



**Grand River Community Health Centre
Meeting of the Board of Directors
MINUTES**

Tuesday, April 2, 2024 5:00 p.m. Board Meeting Boardroom or Zoom Video Conferencing
--

GRCHC Board of Directors: R. Bryan, Trudi Collins, Melissa Cummings, Sonia Hayer, Roger Ma, Wanda Mersereau,
 Regrets: Ryan Martens
 Staff: Lynda Kohler, Carrie Innes Olah (recording secretary)
 Chair: Roger Ma
 Guests:

Item	Time	Topic	Presenter	Action
1. Welcome & Call to Order				
1.1	5:15 pm	Call to Order – recognition of a quorum	R. Ma	RECORD
1.2	5:15 pm	Land Acknowledgment Statement	R. Bryan	RECORD
2. Chair’s Remarks				
2.1	5:16 pm	Approval of the Agenda MOTION: To approve the agenda of the April 2, 2024 Board of Directors' meeting. (M. Cummings/ T. Collins)	R. Ma	RECORD
2.2	5:17 pm	Declaration of Conflict of Interest R. Bryan identified that he is now employed by the AIDS Network which rents space and has staff at GRCHC and he is the supervisor of that staff. If there is any issue where there is a potential conflict, whether perceived or actual, R. Bryan will recuse himself from the discussion.	R. Ma	RECORD
2.3	5:20 pm	Correspondence None	R. Ma	RECORD
3. Minutes of the Last Meeting				
3.1	5:20 pm	Approval of Minutes – March 5, 2024 (attached) MOTION: To approve the minutes of the March 5, 2024, 2023/24 Board of Directors' meeting. (R. Bryan/ T. Collins)	R. Ma	RECORD
4. Board Education				
4.1	5:21 pm	Staff Engagement Survey Results (attached) A PowerPoint presentation of the results of the Staff Engagement Survey was provided and the presentation will be shared with the Board after the meeting.	L. Kohler	RECORD

4.2	5:56 pm	<p>This is not the first Staff Engagement survey that GRCHC has participated in however it has been several years since the last one was completed. GRCHC is committed to being responsive to the feedback that has been provided by staff and will follow up. The anonymous survey was developed and rolled out by a consultant and staff were advised that their comments would be shared. Staff resonate with the results of the survey and know the context of the answers.</p> <p>Question- was there a question that related to workload? No there was not a specific question related to workload however the responses that comment on workload may be related to more than just an employee's primary work role and could include committee and project work.</p> <p>Question regarding Professional Development and availability to staff. Each staff member has a yearly budget of funding that they can access to support their training goals.</p> <p>Enhanced Primary Care</p> <p>Ontario Health does not see this funding being used to attach individuals to primary care providers for primary care but to link individuals to care provided by other health professionals such as Dietitians or mental health workers. GRCHC will still roster clients even though Ontario Health has advised they would prefer for this not to happen.</p> <p>GRCHC is looking at additional space. Several downtown locations were toured however they are not feasible. The City of Brantford has space located at 177 Colborne Street that would work for GRCHC. The City has supportive housing units located above this space. There was concern regarding the location and distance from the downtown however it was felt that people would be able to make their way to the location. The City is keen on GRCHC locating at this location due to synergy of services.</p> <p>Question- How would GRCHC fund the leasehold improvements? GRCHC will be carrying forward \$100,000 of deferred revenue from this year, a reallocation request to use unspent salaries from the enhanced funding for \$150,000 would be made and \$125 000 used from the reserves.</p> <p>Question- is the Brantford Hub still a viable option for GRCHC? Willowbridge is looking at building a new building at their current location however GRCHC would be a B-list tenant that could book and use community space however it would not be a permanent tenant.</p> <p>MOTION: To approve the idea in principle that GRCHC continue to pursue 177 Colborne Street as a potential new location with the expectation that staff will provide additional information on budgeting as the information comes forward. (T. Collins/ R. Bryan) Carried</p> <p>Question- How many new hires are expected with this funding? There are 11 new positions that some contract staff may apply for. This funding and TPA funding will support the entire centre and will allow GRCHC to bolster the administration.</p>	L. Kohler	RECORD
-----	---------	---	-----------	--------

