



BOARD MEETING MINUTES

DATE: Thursday, October 20, 2022 **TIME:** 9:00 a.m. – 3:30 p.m.

In Attendance:

DIRECTORS:

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

REGRETS:

Allan Freedman
Brittany O'Brien
Vincent Samuel

GUESTS:

Blair MacKenzie, *Hilborn LLP*

OBSERVERS:

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

STAFF:

Elinor Larney, *Registrar and CEO*
Aida da Silva, *Manager, Finance and Payroll*
Leandri Engelbrecht, *Interim Manager, Investigations and Resolutions*
Stamatis Kefalianos, *Director, Regulatory Affairs*
Tim Mbugua, *Policy Analyst*
Seema Singh-Roy, *Director, Finance, People and Corporate Services*
Nancy Stevenson, *Director of Communications*
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

The Chair called for declarations of conflict of interest. None were made.

5.0 Approval of Agenda

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

MOVED BY: Carol Mieras
SECONDED BY: Neelam Bal

***THAT** the agenda be approved as presented.*

CARRIED

6.0 Consent Agenda

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

- Registrar's Written Report of October 20, 2022
- Draft Board Minutes of June 23, 2022
- Finance & Audit Minutes of May 10, 2022
- Finance & Audit Minutes of August 23, 2022
- Governance Minutes of May 17, 2022
- Executive Minutes of June 1, 2022

MOVED BY: Jennifer Henderson
SECONDED BY: Faiq Bilal

***THAT** the Board adopts the Consent Agenda items as listed.*

CARRIED

7.0 Audited Financial Statements / Annual Report

7.1 FY2021-2022 Audited Financial Statements

Blair MacKenzie, auditor with Hilborn LLP, joined the meeting. Blair provided a brief overview of the 2021-2022 audit findings. He explained that Hilborn LLP is an independent external auditor tasked with providing an opinion as to the fairness of the financial statements and that the purpose of the audit is to ensure that there are no material misstatements in the financial statements. Prior to the audit, the auditors identified and prepared procedures to test risks and staff were informed of the process. The audit process proceeded normally with no disagreements with management at any point. Blair stated that the financial statements as provided today, in all material respects, present fairly the financial position of the College on May 31, 2022. The results of its operations and cash flows for the year ended are in accordance with Canadian accounting standards for not-for-profit organizations. The Board held a brief discussion and Blair left the meeting.

MOVED BY: Neelam Bal
SECONDED BY: Faiq Bilal

***THAT** the Board approves the audited financial statements for the fiscal year ended May 31, 2022 as presented.*

CARRIED

7.2 Acceptance of 2022 Annual Report

The Board expressed utmost satisfaction with the content and visual presentation of the draft annual report and thanked staff for their excellent work. One minor recommendation will be implemented.

MOVED BY: Heather McFarlane

SECONDED BY: Paola Azzuolo

THAT the Board accepts the Annual Report for the 2021-2022 fiscal year, including today's change.

CARRIED

8.0 Registrar's Report

8.1 Presentation: Q1 FY2022-2023 Operational Projects Status Update

The Registrar presented on the status of operational initiatives for Q1 FY2022-2023 and responded to questions. Nancy Stevenson presented on recent updates to the College website and future plans to develop and launch more French content, create web pages to support the new practice standards, and continue to renew and approve content and display.

8.2 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 is an overview of the work accomplished in Q1 FY2022-2023.

MOVED BY: Heather McFarlane

SECONDED BY: Elizabeth Gartner

THAT the Board receives the Quarterly Report for Q1 of FY2022-2023.

CARRIED

8.3 Risk Management Report

Heather McFarlane provided an overview of the risk management process and how the report is structured. She reported that overall risk levels remained the same for Q1 FY2022-2023. Elinor reminded the Board of its decision at the last meeting to remove from the report the risk on the new Quality Assurance risk-based screening process given it has now been implemented and has moved into the operational stage.

MOVED BY: Heather McFarlane

SECONDED BY: Carol Mieras

THAT the Board receives the risk management report.

CARRIED

9.0 Finance

9.1 Q1 FY2022-2023 Financial Report

Neelam provided an overview of the financial report and reported that the College is on track with budget to date. Seema Singh-Roy responded to questions.

