

DRAFT BOARD MEETING MINUTES
December 7, 2020
9:30 AM to 3:30 PM
by zoom

- Attendees:** Mr. Bryan Todd, RO, Chair, Elected Member
Mr. Steven Kinsella, Vice-Chair, Public Member
Mr. Murray Angus, Public Member
Ms. Diana Bristow, Public Member
Mr. Omar Farouk, Public Member
Ms. Peggy Judge, Public Member
Ms. Ingrid Koenig, RO, Elected Member
Ms. Neda Mohammadzadeh, RO, Elected Member
Mr. Samir Modhera, RO, Elected Member
Ms. Dorina Reiz, RO, Elected Member
Mr. Michael Smart, RO, Elected Member
Mr. Edward Viveiros, RO, Elected Member
Mr. Henry Wiersema, Public Member
- Administration:** Mr. Fazal Khan, RO, Registrar, CEO
Ms. Amy Stein, Acting Deputy Registrar
Ms. Carolyn Robertson, Manager, Communications and Executive Office
Ms. Fizza Asad, Human Resources and Accounting Specialist
Ms. Patricia Rego, Coordinator, Registration
- Guests:** Ms. Sarah Butson, Meeting Facilitator
Mr. Derick Summers, Chair of the Quality Assurance and Registration Committees
Mr. Behzad Safati, Chair of Patient Relations
- Regrets:** Ms. Amber Fournier

1.0 Introduction

1.1 Introductions and Announcements

S. Butson reviewed the meeting norms and high five with participants.

1.2 Conflict of Interest Declaration

No conflicts of interest were declared.

1.3 Adoption of the Agenda

MOTION: TO ADOPT THE AGENDA

MOVED: H. WIERSEMA

SECONDED: M. SMART

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

2.0 In-Camera Session

MOTION: TO GO IN CAMERA PURSUANT TO SECTION 7(2)(E) OF THE HEALTH PROFESSIONS PROCEDURAL CODE

MOVED: M. ANGUS

SECONDED: E. VIVIEROS

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

After rising from the in camera session, B. Todd introduced himself, the Board Members and the Administration. It was noted that Registrants observing the Board meeting are eligible to claim self-directed CE credits.

3.0 Approval of Appointed Members

MOTION: TO APPROVE DERICK SUMMERS, KEVIN CLOUTIER, ROBERT QUINN AND JAY BHATT AS REGISTERED OPTICIAN APPOINTED COMMITTEE MEMBERS.

MOVED: S. MODHERA

SECONDED: M. SMART

VOTE: CARRIED

FOR: 13

AGAINST: 0
ABSTAINED: 0

MOTION: TO APPROVE GORD WHITE AS A NON-OPTICIAN APPOINTED COMMITTEE MEMBER

MOVED: M. ANGUS
SECONDED: O. FAROUK

VOTE: CARRIED

FOR: 13
AGAINST: 0
ABSTAINED: 0

MOTION: TO APPROVE ROB VEZINA AS A DISCIPLINE ONLY APPOINTED COMMITTEE MEMBER.

MOVED: H. WIERSEMA
SECONDED: E. VIVIEROS

VOTE: CARRIED

FOR: 13
AGAINST: 0
ABSTAINED: 0

4.0 October 5 and 6, 2020 Minutes

MOTION: TO APPROVE THE MINUTES DATED OCTOBER 5 AND 6, 2020

MOVED: S. KINSELLA
SECONDED: I. KOENIG

VOTE: CARRIED

FOR: 13
AGAINST: 0
ABSTAINED: 0

5.0 2020 Financial Reports

5.1 Year-to-date Financial Variance Report

F. Asad reviewed the highlights of the year-to-date financial variance report which was provided for information only.

5.2 2020 Draft Budget

F. Asad presented the 2021 draft budget. It was noted that the proposed budget anticipates a 30.83% reduction in revenue, primarily as a result of the adjusted annual registration fee that was reduced for pandemic relief. The floor was opened for questions.

MOTION: TO APPROVE THE 2021 DRAFT BUDGET AS PRESENTED.

MOVED: S. KINSELLA

SECONDED: H. WIERSEMA

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

5.3 Appointment of the 2021 Auditor

MOTION: THAT THE BOARD APPROVE GREWAL GUYATT AS THE AUDITOR FOR THE 2021 FISCAL YEAR.

