

DRAFT COUNCIL MEETING MINUTES**February 26, 2020****9:30 AM to 4:00 PM****COO Boardroom**

Attendees: Mr. Bryan Todd, RO, President, Elected Member
Mr. Steven Kinsella, Vice-President, Public Member
Ms. Diana Bristow, Public Member
Ms. Jacalyn Cop-Rasmussen, Public Member (joined by zoom)
Mr. Omar Farouk, Public Member
Ms. Amber Fournier, RO, Elected Member
Ms. Ingrid Koenig, RO, Elected Member
Ms. Neda Mohammadzadeh, RO, Elected Member (joined by zoom)
Mr. Samir Modhera, RO, Elected Member
Ms. Dorina Reiz, RO, Elected Member
Mr. Michael Smart, RO, Elected Member
Mr. Edward Viveiros, RO, Elected Member

Regrets: Mr. Jack Zwicker, Public Member

Administration: Mr. Fazal Khan, RO, Registrar, CEO
Ms. Melanie Woodbeck, Deputy Registrar
Ms. Amy Stein, General Counsel
Ms. Carolyn Robertson, Manager, Communications and Executive Office
Ms. Patricia Rego, Coordinator, Registration

Guests: Ms. Sarah Butson, Meeting Facilitator

1.0 Introduction**1.1 Introductions and Announcements**

S. Butson called the meeting to order at 9:30. Council members, administration, guests and observers introduced themselves around the table and in the gallery.

1.2 Conflict of Interest Declaration

No conflicts of interest were declared.

1.3 Adoption of the Agenda

F. Khan further advised that two Council members requested to join the meeting remotely via zoom.

MOTION: TO ALLOW N. MOHAMMEDZEDAH AND J. COP-RAMUSSEN TO JOIN REMOTELY

MOVED: M. SMART

SECONDED: S. MODHERA

VOTE: CARRIED

1.3 Adoption of the Agenda

MOTION: TO ADOPT THE AGENDA AS AMENDED

MOVED: E. VIVIEROS

SECONDED: D. BRISTOW

VOTE: CARRIED

2.0 2019 Council Self Evaluation Workplan

The Council received a status update on its workplan for 2019 resulting from the 2018 Council Self-Evaluations. The Council agreed to roll over the items that remain in-progress to its 2020 workplan.

MOTION: TO MOVE IN-PROGRESS ACTION ITEMS FROM THE 2019 WORKPLAN TO THE 2020 WORKPLAN

MOVED: I. KOENIG

SECONDED: S. MODHERA

VOTE: CARRIED

3.0 In Camera Session, under section 7(2) (b), (c), (d) and/or (e) of the Health Professions Procedural Code

MOTION: TO GO IN CAMERA UNDER SECTION 7(2) (B), (C), (D) AND/OR (E) OF THE HEALTH PROFESSIONS PROCEDURAL CODE

MOVED: S. KINSELLA

SECONDED: E. VIVEIROS

VOTE: CARRIED

4.0 Minutes December 2 and 3, 2019

MOTION: MOTION TO APPROVE THE DECEMBER 2 AND 3, 2019 MINUTES

MOVED: S. KINSELLA

SECONDED: E. VIVEIROS

VOTE: CARRIED

5.0 Committee Meeting Guidelines and Quorum

Council was asked to provide guidance on certain protocols for committee meetings.

The majority of Council members recommended that the following protocols be followed:

- That committee members be given at least 1 week to respond to doodle polls for regular meetings, and at least 48 hours to respond to doodle polls for urgent meetings
- That committee meetings proceed as long as a quorum is met, even if not all committee members are available
- That meetings may proceed with one of the chair or vice chair if either is not available but quorum is otherwise met

6.0 By-Law Amendment Removing Gender from the Public Register (*)

D. Summers addressed Council regarding the current by-law requirement for members' gender to be posted to the public register. The Registration Committee is recommending a by-law amendment to remove this requirement on the grounds that posting gender information could result in discrimination against an optician on the basis of gender. The committee considered that the issue was recently presented to the Citizen's Advisory Group (CAG) which recommended that the College no longer display gender information on the public register. The majority of CAG members were of the view that the desires of some patients to look up an optician's gender on the public register should not outweigh the optician's right for the information not to be publicly disclosed.

If the amendment is approved, gender information will continue to be collected by the College in accordance with ministry requirements, but the information would no longer be displayed on the public register.

The proposed by-law changed must be circulated for stakeholder feedback prior to amendment.

