

COUNCIL MEETING MINUTES

Virtual Zoom Meeting

Livestreamed to the CDHO YouTube Channel

Friday, June 10, 2022

9:00 a.m. – 4:00 p.m.

COUNCIL MEMBERS PRESENT:

Terri Strawn, Professional Member, President
Michelle Atkinson, Professional Member
Erin Betts, Public Member (9:00 a.m.–12:00 p.m.)
Maheen Cassim, Professional Member
Anne-Marie Conaghan, Academic Member
Jennifer Cooper, Academic Member
Pella Giabanis, Public Member
Carla Grbac, Professional Member
Alessandro Greco, Public Member (9:00 a.m.–12:00 p.m.)
Farzana Hussain, Professional Member
Ehizele Martin Iyamabo, Public Member
Meghan Leuprecht, Public Member
Caroline Lotz, Professional Member
Angelica Palantzas, Public Member (9:00 a.m.–12:00 p.m.)
Vanessa Pereira, Professional Member, Vice-President
Sasha Sidhu, Public Member
Margaret Wade, Public Member (9:00 a.m.–12:00 p.m.)
Jacqueline White, Professional Member
Mary Yeomans, Professional Member

REGRETS:

Loree Beniuk, Public Member

ADMINISTRATION:

Dr. Glenn Pettifer, Registrar and CEO
Veronica Douglas, Executive Administrator

GUESTS:

Julie Maciura, SML, CDHO Legal Counsel
Blair MacKenzie, Hilborn LLP, (10:45 a.m.–
11:30 p.m.)
Deanna Williams, Dundee Consulting Group
Ltd. (1:30 p.m.–3:20 p.m.)

1.0 CALL TO ORDER

1.1 Roll Call

The Chair, Terri Strawn, called the meeting to order at 9:04 a.m.

1.2 Opening Remarks

Terri Strawn welcomed Council and guests to the June Council meeting. It was acknowledged that the CDHO office is located on the traditional territory of many

nations including the Mississaugas of the Credit, the Anishnabeg, the Chippewa, the Haudenosaunee and the Wendat people and is now home to many diverse First Nations, Inuit and Métis people. It was also acknowledged that Toronto is covered by Treaty 13 with the Mississaugas of the Credit.

The President advised that Council attended a workshop on June 9, 2022, that focused on inclusive policy development and reconciliation and indigenous inclusion within health care regulatory bodies.

1.3 Council Policy Manual Update

The Chair reported that there have been no policy updates to the Policy Manual.

1.4 Council Code of Conduct

Council was reminded of the Code of Conduct.

2.0 APPROVAL OF AGENDA

2.1 Review and Approval of Agenda

Items 7.1–7.3 were moved to 10:45 a.m. Items 5.1–5.3.2 are for information only.

MOTION: THAT Council moves to approve the June 10, 2022 Council meeting agenda as amended.

Moved: Carla Grbac
Seconded: Michelle Atkinson

VOTE: **CARRIED**

3.0 DECLARATIONS OF POTENTIAL CONFLICTS OF INTEREST

3.1 Declarations of Conflict of Interest

Terri Strawn declared a conflict with Item 7.4 President’s Compensation.

4.0 CONSENT AGENDA (4.1-4.1.1)

MOTION: THAT Council moves to approve the consent agenda.

Moved: Anne-Marie Conaghan
Seconded: Maheen Cassim

VOTE: **CARRIED**

5.0 OWNERSHIP LINKAGE

5.1 Status of Ownership Linkage Activities

Carla Grbac updated Council on the Ownership Linkage Committee activities. The Ownership Linkage Committee has not met since the last Council meeting.

6.0 ENDS ITEMS FOR DECISION

There were no agenda items for this meeting.

7.0 GOVERNANCE PROCESS ITEMS FOR DECISION

7.1 2021 Draft Audited Financial Statements

Blair MacKenzie from Hilborn LLP presented the 2021 draft audited financial statements to Council.

MOTION: **THAT** Council moves to accept the 2021 draft audited financial statements as presented by Hilborn LLP.

