



BOARD MEETING MINUTES
September 30, 2022 (9:00a.m. – 4:30p.m.)
Videoconference

Present

Kerri LaBrecque RD-Chair
Anahita Djalilvand RD
Ann Watt RD
Denis Tsang RD (**arrived at 9:38am**)
Donna Hennyey RD
Lesia Kicak RD
Julie Slack RD
Israel Ogbechie, Public Member
John Regan, Public Member
Karine Dupuis Pominville RD
Ray D'Sa, Public Member (**left at 12pm**)
Santhikumar Chandrasekharan, Public Member

Regrets

Douglas Ellis, Public Member
Sharanjit Padda, Public Member

Staff

Melanie Woodbeck - Registrar & Executive Director
Jada Pierre - Executive & General Office
Administrative Assistant
Lisa Dalicandro-Manager, Governance & Operations
Colin Ellis-Director of Communications
Sarah Ahmed-Director of Finance and Corporate
Services

ITEM & DISCUSSION	ACTION
<p>1.0 Call To Order and Land Acknowledgement K. LaBrecque opened the meeting with the Land Acknowledgement Statement.</p>	<p>The meeting was called to order at 9:04 a.m. by K. LaBrecque President and Chair.</p>
<p>2.0 Approval of Agenda</p>	<p>MOTION to approve the agenda.</p> <p>Moved by: K. LaBrecque Seconded by: S. Chandrasekharan</p> <p>Carried</p>
<p>3.0 Declaration of Conflict of Interest No conflict of interest was declared.</p>	
<p>4.0 Declaration of Bias No declaration of Bias was declared.</p>	

ITEM & DISCUSSION	ACTION
<p>Information Items (Consent Agenda)</p> <p>5.0 Council Meeting Minutes: June 16, 2022 June 17, 2022 July 5, 2022</p> <p>6.0 Executive Committee Report</p>	<p>MOTION to approve the Consent Agenda.</p> <p>Moved by: K. LaBrecque Seconded by: J. Slack</p> <p>Carried</p>
<p>7.0 EDI-B Learning: National Truth and Reconciliation Day</p> <p>As part of the CDO’s work on advancing EDI-B, each Board meeting now begins with a teaching and learning moment to discuss relevant examples of how EDI-B can be incorporated into the practical work of Board.</p> <p>The Board discussed the National Day for Truth and Reconciliation and reflected on the impact of residential schools.</p> <p>The Board was reminded that they are invited to the upcoming workshop “Unsettling & Trauma Informed Practices: An Indigenous Lens.”</p>	
<p>8.0 EDI-B Vision, Mission, Values</p> <p>M. Woodbeck presented the proposed EDI-B mission and vision statement on behalf of the Governance Committee. The purpose of the statement is to inform stakeholders of the CDO’s approach and accountability with respect to EDI-B.</p> <p>M. Woodbeck also presented the proposed addition of “Equity, Diversity, Inclusion and Belonging” to the CDO’s core organizational values. The purpose of including EDI-B as an organizational value is to demonstrate its significance in conducting the CDO’s public protection mandate.</p> <p>The Board agreed that the Governance Committee’s proposals broadly express to system partners CDO’s intent in relation to EDI-B.</p>	<p>MOTION to approve the EDI-B vision and mission statement.</p> <p>Moved by: K. LaBrecque Seconded by: L. Kicak</p> <p>Carried</p> <p>MOTION to add “Equity, Diversity, Inclusion and Belonging” as an additional core organizational value.</p> <p>Moved by: K. LaBrecque Seconded by: K. Dupuis-Pominville</p> <p>Carried</p>

ITEM & DISCUSSION	ACTION
<p>9.0 Financial Management Policy M. Woodbeck presented the proposed Financial Management policy, which replaces the executive limitations related to asset protection and Registrar expenses. The policy provides assurance that the planning and management of the CDO’s finances are consistent with the goals, objectives, and priorities set by the Board and ultimately allow the CDO to achieve its public protection mandate.</p> <p>The board discussed the proposed policy and agreed that it accurately captures the former executive limitations.</p>	<p>MOTION to approve the draft Financial Management Policy as proposed.</p> <p>Moved by: K. LaBrecque Seconded by: I. Ogbechie</p> <p>Carried</p>
<p>10.0 Board of Directors Code of Conduct M. Woodbeck reviewed the updates to the Code of Conduct policy and the Annual Acknowledgement and Confirmation form.</p> <p>The Board approved the revisions to the Code of Conduct as they align with the CDO’s commitment to EDI-B and other emerging initiatives such as social media, and complies with the College Performance Measurement Framework (CPMF)’s evidence measures.</p> <p>The Board also approved the revisions to the Annual Acknowledgement and Confirmation form, which accurately reflect what the Board had requested at a prior meeting.</p> <p>The Annual Acknowledgement and Confirmation form will be circulated to Board members for their completion</p>	<p>MOTION to approve the revised Code of Conduct policy as proposed.</p> <p>Moved by: K. LaBrecque Seconded by: A. Djalilvand</p> <p>Carried</p> <p>MOTION to approve the revised Annual Acknowledgement and Confirmation Form as proposed.</p> <p>Moved by: K. LaBrecque Seconded by: I. Ogbechie</p> <p>Carried</p>

11.0 Governance Modernization

Role Terminology

M. Woodbeck presented the proposed role terminology changes to the Board for consideration on behalf of the Governance Committee. The purpose of the terminology change is to make the roles and responsibilities of those who govern the CDO clearer to the public and reflective of the CDO's regulatory relationship with dietitians.