MOVED BY: Neelam Bal

SECONDED BY: Sarah Milton

THAT the Board receives the Q1 FY2022-2023 Financial Report as presented.

CARRIED

10.0 Governance

10.1 Governance Reform – Next Steps

Carol Mieras brought forward a motion based on collective discussions at yesterday's Education Session. If approved, the Governance Committee will work to develop a plan to reduce Board size and reduce the overlap of Board and statutory committee membership. A proposal for next steps will be brought forward to the Board for approval at a future date. Board members expressed satisfaction with how the Education Session was facilitated and structured and what the Board was able to accomplish.

MOVED BY: Carol Mieras

SECONDED BY: Heather McFarlane

***THAT** the Board approves, in principle, the direction to reduce the size of the Board to 12-14 members as allowed by legislation, and to reduce the overlap between Board and statutory committee membership as allowed by legislation.*

CARRIED

10.2 Board and Committee Meeting and Effectiveness Surveys

Carol explained that the Governance Committee recommends moving to best practices of accountability and transparency and is proposing that Board Directors and Committee Appointees include their name on evaluation surveys. Knowing who has responded will facilitate follow up by the Chair and staff, as needed. A discussion was held. Concern was expressed on the necessity to provide clarity and understanding about who will have access to feedback, with whom it will be shared, and how the summary reports will be stored. The Executive Committee will discuss these concerns as well as the recommendation to review the frequency of these evaluations.

MOVED BY: Carol Mieras

SECONDED BY: Sabrina Shaw

***THAT** all Board and Committee members include their name on all Board Meeting and Committee Effectiveness surveys.*

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 Equity Impact Assessment Tool

Tim Mbugua explained that the Ministry of Health has developed an assessment tool to assist colleges to integrate equity considerations into new initiatives and planning. Other tools were considered but staff find the MOH tool is a good fit for the College to adopt, at this time. The Health Profession Regulators of Ontario (HPRO) is developing a similar tool however it will not be ready in time for submission of the 2022 CPMF report. Once that tool is complete, staff will review it to determine any changes to the tool the college uses going forward.

MOVED BY: Heather McFarlane

SECONDED BY: Teri Shackleton

THAT the Board approves the Equity Impact Assessment tool be used by the College.

CARRIED

12.2 College Logo

Nancy presented the revised logo and provided rationale for the updated design and addition of a tagline. She explained that the revision aims to clarify for the public the regulatory role of the College. A discussion was held.

MOVED BY: Heather McFarlane

SECONDED BY: Neelam Bal

THAT the Board adopts the new College logo for use by the College.

CARRIED

12.3 Board Meeting Evaluation

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

13.0 Next Meetings

- Board Meeting: Thurs., January 26, 2023, 9:00 a.m. – 3:30 p.m., at the College
- Board Meeting: Thurs., March 30, 2023, 9:00 a.m. – 4:00 p.m. Location TBA

14.0 Adjournment

There being no further business, the meeting was adjourned at 1:51 p.m.

MOVED BY: Heather McFarlane

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
October 20, 2022	<i>THAT</i> the Board adopts the new College logo for use by the College.	Implementation January 2023
October 20, 2022	<i>THAT</i> the Board approves the draft Equity Impact Assessment tool be used by the College.	Complete
October 20, 2022	<i>THAT</i> all Board and Committee members include their name on all Board Meeting and Committee Effectiveness surveys.	Complete
October 20, 2022	<i>THAT</i> the Board approves, in principle, the direction to reduce the size of the Board to 12-14 members as allowed by legislation, and to reduce the overlap between Board and statutory committee membership as allowed by legislation.	Complete
October 20, 2022	<i>THAT</i> the Board accepts the Annual Report for the 2021-2022 fiscal year, including today's change	Complete
October 20, 2022	<i>THAT</i> the Board approves the audited financial statements for the fiscal year ended May 31, 2022 as presented.	Complete
June 23, 2022	<i>THAT</i> the Board approves the changes to Board Policy RL9, Emergency Registrar Replacement.	Complete
June 23, 2022	<i>THAT</i> the Board approves the proposed changes to the Financial and Audit Governance Policies.	Complete
June 23, 2022	<i>THAT</i> the Board delays the decision about appointing an academic member until after the October Board Education Session.	Complete