



COUNCIL MINUTES *(with appendices 1 & 2)*

DATE: Thursday, October 29, 2020 **FROM:** 9:00 a.m. – 3:00 p.m.

Page 1 of 8

In Attendance:

MEMBERS

Jeannine Girard-Pearlman, *Chair*
Paola Azzuolo
Neelam Bal
Donna Barker
Evelyn Chau
Michael Dauncey
Mary Egan
Allan Freedman
Jennifer Henderson
Heather McFarlane
Carol Mieras
Aruna Mitra (1.0-11.1)
Vincent Samuel
Stephanie Schurr
Teri Shackleton
Peter Shenfield
Michelle Stinson
Sophie Xu

REGRETS:

Elinor Larney, *Registrar*

GUESTS

Lindsay DuPré
Dallas Fiddler
Blair MacKenzie, *Hilborn LLP*

OBSERVERS

Fizza Asad, *College of Opticians of Ontario*
Martha Bauer, *Ontario Society of Occupational Therapists*
Christie Brenchley, *Ontario Society of Occupational Therapists*
Deidre Brooks, *College of Opticians of Ontario*
Kelly Hennessy
Sarah Kibaalya, *Ministry of Health*
Multiple other unidentified observers

STAFF

Julie Entwistle, *Deputy Registrar*
Sandra Carter, *Practice Consultant*
Sarah Karas, *Office Administration Junior Associate*
Stamatis Kefalianos, *Manager, Regulatory Affairs*
Lesley Krempulec, *Practice Consultant*
Clara Lau, *Manager, Registration*
Tim Mbugua, *Policy Analyst*
Nabila Mohammed, *Director of Finance and Corporate Services*
Nancy Stevenson, *Director of Communications*
Andjelina Stanier, *Executive Assistant, Scribe*

1.0 Call to Order

Chair Jeannine Girard-Pearlman welcomed everyone, called the meeting to order at 9:03 a.m. and reminded Council members the purpose of the work of Council is to protect the public and that all decisions are made in that light. Deputy Registrar Julie Entwistle will fill in today for Registrar Elinor Larney who is away.

2.0 Land Acknowledgement

The Chair read the Land Acknowledgement Statement (Appendix 1).

3.0 Welcome and Introductions

The Chair welcomed Neelam Bal and Paola Azzuolo, newly elected Council members from Districts 1 & 2 respectively and invited Council members to introduce themselves.

4.0 Declaration of Conflict of Interest

The Chair asked for any declarations of conflict of interest. None were declared.

5.0 Approval of Agenda

The Chair asked for changes to the agenda. None were reported.

MOVED BY: Allan Freedman

SECONDED BY: Carol Mieras

THAT the agenda be approved as presented.

CARRIED

6.0 Consent Agenda

The Chair asked for edits or other changes to the consent agenda items below:

- Draft Council Minutes of June 23, 2020
- Registrar's Report of October 29, 2020
- Executive Committee Report of October 29, 2020
- Practice Issues Committee Report of October 29, 2020
- Quality Assurance Committee Report of October 29, 2020
- Discipline Committee Report of October 29, 2020
- Inquiries, Complaints and Reports Committee Report of October 29, 2020
- Fitness to Practise Committee Report of October 29, 2020
- Registration Committee Report of October 29, 2020
- Patient Relations Committee Report of October 29, 2020
- Governance Committee Report of October 29, 2020

Two changes were noted in the Draft Council Minutes of June 23, 2020:

- 1) Page 1, Staff, Aoife Coghlan: Delete *Acting Manager, Regulatory Affairs* and insert *Manager, Investigations and Resolutions*
- 2) Page 4, item 7.2.1 first line: Insert *potential* before *conflict of interest*

MOVED BY: Carol Mieras

SECONDED BY: Donna Barker

THAT Council approves the consent agenda items as amended

CARRIED

7.0 Audited Financial Statements / Annual Report

7.1 2019/2020 Audited Financial Statements

Auditor Blair MacKenzie joined the meeting. Blair provided an overview of the 2019/2020 audit findings. He explained that the purpose of the audit is to ensure there were no material misstatements to the financial statements of the College. The audit was conducted using the not-for-profit accounting standards, and there were no disagreements with management during or after the audit. Prior to the audit, the auditors identified and prepared procedures to test risks and staff were informed of the process. This year, due to the COVID-19 pandemic and related office closures, the audit was conducted virtually. An additional section related to the pandemic was included on page 13 of the financial statements which notes the impact of the extended annual renewal deadline, specifically on year end cash and deferred registration fees balances, which are significantly lower than the previous year. Blair left the meeting upon the conclusion of this item.