Moved: Carla Grbac
Seconded: Maheen Cassim
VOTE:

CARRIED

7.2 Recommendations from Hilborn LLP

Blair Mackenzie from Hilborn LLP provided recommendations for Council to consider regarding their financial statements.

7.3 Appointment of Auditor for 2022

MOTION: **WHEREAS** Council has never completed a comprehensive assessment of the external auditor;

WHEREAS the firm of Hillborn, LPP has been appointed the auditor for the last 7 years;

THEREFORE BE IT RESOLVED that a comprehensive assessment of the external auditor be completed in 2023 for the 2022 audit.

Moved: Carla Grbac
Seconded: Anne-Marie Conaghan
VOTE:

CARRIED

7.4 President's Compensation

Terri Strawn declared a conflict of interest and was not present for the discussion or the vote.

MOTION: **THAT** Council direct staff to draft changes to GP 7 Council and Committee Stipend and Expenses policy to include remuneration of informal meetings at an hourly rate of \$72 for the President, to be adopted at the September Council meeting, and reviewed next in December 2023.

Moved: Jacqueline White

Seconded: Carla Grbac

VOTE:

CARRIED

7.5 CPMF Committee Update

Michelle Atkinson provided a verbal update to Council that the CPMF Committee had successfully carried out its responsibilities in accordance with Governance Process Policy 6.6, including completion of the CPMF report for 2021 and advised that a motion would be brought forward to dissolve the CPMF Committee. The committee will be replaced with a Governance Committee that will be tasked with the CPMF report and other governance work as needed.

7.6 Dissolution of the CPMF Committee

MOTION: **WHEREAS** Council formed a CPMF Committee on December 4, 2020, to support Council in its determining and assembling data for the CPMF report required by the Ontario Ministry of Health;

WHEREAS Council appointed Michelle Atkinson (professional member), Pauline Leroux (professional member), and Joshua Hollenberg (public member) to serve as the CPMF Committee;

WHEREAS Angelica Palantzas replaced Joshua Hollenberg when his appointment as a public member ended, and Terri Strawn replaced Pauline Leroux when her appointment as professional member ended;

WHEREAS the Committee carried out its responsibilities in accordance with Governance Process Policy 6.6, including completion of the CPMF report for years 2020 and 2021;

WHEREAS the Committee will be replaced by a Governance Committee;

THEREFORE, BE IT RESOLVED THAT the CPMF Committee be dissolved with the appreciation of Council to committee members for their work.

Moved: Caroline Lotz
Seconded: Meghan Leuprecht
VOTE:

CARRIED

7.7 Policy Amendment: Governance Committee Terms of Reference

MOTION: **THAT** the Council approve Governance Process Policy 6.6 Governance Committee Terms of Reference as presented in Appendix A.

Moved: Vanessa Pereira
Seconded: Jacqueline White
VOTE:

CARRIED

7.8 Appointment of Governance Committee

MOTION: **WHEREAS** the Council of the College of Dental Hygienists of Ontario agreed to the formation of a Governance Committee at the June 10, 2022 Council meeting; and

WHEREAS the composition of the Governance Committee will be two Council Members who are Professional Members and one Council Member who is a Public Member;

THEREFORE, BE IT RESOLVED THAT

1. Michelle Atkinson;
2. Terri Strawn; and
3. Angelica Palantzas

be appointed as members of the Governance Committee.

Moved: Carla Grbac
Seconded: Mary Yeomans
VOTE:

CARRIED

7.9 Bylaw 5 Revision Proposal: Stakeholder Feedback

MOTION: **WHEREAS** the Health Professions Procedural Code of the *Regulated Health Professions Act* provides Council with the authority to make Bylaws relating to the administrative affairs

of the College and, in matters regarding Registrant registration fees, also requires that any proposed amendments be circulated to all Registrants and stakeholders for a consultation period of not less than 60 days; and

WHEREAS Council has received the information it requires to make a decision regarding the proposed amendments to the College’s Registration fee amounts and operational matters related to the deadline date for Registration renewal; and

WHEREAS Council values stakeholder input and has given due consideration to the feedback on the proposed amendments that was submitted by stakeholders during the requisite 60-day consultation period;

THEREFORE, BE IT RESOLVED THAT the proposed amendment to Bylaw No. 5 Article 16.2 (1) and (2) be approved.

