

**Shoreham Village  
Board of Directors Meeting – Minutes  
January 18, 2023**

**Present (via Teams)** Joseph Green, Liz Finney, Brian Webb, Alison Kelland, Janet Simm, Reinhard Jerabek, Tina Williams, and Daverder Mills

**Regrets** Andrew Snyder and Tammy Conrad

**Guests** Andrea Wilkie and Jamie Welsh, Baker Tilly

**1. Welcome and Introductions**

- The meeting was called to order at 4:05 pm

**2. Approval of Agenda**

Addition under “Finance” - Discussion about the possibility of supporting staff housing. Reinhard will provide details.

Scorecard – Scorecard was not ready in time for the meeting. Jennifer will circulate the scorecard, and follow up will occur at the next meeting.

***Motion to approve agenda, with the above noted addition. Alison Kelland and seconded by Brian Webb.  
Motion Carried.***

**3. Finance Report**

**3.1 Presentation of the Audit Plan (Auditors/Reinhard to join at 4:00 pm)**

- The audit plan is usually long and contains redundant information. Reinhard worked with Andrea and Jamie to create a “one page” audit plan to highlight the important information.
- Last year’s audit used a controlled phased approach. This is the proposed approach again for this year. Internal controls, high level variance analysis, and test detail on transactions will be used.
- Areas will be consistent with last year – Revenues, deferred revenues, payroll expenses, resident trust accounts, and transactions with NW.
- 100% of revenue balance will be compared against Department of Seniors and Long Term Care (DSLTC) funding.
- Payroll will be one of the largest areas investigated and controls will be tested in this area.
- Audit Date Analytics will be performed against journal entries. Findings from this review will be presented at the June Financial meeting.
- The materiality rate will be 2.5% this year. This is a slight increase from last year, which was 2%. Where this is the second year audit, Baker Tilly is comfortable increasing the rate.
- Slight increase in auditing fees
- Field work will start in May
- The audit approach can be customized. If there are areas that the Board wishes to have reviewed, please inform Andrea or Jamie.  
No areas were identified by the Board. Audit will move forward at a “normal risk”
- All adjustments that were brought forth from last year’s audit have been adjusted.

- A draft of the statements will be provided to management two weeks before the Annual General Meeting, and the Board will receive the draft financial statements and the audit results one week before the meeting.

The Board was pleased with the simplified reporting, and feel confident in the reporting of Baker Tilly. Reinhard noted that due to inflation in the current market, it is better to do a year-to-year contract, rather than a 3 year term.

***Motion to approve the audit plan as presented. Brian moved and Elizabeth Finney seconded. Motion Carried.***

### **3.2 Financial Statements to November 31, 2022 (Attached)**

- Cash is approximately one million dollars.
- Receivables is up due to the GST/HST and ITC's on the project management fees, and consulting fees we are incurring for the new building.
- There is an "other" amount in the revenue for the month. A \$14,000 accrual was released too soon. That will move back into revenue next month.
- Department of Health Revenue is \$18,000 under budget for the month. Travel staff were available to us at no cost, but starting in November the DSLTC have started making reductions from our revenue to cover this expense.
- Expenses – There is a favorable variance under resident care. We are under budget in the CCA and LPN category. Staffing is not an area where we want to see a favorable variances.  
Contracted Services – This is the expense for agency staff to help fill the gap in staffing. The monthly surplus is a result of our staffing shortages.
- Protected and unprotected envelopes started on November 1<sup>st</sup>. The DSLTC splits the budget into two areas. Protected funding covers resident care and raw food costs. We have to spend those funds, if not the funding gets recouped.  
Unprotected funding covers non-raw food, environmental, physical plant, and program support. We are able to go over/under budget in those areas.  
Reinhard does not see that this new funding will have an affect on our reporting.
- Wound Care expenses follow up  
At the last meeting it was requested that wound care be highlighted in the financial reporting. Reinhard noted that wound care expenses is on page 5 of 13, at the bottom of the first section of expenses. These expenses are billed back to the DSLTC.

### **3.3 Mortgage Renewal Proposal**

- Reinhard was reviewing some of our prior debts
  - \$25,000 Housing NS Mortgage – Will be paid off by the end of the year.
  - \$350,000 RBC Mortgage – Refinanced 5 years ago under the CHMC program. The mortgage matured in December and the bank is looking to refinance. Due to inflation in the market, the interest rate will be higher. We are on a month-to-month basis with RBC, until the Board makes a decision about refinancing.

Reinhard recommended that we pay out the mortgage with the one million cash position. We would take some of the reusable cash out, in case the cash level gets low enough for concern. NW could provide financing to SV for a demand loan, if the cash level gets low. No repercussions for SV or NW with paying out the mortgage.

Paying off the mortgage will not deplete the surplus. The surplus is related to our staffing shortage and is contributing cash. Only 30% of the cash surplus, will be used to pay off the mortgage. A significant amount of cash will remain.

