

**Shoreham Village Senior Citizens Association
Board of Directors Meeting Minutes
April 10, 2018
2:00 pm**

Present: Sue Neilson, Nancy Timbrell-Muckle, Patsy Brown, Alice Leverman, Liz Finney, Reinhard Jerabek and Janet Simm

Absent: John Frizzle

Guests: Kim Hopkins, Grant Thornton; Kathryn Graves, Northwood; MJ MacDonald, Department of Health and Wellness

1. Board Education Session

1.1 Accreditation

Presentation on Accreditation- Kathryn Graves, Northwood

2. Breaking News

Nil

3. Approval of Agenda

The Chair noted the “Acadia University Axemen” are visiting today. They will be presenting a donation to Shoreham Village after today’s meeting and photos will be taken with the team.

Alice Leverman approved and seconded by Nancy Timbrell-Muckle. Motion Carried.

4. Approval of Minutes/Approval to Post – January 16, 2018

Motion was made to approve and post the January 16th minutes. Alice Leverman/Nancy Timbrell-Muckle. Motion Carried.

5. Business Arising

5.1 Housing Nova Scotia grant for Assisted Living Units

The outstanding issue with Housing Nova Scotia has been resolved – this file is now closed.

6. Chairs Report

- The CEO Performance Appraisal has been completed. The CEO was invited to provide feedback. She responded and the outcome was positive.
- The Chair will be attending a Northwood Executive Committee meeting in May, to begin to draft the next CEO Contract.
As per the Agreement with Northwood, Shoreham Village participates in that process.
- Tuesday, April 17th at 2:30 – There will be a Volunteer Appreciation Event held at Shoreham Village. The Chair will be attending to send greetings from the Board. Board members are welcome to attend.

7. Finance Report

7.1 Financial statements to the end of February 2018 (Attachment)

- Cash – Paid for the boiler replacement project and cash position remains good. Didn’t need to draw from the promissory note established with Northwood.
- Capital Assets – Change occurred due to changes in required practices in accounting for capital assets.

- As of the end of February - \$204,000 surplus. This surplus will be drawn down, due to planned equipment spending. The Board previously approved \$160,000 for equipment purchases; and an additional \$10,000 for paying down deficit. We are projecting to end the year with in those parameters. Equipment purchases ended up costing \$140,000 – \$20,000 remains unspent.
- Draft 2018/19 Budget will occur at the June 5 Board meeting.

Liz Finney moved acceptance of the Financial Statements. Patsy Brown seconded. Motion Carried.

7.2 Audit

- Kim Hopkins, Grant Thornton presented the draft audit planning report to the Board. Reinhard Jerabek and Peter Bentley will arrange a date with Kim to start the audit.
- If an error is found during the audit, it will be reported to Management. If an investigation by Management doesn't occur, then the Board will be notified. Financial Fraud and theft are the two most common areas where misconduct occurs. Revenue and Receivables are the biggest risk areas. Accounts Payable that occurs around year end is another area where fraud can occur.
- There are no changes in Accounting and Insurance practices that will affect the statements.
- Prior auditing fees were \$10,000. This year it will increase to \$10,500.
- It was requested that the draft audited financials be distributed to the Board at least 5 calendar days prior to the June 5th meeting. Reinhard will ensure the Board receives the draft statements no later than June 1st.

8. **CEO Report (Attachment)**

- Focus groups were held with staff to discuss staff recognition. Some good feedback was provided. Changes will be made as to how we recognize our staff and an action plan will be presented at the June 5th meeting of the Board.
- One staff member used the Employee Referral Program and a CCA was hired.
- An RN Co-op student has been hired
- Hugh MacKay, MLA has Northwood Staffing positions posted on their website. We are looking to have Shoreham's positions posted there as well.
- Shoreham and Northwood are working with Success College to help bring CCA graduates to work in our organizations.
- It was noted that Shoreham Village did not nominate any of our volunteers for the Municipality of Chester Volunteer Award. We have wonderful volunteers at Shoreham and a nominee should be put forth annually. The CEO will follow up on this.

Motion made by Alice Leverman to approve and seconded by Nancy Timbrell-Muckle. Motion Carried.

