

KLINIC COMMUNITY HEALTH

BOARD OF DIRECTORS MEETING MARCH 15, 2017

MINUTES

IN ATTENDANCE:

Board Members: MaryStella Anidi (teleconference), Pat Finkbeiner, Ian Goodall-George, George Health, Terrance Machalek, Natalie Mulaire (teleconference), Conrad Padilla, Jan Schubert, Nora Schwetz, Lynn Scruby, Barb Weselak

Regrets: Jason Gisser, Marc Rivard

Management: Nicole Chammartin, Holly Banner, Kathie Timmermann

Guest: Rhonda Lorch

1. **Call to Order and Additions to the Agenda** – The Board Chair called the meeting to order at 5:30 pm and asked if there were any additions to the agenda; none came forward.
2. **Review of Previous Minutes** – The Board reviewed and approved the previous minutes.

IT WAS MOVED and seconded that the Board of Directors of Clinic Community Health approve the Board of Directors minutes dated January 25 as distributed.

CARRIED

3. **Report on ICD (Institute of Corporate Directors) Luncheon Series for Board Session on Building Board Capacity** – Two Board members attended this session. They referred to the handout included in the Board package indicating the key points covered, and shared their recommendation to perform a Board evaluation. They reiterated that board membership be diverse, reflect stakeholders, and strive for board competencies in finance, legal and information technology areas.

The Board agreed to refer board evaluation to the Nomination & Governance Committee (NGC). A Board member indicated she will ask ICD if there are resources available including a template for non profit volunteer board evaluation.

Rhonda arrived at the meeting.

4. **Presentation of Clinic's draft Operation Plan 2017-2022** – Rhonda Lorch was welcomed to the meeting.

The Executive Director (ED) referred Board members to staff recommendations from the All Staff meeting held on February 2, 2017. At that meeting, staff provided input into plans to operationalize the strategic directions, which was reviewed by Staff Directors and incorporated into the document being reviewed at this meeting. Staff made four recommendations for Board consideration, as follows:

1. *Consider and look at diversity in recruitment for the Board.* The ED responded this item will be incorporated by the NGC in current and future recruitment. The Board was reminded that there are two known board positions open for the 2017-2019 term, and a targeted recruitment strategy has been implemented.
2. *Increase opportunities for Board interaction with staff, and communicate who Board members are.* The ED responded that she has communicated with staff that Klinik's volunteer Board members are not always available to attend Klinik functions due to their work schedules and other commitments. A Board member indicated if there was a specific role for Board members at events, attendance could be sought to match the role. The ED indicated a strategy to address the request for increased knowledge of who is on the board will be discussed later on the agenda under the NGC report.
3. *Consider adding the concept of feminism back into Klinik's values.* The Board wholeheartedly supported this and a motion came forward. The ED will work with the Communications Officer to update the website and signage.
4. *Reword Outcome #1 to remove the word 'psychologically.'* The Board agreed to remove this word to focus on a larger definition of healthy.

IT WAS MOVED and seconded that the Board of Directors of Klinik Community Health add feminism into Klinik's Values Statement as a Social Justice value. **CARRIED**

Rhonda referred Board members to the electronic display and reported on the operational plan including success indicators as drafted by the management team after reviewing feedback from the All Staff meeting. The Board provided feedback and suggestions to this plan which will be incorporated.

Rhonda left the meeting at this time.

A motion came forward to reflect the updated "strategic directions as amended motion" from the January 25, 2017 Board meeting.

IT WAS MOVED and seconded that the Board of Directors of Klinik Community Health amend the January 25, 2017 Board motion which approved the strategic directions as amended, to reword #1 to remove the word 'psychologically.'

The Board approved the strategic directions for 2017-2022 as follows:

- #1 Klinic is a healthy, respectful and collaborative workplace.
- #2 Klinic demonstrates efficiency and effectiveness.
- #3 Klinic's communities and stakeholders understand Klinic's mission, vision and values.
- #4 Klinic's focus generates accessible and responsive programs and services.

CARRIED

The ED reported the process from here will be to present the operational plan at upcoming program team meetings and staff directors will work with staff to develop program plans. She noted that our Communications Officer will be working with Rhonda to create an easy graphic representation of our new 5 year strategic plan which will include the vision, mission and updated values.