Reinhard did a 12 month projection, and does not see any indication of going in the red.

The NW demand loan would be available as a second option if funds get low. Unused cash would be used first.

***Motion to pay off the \$350,000 RBC mortgage from the existing cash position, and to approve borrowing from NW on a demand loan basis to sustained cash levels on a short term basis. Brian Webb moved, and seconded by Alison Kelland. Motion Carried.***

### 3.4 Housing

- The Apartments Association has approved the land swap with SV, needed for the new build. They are working through details with their bank and lenders.
- Prior to the Apartments agreeing to the land swap, there were conversations had with John Risley about potential land available for the new building site. John mentioned the land that he had donated to SV 10 years ago. The donation had a 10 year deadline for the land to be used, if it was not used before the deadline than the land would be returned to John. The land was not used before the deadline. John is willing to donate the land back to SV to use for the new building site. Syd did an analysis on the land and determined that the land will not work as our new building site. Syd did find a portion of the land that could accommodate staff housing. He is looking for ways to incorporate parking into the space available.

The CEO wanted to see if the Board would be interested in developing housing accommodations for staff. Syd is proposing that the land could accommodate a 12 unit building.

We currently lease two houses in Chester and the surrounding area. SV is on the lease, and the staff cover the rent.

We have significant housing needs for our staff. We have two refugees that have started, and two more coming.

Reinhard noted that this would be set up as a separate company to keep it separate from the DSLTC. It would also be a not-for-profit company. Reinhard does not see any risk for the Board.

Government announced that they are investing in modular housing for healthcare staff. We could ask John if he would be willing to donate the land to SV for staff housing, and if he would be alright with us putting modular homes on the land on a temporary basis, until we can get a building built. The CEO is in the process of investigating if long term care would be eligible for the temporary modular homes. SV is in greater need than NW for staff housing. If any are available to us, than SV will receive them first.

We need to check with the Apartments Association to make sure that our housing plan would not conflict with any visions they have planned for the land given during the land swap.

The Board wanted to make sure that we have the resources to move forward with the new build and the housing accommodation. The CEO noted that a contracted consulting service would be used, so there will be a cost. Reinhard estimates the cost will be around a few thousand dollars.

There is a minimum parking area size requirement under building code standards. The staff would be in walking distance from SV, so we should keep this in mind when considering the parking space required.

John Risely will need to be contacted to see if he would be willing to donate the land back to SV, for staff housing accommodations.

***Elizabeth Finney moved that we move forward with exploring the options available for the use of the land available to us, for the purpose of staff housing. Brian Webb seconded. Motion Carried.***

We will engage with all people that would be associated with this potential project. We are always considerate of the thoughts and concerns of our neighbours.

#### **4. Accreditation (Survey visit September 2023)**

Accreditation Canada has proposed the survey visit for September.

##### **4.1 Self Assessment Completion – follow up from January 11, 2023 meeting**

- Tasha and the CEO complied feedback from the Self assessment tool. Some of the items that were discussed were included on the bottom of the agenda.

##### **4.2 Governance Functioning Tool (Nov 23, 2022) – Draft Actions and discussion items**

- The CEO shared a document that complies feedback from the Self assessment tool and the Functioning Tool that was completed in November. Some items were put into our action plan.
- The Chair had suggested that we have Occupational Health and Safety meet with the Board as part of Board education. One of the Managers and one front line staff on the JOH&S meeting will join the meeting in March.
- Client engagement –A Family Council meeting will be held on Tuesday evening. The meeting link will be sent out to Board members, if they wish to attend. Abby Clark Caseley is the resident liaison, and will be chairing the family council meetings.
- Resident Council Meeting – Action items and action plan will be shared with Board members, instead of inviting members to attend the meetings. The team is looking for a different approach, as sometimes these meetings can be more of a therapeutic session, and used for conflict resolution.

In addition to the action list being provided on a regular basis, the Board would invite a member of resident council twice per year to attend a Board meeting to present the items they are involved with. The Board felt that this arrangement could work, as they do not want to interfere with a process that has been working for resident council. If there should be a time that it is appropriate for the Board Chair or Board member to attend, they would be more than willing to do so.

- Board orientation program –Alison provided a template outlining which areas would be helpful to cover during the Board orientation process. This template will be included with all new Board orientation.
- The CEO will continue building on the Governance Standards Planning document. This document provide notes to help us prepare for the Accreditation survey visit.

#### **4.3 Proposed Mock Survey late summer/early fall 2023?**

- We had discussed Barbara doing a mock survey prior to the survey visit. If the visit is in September, than we would look at late summer or early fall for the mock survey.
- The Chair would like to have a firm date for the survey visit, and then a mock survey could be scheduled.