MOVED: M. ANGUS

SECONDED: E. VIVIEROS

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

6.0 Standards of Practice

6.1 Delegation

At the October Board meeting, the Board approved a draft of Standard 10: Delegation for 30 day circulation to obtain stakeholder feedback. B. Todd reviewed the feedback that was received with the Board, and noted that the overall feedback was very positive. B. Todd noted proposed edits to the draft that were proposed by the Clinical Practice Committee as a result of the feedback, and opened the floor to questions.

MOTION: TO APPROVE THE PROPOSED STANDARD OF PRACTICE AND PRACTICE GUIDELINES FOR STANDARD 10: DELEGATION

MOVED: H. WIERSEMA
SECONDED: E. VIVIEROS

FOR: 13
AGAINST: 0
ABSTAINED: 0

VOTE: **CARRIED**

7.0 Life Member Designation

D. Summers presented an application for life member designation received from Denise Charlebois to the Board.

MOTION: TO GRANT LIFE MEMBERSHIP TO DENISE CHARLEBOIS

MOVED: I. KOENIG
SECONDED: S. MODHERA

FOR: 13
AGAINST: 0
ABSTAINED: 0

VOTE: **CARRIED**

8.0 Quality Assurance

8.1 Accreditation Policy

D. Summers reviewed proposed changes to the Accreditation Policy with the Board. Updates to the Accreditation policy which came into effect on September 1, 2020, introduced more rigorous criteria for course content to ensure that accredited courses are for the advancement of a specific professional competency and not the endorsement of a product. However, product knowledge is a part of the core competencies that opticians are required to have in order to become registered. The committee is recommending removing the line “Products in this category would not be product specific” from all 3 categories as the existing criteria in the policy would already ensure that the material is presented based on neutral and reliable sources.

MOTION: TO APPROVE THE PROPOSED UPDATES TO THE ACCREDITATION POLICY

MOVED: I. KOEING

SECONDED: E. VIVIEROS

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

9.0 Monitoring Reports

9.1 Reserves Policy Report

F. Khan reviewed the Reserves Policy monitoring report with the Board. This report was provided for information only.

9.2 Investment Policy Report

F. Khan reviewed the Investment Policy monitoring report with the Board. This report was provided for information only.

10.0 Updates to the Honoraria Policy

F. Asad reviewed proposed changes to the honoraria policy with the Board to account for the continued virtual meeting format. The Executive Committee initially considered a proposal to allow Board members to expense lunch on virtual meeting days. However, the Executive Committee noted that there may be interest in considering other types of expenses, such as Internet, heating and electricity.

The Board reached a consensus that the matter should be returned to the Executive Committee, in its capacity as Finance Committee, for further discussion.

MOTION: TO REFER THE MATTER OF CONSIDERATION OF THE HONORARIA POLICY TO THE FINANCE COMMITTEE.

MOVED: H. WIERSEMA

SECONDED: O. FAROUK

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

11.0 By-Law Amendments

11.1 Amendment to Article 6.3(i)

An amendment has been proposed to Article 6.3(i) of the by-laws that would introduce a 3-month cooling off period between when a person resigns any employment with the college and when they would be eligible to be nominated for election to the Board. A parallel amendment was approved by the Board with respect to appointed committee members at its October 2020 meeting.

MOTION: TO APPROVE THE PROPOSED AMENDMENTS TO ARTICLE 6.3 (i)

MOVED: I. KOENIG

SECONDED: S. MODHERA

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

11.2 Amendment to Article 15.6 (xiv) and addition of subsections (xxxii) and (xxxiii)

An amendment has been proposed to the by-law sections relating to the information in the public register, specifically to allow for the end date of suspensions and/or other practice restrictions to be posted. Currently only the date of suspension is displayed. The change would need to be circulated for 60 days for stakeholder feedback.

MOTION: TO APPROVE THE PROPOSED AMENDMENTS TO ARTICLE 15.6(XIV) AND PROPOSED NEW SUBSECTIONS (XXXII) AND (XXXIII) FOR CIRCULATION FOR STAKEHOLDER FEEDBACK

MOVED: M. SMART

SECONDED: E. VIVIEROS

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

11.3 Amendment to Article 15.6 (xxi)

An amendment has been proposed to the by-law sections relating to the information in the public register, specifically to include the option to display a preferred name used in practice. This change would need to be circulated for stakeholder feedback.

MOTION: TO APPROVE THE PROPOSED AMENDMENTS TO ARTICLE 15.6 (XXI) FOR CIRCULATION FOR STAKEHOLDER FEEDBACK

MOVED: O. FAROUK
SECONDED: I. KOENIG

FOR: 13
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

11.4 Amendment to Schedule A

The Board reviewed a proposed amendment to Schedule A of the by-laws to remove a fee that is no longer necessary since updates were made to the Accreditation Policy.

