

BOARD MEETING MINUTES

DATE: Thursday, March 30, 2023 **TIME:** 9:00 a.m. – 3:00 p.m.

In Attendance:

DIRECTORS:

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

GUESTS:

Susan Domanski, SEAS Manager (1.0-8.2)

OBSERVERS:

Asna Ali, *Ministry of Health of Ontario (MOH)*
Stacey Anderson
Christine Funk
Marnie Lofsky, OSOT

STAFF:

Elinor Larney, *Registrar and CEO*
Stamatis Kefalianos, *Director of Regulatory Affairs*
Seema Singh-Roy, *Director of Finance, People and Corporate Services*
Nancy Stevenson, *Director of Communications*
Kim Woodland, *Director of Programs*
Andjelina Stanier, *Executive Assistant, Scribe*

REGRETS:

Brittany O'Brien

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 stated that Jennifer Henderson declared a conflict of interest for item 11.6.6 prior to the meeting and called for any other conflicts of interest. No other declarations were made.

5.0 Welcome and Introductions

The Chair invited Board members and staff to introduce themselves.

6.0 Approval of Agenda

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

MOVED BY: Jennifer Henderson

SECONDED BY: Carol Mieras

THAT the agenda be approved as presented.

CARRIED

7.0 Consent Agenda

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

1. Registrar's Written Report of March 30, 2023
2. Draft Board Minutes of January 26, 2023
3. Draft Special Board Minutes of February 13, 2023
4. Finance & Audit Minutes of January 11, 2023
5. Governance Minutes of January 6, 2023
6. Executive Minutes of January 9, 2023

MOVED BY: Carol Mieras

SECONDED BY: Neelam Bal

THAT the Board adopts the Consent Agenda items as listed.

CARRIED

8.0 Registrar's Report

8.1 Presentation: Q3 FY2022-2023 Operational Projects Status Report

The Registrar and CEO presented on the status of operational initiatives for Q3 FY2022-2023 and responded to questions.

8.2 Presentation: SEAS Status Report

Susan Domanski, SEAS Manager, presented an overview of the Substantial Equivalency Assessment System (SEAS) and provided applicant statistics for 2022 to date.

8.3 Quarterly Performance Report

Vincent Samuel 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 Q3 FY2022-2023.

MOVED BY: Vincent Samuel

SECONDED BY: Donna Barker

THAT the Board receives the Quarterly Performance Report for Q3 FY2022-2023.

CARRIED

8.4 Risk Management Report

Heather McFarlane stated that the Executive Committee performs an annual risk register review in its entirety in June and reports quarterly to the Board on high risk items. For Q3 FY2022-2023, risk levels remained the same and no new risks were reported.

MOVED BY: Heather McFarlane
SECONDED BY: Teri Shackleton

THAT the Board receives the risk management report.

CARRIED

9.0 Finance

9.1 Q3 FY2022-2023 Financial Report

Seema Singh-Roy reported that the College is well on track with the budget this fiscal year. The surplus is expected to even out as expenses are received. The Board held a discussion and Seema responded to questions.

MOVED BY: Allan Freedman
SECONDED BY: Neelam Bal

THAT the Board receives the Q3 FY2022-2023 Financial Report, as presented.

CARRIED

9.2 Investment Portfolio as at January 31, 2023

Seema Singh-Roy reported on the Investment portfolio and responded to questions.

MOVED BY: Allan Freedman
SECONDED BY: Carol Mieras

THAT the Board receives the investment report as at January 31, 2023.

CARRIED

10.0 In Camera

The Chair asked guests and observers to leave the meeting with the exception of Elinor Larney, Nancy Stevenson, Stamatis Kefalianos, Kim Woodland, Seema Singh-Roy and Andjelina Stanier who remained in the meeting.

MOVED BY: Heather McFarlane
SECONDED BY: Elizabeth Gartner

THAT the Board moves in camera pursuant to the Health Professions Procedural Code, subsection 7(2)(b).

CARRIED

MOVED BY: Carol Mieras
SECONDED BY: Elizabeth Gartner

THAT the Board moves that the in camera minutes remain in camera.

CARRIED

MOVED BY: Carol Mieras

SECONDED BY: Heather McFarlane

THAT the Board moves out of camera.

CARRIED

11.0 Governance

11.1 2022 College Performance Measurement Framework

Vincent Samuel and Stamatis Kefalianos presented the draft College Performance Measurement Framework (CPMF) for today's approval prior to submission to the ministry. Several recommendations will be incorporated into the final document.