MOVED BY: Peter Shenfield

SECONDED BY: Heather McFarlane

***THAT** Council receives the audited Financial Statements for the 2019-2020 fiscal year.*

CARRIED

7.2 Acceptance of Annual Report

Council reviewed the 2020 Annual Report and provided one minor recommendation for clarity on page 88.

MOVED BY: Jennifer Henderson

SECONDED BY: Stephanie Schurr

***THAT** Council receives the Annual Report for the 2019-2020 fiscal year, including today's change.*

CARRIED

8.0 Registrar's Update

8.1 Registrar's Presentation – Operational Project Status Report

Julie reported on operational areas of focus for Q1 FY20/21 related to strategic objectives for Year 1 of the 2020-2023 Strategic Plan.

8.2 FY20/21 Q1 Financial Report

Nabila Mohammed presented the financial report and responded to questions.

MOVED BY: Peter Shenfield

SECONDED BY: Stephanie Schurr

***THAT** Council receives the August 2020 Financial Report, Statement of Financial Position and Statement of Operations, as presented.*

CARRIED

8.3 Five-Year Financial Forecast

Nabila explained that the College auditor, Hilborn LLP, worked with the finance team to develop a five-year financial forecast. She explained that no revenue growth is anticipated for this fiscal year and that revenue implications will be felt through to 2022, with catch up anticipated for 2022/2023. Expenses are outlined as conservative projections based on current assumptions.

8.4 Risk Management Report

Julie reviewed the Risk Management Report and responded to questions. Overall, the level of risk remained the same however two new risks that the College is monitoring but which have not been raised to the high or critical level are the risk of a cyber-attack and ransom demands, and second, the concerns of registrants related to the Annual Renewal process for 2021.

MOVED BY: Stephanie Schurr

SECONDED BY: Peter Shenfield

THAT Council receives the Risk Management Report.

CARRIED

8.4.1 Risk Management: College's Strategic Response to the COVID-19 Pandemic

Julie explained that the College's response to the COVID-19 pandemic has focused on collaboration with healthcare system stakeholders and government agencies, and increased targeted communication with registrants to provide clarification, education and guidance including relevant resources for OT practice. In July, a registrant satisfaction survey on the College's pandemic response was conducted and over 500 responses were received, most very positive. With respect to internal office protocols, staff safety remains a priority. With the resurgence of the second wave of the virus, staff continue to work remotely.

9.0 Governance

9.1 Elections Update – Districts 1 and 2

Julie welcomed newly elected Council members, Paola Azzuolo and Neelam Bal and referenced the briefing note which outlines the results of the elections for additional information.

9.2 Committee Structure Changes

Stamatis Kefalianos provided an overview of the ongoing governance review process. Recommendations for improvement include the transfer of governance related matters from the Executive Committee to the Governance Committee, as well as the creation of a Finance, Audit and Risk Committee, which would assume financial oversight from the Executive Committee. The Terms of Reference for the 3 committees would be created and/or revised. The restructured committees would commence in April 2021.

MOVED BY: Peter Shenfield

SECONDED BY: Teri Shackleton

THAT Council approves the creation of a Finance, Audit and Risk Committee to commence in April 2021.

THAT Council approves the areas of responsibility related to governance (elections, nominations, Council effectiveness, committee appointments and chairs, investigating complaints and conduct of Council and Committee members), previously held by the Executive Committee, be moved to the restructured Governance Committee to commence in April 2021.

THAT Council approves that the Executive Committee authority be limited to urgent matters in between Council meetings; evaluation of Registrar performance, overseeing the functioning of Council, including setting the Council agenda and planning meetings, to commence in April 2021.

CARRIED

9.3 Proposed Bylaws Amendments

Stamatis presented bylaw amendments in line with changes to the College governance structure, for stakeholder consultation as required by the Regulated Health Professions Act (RHPA).

MOVED BY: Peter Shenfield

SECONDED BY: Jennifer Henderson

THAT Council approves in principle the amended bylaws, and as required by the RHPA, to circulate the bylaws to stakeholders and registrants for consideration prior to final approval.

CARRIED

9.4 Appointments of Non-Council Committee Members to the Inquiries, Complaints and Reports Committee (ICRC)

Heather McFarlane, Chair of the ICRC, explained that the committee has selected two candidates with relevant experience and background and the committee recommends their appointments to fill two vacant non-Council positions.