5. Reports				
5.1	6:36 pm	<p>HR & Board Development Committee Report for April 2, 2024 MOTION: To approve the report of the HR & Board Development Committee, ratifying all actions/decisions (T Collins/ R. Bryan)</p> <p>The report was circulated before the meeting and a brief review was provided</p> <p>Is there a budget for a sponsored ad on Facebook for Director Recruitment? Yes, there is and staff will pursue this.</p>	T. Collins	RECORD
5.2	6:39 pm	<p>Programs and QA Committee Report for April 2, 2024 (attached)MOTION: To approve the report of the April 2, 2024 Programs and QA Committee, ratifying all actions/decisions (M. Cummings/ T. Collins)</p> <p>The report was circulated before the meeting and a brief review was provided.</p>	M. Cummings	RECORD
5.3	6:42 pm	<p>Alliance Board Liaison Update</p> <p>The annual Alliance for Healthier Communities conference registration is open. Directors were advised to email staff if they would like to attend the conference and staff will register them.</p>	S. Hayer	RECORD
5.4	6:43 pm	<p>Executive Director's Report April 2024 MOTION: To approve the April 2024 Executive Director's Report. (Trudi/ Ray)</p> <p>The report was circulated before the meeting and a brief review was provided.</p> <p>All staff will be receiving a 2% wage increase as of April 1, 2024</p>	L. Kohler	RECORD
6. Business Arising from the Minutes				
6.1	6:45 pm	<p>ONCA- Follow-Up (attached)</p> <p>The revised By-laws were sent to the Board before the meeting. The changes made were reviewed at the meeting.</p> <p>Questions addressed:</p> <p>The number of directors in the Articles is set at a minimum of 3 however the By-laws allow a wider scope. The lawyer suggested that GRCHC set the minimum to 6-8.</p> <p>The removal of a director clause seemed harsh however this is what is required under ONCA and cannot be changed.</p> <p>The clause requiring the adjournment of a meeting if there is no quorum was removed. The board would continue to meet however they could not make any decisions.</p>	L Kohler	RECORD

		<p>Question- Can a board make a motion and decision outside of a regular meeting using email to members and require responses within a certain time frame? To make a motion without a meeting you would require a written resolution signed by all directors, which may be obtained electronically, if a vote is necessary because a motion is not unanimously approved by all directors, a meeting would be required.</p> <p>Question regarding the by-law on special resolutions and the number of the number of directors. The range is fixed, GRCHC would not need to amend it. To call a Special meeting would require 10% of the membership.</p> <p>The By-laws will be approved at the AGM.</p> <p>The revised Articles were circulated at the meeting. Many of items within the Articles are dictated by ONCA.</p> <p>Inserted a clause indicating the GRCHC would be subject to the Charities Accounting Act</p> <p>Insert a Remuneration clause indicating that no director will be compensated for being a director however, they will be paid for reasonable expenses incurred as Director.</p> <p>Articles 3 and 4 stayed the same other than the change to the Charities Accounting Act.</p> <p>A dissolution article was added which was required by ONCA</p> <p>Article 8 was added which allows the organization to make a profit.</p> <p>Directors were advised to review the articles again before they as they will be voted on at the AGM. Once they are approved, the articles will be filed with the Government.</p> <p>To call a Special meeting- requires 10% of the membership</p>		
--	--	--	--	--

7. New Business

7.1	6:54 pm	<p>In-Camera</p> <p>L. Kohler left the meeting at 6:55 pm</p> <p>The committee moved in-camera at 6:56 pm</p> <p>MOTION: To move in-camera to discuss 7.1- In-Camera Session (T. Collins/ R. Bryan)</p> <p>MOTION: To move out of camera (T. Collins/ R. Bryan)</p> <p>The committee moved out of camera at 7:00 pm.</p> <p>L. Kohler returned to the meeting at 7:01 pm.</p>	R. Ma	RECORD
-----	---------	---	-------	--------

8. Meeting Adjournment

8.1	7:01 pm	FYI Items- no items.	R. Ma	RECORD
8.2	7:02 pm	Meeting adjourned Next board meeting: Tuesday, May 1, 2024, at 5:00 pm	R. Ma	RECORD