#### **4.4 Staff Survey results**

- In addition to our regular staff survey, there was an accreditation staff survey.
- The action plan is being developed and finalized based on staff feedback. Staff burnout, team work and supporting each other were some areas identified. Additional civility training and training opportunities will be provided to staff. Most importantly staff recruitment and retention. We are using agency staff, which is great; but we need permanent staff.
- The Chair mentioned that maybe the gym or Sensea in Chester could be approached to see what they have available for improving staff health. The CEO will look into opportunities for staff self-care. Maybe a gesture of a self care gift could be provided to staff.
- Golf club and curling club could be approached to see what they have available for staff to promote healthy living. The CEO will do some investigating.
- As part of the Accreditation survey, bench marking results should be received by the end of this month.

### **5. Approval of Minutes – November 23, 2022**

#### **5.1 Approved Motion to purchase a vehicle for staff transport-Dec. 11, 2022**

There was a motion to approve a vehicle purchase on December 11, 2022.

***Motion to approve minutes from the November 23, 2022 meeting, as amended. Brian Webb and seconded by Elizabeth Finney. Motion carried.***

### **6. Business Arising**

#### **6.1 Formal Partnership Evaluation Update (Dalhousie University)**

- The CEO has not heard any updates.
- The key partner with this evaluation project, Tara Sampalli, has a title change.
- The CEO will reach out, to find out if this project will be moving forward. It would be nice to have closure on the status of this project.

## **6.2 Shoreham Village Foundation**

- At the last meeting it was discussed that the NW Foundation Managing Director would reach out to the Chair of the Foundation. Faye confirmed that there wasn't much energy there to look at creative solutions for moving forward.
- The Chair will connect with Janet Creaser before the March meeting.

## **6.3 Staff transport vehicle purchase**

- A photo of the vehicle was shared with the Board.
- Hopefully staff will soon start utilizing this vehicle

## **6.4 Board Member Recruitment – skills inventory**

- Healthcare, HR, and Legal are the skill sets that we are currently looking for our new Board members to have. The three potential candidates do have these skill sets.
- As we move forward with the new build, other skill areas may be identified. Inform the Chair or Andrew if you have any suggestions on skill sets that would be beneficial to have on the Board.
- It was nice having a resident on our Board. In the past we had a family member. If there is a resident or family member that would like to join the Board, it would be an asset. It would be also be nice if they had any of the three skill sets that we are looking for.

## **6.5 Board Planning Cycle Update**

- The CEO will update the cycle to include the Occupational Health Session in March.
- The Board changed the next meeting date to March 22<sup>nd</sup>, as the scheduled meeting fell on March break.

## **7. New Business**

## **8. Chairs Report**

- The Chair and the CEO have been connecting every two weeks, and in advance of the Board meetings.
- The Chair, Alison, Derek, Amber were at SV on Christmas day to help resident's open gifts. Some good feedback was received from residents about how much they love living at SV.

## **9. CEO Report/Risk Report (Attachment)**

- There is one resident COVID case. Hope by the end of the week this one resident case will resolve.
- Signed a contract with another agency company that will provide environmental and dietary staff.
- The CEO mentioned the Starfish program to the team and they are thrilled. This is a community organization that helps orientate people to a new community. The Chair will provide support, as he has expertise with using this program.
- We have not been able to fill the physician position. We do have an NP, Daniel Deveau, and Dr. Barry Clarke serving as our Medical Director. We have been able to use some surplus funding to fund the NP position. Government is not providing funding for NP positions. Discussions are being had with government to get NP positions funded.

The Board was wondering if Danielle Barkhouse, *Shadow* DSLTC Minister should be contacted about this. It was also mentioned that in the past Danielle was involved with making the donated land from John Risley into a park. She should be consulted in any process that involves the use of that land.

The CEO has added Danielle to our consultation list.

- Well water - Rockingham Hardware was onsite and the production is better than it has been in a long time. We increased the frequency of the line cleaning, as part of the preventative maintenance. It was being performed on a three year cycle, but will be changed to annually.
- We have received some grant approvals.
- We received 11 employment inquiries this week. This is encouraging.
- It was mentioned that we may want to rearrange our agenda to accommodate the feedback from Barbara. Quality should be further up on the agenda.

### **9.1 New Building site selection**

- We are thrilled with the good news from the Apartments Association about the land swap arrangement for the new building site.

### **9.2 Q3 Scorecard – discussion re benchmarking**

- Jennifer will circulate the scorecard and feedback or questions can be shared via email.

## **10. Meeting Evaluation**

- A lot of information presented at the meeting.
- Did well moving through the agenda.
- Members were attentive and engaged.
- It would be better if we could keep the meetings shorter. If they are longer, maybe a short break could be incorporated.

## **11. Next Regular Meeting: March 22, 2023, 4:00 pm**

## **12. In Camera**

## **13. Adjournment**

Motion to adjourn at 6:17 pm. Brian Webb

***Recording Secretary,  
Tammy Conrad***