MOVED BY: Heather McFarlane

SECONDED BY: Michelle Stinson

THAT Council approves the appointments of Roselle Adler and Sarah Shallwani as non-Council committee members to the Inquiries, Complaints and Reports Committee, for a three-year term beginning November 1, 2020.

CARRIED

10.0 Council Education

10.1 Presentation: *Looking Back to Move Forward* by Lindsay DuPré & Dallas Fiddler

11.0 New Business

11.1 Revised Standards for Assessments

Sandra Carter explained that following Council's approval at the March 2020 meeting to send out the revised Standards for Assessments for stakeholder feedback, the consultation was

conducted over the summer and feedback was received. Recommended revisions as appropriate, including title change, have been incorporated into the document.

MOVED BY: Jennifer Henderson

SECONDED BY: Teri Shackleton

***THAT** Council approves the revised Standards for Assessments as presented for publication.*

CARRIED

11.2 Revised Code of Ethics

Tim Mbugua explained that following Council's approval in January 2020, the revised Code of Ethics was sent out for registrant and other stakeholder consultations over the summer and feedback was incorporated into the document as appropriate.

MOVED BY: Michelle Stinson

SECONDED BY: Peter Shenfield

***THAT** subject to any changes recommended by Council being incorporated, that Council approves the draft Code of Ethics, as presented.*

CARRIED

12.0 Other Business

12.1 Council Meeting Evaluation

The Chair asked members to complete the electronic meeting evaluation and encouraged everyone to provide recommendations for future improvements.

13.0 Next Meetings

- Thursday, January 28, 2021 9:00 a.m. – 3:00 p.m. via video conference
- Thursday, March 25, 2021 (Time and Place TBA)
- Thursday, June 24, 2021 (Time and Place TBA)

14.0 Adjournment

There being no further business, the meeting was adjourned at 3:00 p.m.

MOVED BY: Carol Mieras

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

CARRIED

Appendix 1: College Land Acknowledgement Statement

As an important part of our commitment to reconciliation, the College of Occupational Therapists of Ontario recognizes the traditional territories on which we live and work every day, across what is now known as Ontario. This includes distinct groups of First Nations Peoples: Algonquin, Mississauga, Ojibway, Cree, Odawa, Potawatomi, Delaware, and the Haudenosaunee – Mohawk, Onondaga, Oneida, Cayuga, Tuscarora, and Seneca. Other Indigenous Nations also have long standing relationships with the land in parts of this province including the Wendat and the Métis Nation. To meaningfully engage with this community, the College has reviewed the Truth and Reconciliation Commission’s (TRC) report. Calls to Action 18-24 addresses the health disparities faced by Indigenous Peoples and how poor health outcomes are linked to the complex histories and ongoing realities of Indigenous peoples in Canada. The College and its registrants will work to reduce these health disparities by ensuring that OTs are competent to provide services that the community has a right to and is acceptable to them.

Appendix 2: Status of Implementation of Decisions of Council

Council Meeting Date	Decision	Current Status
October 29, 2020	THAT Council receives the audited Financial Statements for the 2019-2020 fiscal year	Complete
October 29, 2020	THAT Council receives the Annual Report for the 2019-2020 fiscal year, including today's recommendation	Complete
October 29, 2020	THAT Council approves the creation of a Finance, Audit and Risk Committee to commence in April 2021.	Scheduled for April 2021
October 29, 2020	THAT Council approves the areas of responsibility related to governance (elections, nominations, Council effectiveness, committee appointments and chairs, investigating complaints and conduct of Council and Committee members), previously held by the Executive Committee, be moved to the restructured Governance Committee to commence in April 2021.	Scheduled for April 2021
October 29, 2020	THAT Council approves that the Executive Committee authority be limited to urgent matters in between Council meetings; evaluation of Registrar performance, overseeing the functioning of Council, including setting the Council agenda and planning meetings, to commence in April 2021.	Scheduled for April 2021
October 29, 2020	THAT Council approves in principle the amended bylaws, and as required by the RHPA, to circulate the bylaws to stakeholders and registrants for consideration prior to final approval.	Consultation completed, final recommendations for bylaw changes to Council January 2021
October 29, 2020	THAT Council approves the appointments of Roselle Adler and Sarah Shallwani as non-Council committee members to the Inquiries, Complaints and Reports Committee, for a three-year term beginning November 1, 2020.	Complete
October 29, 2020	THAT Council approves the revised Standards for Assessments as presented for publication.	Complete
October 29, 2020	THAT subject to any changes recommended by Council being incorporated, that Council approves the draft Code of Ethics, as presented.	Complete