8.1 Discussion re opportunity for additional renovations: Main Dining Area, Main Entrance

- The residents could benefit from some renovations to the main dining area; so an Architect has been approached to assist with design and provide a quote on renovations to the main dining area and the kitchen. The maximum budget is \$70,000. The quote has not been received yet.
- The main dining area will be made smaller and cozier with a new server kitchen that will serve those residents who eat in the main dining room that will make it less industrial than the current space.
- The main kitchen that will serve the entire building will be closed off- this will allow for more effective air conditioning in that space for staff and reduce noise

- There is \$20,000 remaining from the \$160,000 approved by the Board for equipment purchases. This money could be put into a reserve if the Board feels they would like to proceed with the renovations. As well, the Foundation has decided to put proceeds from this year's golf tournament towards the renovations. They make approximately \$25,000 from this fundraiser. The Board would need to approve an addition \$30,000 of funding, which would come out of the 2018/2019 fiscal year budget. Given previous year's surplus, there should be no issue having these funds available.

Motion made by Alice Leverman to use the \$20,000 which remains unspent from the approved \$160,000 dedicated for equipment purchases from the 2017/2018 fiscal budget, and approve \$30,000 from the 2018/2019 to be used towards renovations to the main dining area renovations. Seconded by Nancy Timbrell-Muckle. Motion Carried.

9. Monitoring Executive Expectations (Attachment)

9.1 EE-3: Budget/Forecasting - Compliant

9.2 EE-4: Financial Condition- Compliant

Draft budget will be presented at the June 5th meeting.

9.3 EE-13: Risk and Incident Reporting – Not Compliant

- A concern was raised about the Palliative Care Unit. Apparently, due to an immediate risk issue, the Palliative Care Unit was temporarily being used by one of the residents. There were limited options available and due to the safety risk, an executive decision had to be made by Management.

Some concerns were expressed by resident families that the Palliative Care Unit was unavailable for residents at their end of life due to this decision.

The CEO understands how this could be a sensitive issue but felt that this was the right decision under the circumstances. Due to the sensitive nature of the use of the Palliative Care Unit, the CEO agreed that in future, the Board would be notified as per the Risk Management Process.

Motion made by Nancy Timbrell-Muckle to accept monitoring reports. Seconded by Patsy Brown. Motion Carried.

10. Self-Monitoring Governance Process

10.1 GP-6: Conflict of Interest – Compliant

11. Board Policy Review

11.1 BE-1: Global Board-Executive Relationship – No revisions

11.2 BE-2: Monitoring Executive Performance – See agenda item 12.2

11.3 EE-3: Budget/Forecasting – No revisions

11.4 EE-11: Information Management – No revisions

11.5 GP-6: Conflict of Interest – No revisions

Motion made by Alice Leverman to accept Board Policy Review report. Seconded by Patsy Brown. Motion Carried.

12. Board Executive Relationship

12.1 BE-1: Global Board-Executive Relationship - Complaint

12.2 BE-2: Monitoring Executive Performance – Non-Complaint

- Under “Section 2.9” – Due to the agreement with Northwood, Shoreham, by itself, is not able to appoint a CEO.

The Chair will review this section of the policy and bring revisions to the next Board meeting for discussion/decision.

Motion made by Alice Leverman to accept monitoring reports for Policies GP-6, BE-1 and BE-2. Seconded by Nancy Timbrell-Muckle. Motion Carried.

13. Items for Discussion/Decision

13.1 Building Renewal

13.1.1 - 3:30 MJ MacDonald (on telephone)

- MJ MacDonald stated that the Department’s focus is now on bed planning. No decision has been made regarding Shoreham and the process is still being worked through. There are no timelines for how long this may take.
- MJ informed the Board that 2 facilities of the original group have been approved to move forward due to catastrophic events that have occurred.
- MJ ensured the Board that Shoreham has not been forgotten. It was the Chair’s and CEO’s understanding from the last meeting with MJ, that she was working on a report to present to the Minister in 2-3 months. MJ did not recall making that commitment.
- The Board informed MJ that it will proceed with exploring other ways to have this resolved. MJ encouraged the Board to continue with its efforts. She suggested that perhaps having the Minister visit the facility would assist.

13.1.2 Response from the Ministers Office re meeting request (attached)

- The letter from the Minister was extremely disappointing.
- The Chair will arrange a meeting for her and the CEO to meet with the Minister. She will also arrange a meeting with Hugh MacKay, MLA to provide him with an update. The Board will give the Minister one month to arrange this meeting. If they have not booked a meeting by that time, then the Board will move to the next phase of the strategy.
- A Board Meeting was scheduled for May 22nd, but is no longer needed. The May 22nd meeting will now be a planning meeting to discuss an action plan for Shoreham’s building renovations. The Chair will distribute any updates regarding communication with the Minister.

14. Next Meeting

- Renovation Planning Meeting May 22, 2018
- Board Meeting June 5, 2018

15. Adjournment

Motion to adjourn at 5:00 pm. Nancy Timbrell-Muckle and seconded by Patsy Brown. Motion Carried.