MOTION: TO APPROVE THE PROPOSED AMENDMENTS TO SCHEDULE A OF THE BY-LAWS

MOVED: S. KINSELLA
SECONDED: E. VIVIEROS

FOR: 13
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

The board decided to move item 13.0 to after lunch.

12.0 2021 Board Meeting Dates

The Board agreed with the proposed board meeting dates for the 2021 calendar year.

The Board took a lunch break from 12:00 to 1:00.

13.0 Strategic Workplan 2021

The meeting resumed at 1:00 with A. Stein reviewing the strategic agenda workplan with the Board. The strategic agenda workplan was shared for information only.

14.0 Approval of the Committee Slate

B. Todd shared the proposed committee slate for the 2021 calendar year, as recommended by the Executive Committee.

MOTION: TO APPROVE THE 2021 COMMITTEE SLATE AS PRESENTED.

MOVED: O. FAROUK

SECONDED: M. ANGUS

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

15.0 Governance Policy Changes

15.1 Financial Planning and Budgeting Policy

S. Kinsella reviewed proposed updates to the Financial Planning and Budgeting Policy. The proposed changes to the policy are minor in nature and align the terminology with the terminology adopted by the College as well as providing clarity and consistency with the COO governance manual over the last three years.

MOTION: THAT THE BOARD APPROVE THE UPDATES TO THE FINANCIAL PLANNING AND BUDGETING POLICY 2-02 AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED: H. WIERSEMA

SECONDED: O. FAROUK

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

15.2 Financial Condition Policy

S. Kinsella reviewed proposed amendments to the Financial Condition Policy with the Board. It was noted that the changes will bring the policy in line terminology adopted by the College. In addition, the committee proposed revisions to ensure that the policy gives the Registrar, CEO sufficient flexibility in order to respond to a crisis or other unforeseen circumstances.

MOTION: THAT THE BOARD APPROVE THE UPDATES TO THE FINANCIAL CONDITION POLICY 2-03 AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED: M. SMART
SECONDED: E. VIVEIROS

FOR: 13
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

15.3 Support to the Registrar, CEO Policy

S. Kinsella presented the Support to the Registrar, CEO Policy that was first approved by the Board in 2017. The Governance Committee did not recommend any revisions to the policy.

MOTION: THAT THE BOARD APPROVE THAT THERE BE NO CHANGES TO THE SUPPORT TO THE REGISTRAR, CEO POLICY 3-08.

MOVED: E. VIVEIROS
SECONDED: M. ANGUS

FOR: 13
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

15.4 Governance Approach Policy

S. Kinsella presented proposed changes to the Governance Approach Policy and noted that the proposed changes are keeping with the direction of the board over the last three years and reflect the board's commitment to Diversity, Equity and inclusion.

MOTION: THAT THE BOARD APPROVE THE UPDATES TO THE GOVERNANCE APPROACH POLICY 4-01 AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED: H. WIERSEMA
SECONDED: M. SMART

FOR: 13
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

15.5 The Director Job Description Policy

S. Kinsella reviewed proposed revisions to the Director Job Description Policy, noting that the changes are in keeping with the direction of the Board over the last three years and reflect the terminology used through the COO governance manual.

MOTION: THAT THE BOARD APPROVE THE UPDATES TO THE DIRECTOR JOB DESCRIPTION POLICY 4-04 AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED: E. VIVEIROS

SECONDED: O. FAROUK

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: **CARRIED**

15.6 Posting of Board Materials Policy

S. Kinsella reviewed the Posting of Board Materials Policy with the Board. No changes were being recommended by the Governance Committee as the policy still meets the requirements of the Board.

MOTION: THAT THE BOARD APPROVE THE THERE BE NO AMENDMENT TO THE POSTING OF BOARD MATERIALS POLICY 4-23 AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED: M. SMART

SECONDED: E. VIVEIROS

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: **CARRIED**

15.7 Board Effectiveness Self Evaluation Policy

S. Kinsella reviewed proposed amendments to the Board Effectiveness Self Evaluation Policy. The amendments reflect the direction of the Board and reflects the adoption of the OHA tool at the October Board meeting.

MOTION: THAT THE BOARD APPROVE THE UPDATES TO THE BOARD EFFECTIVENESS SELF-EVALUATION POLICY 4-26 AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED: S. MODHERA

SECONDED: N. MOHAMMADZEDAH

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

15.8 2020 Committee Self Evaluation

S. Kinsella advised the Board that they would receive a link to complete the Committee Self Evaluations. All committee members will have two weeks to complete the evaluations, and participation is mandatory.

