

Board Meeting Minutes September 29, 2023

Board Members Present

Ann Watt RD – Chair
Denis Tsang RD
Brenda Murphy, Public Member
Dawn van Engelen RD
Donna Hennyey RD
Julie Slack RD
Ray D'Sa, Public Member
Santhikumar Chandrasekharan, Public Member
Sharanjit Padda, Public Member
Teresa Taillefer RD

Regrets

Navita Viveky RD
John Regan, Public Member

Staff

Melanie Woodbeck - Registrar & Executive Director
Lisa Dalicandro – Director of Governance &
Regulatory Policy
Jada Pierre-Malcolm – Executive Assistant

Guests

Dale Tinkham – Tinkham LLP, Chartered Accountants
Greg Kroeplin - Tinkham LLP, Chartered Accountants
Shannon Eklund - College of Dietitians of Alberta
Mélanie Journoud – College of Dietitians of British
Columbia

1. Call to Order

A. Watt opened the meeting with a Land Acknowledgement.

The meeting was called to order at 9:04 a.m. by A. Watt Chair of the Board.

2. Approval of the Agenda

MOTION to approve the agenda as circulated.

Moved by: J. Slack

Seconded by: D. Tsang

Carried

3. Declaration of Conflict of Interest and Bias

No conflict of interest or bias was declared.



Consent Agenda

4. Board Meeting Minutes

June 15, 2023

June 16, 2023

Executive Committee Report

MOTION to approve the Consent Agenda.

Moved by: D. Tsang

Seconded by: S. Padda

Carried

5. District 7 Vacancy

The Board considered two options for managing the vacancy resulting from the resignation of the district 7 director – leaving the seat vacant for the remainder of the term or running a byelection to fill the seat.

The Board agreed to leave the seat vacant to align with the direction of the Board's future governance state.

MOTION that the district 7 seat remain vacant for the duration of the term.

Moved by: S. Chandrasekharan

Seconded by: T. Taillefer

Carried

Public interest rationale: Managing vacancies ensures that the Board has the capacity to fulfill its governance duties, maintain effective oversight of the organization's operations and achieve its regulatory mandate.

6. Executive Committee Election

The resignation of the district 7 director resulted in a vacancy on the Executive Committee, which must be filled by an election.

Board directors were given two options for declaring their intention of running for the vacant third member on the Executive Committee – notifying the Board in writing ahead to be included in the meeting package or declaring their intention to run at the meeting.



D. Hennyey submitted a statement of interest to be nominated for the position of third member. She was nominated D. Tsang and T. Taillefer and accepted the nomination.

D. Hennyey was acclaimed as third member of the Executive Committee.

Public interest rationale: Managing vacancies ensures that the Board has the capacity to fulfill its governance duties, maintain effective oversight of the organization's operations and achieve its regulatory mandate.

7. Committee Compositions

The resignation of the district 7 director resulted in vacancies on the Executive, Audit, Registrar Performance and Compensation Review, and Professional Practice Committees. The vacancy on the Executive Committee was filled by acclamation, the outcome of which determined the composition of the Audit and Registrar Performance and Compensation Review Committees.

To satisfy the composition requirements, the Board appointed D. Hennyey to the Audit and Registrar Performance and Compensation Review Committees.

The Board agreed with the recommendation from the Executive Committee to appoint Teresa Taillefer to the Professional Practice Committee to fill the vacancy.

MOTION that the Board approve the proposed compositions for the Audit and Registrar Performance and Compensation Review Committees and the appointment of Teresa Taillefer to the Professional Practice Committee for the 2023 – 2024 term.

Moved by: D. Tsang

Seconded by: S. Chandrasekharan

Carried

Public interest rationale: When Committees are fully constituted with the requisite number of public and professional members, they can effectively perform their duties in accordance with their terms of reference and carry out the College's mandate of public protection.

8. Board Meeting Evaluation Results – June 16, 2023

The Board reviewed the results of the June 16, 2023, meeting evaluation and the Executive Committee's feedback on the challenges that arose during the meeting. Themes identified in the evaluation feedback included: video quality offered by the hybrid meeting format; adherence to meeting norms, speaking order and discussion topics, and meeting preparation and participation. The Executive Committee also noted a low completion rate for the evaluation and reminded the Board of its responsibility to fully participate in CDO governance.

Action items:



- To identify solutions to improve the inclusivity of hybrid meetings.

Public interest rationale: Good governance is the foundation for effective regulation and public trust. Best practices in regulation support the ongoing assessment of Board meetings with a focus on interactions, behaviours, and decisions, to evaluate the Board's effectiveness at achieving its mandate. This transparent and reflective performance review demonstrates the Board's commitment to continuous improvement and good governance.

9. Management Report

M. Woodbeck presented the Management Report and highlighted the following:

- Strategic Projects
 - 79% of planned strategic projects on track
 - Relational communications implementation in progress
 - Data governance project underway, which will support work for process documentation
 - Policy cycle incorporating equity impact assessment
- Finance, HR, EDI-B & Operations
 - Q1 surplus of \$1,657
 - Cyber security initiatives and training implemented
 - First Hub 601 collaborative EDI-B training on the use of gender pronouns
 - College of Audiologists and Speech Language Pathologists joining Hub 601 in January 2023
- Communications
 - EDI-B Report complete
 - Public awareness campaign running October and November
 - Website planning underway
- Professional Practice + QA
 - 2023 JKAT had a 100% success rate
 - Competency Assessment transitioned to accessible virtual format
 - Annual Workshops: virtual care, social media & EDI-B planned this fall
 - Revised Code of Ethics to integrate EDI-B principles and AI in progress
- Registration
 - Emergency Class Sealed by Ministry of Health by August 31, 2023.
 - Annual renewal launched with a deadline of October 31
 - 2020 ICDEP integration complete
- Governance + Regulatory News
 - BC amalgamation in progress by June 2024
 - Alliance transitions resulting in additional responsibilities for CDO

The Board accepted the report for information.

