

**Community Health Centres of Northumberland  
Board of Directors Meeting – Minutes  
May 24, 2022  
5:00 pm Virtual Meeting via Zoom Video Conference**

**Present:** A. Cooper (Chair), B. Weiss (Vice Chair), D. Smith (Treasurer), D. Gauthier, H. Schaeffer, L. Miller, J. Monahan

**Regrets:** G. Dee

**Staff:** T. Rennicks, J. Williams, T. Kempt

**1.0 WELCOME & CALL TO ORDER**

The Chair called the meeting to order at 5:03 pm.

Anna's ice-breaker question: What are you most looking forward to this summer?

All directors and staff said what they were looking forward to.

**1.1 Quorum**

Quorum was declared.

**1.2 Declaration of Conflicts**

No conflicts were declared.

**2.0 CONSENT AGENDA**

**2.1 Approval of the Agenda**

**Motion:** To approve the draft Agenda for the May 24, 2022 Board Meeting  
Approved.

**2.2 Removals from Consent Agenda**

None.

**2.3 Approval of April 26, 2022 Board of Directors Meeting Minutes**

**Motion:** To approve the April 26, 2022, Board of Directors Meeting Minutes.

Approved.

### **3.0 BOARD EDUCATION**

The board had a guest speaker Tyler Kempt – IT System Administrator for CHCN, who has been with CHCN for the past 7 years. Tyler did a presentation on Cyber Security in Health Care (presentation attached). Tyler is responsible for implementing best practices at CHCN. He provided an overview of what is happening currently in cyber security and how it affects CHCN and how much we rely on technology in our day to day lives.

Tyler outlined CHCN objectives and how CHCN is handling cyber security risks:

- CHCN hired a 3<sup>rd</sup> party auditor to do a threat risk assessment (the TRA was fairly positive and CHCN is presently working on the deficiencies). Overall there were 40 vulnerabilities discovered and they are being addressed
- Increasing user awareness and education with staff about security, secure remote access (VPN), and hardening systems and applications by removing unneeded functionality, (staff is tested on their understanding of phishing risks)
- Outlined privacy at CHCN and how it is handled (random audits are conducted on staff on a monthly basis and the privacy officer). Taryn is the interim privacy officer
- Tyler discussed how serious cyber security is in the health care industry, how costly it is and what the industry is doing to fight it. The cost of insurance has risen astronomically and it is hard to acquire
- CHCN has a cyber security policy in development

When the Alliance first assisted CHCN with cyber security the rating was a B+ and now after implementing changes it is A+. CHCN is further ahead than other CHC's in our cyber security.

Tyler outlined what CHCN's next steps will be moving forward.

### **4.0 EXECUTIVE DIRECTOR REPORT**

T. Rennicks verbally outlined the May Executive Director's Report.

Highlights included:

- Primary Care was getting ready for receiving potentially 17 Ukrainian families but as of yet only 3 families have been confirmed as new clients. Each family has a sponsor and that sponsor is more than likely referring the family to their own health provider. The families are not coming to Canada unwell so it's not imminent that they seek out health care. Public health will be taking care of the vaccination/immunization.
- Resources Committee will be meeting to review policies and recommendations from the CFO, they have been really simplified and will increase efficiencies;
- Governance Committee is half way through their review of the polices, by-laws and ToR's, they will be meeting again next week to finalize and then they will be submitted to the board perhaps at a retreat;
- Vacation season is starting and management is encouraging staff to take time off, not just one day here and there, but actually take consecutive days off;
- Management is hoping to sponsor/host an outside event (picnic) for staff and board members;

- There have been no instances of monkey pox brought forward in the area but Minister of Health is releasing regular updates and CHCN is keeping on top of what is going on;
- ADP payroll program is underway and progressing smoothly and it should free up time for the accountant.

## **5.0 EXECUTIVE COMMITTEE REPORT**

The Governance Consultant is continuing work on policies, by-laws, terms of reference and position descriptions. The Consultant has sent over the remaining policies for review and the committee will be having a 2<sup>nd</sup> meeting shortly.

