

Emmanuel Seniors Living Society

Minutes of Board Meeting February 1, 2023

Roll Call: Present: Andrew Yskes, Bert Kamphius, Peter Jonkman, Coby Benoit, Allan Brennan, Anko Buwalda, Hilda VanVeen-Gritter, Darren Sinke, Laura Pothoven and Henry Baker.

1. *Opening:* Anko welcomed everyone, read from 2 Timothy 2: 1-9 and a devotion on being apprentices, and opened in prayer.

2. *Roll Call:* Tony Vandermeer absent with notification.

3. *Additions to the Agenda:*

- a. Board recruitment
- b. Accreditation presentation
- c. Intro to TEAMS

4. **Motion Carried:** to accept the agenda.

5. Minutes of November 30, 2022, Board Meeting were reviewed as circulated. Edit to clarify that Coby chaired the meeting. **Motion carried:** to accept the minutes of the November 30, 2022, meeting, as amended.

6. *Business Arising from Previous meetings/Unfinished Business:* None

7. *CEO Report:* Darren presented his report, report is available on the Portal. The approach going forward are using the 5 categories in the sustainability plan.

- I. Resident / Families: The board reviewed the resident meeting minutes, the incident reports and were notified about the upcoming survey.
Incident Reports: Quarterly report available on the Portal. The board was informed that the incident reports are submitted to AHS for tracking and that no red flags were brought to our attention.
- II. Financial: Annual audit scheduled for mid-February. The Board was informed of the upcoming additional audit CRA audit in February.
- III. Mastery: Laura provided an overview of Accreditation via PowerPoint presentation.
- IV. Organization & Structure: ASCHA will produce an updated version of the Compensation & Benefits Report by June 2023. Healthcare burnout present and is being monitored.
- V. Partnerships/Community: Emmanuel Home's 50 anniversary coffee social scheduled for Feb 10, 2023.
 - Membership renewals will go out late Feb/early March.
 - Golf tournament fundraiser is scheduled for June 24th!
 - SHSA Quarterly meeting was held at Emmanuel Home on January 27, 2023.
- VI. Other: The Lighthouse Update:
 - Schedule remains on track. Steel panels are being put up on the first floor, exciting to see the progress.
 - Significant work upcoming in finalizing the last 30% of the budget and contracts.
 - The potential land that may be for sale from Gene Dub has no significant update to report. The city has informed us that it currently is zoned for 8 family homes.

8. Standing Committee Reports:

a. Executive Committee:

- I. Minutes of the Executive committee held January 30, 2023. Peter updated the Board on the meeting topics.
- II. Board Meeting Plan: A schedule is provided for reference.
- III. Board Recruitment: The Board reviewed the upcoming Board members vacancies. It was noted that Anko will not be resuming his term. Bert and Allan would like to extend under special circumstances for another year. Peter would be willing to extend for another 3-year term. The Exec. interviewed Mary Velthuisen to replace the vacancy left from Pan Zhang.
The Board will be interviewing two more additional candidates in March to be considered in the future as there will be some considerable changeover inevitably.
- IV. Strategic Planning: Draft Strategic priorities reviewed by the Board. Coby presented these three to the Board for adoption.

Motion Carried: to approve to adopt the proposed Strategic Plan as presented.

- V. CEO Restructuring: The board discussed at length the process for the next steps forward in restructuring.
 - The general plan is to hire a new CEO by July / August. A professional recruiter is quite expensive, the Board dismissed this option.
 - The finance committee is requested to review financial options and feasibility.
 - The Board would like to strike a CEO transition committee which would consist of 3 board members. The committee mandate would be to assess the situation and decide the next steps forward. Laura and Henry should be involved as much as possible.
 - The Board should decide on the direction of the focus for the next five years to determine the type of CEO to recruit. The Board decided that the next meeting will start at 7 p.m. to provide time to focus on this and will be a retreat type meeting starting at 7:30 p.m. after the initial half hour business meeting. Darren will facilitate.

Motion carried: to establish a transition committee to assess senior management to transition the role of the CEO by the end of 2023.

Motion carried: The Board recommends Andrew, Peter, Coby, and Darren to the transition committee.

- VI. Darren's Performance Review Update: Documentation of the recent performance review for Darren is still in progress. The four CEO priorities for this year will be:
 - Accreditation
 - Recruit CEO, Restructure
 - The Lighthouse
 - Fiscal Sustainability

b. Finance/Audit Committee: The committee plans to meet on February 9, 2023, to discuss the review of the Dec 2022 finance reports, the vacancies, as well as preparation for year end and the 2022 audit.

- The total losses net \$300,000. This does include depreciation; without depreciation it would be a \$500,000 surplus.

- It was noted that the first part of the year was a real struggle in 2022 and that should be reflected in the conversations and strategy moving forward.
 - There is no budget amount for the new CEO. It was noted that the impact from that would be felt in 2024.
 - I. Board Fraud Disclaimer: Noted for information.
 - II. Audit Planning Letter: Noted for information.
 - III. Audit Engagement Letter: Noted for information.
- c. Strategic Development Committee
- I. Code of Conduct for Board members (Pending)
 - II. Board Orientation Manual: Binders here, the updated forms are available for review on Microsoft TEAMS. Board Members are responsible to update their binders accordingly. When edits occur on the forms, the Board will be notified.

9. New Business:

- a.) Board Recruitment:

Motion Carried: to appoint Mary Velthuisen as a board member in March 2023 for a 3-year term.

- b.) Accreditation Update: Laura provided an overview of the Accreditation Process via PowerPoint.
- c.) TEAMS: Darren provided a quick overview of TEAMS functioning and layout.

10. Correspondence:

- a.) none.

11. Round Table: Laura updated the Board on her progress in school.

Bert clarified his earlier comment to reflect that he thinks Darren is awesome, but not the right fit going forward.

Anko's cataract surgery went well and Trincy continues to be doing much better than before, even though the fatigue will most likely be to stay.

Darren is looking forward to going to Ontario this summer.

It was noted that the Board secretary position is vacant, this will be addressed in the March meeting.

Peter will be going to Florida again but will be working there this time. A certain rodent needs some addressing in Florida and has been an expensive nuisance. Peter and his wife have an anniversary coming up and will celebrate this by enjoying a 10-day Caribbean cruise.

12. In Camera

13. Closing: Peter closed in prayer and the meeting was adjourned.

NEXT MEETING: Wednesday, March 29, 2023, at 7:00 p.m.