MOVED BY: Vincent Samuel

SECONDED BY: Carol Mieras

THAT the Board approves the amended College Performance Measurement Framework report for submission to the Ministry of Health and for publication on the College's website.

CARRIED

11.2 Annual Board Evaluation Feedback Summary

The Chair thanked members for completing the Annual Board Evaluation. Feedback indicates that Board members are very satisfied with how meetings are run, reporting by staff and preparation of materials, and the work that has been accomplished. Recommendations for Board education include more training on governance, technology related to virtual meetings and electronic meeting material, and understanding financial reports.

MOVED BY: Allan Freedman

SECONDED BY: Sarah Milton

THAT the Board receives the Board Evaluation Summary.

CARRIED

11.3 Terms of Reference Revisions – All Committees

Vincent and Stamatis explained that it is best practice to regularly review the terms of reference across all committees, especially given recent governance modernization decisions by the Board. Revisions include changes in responsibilities of the Executive and Nominations committees, and language and other standardized changes across all committees. The Board held a discussion and provided several additional recommendations.

MOVED BY: Vincent Samuel

SECONDED BY: Jennifer Henderson

***THAT** the Board approves the amended Terms of Reference for all College committees as presented, including today's recommendations.*

CARRIED

11.4 Elections Update – Districts 2 & 4

Elinor reported that low voter turnout is consistent with previous elections in this district which may further support moving to a competency-based model of appointments in the future if legislation changes.

11.5 District 2 Vacancy on the Board

Vincent explained that during the recent call for nominations in District 2, only one candidate put their name forward and was subsequently acclaimed. The second seat remains vacant. The Governance Committee recommends that this seat remain vacant in light of the previous Board decision to reduce Board size. This option would continue to meet statutory requirements for Board representation. The Board can enable this with a small Bylaw change.

MOVED BY: Vincent Samuel

SECONDED BY: Carol Mieras

***THAT** the Board leaves the one seat vacant in District 2 and proceeds with the proposed Bylaw changes.*

CARRIED

11.6 Appointment of Professional Committee Appointee(s)

11.6.1 Practice Subcommittee

Candidate Miranda Setoguchi was presented for appointment to the Practice Subcommittee.

MOVED BY: Heather McFarlane

SECONDED BY: Sarah Milton

***THAT** the Board appoints Miranda Setoguchi as a Professional Committee Appointee to the Practice Subcommittee for a three-year term commencing on October 1, 2023.*

CARRIED

11.6.2 Patient Relations Committee

Candidate Amanda Mowbray was presented for appointment to the Patient Relations Committee.

MOVED BY: Neelam Bal

SECONDED BY: Sabrina Shaw

***THAT** the Board appoints Amanda Mowbray as a Professional Committee Appointee to the Patient Relations Committee for a three-year term commencing on July 1, 2023.*

CARRIED

11.6.3 Quality Assurance Subcommittee

Candidates Bethany Brewin and Rabia Khokhar were presented for appointment to the Quality Assurance Subcommittee.

MOVED BY: Heather McFarlane

SECONDED BY: Jennifer Henderson

***THAT** the Board appoints Bethany Brewin and Rabia Khokhar as Professional Committee Appointees to the Quality Assurance Subcommittee for a three-year term commencing on July 1, 2023.*

CARRIED

11.6.4 Fitness to Practise Committee

Candidate Casandra Boushey was presented for appointment to the Fitness to Practise Committee.

MOVED BY: Vincent Samuel

SECONDED BY: Sarah Milton

***THAT** the Board appoints Casandra Boushey as a Professional Committee Appointee to the Fitness to Practise Committee for a three-year term commencing on July 1, 2023.*

CARRIED

11.6.5 Discipline Committee

Candidate Sylvia Boddener was presented for appointment to the Discipline Committee.

MOVED BY: Donna Barker

SECONDED BY: Heather McFarlane

***THAT** the Board appoints Sylvia Boddener as a Professional Committee Appointee to the Discipline Committee for a three-year term commencing on July 1, 2023.*

CARRIED

11.6.6 Inquiries, Complaints and Reports Committee

Jennifer Henderson left the meeting due to a conflict of interest. Candidates Darlene Venditti, Holly Assaf, Kellen Baldock, and Sarah Dodds were presented for appointment to the Inquiries, Complaints and Reports Committee.