## **6.0 COMMITTEE UPDATES**

### **6.1 Quality and Risk Management Committee**

Anna and Jackie to meet with CareaCHC to discuss quality and risk at a later date. Carea recommended that CHCN not submit quality improvement plan as it is optional. Lydia R. will be the main staff contact for Quality & Risk Committee.

### **6.2 Resources Committee**

D. Smith updated:

- a) Resources meeting on Thursday this week
- b) Audit is in process
- c) May have a board meeting before the AGM to report on audit results.

### **6.3 Governance Committee**

B. Weiss reported:

That a revision of the Governance Consultant revisions is underway regarding ToR, by-laws and policies. (See Executive Committee report above). Should have something to report by the next board meeting. Should give a clearer sense of direction and policy making and direction for by-laws.

### **6.4 Nominations Committee**

L. Miller reported:

Presently there are 4 vacancies and the advertisements have been posted and advertisement will continue to run for the foreseeable future. 1 application has been received and 2 more are forthcoming and 1 person applied but then backed out. Committee asks that board members reach out to their own contacts to find potential board members. Taryn will also reach out to staff.

The committee has developed two new skills matrix that have be distributed for members to complete to identify gaps in the board membership. They will also be given to new board members.

There was discussion about board recruitment and how the process should be handled and it was decided that the board should be constantly recruiting looking for diverse members to fill in the gaps in the board membership. There is the potential for 13 board members and members should be assertive in trying to get applications. Recruitment should focus on finding members who work in mental health, poverty and those who are aware and understand the needs of Northumberland County and where the deficits are. Suggested that we approach members of the community who work/live in diverse areas.

#### **6.5 Client and Family Roundtable (CFAR) Update**

Next meeting date to follow.

### **7.0 ALLIANCE UPDATES**

#### **7.1 Governance Updates**

Heidi encouraged members to watch the webinar on health systems from the Alliance that Taryn had sent to board members that is happening on Wednesday. Jackie & Heidi are attending.

Alliance Conference is June 7, 8 & 9, 2022. There will be a board liaison chair meeting before AGM focusing on collecting socio economic data.

Anna made a motion to approve Heidi Schaeffer to attend and act as proxy delegate on behalf of the CHCN Board at the Alliance for Healthy Communities Annual General Meeting being held on June 7, 2022.

Seconded by Lynda Miller.

Carried.

#### **7.2 Operation updates**

None.

#### **7.3 OHT GOVERNANCE UPDATES**

Taryn outlined the 11 Resolutions from the Alliance that will be presented at the AGM on June 7<sup>th</sup>, 2022, (see highlighted areas of attached).

### **8.0 DECISIONS NEEDED**

None.

**9.0 OTHER BUSINESS**

The date scheduled for the AGM will be changed to Monday, June 27<sup>th</sup> @ 5:00 p.m. AGM planning is underway and Taryn is still trying to find a guest speaker. It was suggested that since next year is the 15<sup>th</sup> anniversary of CHCN perhaps then would be a good time to have a large in-person celebration for the AGM.

It was suggested that in lieu of a July meeting that a retreat be planned at some point to get the board energized.

**10.0 IN CAMERA SESSION**

None.

**11.0 ETHICAL CONCERNS**

None.

**12.0 DATE OF NEXT MEETING**

The date of the next Board meeting was determined to be June 28, 2022 at 5:00pm via Zoom.

**13.0 TERMINATION OF MEETING**

The meeting concluded at 6:54 pm.

**14.0 SUMMARY OF CURRENT ACTION ITEMS**

<b>Person Responsible</b>	<b>Action Item</b>	<b>Deadline for Completion</b>
<b>Taryn/Jill</b>	Update job descriptions	
<b>Taryn</b>	Look for speaker for AGM	
<b>Jill</b>	Send Skills Matrix and Board Self-Evaluation Survey out to board members	<b>Completed awaiting results form board members</b>
<b>L. Miller</b>	Call D. Masters about submitting an application	