Action Items:

- To include Board education around the amalgamation of the College of Dietitians of British Columbia (CDBC) amalgamation with other allied health BC regulators at a future board meeting.



Public interest rationale: The Board has a fiduciary duty to CDO, which includes providing assurance that the College's operations facilitate its public protection mandate.

10. Audit of the Register Report

L. Dalicandro presented the updated policy for auditing the public register and results of the 2023 Audit of the Register. The results of the audit were positive and indicate that the public register data is accurate and reliable.

The Board accepted the report for information.

Public interest rationale: The public relies on the public register to make informed healthcare decisions. Auditing the public register verifies that registrant information is accurate and provides assurance to the public that they can trust the information provided by CDO.

11. Strategic Plan Monitoring Report

M. Woodbeck presented the College's mid-year progress on the strategic plan for fiscal 2023 – 2024. As part of this, M. Woodbeck reviewed the strategic projects and activities planned for 2023 – 2024, including the key performance indicators.

The Board accepted the report for information.

Public interest rationale: The Strategic Plan Monitoring Report enables the Board to monitor the CDO's performance on work aimed at advancing its strategic priorities and public protection mandate. Reporting on the strategic plan on a regular basis holds the College accountable to system partners by providing a clear picture of the College's priorities, goals and operationalization of the Board's direction. The College Performance Measurement Framework (CPMF), which measures how well regulatory Colleges are protecting the public interest, also requires the CDO to identify activities that support its strategic plan.

12. Risk Monitoring Report (Q2)

M. Woodbeck presented the Risk Monitoring Report (Q2) to the Board. No risk and/or mitigation plans were reassessed and no risks were downgraded.

Areas where new risks were identified:

- Examination Integrity

Public interest rationale: In the public's interest, an essential aspect of College's governance and management is to ensure that organizational and risks to the public are identified, assessed and managed efficiently and effectively.

The Board accepted the report for information.



13. Audited Financial Statement Presentation

Auditors D. Tinkham and G. Kroepflin, Tinkham LLP, presented the audited financial statements for the year ended March 31, 2023. The results of the audit concluded that the financial statements fairly present the financial position of the College as at March 31, 2023. No misstatements or unadjusted items were found and there were no recommendations to improve the internal control processes.

At the request of the audit committee members, D. Tinkham shared a recommendation made in a meeting between he and the Audit Committee members: 1) that the investment policy be reviewed and risks to the investment portfolio be evaluated, and 2) whether the College should continue to invest in common and preferred shares or whether fixed income investments would better align with the College's risk appetite. D. Tinkham noted that making these changes to the portfolio in the current market may be challenging and carry its own risks.

MOTION to approve the draft audited financial statements for the year ended March 31, 2023 as presented.

Moved by: D. Tsang

Seconded by: S. Chandrasekharan

Carried

14. Appointment of Auditor

The Audit Committee recommended the reappointment of Tinkham LLP as auditors for the 2023-2024 fiscal year.

The Board discussed the current investment strategy and whether the College needs to reassess its risk tolerance. As this discussion was not included on the agenda, the Board directed that College's investment strategy and risk tolerance be revisited at an upcoming meeting.

MOTION to reappoint Tinkham LLP as the auditors for the fiscal year ending March 31, 2024.

Moved by: D. Hennyey

Seconded by: R. D'Sa

Carried

Action items:

- The Board will revisit investment strategy options and Board risk tolerance.

Public interest rationale: The annual review and approval of an External Auditor serves the public interest by ensuring that the Board provides appropriate governance and oversight on financial matters. The proper review of the College's financial operations will ensure its long-term sustainability and effectiveness at fulfilling its regulatory mandate.



15. Panel on Indigenous Reconciliation with Alberta & British Columbia Dietetic Regulators

In recognition of the National Day for Truth and Reconciliation, M. Journoud, College of Dietitians of British Columbia (CDBC) and S. Eklund, College of Dietitians of Alberta (CDA), shared the efforts undertaken by CDBC and CDA to advance Indigenous reconciliation through a panel discussion moderated by M. Woodbeck.

The Board engaged in the discussion and asked the speakers about the use of “person led care” terminology, food insecurity in Indigenous communities, and Indigenous food offered in hospitals.

Public interest rationale: Supporting Truth and Reconciliation in regulation and the wider healthcare system is one of the ways colleges can address the systemic inequalities and barriers that exist for many individuals.

16. EDI-B Report and Benchmarking

A. Chang provided a status update on the College’s Equity, Diversity, Inclusion and Belonging (EDI-B) activities from 2020 to present. The update included a status report of EDI-B efforts, EDI-B benchmarking and the Health Profession Regulators of Ontario’s equity impact assessment tool.

The Board expressed support for the EDI-B activities accomplished by CDO. There were discussions about CDO’s role in educating dietitians on EDI-B, how EDI-B principles can be incorporated into dietetic workplaces, and expectations for dietitians to advocate for EDI-B principles within their scope of practice and professional standards.

The Board accepted the report for information.

Action items:

- The EDI-B report will be published and shared with system partners.

Public interest rationale: The Equity, Diversity, Inclusion and Belonging (EDI-B) Status report enables the Board to effectively monitor CDO’s performance on informed EDI-B action aimed at minimizing systemic barriers and helping build a more inclusive and equitable health system. Reporting on the progress of CDO’s EDI-B work holds the organization accountable to its commitment to become safer, more equitable and inclusive, thereby supporting the interest of the diverse public it serves.

17. Adjournment

MOTION to adjourn at 2:09 p.m.

Moved by: J. Slack

Carried