MOVED BY: Carol Mieras

SECONDED BY: Neelam Bal

***THAT** the Board appoints Darlene Venditti, Holly Assaf, Kellen Baldock and Sarah Dodds as Professional Committee Appointees to the Inquiries, Complaints and Reports Committee for a three-year term commencing on May 1, 2023.*

CARRIED

11.7 Appointment of Academic Director to the Board

The Occupational Therapy Act, 1991 requires that one or two occupational therapists who are members of a faculty of occupational therapy at a university in Ontario be appointed to the Board. The current academic member's term will end in June and her replacement is put forward today for appointment.

MOVED BY: Heather McFarlane
SECONDED BY: Teri Shackleton

***THAT** the Board appoints Mary Egan to the Board as the Academic Representative for a three-year term, commencing on July 1, 2023.*

CARRIED

12.0 New Business

12.1 Proposed Bylaw Amendments

Vincent and Stamatis explained that it is best practice to review the bylaws on a regular basis. Amendments proposed today reflect Board decisions from the January Board meeting. These amendments have undergone legal review. Stakeholder consultations are not required. The Board provided additional minor recommendations.

MOVED BY: Vincent Samuel
SECONDED BY: Sarah Milton

***THAT** the Board approves the amended Bylaws as presented, including today's changes.*

CARRIED

13.0 Environmental Scan

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

Outgoing Board member, Jennifer Henderson, shared that she has enjoyed serving on the Board and is proud of the excellent work the College has accomplished over her tenure. She expressed that she has utmost confidence in the Board and in the Registrar and CEO. She thanked everyone for their dedication and hard work. Donna Barker shared these sentiments, expressing confidence in the Registrar and CEO, and staff, and thanked everyone for their commitment to the work of public protection.

14.0 Other Business

14.1 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.

15.0 Next Meeting

Thursday, June 22, 2023, 9:00 a.m. – 3:30 p.m. at the College

16.0 Adjournment

There being no further business, the meeting was adjourned at 2:07 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
March 30, 2023	<i>THAT</i> the Board approves the amended Bylaws as presented, including today's changes.	Complete
March 30, 2023	<i>THAT</i> the Board appoints Mary Egan to the Board as the Academic Representative for a three-year term, commencing on July 1, 2023	Complete
March 30, 2023	<i>THAT</i> the Board appoints Darlene Venditti, Holly Assaf, Kellen Baldock and Sarah Dodds as Professional Committee Appointees to the Inquiries, Complaints and Reports Committee for a three-year term commencing on May 1, 2023.	Complete
March 30, 2023	<i>THAT</i> the Board appoints Sylvia Boddener as a Professional Committee Appointee to the Discipline Committee for a three-year term commencing on July 1, 2023.	Complete
March 30, 2023	<i>THAT</i> the Board appoints Casandra Boushey as a Professional Committee Appointee to the Fitness to Practise Committee for a three-year term commencing on July 1, 2023.	Complete
March 30, 2023	<i>THAT</i> the Board appoints Bethany Brewin and Rabia Khokhar as Professional Committee Appointees to the Quality Assurance Subcommittee for a three-year term commencing on July 1, 2023.	Complete
March 30, 2023	<i>THAT</i> the Board appoints Amanda Mowbray as a Professional Committee Appointee to the Patient Relations Committee for a three-year term commencing on July 1, 2023.	Complete
March 30, 2023	<i>THAT</i> the Board appoints Miranda Setoguchi as a Professional Committee Appointee to the Practice	Complete

Board Meeting Date	Decisions	Current Status
	<i>Subcommittee for a three-year term commencing on October 1, 2023.</i>	
March 30, 2023	THAT the Board leaves the one seat vacant in District 2 and proceeds with the proposed Bylaw changes.	Complete
March 30, 2023	THAT the Board approves the amended Terms of Reference for all College committees as presented, including today's recommendations.	Complete
March 30, 2023	THAT the Board approves the amended College Performance Measurement Framework report for submission to the Ministry of Health and for publication on the College's website.	Complete
January 26, 2023	THAT 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	THAT the Board approves the inclusion of the proposed changes to the College's pension plan in the FY23/24 budget	Complete Implementation 2024
January 26, 2023	THAT the Board approves the plan for increasing Registration Fees by up to 2% annually for a maximum of 5 years.	Complete Implementation 2024