The Board agreed to the proposed terminology changes to take effect immediately and will be incorporated into CDO by-laws:

Current Terminology	Proposed Terminology
Council of the College	Board of Directors of the College
Council member(s)	Director(s)
President of Council	Chair of the Board of Directors
Vice-President of Council	Vice-Chair of the Board of Directors
Member	Registrant

Elections

M. Woodbeck reviewed the Governance Committee's proposal to adopt a single electoral district that encompasses all of Ontario. The Board agreed that the proposal aligns with best practices in regulatory governance and the likely direction RHPA colleges will move towards.

Board Competencies & Attributes

The Board considered a draft competency and attribute framework to be incorporated into the election and reappointment process for Board directors. Following a full review, the Board directed staff to have the draft framework reviewed by an EDI-B consultant. The draft framework will return to the Board after it has been reviewed for EDI-B purposes.

To support the implementation of a competency and attribute framework, the Governance Committee recommended that the Board expand its terms of reference to include the role of independent screening committee, to assess Board candidates. The Board discussed this recommendation and agreed that the Governance Committee is the most appropriate

MOTION to approve the proposed changes to the CDO's terminology.

Moved by: K. LaBrecque

Seconded by: S. Chandrasekharan

Carried

MOTION to approve in principle, the Governance Committee's recommendation to adopt a single electoral district that encompasses all of Ontario.

Moved by: K. LaBrecque

Seconded by: D. Hennyey

Carried

MOTION to approve adding the role of the independent assessment committee to the terms of reference for the Governance Committee.

Moved by: K. LaBrecque

Seconded by: D. Tsang

Carried

ITEM & DISCUSSION	ACTION
<p>12.0 Management Report M. Woodbeck presented the Management Report to the Board and highlighted key information, including: <u>Finance HR and Corporate Services</u></p> <ul style="list-style-type: none"> • Revenues and expenditures on budget • Investment Portfolio Risk Reduced • Successful Database Upgrade Complete • Staffing transitions in progress • Office open for collaboration • Staff are Committed to EDI-B <p><u>Communications</u></p> <ul style="list-style-type: none"> • Four key strategic projects in progress • New data-driven public awareness campaign to launch tomorrow <p><u>Professional Practice and QA</u></p> <ul style="list-style-type: none"> • Successful JKAT season concludes • Reg talks on QA assessment and QA resources in progress • Collaboration with other regulators strengthened <p><u>Registration</u></p> <ul style="list-style-type: none"> • 1st Hybrid PBA Successfully Administrated • KPIs for registration exceeds targets • Timely responses to stakeholder consultations (OFC, Bill 106) <p><u>Governance and Oversight</u></p> <ul style="list-style-type: none"> • Full-steam ahead with Governance Modernization • CDRE Administration returns to CDO • EQual information sessions and workshops scheduled 	<p>The board accepted the report for information.</p>
<p>13.0 Board Meeting Evaluations and Trend Analysis The Board discussed the results of the June 17, 2022, Board meeting evaluations and trends analysis. K. LaBrecque reported that the evaluation was completed by 100% of Board directors in attendance.</p>	

ITEM & DISCUSSION	ACTION
<p>14.0 Review Board Meeting Evaluation Questions The Board discussed the Executive Committee’s recommended changes to the meeting evaluation questions and considered other ways to improve the assessment of the Board’s effectiveness. The Board directed staff to revise the questions to reflect its consensus culture and include a question about making decisions in the public interest.</p> <p>The revised evaluation questions will be reviewed by the Executive Committee before they are returned to the Board for further consideration.</p>	<p>Motion deferred until future meeting.</p>
<p>15.0 Risk Monitoring Report (Q2) M. Woodbeck reviewed the risk assessment and mitigation efforts for the second quarter and reported that a new risk was identified – risk of harm to clients. Mitigation efforts will be made in response to this new risk.</p> <p>Other areas where risk and mitigation plans have been reassessed:</p> <ul style="list-style-type: none"> • Accreditation provider transition • Potential Registration Regulatory Changes • Regulatory Governance Changes • Cybersecurity (<i>Risk response only</i>) 	<p>The board accepted the report for information.</p>
<p>16.0 Strategic Plan Update M. Woodbeck presented the CDO’s mid-year progress on the strategic plan for the Board’s information and feedback. Overall, the CDO is on track with its progress on the strategic plan and commitments made in the CPMF.</p>	<p>The board accepted the report for information.</p>
<p>17.0 Registrar Coverage Plan M. Woodbeck reviewed the updates to the Registrar Coverage plan, which reflect changes in staff roles and the CDO’s new responsibilities with the CDRE.</p>	<p>The board accepted the report for information.</p>

ITEM & DISCUSSION	ACTION
Adjournment	Motion to adjourn at 3:22p.m. was moved by K. LaBrecque. Carried

<Original signed by>

K. LaBrecque RD, President

December 12, 2022

Date

<Original signed by>

Jada Pierre, Recorder

December 12, 2022

Date