

### **6.3 Informal Board Self-Assessment / Auto-évaluation informelle du Conseil d'administration**

The Board Secretary facilitated a round-table discussion on the following questions:

1. What are the strengths of the Board and its operations this year?
2. What are some of the weaknesses of the Board and its operations this year?
3. What are some areas of improvement for the Board and its operations? What can be done to make improvements?

An informal dialogue ensued, and following are some of the comments:

- Board achievements this year
  - Consent Agenda; Board restructuring.
  - This year, we had a very strong Board.
  - The Board makes distinction between “governance” and “operational”.
  - The Board has good discussions.
  - The Board followed through with the recommendations from the Board Retreat.
- Some of the weaknesses: not enough members on the Audit and Finance Committee.
- Areas of improvement:
  - One has to assume that the Board member has to do their homework and read the materials before the meeting, to be better prepared.
  - Summarization of points.
  - The briefing sheets: the “Risk” area should be more clear, especially for items under Consent Agenda; Board needs to know very well what is the risk;
  - Prepare questions that stimulate discussion, and perhaps have some “observers” to ask what they understood from those discussions; engage more; maybe have a person playing “devil’s advocate”.
  - Can we make a better use of volunteers?
  - Board recruitment.

The suggestions/recommendations will be further analyzed by the Nominations and Governance Committee on how to improve the work of the Board."

### **6.4 Participation at the CACHC 2016 AGM and Call for Member Resolutions / Participation à l'AGA de l'ACCSC pour 2016 et appel pour les résolutions des membres**

The Board President indicated that the Canadian Association of CHCs has scheduled their AGM on September 22<sup>nd</sup> and 23<sup>rd</sup>, in Winnipeg. He also mentioned that SHCHC has been approached to file the SIS resolution which was unanimously voted by the AOHC in June. However, the resolution would have to be amended as to reflect the federal government officials. Aynsley M. offered to revise the appropriate paragraphs. The submission deadline is July 15, 2016.

*It was moved by Bob W. and seconded by Aynsley M. that the Board submit the SIS resolution, with revisions. / Bob W., appuyé par Aynsley M., propose que le Conseil d'administration soumette la résolution de SIS, avec des révisions.*

**Aynsley Morris to revise the resolution and forward to the Executive Director for submission.**

## **ALL IN FAVOUR – CARRIED / TOUS EN FAVEUR ET LA MOTION EST ADOPTÉE**

There was some discussion regarding how many Board members should attend the CACHC AGM. Given that

this year CACHC will not host a national conference, it was proposed to delegate one Board Director. The Executive Director will also attend.

*It was moved by Ross T. and seconded by Dana M. to authorize one Board Director to attend CACHC AGM. / Ross T., appuyé par Dana M., propose d'autoriser un directeur du Conseil d'administration de participer à l'AGA de l'ACCSC*

#### **ALL IN FAVOUR – CARRIED / TOUS EN FAVEUR ET LA MOTION EST ADOPTÉE**

#### **6.5 FY2015-2016 Audited Financial Statements – BRF16-047-B / États financiers vérifiés pour 2015-2016**

Bob W. reported that on June 14<sup>th</sup> the Audit and Finance Committee met with the Centre's auditors, Welch LLP, who presented their report on the FY2015-2016 audit, as well as the audited financial statements and notes for the year ended March 31, 2016. He recommended the following:

1. That the Board accepts Welch's report to the Audit and Finance Committee for the year ended March 31, 2016.
2. That the Board approves and recommends to the members of the Centre to approve the SHCHC's audited financial statements for the year 2015-2016, as presented.

*It was moved by Bob W. and seconded by Dana M. to approve the recommendations, as presented. / Bob W., appuyé par Dana M., propose d'approuver les recommandations, tel que présentées.*

#### **ALL IN FAVOUR – CARRIED / TOUS EN FAVEUR ET LA MOTION EST ADOPTÉE**

On behalf of the Board, Bob W. congratulated Ms. Patricia Eakins, the Director of Finance, for another good year with a clean and balanced audit.

There was also some discussion about the Board budget, i.e. who is monitoring and administers it, who determines how much to allocate etc..

The Executive Director explained that, typically, the Board sets a limit by discussing what that limit should be. The Audit and Finance Committee can then monitor the budget. It was agreed to bring this forward for discussion at the August meeting.

**Bring forward for more discussion at the August Board meeting.**

### **7. Information Items / Points d'information**

#### **7.1 AOHC Conference Update / Mise-à-jour sur la Conférence de l'ACSCO**

Dana M., Edward S. and Filip S. offered brief updates on the workshops they attended at the AOHC Conference in June.

#### **7.2 Performance Framework – Fourth Quarter Report – BRF15-016-B / Cadre de performance - Rapport du quatrième trimestre**

The report was provided to the Board, as information.

#### **7.3 Board Committee Updates / Mise-à-jour sur l'activité des comités du Conseil d'administration**

- NGC: as this being their last meeting with the Board, Lynn M. offered a tribute to Bob W. and Anthony P. for their continuous work and contribution to the Board during their tenure.

**Adjournment: 8:00 p.m.**