



Board of Directors Meeting - Minutes March 16, 2022

Present: Alice Leverman, Patsy Brown, and Janet Simm
Present (via Teams): Joseph Green, Brian Webb, and Reinhard Jerabek
Regrets: Liz Finney and Andrew Snyder
Recorder: Tina Williams

1. **Welcome and introductions**

- The meeting was called to order at 2:30 p.m.

2. **Approval of Agenda**

Motion to approve agenda. Joseph Green and seconded by Patsy Brown. Motion Carried.

3. **Approval of Minutes – January 12, 2022**

Motion to approve minutes from the January 12, 2022 meeting. Joseph Green and seconded by Brian Webb. Motion carried.

- Alice advised there were a few outstanding items from the minutes of January 12, 2022:
 - o Section 5.3 there was a reference to an email that was to be circulated with regard to the apartment insurance policy. Janet to follow up with Tammy to have it sent to the members.
 - o United Way staff meeting has not been held because of the COVID restrictions. Janet to follow up when restrictions allow.

4. **Finance Report**

4.1 Financial Statements to Dec 31, 2021 (January 2022 statements not available)

- Statement of financial position showed cash balance up slightly and deferred revenue is up slightly as well (that is extra cash to be returned to Department).
- Long term debt is being paid down, but will be moving up next few months because of financing for new building.
- Year-to-date shows a break even budget.
- Dept. of Health funding will be same over next fiscal year, which is a positive thing.
- Overall, it looks like we will end year in a positive position.

4.2 Shoreham Village Building Renovation Project: Financing Resolution -approved via electronic vote February 17, 2022

- Documents received from Housing Nova Scotia that Janet and Reinhard are to sign. Once that is done we can start drawing on the mortgage.

4.3 Phase 1 Garden Project Funding

- Approved \$25,000 based on the current financial picture.
- Would like to get started in the spring.

4.4 Audit

- Grant Thornton replied to email regarding no longer using their services. They thanked us for all of the help over the past few years and enjoyed working with us.
- New auditors are in place (Baker Tilly) and will be doing the audit this year.
- Alice requested Reinhard contact Baker Tilly and ask if they can put together information regarding audit process and then present the audit results in June to the Board.

4.5 Budget (2022-2023)

- Reinhard advised budget is in the works and is hoping to have it ready for presentation to the Board by June.

5. Business Arising

5.1 Formal Partnership Evaluation- Project with Dalhousie University- Update

- Janet has reached out to Tara since last meeting and has not received a reply. She will continue to try to reach her.

5.2 Partnership Agreement Performance Indicators Update

- Janet advised that the Board approved indicators that would be used to evaluate the partnership (November 2021 meeting). Janet then took the indicators and put them in a tool to be able to document the evidence. The evaluation working tool was included as part of the Board Reference Manual.
- Patsy to send out the previous document that was shared with the Board for Board to decide which one is best. To be finalized at a later date.

Agreement with Northwood

- Alice discussed that we have a formalized agreement with Northwood, and as part of review of the contents of the manual, it is important that the Board take a look at the agreement and see if there are any suggested revisions.
- Some suggested revisions have been submitted and will be taken to legal counsel (Peter Nathanson) to request advice. Have not heard back as of meeting date.
- Alice would like the Board to advise if there are any revisions they feel are necessary. Janet will send document to members to review.

5.3 Board Diversity- recommendation from consultant

- Challenge upcoming with a number of Board members leaving. Wanted to have someone come in to speak about diversity. Janet reached out to consultants Northwood is currently using to strengthen diversity. Unfortunately, they are not available. Referred Janet to Sharon Davis-Murdock, who is very well known in the province. Janet met with her and she was pleased the Board was looking into diversity. She did recommend not meeting with the Board as she advised what you really want to accomplish is a Board that represents the community they serve. You want to make sure whoever is there adds value and is not a tokenism.
- Sharon Davis-Murdock suggested offering a development opportunity to an internationally trained staff member to give us guidance on how to support diversity in the facility.
- Discussion:
 - Alice suggested we put thought into and have a conversation on what we mean by diversity and what kind of abilities/representation we want and need on the Board going forward.
 - Brian agreed we do need a longer conversation around diversity. He suggested that we need to talk about diversity in the community now, but also very important to discuss the future community and what that might look like.

