

Board of Directors Meeting
Tuesday March 19, 2024 (6:00 to 8:00 pm)
SHIP Teams Meeting
Minutes
Agenda Item 2.2

Members: Brian Scott, Lori Ker, Sandy Kang-Gill, Tandra Acharjee, Jennifer Graham, Justyn Mahanger, Arun Navaratnasingam, Shafqat Suri, Krista Collinson, Alysha Racktoo

Staff: Lesley Nagoda, Sharon Fernandes, Thomas DiCarlo

Regrets: Krista Collinson

1.0 OPENING ITEMS

1.1 Call to Order and Welcoming Remarks

- The Chair welcomed board members and staff and called the meeting to order at 6:02 pm. Sharon Fernandes was Recording Secretary

1.2 Disclosure of Conflict of Interest

- No changes

1.3 Land acknowledgement

- The Chair opened the meeting with a land acknowledgement.

1.4 Chairs remarks

- No remarks.

1.5 Board Action Log

- Item 1 – EDI education training date to be changed to reflect the end of April
- Item 3 – Board involvement should a cybersecurity attack occur will be ready for the May Board meeting

1.6 CEO Compliance Statement: Statutory Reporting

- The CEO stated that during this period there are no identifiable risks or claims for the organization at this time. All submissions have been reported to the Ministry promptly and we comply with legislation, insurance coverage, rules and regulations as set down by our funders.

2.0 CONSENT AGENDA

2.1 Approval of Agenda

2.2 Approval of the Board Meeting Minutes January 16, 2024

2.3 Receipt of draft Quality Committee Meeting minutes February 9, 2024

2.4 Receipt of draft Governance Committee Meeting minutes February 13, 2024

2.5 Receipt of draft Governance Committee Meeting minutes March 5, 2024

2.6 Receipt of draft Finance Committee Meeting minutes March 13, 2024

MOTION: Tandra moved to approve the regular meeting agenda as well as all items listed under item 2.0 the consent agenda. Seconded by Lori. CARRIED

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3.0 BUSINESS OF THE MEETING

3.1 Client Experience story

- The director of Supportive Housing shared a story about 42-year-old male with a history of involvement with the legal system and having both a mental illness and Huntington's Disease (HD)
- The client has been housed through SHIP's Justice program since 2020 and was initially well-supported by girlfriend; but has declined significantly after relationship breakdown
- The client displays an unproductive cycle of pushing away supports through harassing messages, reluctance to accept treatment or engage with services and self-medicates with marijuana. His HD symptoms are leading to disruptive behavior and mobility concerns
- His housing is at risk due to altercations with another tenant and his situation continues to worsen
- SHIP has the client linked with the Vulnerable Person Registry as well as Legal supports. The CMHC acts as primary contact for all other service providers
- This undertaking has led to significant stress for CMHC acting as sole contact as well as put a strain on psychological well-being due to moral dilemma. The Program managers role is establishing boundaries and fostering collaboration with alternative treatment options

Board Takeaways:

- This story is an illustration of the complexity and toll on staff in challenging situations
- It recognizes the moral injury when clients decline treatment as well as utilization of available resources despite limited client engagement
- It aligns with our strategic aim of Service Excellence and Person-Centered Care

3.2 CEO Report

- This report covers January 11th to March 14th. The past months focused on continued community engagement internally and externally.
- The CEO highlighted the following from the report:
 - Housing initiatives
 - 236 1st Street ribbon cutting is April 12th
 - We were approved for a CMHC forgivable, low interest loan – CMHC will get back to us on Thursday to see if they will accept the comfort letter from the Ministry of Health – the deadline is April 1st for the agreement.
 - Successful engagement session with 24 staff teams
 - Meeting with global affairs Canada
 - Growth strategy - The bid closed February 23 and there were 25 responses that we reviewed
- Region of Waterloo Transitional Housing:
 - SHIP won the RFP to operate Transitional Housing in Waterloo in January 2024.
 - Transition from current operator is expected to occur by April 1, 2024 and the current program has been operated by The Working Center since 2020.

