



CommunityCare
NORTHUMBERLAND

Governance Committee Meeting

<https://us02web.zoom.us/j/85201734018>

Meeting ID: 852 0173 4018

Passcode: 265880

Friday, Dec. 2, 2022 – 9:00 am

MEETING AGENDA

<u>Welcome</u>	<u>Speaker:</u>	<u>Document:</u>
1. Quorum & Approval of Agenda	Elaine	Verbal
2. Approval of Previous Minutes – Oct. 11, 2022	Elaine	Attached
3. Business Arising from Minutes		
3.1 Strategic Plan Update	Trish	Verbal
3.2 Risk Register Update	Trish	Verbal
3.3 Results of Board Questionnaire	Trish	Attached
4. Work Plan Items		
4.1 Policy Review Discussion	Trish	Attached
4.2 Review Committee Work Plan & Terms of Reference	Elaine	Attached
4.3 Review Bylaws for ONCA (Ontario Not-for-Profit Corporations Act)	Trish	Verbal
5. Termination		

Next Regular Meeting – Friday, Feb. 3, 2023 – 9:00 am
Zoom Meeting

Governance Committee Meeting Minutes Zoom Meeting – Friday, Dec. 2, 2022 – 9:00 am

Present: Elaine Azzopardi, Jessica Clarke, Cindy Anthony, Stephen Beauchamp, Trish Baird, Tina Stephens

Regrets:

Topic	Discussion	Decision/Action
1. Quorum & Approval of Agenda	There was a quorum present.	Motion by: Stephen Beauchamp to approve the agenda. Seconded: Jessica Clarke Carried.
2. Approval of Minutes	2.1 Approval of Previous Minutes – Oct. 11, 2022	Motion by: Cindy Anthony to approve the minutes of Oct. 11, 2022. Seconded: Jessica Clarke Carried.
3. Business Arising	<p>3.1 Strategic Plan Update Kick off meeting with Laridae scheduled for Dec. 8th. Committee felt a separate meeting outside of the regular Board meeting in January with Laridae would be beneficial. Trish will get some feedback from Laridae at kick off meeting for possible dates in January for Laridae to meet with the entire Board.</p> <p>3.2 Risk Register Update This work is still on the radar and is not all complete at this time. Risks are continually being monitored and Trish will keep the Committee updated on any progress in this area.</p> <p>3.3 Results of Board Questionnaire Trish presented the Committee with a comprised synopsis of the Board Questionnaire results. Overall, everything was very positive. This summary page will be shared at the next Board meeting outside the consent agenda for further discussion with the Board.</p>	<p>Tina will send out a doodle poll to the Board with dates for a meeting in January.</p> <p>For Information Purposes</p> <p>For Information Purposes</p>

<p>4. Work Plan Items</p>	<p>4.1 Policy Review Discussion Tina presented the Committee with a policy summary sheet of all the Board policies with edits, approval dates since 2021. This is a live document that is being updated when any changes to Board policies happen. Committee felt that putting policy review off until 2024 and tackling the Bylaws in 2023 was the best course of action. Health & Safety Commitment needs to be brought forth in 2023 to the Board in January and be signed off.</p> <p>4.2 Review of Workplan & Terms of Reference Workplan for 2022/2023 looks good with a minor adjustment reflecting the review of the Bylaws in 2023 and policies in 2024. Terms of Reference looks good. A couple of minor wording edits suggested. One bullet point under Structures and Processes may be duplicated on the TOR for Executive Committee. If the point is a duplication, it can be removed. Tina will research this.</p> <p>4.3 Bylaws for ONCA (Ontario Not-for-Profit Corporations Act) Bylaws will be reviewed in 2023 to ensure compliance with ONCA. Trish suggested the Committee do some work before the next meeting in February to familiarize ourselves with our current bylaws, and she will provide some education components about the Act. The Committee will further discuss in more depth about this in February.</p>	<p>For Information Purposes</p> <p>Tina will make minor edits to workplan.</p> <p>Once duplication is confirmed, point can be removed, and the Terms of Reference is good to approve.</p> <p>Trish will send out education materials and our current bylaws.</p>
<p>6. Termination</p>		<p>Motion made by Jessica Clarke to Terminate.</p>

Next Regular Meeting: February 3, 2023 – 9:00 am