- Joe suggested we look into statistics of current residents and diversity within the current population. There are many forms of diversity: People of color, Indigenous, Abled, LGBTQ+ community.
- Patsy commented we need to have a focus on diversity depending on workplace or community as they can be different.

Board agreed diversity will be ongoing item on agenda and more discussion will be held at the April meeting.

5.4 Board recruitment

- Joe advised he has a new position that does not allow him to be able to attend current Board meetings (during the afternoon). He is willing to continue to serve; however, understands changing the meeting time may not be feasible for other Board members. He will have a discussion with the members and decide if he will continue on the Board or not.
- There is a resident that is interested in becoming a member (Mr. Teal). Janet had a discussion with him about the role of a Board member. He has sat on Boards before and owned businesses all his life. Janet suggested we invite him to a Board meeting and see if he is still interested. Janet to sit down with him and discuss the Board package to determine interest.
 - **Board agreed to invite Mr. Teal to the May Board meeting and Joe/Andrew as Nominating Committee to have a conversation with him after the meeting to hear his thoughts.**
- As always, please bring any names forward of potential Board members.

5.5 Staff Recognition- Board and Foundation Board

- Treats were provided for the staff and Foundation Board provided monetary gift to each of the staff members. Staff were very happy and will be doing a thank you note for the Foundation and Board.
- You could see strength in teamwork. Northwood employees and many other organizations came to help Shoreham. Thank you everyone who stepped forward and helped during this difficult time!!

6. New Business

- No new business discussed.

7. Chairs Report

7.1 AGM Planning

- Alice requested thoughts on format of the meeting
 - Board agreed that keeping the meeting short and simple would be the best option as we are having more in depth meetings over the next couple of months.

7.2 Board Policies /Board Manual- Special Meeting in April?

- Board agreed to have the special meeting on April 20, 2022.
- Please review the reference manual in preparation.

7.3 Future Board education session

- Accreditation has been extended until September 2023 (please see discussion under CEO report section 8.3).

8. CEO Report/Risk Report

- Janet highlighted the following from her report:
 - No COVID cases currently. A resident and staff member were swabbed yesterday, but both came back negative.
 - Still classified as outbreak until March 18th.

- Current renovation project phase will finish on March 22nd.
- Licensing due this month.
- Still have several travel nurses in facility (currently have 8 – 2 will be leaving next week for another facility). Hoping to keep remaining 6 for the summer.

8.1 Q 3 Scorecard (Attachment)

- Janet advised since previous Board meeting there was hope that the medication incidents would have decreased; however, that was not the case. Jennifer did some investigation and noted the quality control errors have increased as staff have gotten used to the system and are reporting more issue using the new EMAR system. Hardly any errors actually got to the resident level.

8.2 Shared Garden Project

- Discussed earlier under finance section.

8.3 Accreditation

- Accreditation deadline extended to September 2023.
- Will start planning in the fall for reviewing governance standards. Barbara Hall is the Board Chair for Northwood and has experience with accreditation. Board would like to invite her to the meeting in November to give advice and her expertise.

8.4 Building renovation- new building design

- Step 3 documentation was submitted (biggest step of the project – approval). Department wanted us to go back to design and improve several things. Until we get a final design we cannot get a final budget. Department’s feedback was that the distances were too far for the residents and the plan was too grand (will cost too much). Have had a conversation with the Department.

9. Meeting Evaluation

10. Next Regular Meeting: May 18, 2022

11. In Camera

- An in camera session was held at the end of the meeting.

12. Adjournment