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- The Housing is located at 139 University Avenue, Waterloo, with 80 rooms.
 - Program focuses on transitional housing and services emphasizing a Housing First approach and offers temporary housing (up to 3 years) with supportive services for housing stability.
 - This program will provide wrap-around support services including mental health, addiction support, life skills, and education/training.
 - Budget: \$3,986,704, funded by Region of Waterloo (\$3.5 million), rent collection (\$374,400), and other sources (\$112,304).
 - Major expenses: salaries, program delivery costs for food and janitorial services.
 - This project aligns with SHIP's aim to develop housing and services.

3.3 Finance Committee Report

- **Audit Plan approval**
 - The Finance and Risk Committee reviewed the audit strategy report presented by Grant Thornton, SHIP's auditors, for the March 31, 2024, year-end.
 - The Audit plan remains similar to the previous year.
 - Increased testing in audit risk areas including management override of controls, rental income for revenue recognition, and accounts payable accuracy.
 - Audit manager was changed due to prior performance issues; experience with the new manager has been satisfactory.
 - Audit fees increasing by 5%, deemed reasonable considering consistent rates over the past four years.
 - Proposed timelines meet all funders' deadlines and the draft statements to be presented to the Finance and Risk Committee on June 12th. The Board of Directors to approve statements at the June 18th meeting.
- **Cash flow update**
 - SHIP purchased 273 Main Street for \$2.1 million.
 - Funding of \$4.2 million from CMHC for 236 First Street is still pending.
 - As of March 14th, our bank balance is: \$5.7 million; with our Investment account at: \$3.1 million.
 - We do have a \$6 million liability with the Ministry and we are waiting for them to reconcile what we owe.
 - Overall, we are at a lower cash level due to pending funding for First Street but is not high risk for SHIP
- **2024/25 Risk Register Update**
 - The Finance and Risk Committee reviewed the refreshed risk register for the upcoming fiscal year.
 - The committee identified 7 key strategic, operational, and financial risks.
 - Any action plan updates estimated completion dates, and risk level trends will be presented at upcoming finance committee meetings.
 - Additional risks emerging during the year will be added to the register with regular updates provided to the Board.
- **Approval of enterprise risk registry and framework**
 - No changes from the previous year; presented for approval.
 - Risk tolerance matrix also presented unchanged.
 - Recommendations:

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- Board of Directors to approve 2024/2025 risk register, risk policy, and risk tolerance matrix.

MOTION: Tandra moved that the Board of Directors approve the enterprise risk policy, risk tolerance matrix and 2024/25 risk register. Seconded by Keith. CARRIED

- Budget Plan Process Review | Capital and Operating Budget
 - SHIP must prepare annual operating and five-year capital budgets to be approved by the Board.
 - Operating budget process involved a financial review, drafting, consolidation, and approval.
 - Capital budget process includes the Building Condition Assessments (BAC) and reserve fund studies.
 - SHIPs guiding principles and key assumptions drive budget development.
 - Highlights of proposed budget include revenue increases, new program allocations, and capital investments.
 - Challenges stem from insufficient funding growth, prompting strategies like cost reduction and contract reviews.
 - Proposed 2024/2025 budget aligns with organizational objectives but faces funding gaps.
 - Recommendations include Board approval of both operating and capital budgets to address challenges effectively.

MOTION: Tandra moved that the Board of Directors approve the operating budget for the fiscal year ended March 31, 2025 and approve the 5 year capital budget as presented in the report. Seconded by Sandy. CARRIED

3.4 Quality Committee Update – QIP Approval

- The Quality Improvement Plan (QIP) for 2024/2025 at SHIP is mandatory for reporting to Ontario Health by March 31, 2023.
- The QIP is closely aligned with organizational goals, legislative requirements, and stakeholder input.
- It follows SHIP's quality framework, based on the Institute of Medicine's six aims of quality care.
- The new draft QIP for 2024/2025 includes six new Quality Improvement (QI) initiatives.
- Initiatives are chosen based on factors such as Accreditation Canada standards, chart audits, and client experience surveys.
- Areas of focus include Medication Reconciliation, Documentation, Building Partnerships, and Access, among others.
- SHIP is actively addressing staff wellness and safety through various initiatives, including workplace risk assessments and staff polls.
- There's a focus on psychological health and safety through the Psychological Health & Safety Working Group.
- SHIP has developed a Quality and Safety framework to guide its approach, emphasizing continuous improvement and responsiveness to client needs.
- The framework outlines goals, directions, roles, and responsibilities.

