



## Board of Health

### Governance Committee Meeting

Monday, January 07, 2019

The meeting of the Governance Committee of Renfrew County and District Health Unit's Board of Health was held in the RCDHU Library at 7 International Drive, Pembroke, Ontario.

#### Present:

Wilmer Matthews	Chair
Michael Donohue	Member
Peter Emon	Member
Janice Visneskie Moore	Member
Carolyn Watt	Member

#### Staff:

Marilyn Halko	Executive Assistant (Secretary)
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#### 01. Call to Order

W. Matthews called the Governance Committee meeting to order at 9:33 a.m.

#### 02. Agenda Approval

##### Resolution: # 1 GC 2019-Jan-07

A motion by W. Matthews; seconded by C. Watt; be it resolved that the agenda be approved.

Carried

#### 03. Declaration of Conflict of Interest

There were no declarations of conflict of interest.

#### 04. Delegations

There were no delegations.

#### 05. Governance Committee Meeting minutes (Approval)

The Committee approved the meeting minutes for Monday, December 03, 2018.

## **Resolution: # 2 GC 2019-Jan-07**

A motion by W. Matthews; seconded by P. Emon; be it resolved that the Governance Committee approve the meeting minutes of December 03, 2018.

Carried

### **06. Business Arising**

#### **i. Board Culture Survey—original**

The original *Board Culture Survey* was revised as follows:

- [Board Culture Survey](#)

The Executive Committee will complete the *Survey* in October.

#### **ii. Board Meeting Evaluation Form—original**

The original *Board Meeting Evaluation Form* was revised as follows:

- [Board Meeting Evaluation Form](#)

The Board of Health Chair will direct Board Members to complete the *Form*, immediately following Regular Board meetings held in April and October.

#### **iii. Standing Committees' Performance Outcomes—original**

The original *Standing Committees' Performance Outcomes* was revised as follows:

- [Standing Committees' Performance Outcomes](#)

The *Outcomes* form will be completed in April and October, by all committees, then submitted to the Executive Committee.

#### **iv. Board and Member Self-Evaluation—original**

The *Board and Member Self-Evaluation* was revised as follows:

- [Board and Member Self-Evaluation](#)

In October, all Board Members will complete the *Self-Evaluation* and return it to the Governance Committee, who will then present the results in a report to the Board.

v. **Board By-Laws Index**

A special Governance Committee meeting was planned for Monday, February 11, 2019 at 9:30 a.m., to review the by-laws listed in the [Board By-Laws Index](#).

vi. **Emergency Coverage for MOH and DCS**

At 10:15 a.m. H. Daly joined the meeting and provided information in a brain-storming session regarding an ad-hoc plan in the event that the DCS or CEO were incapacitated.

The MOH, who has signing authority, would act as CEO, for short term coverage.

The Director, Health Promotion/Chief Nursing Officer and the Director, Health Protection would share responsibilities as backup for the DCS. The *People Management Manual* would be used as a guideline document.

This item will be included on the Executive Committee work plan and revisited when there is a new structure in place.

vii. **Board Skills Knowledge Matrix**

The Board Skills Knowledge Matrix was revised as follows:

- [Skills Knowledge Matrix](#)

The *Matrix* will be distributed for completion at the Regular Board meeting in January 2019.

viii. **Board Succession Plan**

The [Board Succession Plan](#) was reviewed. One member's appointment is up for renewal in 2019. The member has reapplied.

ix. **Procedural By-Law 2018-02**

Committee members were directed to send proposed revisions for By-Law 2018-02 to the Secretary. The changes will be reviewed by the Governance Committee in April, presented to the Board in May, and added to the agenda for approval at the Regular Board meeting in June.

x. **Board Work Plan 2019/Committee Work Plan 2019**

The *Board Work Plan 2019* was revised as follows:

- [Board Work Plan 2019](#)

The *Plan* will be sent to committee chairs for review at their first committee meeting and upon completion forwarded to the Executive Committee.

xi. **Acting Medical Officer of Health Performance Report—original**

The Acting Medical Officer of Health Performance Appraisal was reviewed in the closed meeting.

xii. **MOH/CEO Recruitment**

MOH/CEO recruitment was discussed in the closed meeting.

xiii. **Board Retreat 2019—Decision Making Framework/Health Equity**

The date for the full-day Board Retreat was set for Friday, May 10, 2019.

The Retreat will include following topics:

1. Decision Making Framework
2. Health Equity

Action: Invite Colleen Musclow to attend the Governance Committee meeting scheduled for February 04, 2019 to discuss Health Equity—a key component for the 2019 Board Retreat.

xiv. **Innovative and Generative Outcomes**

Innovative and Generative Outcomes will be scheduled for a future meeting.

**07. Correspondence**

N/A

**08. Staff Reports**

N/A

**09. Board Committee Reports**

N/A

**10. By-Laws**

N/A

**11. New Business**

N/A

**12. Notice of Motion**

N/A

**13. Closed Meeting**

At 11:00 a.m. the Committee moved in to a closed meeting to discuss the Performance Appraisal of the MOH(A) and further to discuss the recruitment of a MOH.

**Resolution: # 3 GC 2019-Jan-07**

A motion by C. Watt; seconded by M. Donohue; be it resolved that the Governance Committee move into closed to discuss the performance appraisal of the MOH(A) and further to discuss recruitment of MOH.

Carried

The Committee Chair rose to report that the Governance Committee met in a closed meeting to discuss matters pertaining to the performance appraisal of the MOH(A) and further to discuss recruitment of a MOH.

**14. Date of Next Meeting**

The next meeting of the Governance Committee is scheduled for Monday, February 04, 2019 at 9:30 a.m. in the RCDHU Classroom.

**15. Adjournment**

**Resolution: # 4 GC 2019-Jan-07**

A motion by W. Matthews; seconded by J. Visneskie Moore; be it resolved that the Governance Committee meeting adjourn at 12:06 p.m.

Carried

The Governance Committee meeting adjourned at 12:06 p.m.

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Chair

*The original approved minutes were signed by the Board of Health Chair.*