



## Board Meeting Minutes FINAL

July 11, 2024, 6:00 pm-8:30 pm, Hotel Grand Pacific, Cabinet Room #612

Attendees (Name, Position, P/R/V)					
Dr Ami Brosseau	Director	P	Dr Sarah Chritchley	Director	P
Dr Ali Dozzi	Director	P	Dr Melissa Duff	Chair	P
Dr Brett Dueck	R1 Director	P	Dr Steve Goodchild	Director	R
Dr Kristen Iverson	Director	P	Mr Peter Lockie	Treasurer	P
Dr Margaret Manville	Director	R	Dr Anna Mason	Secretary	P
Dr Carien Smit	R2 Director	P	Catriona Park	Executive Director	P
Nicole Dehoop	Operations Coordinator (minutes)	P			

P = Present    R = Regrets    V = Virtual

### Open Meeting

- Dr. Melissa Duff opened the meeting at 6:05 pm with a Welcome, Land acknowledgement and check-in.
- VDFP Mission, Vision, and Approach was read.
- A potential director conflict of interest (COI) was again raised at the start of this meeting. A brief discussion was held regarding a potential COI with appointed directors being present for election and appointment process discussions on the agenda. The group decided to have a conversation about nominations and election, and then excuse appointed directors to conclude the discussion.
- There were no additions to the agenda.

### Consent agenda

- July 11 Agenda
- ED Report
- New Members List
- Victoria CSC Minutes – April 26, 2024
- ED report
  
- Discussion/feedback:

- Why are CSC minutes delayed? Approval of CSC minutes were delayed due to rescheduling of the May meeting to mid-June. July meeting is also being rescheduled to mid-August and June CSC minutes will be approved at that time.
- What is happening with the CSC refresh? FPSC has indicated there will be an update at the end of July
- Can there be a verbal update of highlights from the ED report at each meeting? ED will provide for the September board meeting.

**Action #1: ED to provide verbal updates of report highlights at board meetings**

**Decision: Approval of the Consent agenda.  
By consensus, approved.**

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**Review of minutes**

- The June 13, 2024, meeting minutes were reviewed.
- Amendments to Director conflict of interest and second bullet to read *There are three appointed directors whose one-year terms are ending.*
- Replace 'provider' in action item three to read as physician.

**Decision: Approval of June 13, 2024, Board meeting minutes with amendments.  
By consensus, approved.**

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**Review of action items**

- Action items were reviewed, and all were complete.
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**Member feedback**

- Discussion around offering a discount on wills to assist family physicians with their business planning. It was noted MD Management offers discounts and sessions.
  - We are hearing there continues to be challenges with the CPOE.
  - Dr Mason shared her experience attending the June 21<sup>st</sup> National Indigenous Peoples Day with PCN staff, participating in the landing protocol.
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**Finance & Audit Committee Report/Update**

- The Auditors' report was reviewed.
- VDFFP received an unqualified report which is good.
- Auditor highlighted risk of fraud. VDFFP has sufficient controls in place but always a risk with smaller organizations. However, auditor did not find any issues.
- The financial statements were reviewed. Finance & Audit Committee has reviewed these in detail.
- Query regarding board member remuneration and if correct and does this include Urban Locum Program and LTCI? ED will follow-up with Finance Manager to ensure numbers are correct.
- Query regarding number of board members who receive LTCI, locum and other service payments. Section 41 of the Societies Act states that a majority of the directors of a society must not receive or be entitled to receive remuneration from the society under contracts of employment or contracts for services, other than remuneration for being a director. The Division monitors this and is fully compliant with it.

**Action #2: ED to follow-up with Finance Manager to clarify board member remuneration.**

**Motion by Peter Lockie for decision: Approval of VDFP Financial Statements for year ended March 31, 2024**

**By consensus, approved.**

**Director Election and Appointment Process**

- The board reviewed nominations, election, and appointment timeline and adjustments made to allow three weeks for the call for nominations and same amount time for nominations committee to review.
- September board meeting will identify any gaps on the board and EOI for appointments process will start.
- 7:00 pm-7:10 pm: Dr Ali Dozzi and Peter Lockie left the room to allow the remaining directors to discuss the appointment process.
- Discussion and review of the appointment process.
- Important to reach out to those who may apply and offer other leadership roles if not elected to the board.
- Appointed positions for i.e., new graduates make sense as unless they are on the board, they are not necessarily aware of divisions and support available.
- All agreed to proceed with the process and timeline in place for this year and can review for next year.

**Action #3: Amend nomination, election, and appointment timeline to three weeks for each process.**

**Decision: Approval of Director Election and Appointment process timeline.  
By consensus, approved.**

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**Break 7:10-7:15 pm**

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**Board Assessment update from Governance Committee**

- The recommendation is for every Director to complete self-assessment annually.
- The same form as last year will be used with some updates. Survey will be sent electronically, and results will be made available for the September board meeting.
- A recommendation to complete a meeting evaluation at the end of each Board meeting an updated version presented.
- All agreed to the new meeting evaluation. For future meetings this will be completed electronically with a link sent for each meeting.

**Action #4: Send Board Assessment for completion.**

**Action #5: Send future board meeting evaluations to be completed electronically.**

**Decision: Approval of annual Board Self-Assessment and monthly board meeting evaluation.  
By consensus, approved.**

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**PCN Update**

- PCN SC still has two physician seats to fill. The committee has enough for quorum.
- There will be an operational physician table that will be called co-hort leads. One physician will represent each co-hort and help facilitate any issues that arise within the co-hort.
- The first meeting of the Indigenous Circle was held. Many new people and representatives from

different Nations across the province and the country. The next meeting will be the end of July.

- The Community Advisory Group is getting built but taking time; reviewing to see who may be missing from that group. In the future, we may be able to use this group to guide the strategic planning, but for now we will let them get organized.
- The PCN SC launched a grounding exercise called the [Four Feathers](#) from Royal Roads University.
- PCN 2.0 meeting will be in September. Although MoH hasn't said they will be providing more funds, they and FPSC are supportive in future planning for keeping PCN services going.
- Discussed whether a board liaison needed for PCN SC to ensure VDFP strategic plan is aligned. Governance Committee can review at their next meeting.

**Action #6: Governance Committee to discuss board liaison position to PCN SC.**

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### **VPCN Space Planning Subcommittee Update**

- There is a meeting tomorrow to review new draft agreements for the amendment to the head and sub-leases.
  - Permits have been approved for construction to start.
  - Construction budget has \$150k in overages now and the plan is to ask MoH for additional funds.
  - On an operational level, discussions are going well, and all are excited about the new space and how it will be used.
  - Concerns were raised about new Island Health emails and messages being sent to physicians. VDFP staff are aware and are ensuring our members are being supported.
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### **Communication with members**

- We have a board election coming up and all members are encouraged to apply.
  - The VDFP audit is complete and successfully passed.
  - Save-the-Date – November 6<sup>th</sup> is the AGM, and childcare will be provided.
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### **Review of action items**

- Action items reviewed
  - Completed meeting evaluation
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**In Camera 8:15 pm**

Executive Director and Operations Coordinator left the meeting

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**Meeting Adjourned 8:30 pm**

**Next Board meeting: September 12, 2024**

**6:00-8:30 pm – Hotel Grand Pacific**