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MOTION: Alysha moved that the Quality Committee recommend to the Board of Directors the approval of SHIPs 2024/2025 Quality Improvement Plan. Seconded by Jenn. CARRIED

3.5 Governance Committee Update

- SHIP's EDI Action Plan:
 - 68% of planned actions completed in Q1 through Q3.
 - Barriers to completion due to extensive work for policy development.
 - High confidence in SHIP's EDI efforts shown in December EDI Poll.
 - Year-end report and priorities for 2024/2025 to be presented to Governance Committee in June.
 - Boards EDI Governance Plan update:
 - Develop EDI guideline/playbook for board members (in progress).
 - EDI Inclusive Board Training (in progress).
 - Recommended to complete EDI Board SWOT and review Accreditation Canada Governance standards for identified gaps.
- Strategic Plan Update:
 - 96% of identified 2023/2024 activities complete or on track.
 - Two activities slightly off track:
 - Defining harm reduction and recovery under service excellence.
 - Deploying Lean training under Create aim.
 - No significant risks identified.
 - Full report on outcomes of current and next year's Annual Strategic Business Plan (ASBP) to be presented at May Governance Committee meeting.
- Risk Register Update:
 - One risk identified: succession planning (rating 6).
 - Succession plan process developed for key positions.
 - Succession Planning risk remains until formal plans in place for CFO and Directors.
- Recruitment Needs:
 - Board Leadership Preference Form to be sent to Board to gauge interest in returning and preferences on committees.
 - Three board members not returning (Krista, Shafqat, and Alysha).
 - Governance Committee to meet in May to discuss recruitment.
- 3.5a CEO Evaluation Policy
 - Draft policy presented for board approval.
 - Policy aims to formalize CEO performance evaluation process.
 - Seeking approval at the meeting.

MOTION: Lori moved that The Governance Committee recommends the Board of Directors approve the CEO Evaluation policy as presented. Seconded by Jenn. CARRIED

3.5.1 Committee Evaluation

- SHIP board conducts annual self-assessment surveys, useful for measuring progress on governance improvements and enhancing organizational performance.

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- Individual Director Effectiveness was identified as an area for attention from previous assessment survey.
 - In June 2023, a board member self-assessment developed and administered.
 - Governance Committee presented Governance Action Plan to Board in October 2023.
 - Discussion on gathering feedback from Board committees.
 - Agreement to add end-of-term committee and committee member evaluation.

3.6 MSAA

- OH has provided SHIP an extension of our MSAA for the year ended March 31, 2025

4.0 OTHER BUSINESS

- No additional business was discussed

5.0 INFORMATION ITEMS

5.1 Board Education

- ICD Training (cyber security director liability) | San'yas (How to be an ally – begins April 15)

5.2 Next Town Hall

- Monday March 25, 2024

5.3 Next Meeting

- The date of the next Board Meeting will be in-person and is on May 21, 2024

6.0 IN CAMERA

MOTION: Jenn moved to enter into the in-camera portion of the meeting. Seconded by Tandra. CARRIED

MOTION: Jenn moved to close the in-camera portion of the meeting. Seconded by Tandra. CARRIED

7.0 ADJOURNMENT

There being no further business brought before the Board, the meeting was adjourned at 7:45 pm.

MOTION: Jenn moved to adjourn the meeting. Seconded by Tandra. CARRIED


8.0 MEETING WITHOUT MANAGEMENT

n/a



Brian Scott
Board Chair

and / or



Lesley Nagoda
Board Secretary