B. Todd reminded the Board that they need to complete their self-evaluations and that this is a mandatory part of their work as a Board member.

16.0 Board Policy Monitoring Templates

16.1 Board Monitoring System Policy

S. Kinsella presented a template that will be used by the Board to monitor its compliance with the Board Monitoring System Policy. M. Smart volunteered to complete the monitoring report for the Board Monitoring System Policy, for presentation to the Board in February 2021.

MOTION: TO APPROVE THE MONITORING TEMPLATE FOR THE BOARD MONITORING SYSTEM POLICY

MOVED: D. BRISTOW

SECONDED: H. WIERSEMA

FOR: 13

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

16.2 Board Annual Strategic Agenda / Workplan Policy

S. Kinsella presented a template that will be used to monitor the Board Annual Strategic Agenda / Workplan Policy. I. Koenig volunteered to complete the monitoring report for the Board Annual Strategic Agenda /Workplan policy, for presentation to the Board at the May 2021 meeting.

MOTION: TO APPROVE THE MONITORING TEMPLATE FOR THE ANNUAL STRATEGIC AGENDA WORKPLAN

MOVED: M. ANGUS

SECONDED: N. MOHAMMADZEDAH

FOR: 13
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

The meeting we recessed at 2:45.

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December 8, 2020
9:30 AM to 11:50 AM
by zoom

- Attendees: Mr. Bryan Todd, RO, Chair, Elected Member
Mr. Steven Kinsella, Vice-Chair, Public Member
Mr. Murray Angus, Public Member
Ms. Diana Bristow, Public Member
Mr. Omar Farouk, Public Member
Ms. Amber Fournier, RO, Elected Member
Ms. Peggy Judge, Public Member
Ms. Ingrid Koenig, RO, Elected Member
Ms. Neda Mohammadzadeh, RO, Elected Member
Mr. Samir Modhera, RO, Elected Member
Ms. Dorina Reiz, RO, Elected Member
Mr. Michael Smart, RO, Elected Member
Mr. Edward Viveiros, RO, Elected Member
Mr. Henry Wiersema, Public Member
- Administration: Mr. Fazal Khan, RO, Registrar, CEO
Ms. Amy Stein, Acting Deputy Registrar
Ms. Carolyn Robertson, Manager, Communications and Executive Office
Ms. Fizza Asad, Human Resources and Accounting Specialist
Ms. Patricia Rego, Coordinator, Registration
- Guests: Ms. Sarah Butson, Meeting Facilitator
Mr. Behzad Safati, Chair of Patient Relations

18.0 Introduction

18.1 Introductions and Announcements

B. Todd opened the meeting and welcomed all participants on Zoom and joining us on YouTube.

18.2 Conflict of Interest Declaration

No conflicts of Interest were declared.

19.0 Executive Election

19.1 Review of the Election Process

A. Stein reviewed the Executive Committee election process with the Board. It was noted that this is the first year where interested candidates were required to submit their expression of Interest two weeks before the election.

The election was presided over by S. Butson.

A. Stein confirmed that B. Todd was eligible to run for a second term as Chair. B. Todd served as chair from June to December 2019, but was doing so in order to fill a vacancy left by T. Mauth whose appointment had ended. B. Todd's first term as chair began on January 1, 2020.

19.2 Election of the Chair

It was confirmed that one expression of interest was received for the position of chair, from B. Todd.

NOMINEE: B. TODD
MOVED: N. MOHAMMADZEDAH
SECONDED: O. FAROUK

B. Todd accepted the nomination and was then acclaimed.

19.3 Election of the Vice-Chair

O. Farouk and S. Kinsella both submitted expressions of interest for the position of Vice-Chair, however at the meeting, O. Farouk withdrew his interest in running for the position of Vice-Chair, confirmed that he was still interested in sitting on the Executive Committee.

NOMINEE: S. KINSELLA
MOVED: B. TODD
SECONDED: S. MODHERA

S. Kinsella accepted the nomination and was then acclaimed as Vice-Chair.

19.4 Nomination for the Executive Committee Members-at-Large

O. Farouk, N. Mohammadzadeh and D. Reiz submitted expressions of interest to serve as members-at-large on the Executive Committee. Nominations were opened for each position, one at a time.