Moved: Mary Yeomans

Seconded: Michelle Atkinson

VOTE: **CARRIED**

7.10 Bylaw 5 Revision Proposal: Members of the Public Appointments Working Groups

MOTION: **WHEREAS** the Health Professions Procedural Code of the *Regulated Health Professions Act* provides Council with the authority to make Bylaws relating to the administrative affairs of the College; and

WHEREAS Council has received the information it requires to make a decision regarding the proposed amendments to the College’s Bylaw No. 5 concerning the discretionary appointment of members of the public to College Committees or Working Groups;

THEREFORE, BE IT RESOLVED THAT the proposed amendments to Bylaw No. 5 be approved.

Moved: Margaret Wade

Seconded: Meghan Leuprecht

VOTE: **CARRIED**

11.0 REQUIRED APPROVALS AGENDA

There were no agenda items for this meeting.

12.0 MONITORING BOARD PERFORMANCE

12.1 GP 6.2 Ownership Linkage Committee Terms of Reference

MOTION : THAT Council has assessed the monitoring report for Governance Process 6.2 and determined there is sufficient, verifiable evidence of a reasonable interpretation.

Moved: Jacqueline White

Seconded: Pella Giabanis

VOTE: **CARRIED**

Abstained: Sasha Sidhu

12.2 GP 11 Council Linkage with Ownership

MOTION : THAT Council has assessed the monitoring report for Governance Process 6.11 and determined there is sufficient, verifiable evidence of a reasonable interpretation.

Moved: Mary Yeomans

Seconded: Jennifer Cooper

VOTE: **CARRIED**

Abstained: Sasha Sidhu

13.0 BOARD EDUCATION

13.1 Third-Party Assessment

Deanna Williams presented to Council and facilitated a discussion on assessing Council effectiveness. She discussed accountable and effective regulatory governance models, why evaluating performance is important and how to do it, and best practices.

13.2 Governance Effectiveness Proposal

The CPMF requires the College to have developed and implemented a framework to evaluate the effectiveness of Council and that the framework include a third-party assessment of Council at a minimum of every three years. The Council decided to hire Deanna Williams as Council's third-party assessor.

MOTION: THAT Council contract Deanna Williams to be the third-party assessor.

Moved: Carla Grbac
Seconded: Pella Giabanis
VOTE:

CARRIED

13.3 CDHO Council Coaching Advisory

The President reviewed the Coaching Advisory provided to Council by Council's Governance Coach, Rose Mercier.

14.0 MONITORING CEO PERFORMANCE

MOTION TO MOVE IN CAMERA

MOTION: THAT Council move in Camera as per RHPA, *Schedule 2, Section 7(2)(d)* at 3:31 p.m., for agenda item 14.1.

Moved: Maheen Cassim
Seconded: Michelle Atkinson
VOTE:

CARRIED

14.1 EL 6

MOTION: THAT Council has assessed the monitoring report for Executive Limitations Policy 6 and determined there is sufficient, verifiable evidence of a reasonable interpretation.

Moved: Meghan Leuprecht
Seconded: Carla Grbac
VOTE:

CARRIED

MOTION TO MOVE OUT OF CAMERA

MOTION: THAT Council move out of Camera as per RHPA, *Schedule 2, Section 7(2)(d)* at 3:32 p.m.

Moved: Carla Grbac
Seconded: Anne-Marie Conaghan
VOTE:

CARRIED

14.0 SELF-EVALUATION OF GOVERNANCE PROCESS

14.1 Council Meeting Evaluation

The Council Feedback Survey was sent to Council members to be completed electronically. Council reviewed the results in the meeting.

15.0 NEXT MEETING DATE

The next Council meeting is September 16, 2022.

16.0 ADJOURNMENT

MOTION: THAT the Council meeting be adjourned at 4:04 p.m.

Moved: Michelle Atkinson

Seconded: Carla Grbac

VOTE:

CARRIED

Approved by:



Signature of Chair, Terri Strawn

September 16, 2022

Date