5. Financial – Information for this portion of the meeting was distributed.

- 5.1 Budget/Audited Financial Statement Review based on previous year – The Director of Finance & Human Resources provided an electronic review/educational session on reading Klinic's financial statements as requested by the Board to be presented annually based on the previous years' financial statements.
- 5.2 2017/2018 Budget – The proposed 2017/18 Annual Operational Budget was reviewed. This budget was developed with anticipated funding level information. The Director of Finance & Human Resources reported there are number of unconfirmed funding revenues for a number of reasons, not unlike previous years. For example, Provincial funding cannot be confirmed until the Provincial Budget is approved (to be tabled in the Legislature on April 11). Also of note, a 3-year Federal project funding agreement ends on March 31/17, and subsequent project funding has not been secured. It is anticipated that positions may be lost in the upcoming year due to decreased funding levels.

Consistent with past years' practices, a revised budget will be presented at the fall Board meeting when Klinic expects to have received more accurate funding information.

Approval of this proposed budget is required in order to continue operations for the upcoming fiscal year beginning April 1, 2017. The budget was approved as presented.

IT WAS MOVED and seconded that the Board of Directors of Klinic Community Health approved the 2017/18 budget in the amount of \$10,400,805.00 as distributed. **CARRIED**

5.3 Financial Statements to January 31/17 – The Director of Finance & Human Resources reviewed the statements and indicated Klinik is on track to end the year on budget.

IT WAS MOVED and seconded that the Board of Directors of Klinik Community Health approve the Financial Statements to January 31, 2017 as distributed. **CARRIED**

6. Committee Reports

6.1 Governance & Nominations – Board members were referred to the February 22, 2017 minutes included in the Board package. As recommended by this committee, a number of items were brought forward for Board direction, as follows:

6.1.1 Board Member Bio – as reported earlier in the staff recommendations to the Board (item 4), the Board discussed and agreed to prepare brief bios for posting on the Klinik website. A template was provided in the Board package. It was noted that this template is there for guidance, and Board members were invited to only share information they are comfortable with being public (ie, photo is optional). Deadline for submitting bios to the Director of Administration was set for April 21, 2017, with a view of having them on the website prior to Klinik's Annual General Meeting (AGM) in June.

6.1.2 Board Member participation at Staff events – reported in item 4 of these minutes. The board added that staff also be encouraged to attend items where the Board is in attendance (ie, Annual Staff Recognition Event, Annual General Meeting).

6.1.3 Officer Position Interest – a call was made for Board members to indicate their interest in serving in officer positions for the upcoming term (2017-2019) beginning at the AGM. Names came forward indicating interest in the positions of Chair and Vice-Chair. If other Board members have an interest in officer positions, they were advised to contact the Chair or ED by March 31, 2017. This will assist in succession planning.

6.1.4 Mentorship – a recommendation was made that new Board members be assigned a mentor (board buddy) for the first year of Board membership; this recommendation was well received.

6.2 Social Justice – Board members were referred to the January 27, 2017 minutes included in the Board package.

- 6.3 Space – The ED referred Board members to the email from a realtor outlining their recommendations for listing 870 Portage Avenue, including a reduction in commission. The Board received as information. Tabled.
7. **Executive Director's Report, December 2016 through February 2017** – The ED referred to the report included in the Board package.
- 7.1 AGM Planning – The ED reported the speaker has been confirmed for the Klinic June 15, 2017 joint AGM with SERC (Sexuality Education Resource Centre). Leslie Spillett, Executive Director of Ka Ni Kanichihk, will be speaking about speaking about working in Ally-ship with indigenous organizations. The ED noted that Leslie has agreed to work with Klinic's Social Justice Committee on the Reconciliation Position Paper.
8. **Board Chairs Meeting** – The ED reported that historically the WRHA Board chair meets with community health centre EDs and Board chairs. This year, the invitation was only extended to Board chairs. Discussion occurred at a MACH (Manitoba Association of Community Health) meeting and key speaking points were recommended to assist Board chairs.
9. **Next Regular Board Meeting** – May 31, 2017, 5:30 pm at Klinic on Portage.
10. **Meeting Adjourned** – 7:30 pm