MOTION: THAT THE COUNCIL APPROVE THE PROPOSED AMENDMENT TO BY-LAW ARTICLE 15(6)(I) TO CIRCULATING FOR STAKEHOLDER FEEDBACK, AS RECOMMENDED BY THE REGISTRATION COMMITTEE.

MOVED: S. KINSELLA

SECONDED: S. MODHERA

VOTE: CARRIED

7.0 Quality Assurance Policy Manual

D. Summers addressed Council on proposed updates to the Quality Assurance Internal Policy Manual, and presented new proposed guidelines to assist the QAC with reviewing requests for deferrals or extensions that are received from members who are required to participate in the Competency Review and Evaluation process.

In the past, deferral and extension requests have been reviewed and then granted or denied by the committee chair. The Quality Assurance Committee recommended that these decisions be made by a panel of the QAC.

MOTION: THAT COUNCIL APPROVE THE UPDATED QUALITY ASSURANCE INTERNAL POLICY MANUAL AND THE ATTACHED PROPOSED GUIDELINES, AS RECOMMENDED BY THE QUALITY ASSURANCE COMMITTEE.

MOVED: S. KINSELLA

SECONDED: A. FOURNIER

VOTE: CARRIED

8.0 By-Law: QA Requirements for Elected and Appointed Members

B. Todd reviewed proposed by-law amendments and a draft policy that, if approved, would make professional Council and Committee members subject to disqualification for failing to comply with the College's quality assurance program.

The majority of Council members were in favour of making these changes. It was agreed that the proposed by-law amendments did not require circulation as they deal with an internal matter. The new requirements will, however, be clearly stated in the application materials for elected and appointed members. It was further agreed that the proposed policy would become effective in 2021 with respect to Council and Committee members' 2020 professional portfolios. Finally, it was agreed that in the event that a member's portfolio submission is found to be deficient, the matter will come to Council for a 2/3 majority vote on disqualification.

MOTION: THAT COUNCIL APPROVE THE PROPOSED BY-LAW AMENDMENTS TO SECTIONS 6.15(T) AND 12.3(A)(XVII), AND THE PROPOSED COUNCIL AND COMMITTEE MEMBER RESPONSIBILITIES POLICY.

MOVED: M. SMART

SECONDED: E. VIVIEROS

VOTE: CARRIED

9.0 Executive Election Process

9.1 Executive Elections Expressions of Interest

B. Todd addressed Council on the current practice for nominating Council members for election to the Executive Committee. Currently, interested parties are invited to submit an expression of interest in advance of elections. However, nothing in the by-laws require an interested party to submit an expression of interest, or precludes the nomination of someone who has not submitted one. Council was asked to provide feedback on whether they believe the matter should be referred to the Governance Committee to consider whether the process should be amended so that only individuals who submit an expression of interest by a certain deadline are eligible for nomination to the Executive Committee.

It was noted that expressions of interest help others make decisions about who to nominate and vote for. In addition, they may make the process more fair and transparent by discouraging "back room talk". Finally, a mechanism could be considered that would permit incoming Council members to put their names forward for consideration even though the election takes place before their term begins.

By a show of hands, it was agreed to refer the issue to the Governance Committee for further review and consideration.

9.2 Eligibility Criteria for the Executive Committee and President and Vice-President Roles

Council was asked to provide feedback on the issue of whether a requirement should be introduced to require an experiential eligibility requirement for a Council member to run for Executive Committee or for the roles of President or Vice-President. Council was further asked whether this question should be referred to the Governance Committee for further consideration.

By show of hands, Council agreed to refer the issue to the Governance Committee for further review and consideration.

10.0 Monitoring Reports

10.1 Strategic Outcomes Policy Report

F. Khan provided Council with a monitoring report on the Strategic Outcomes Policy, including a chart outlining key performance indicators and corresponding action items achievements and challenges.

MOTION: TO ACCEPT THE STRATEGIC OUTCOMES POLICY MONITORING REPORT

MOVED: O. FAROUK
SECONDED: A. FOURNIER

VOTE: CARRIED

11.0 2020 Financial Reports

11.1 Financial Variance Report

M. Woodbeck briefed the Council on the Financial Variance Report for the period ending December 31, 2019.

MOTION: TO APPROVE THE FINANCIAL VARIANCE REPORT

MOVED: M. SMART
SECONDED: S. MODHERA

VOTE: CARRIED

12.0 Governance Manual Changes

12.1 Role of the Committee Chairperson (4-30)

S. Kinsella provided the Council with an overview of the new proposed Role of the Committee Chairperson Policy. The policy falls into the Governance Process category and its purpose is to make the mandate/scope of the committee chairperson's role clear along with the corresponding responsibilities of the role.