First Position (Public Member)

NOMINEE: O. FAROUK
MOVED: A. FOURNIER
SECONDED: D. REIZ

O. Farouk accepted the nomination and was acclaimed.

Second Position (Elected Member)

NOMINEE: N. MOHAMMADZADEH
MOVED: S. KINSELLA
SECONDED: O. FAROUK

N. Mohammadzadeh accepted the nomination and was acclaimed.

Third Position (Elected Member)

NOMINEE: D. REIZ
MOVED: S. MODHERA
SECONDED: M. SMART

D. Reiz accepted the nomination and was acclaimed.

19.5 The Appointment of the Executive Committee

MOTION: TO APPROVE THE APPOINTMENT OF THE 2021 EXECUTIVE COMMITTEE AS ELECTED

MOVED: H. WIERSEMA
SECONDED: E. VIVEIROS

FOR: 14
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

20.0 Election of the NEC Representative

S. Butson reviewed the requirements for the position including that the position did not need to be held by a board member. Expressions of interest were received by the college for the NEC Representative from Rob Vezina.

Two board members expressed an interest in the position: D. Reiz and A. Fournier. The floor was opened for nominations.

NOMINEE: A. FOURNIER
MOVED: S. KINSELLA
SECONDED: M. ANGUS

A. Fournier accepted the nomination.

NOMINEE: D. REIZ
MOVED: N. MOHAMMADZEDAH
SECONDED: M. SMART

D. Reiz accepted the nomination.

NOMINEE: Rob Vezina
MOVED: E. VIVEIROS
SECONDED: None

Nominations were then closed.

A. Fournier was elected as the NEC Representative.

MOTION: TO ELECT AMBER FOURNIER TO THE POSITION OF NEC REPRESENTATIVE.

MOVED: H. WIERSMEA
SECONDED: M. ANGUS

FOR: 14
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

21.0 Registrar's Evaluation Subcommittee

The CEO Performance Evaluation Process Policy, which was approved by the Board in October 2020, provides that a subcommittee be selected from among the members of the Executive Committee to carry out the annual performance evaluation of the Registrar, CEO. The subcommittee must include the chair, vice-chair and one member-at-large of the Executive Committee.

Nominations were then opened for the member-at-large subcommittee member.

NOMINEE: O. FAROUK
MOVED: M. SMART
SECONDED: E. VIVEIROS

O. Farouk accepted the nomination.

NOMINEE: N. MOHAMMADZADEH
MOVED: A. FOURNIER
SECONDED: M. ANGUS

N. Mohammadzadeh accepted the nomination.

NOMINEE: D. REIZ
MOVED: P. JUDGE
SECONDED: D. BRISTOW

D. Reiz accepted the nomination.

The board then voted using the zoom polling system. The result of the first ballot was a tie, and a second ballot was held. N. Mohammadzadeh was elected to the subcommittee.

MOTION: TO APPOINT NEDA MOHAMMADZEDAH TO THE PERFORMANCE
EVALUATION/COMPENSATION SUB-COMMITTEE, AS ELECTED.

MOVED: E. VIVIEROS
SECONDED: S. MODHERA

FOR: 14
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

The Board took a short break from 10:15 to 10:30

22.0 The Revised Values

B. Safati reviewed proposed changes to the COO organizational shared values with the Board. Revised values were originally presented to the Board at the October 2020 meeting, but the matter was referred back to the Patient Relations Committee for further consideration.

MOTION: TO APPROVE THE REVISED ORGANIZATIONAL SHARED VALUES.

MOVED: H. WIERSEMA
SECONDED: M. ANGUS

FOR: 14
AGAINST: 0
ABSTAINED: 0

VOTE: CARRIED

23.0 Reports

23.1 Registrar's Report

F. Khan reviewed the Registrar's Report with the Board. This was provided for information only.

23.2 Examinations Report, 23.4 Committee Reports and 23.5 Communications Report, 23.6 NACOR Report

B. Todd proposed that these matters be considered as consent agenda items, and approved via a single omnibus motion. The floor was opened to questions and no concerns were raised.

MOTION: TO APPROVE THE COMMITTEE REPORTS, COMMUNICATIONS REPORT, NACOR REPORT AND EXAMS REPORT AS PRESENTED.

MOVED: N. MOHAMMADZEDAH

SECONDED: E. VIVIEROS

FOR: 14

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

15.0 Adjournment

MOTION: TO ADJOURN THE MEETING

MOVED: S. KINSELLA

SECONDED: O. FAROUK

FOR: 14

AGAINST: 0

ABSTAINED: 0

VOTE: CARRIED

The meeting was adjourned at 11:10.