MOTION: TO APPROVE THE ROLE OF THE COMMITTEE CHAIRPERSON POLICY (4-30) AS OUTLINED IN FIGURE 1, AS RECOMMENDED BY THE GOVERNANCE COMMITTEE

MOVED: I. KOENIG
SECONDED: E. VIVIEROS

VOTE: CARRIED

13.0 Governance Policy Changes 13.1 Amendment to Bylaw Articles 6, and 7, 12

S. Kinsella briefed Council regarding proposed amendments to the by-laws that include an updated and expanded code of conduct. A. Stein provided a further overview including highlighting that the third appendix to the proposed code of conduct addresses social media use by council and committee members.

MOTION: TO ADOPT THE AMENDED BY-LAW ARTICLES 6, 7, 12, AND SCHEDULE D, AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED: D. REIZ
SECONDED: E. VIVIEROS

VOTE: CARRIED

13.2 Amendment to the Role of Council Officers Policy No. 4-15

S. Kinsella reviewed proposed amendments to the Role of Council Officers Policy that aim to provide greater clarity on the feedback loop between the President and Vice-President, and ensure that there are channels of communication for council members to provide input to the President. The amendments also address the attendance of the Vice-President at external events and the attendance of the President at committee and working group meetings in their capacity as an ex-officio member.

MOTION TO ADOPT THE AMENDMENTS TO THE ROLE OF COUNCIL OFFICERS POLICY NO. 4-15 AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED: O. FAROUK
SECONDED: A. FOURNIER

VOTE: CARRIED

13.3 Review of Stakeholder feedback re: proposed changes to article 1, article 6.3 and articles 12.2

The proposed changes involve changing the titles of people and groups within the COO, from president to chair, vice president to vice chair, Council to Board of Directors. The proposed changes also included introducing a mandatory cooling off period for individuals who held positions within professional associations.

Stakeholder feedback for amendments to by-law article 1, 6.3, 12.2, was reviewed by Council. It was noted that there was a very low participation rate possibly because of the timing. This was posted over the Christmas Holidays.

MOTION: TO APPROVE THE AMENDMENTS TO BY-LAW ARTICLE 1, 6.3, 12.2, AS RECOMMENDED BY THE GOVERNANCE COMMITTEE

MOVED: M. SMART
SECONDED: E. VIVIEROS

VOTE: CARRIED

14.0 Public Members Orientation

F. Khan briefed the Council on orientation options for Public Members to give them an opportunity to learn more about the opticianry profession by touring optical dispensaries or attending external events such as continuing education seminars. The Public Appointments Secretariat has confirmed that they would reimburse public members for a half-day honorarium to attend this type of orientation. Council was asked to provide feedback on the value of these initiatives.

By show of hands, Council agreed to proceed with these initiatives.

15.0 Honoraria Policy

M. Woodbeck brief the Council on proposed changes to the honoraria policy. Under the proposed changes, the policy would permit Appointed Committee Members to claim an honorarium for attending Council meetings as observers, but specifies that they are not eligible to claim preparation time. The proposed changes also clarify that Appointed Committee Members who act as a committee chair or vice-chair can claim preparation time when they participate in preparation meetings with Managers when presenting to Council.

MOTION: TO APPROVE THE AMENDMENT TO THE HONORARIA POLICY, AS RECOMMENDED BY THE EXECUTIVE COMMITTEE

MOVED: E. VIVEIROS
SECONDED: A. FOURNIER

VOTE: CARRIED

16.1 Registrar's Report

F. Khan presented the Registrar's Report and opened the floor to any questions.

16.2 Committee Report

MOTION: TO APPROVE THE COMMITTEE REPORTS

MOVED: E. VIVEIROS
SECONDED: A. FOURNIER

VOTE: CARRIED

16.3 Communications Report

F. Khan presented the Communications Report and opened the floor to any questions.

17.0 Council Meeting Dates

Council was asked to provide feedback on the dates that were previously decided on for 2020 Council meetings. Specifically, members were asked to indicate if they would prefer that the meetings be moved to Tuesday/Wednesday. A show of hands indicated that the majority were in favour of continuing to schedule meetings on Mondays and Tuesdays.

The dates for the May Council meeting, currently scheduled for May 26th and May 27th, were moved to May 11th and May 12th.

No changes were made to the October and December dates.

MOTION: TO ACCEPT THE PROPOSED CHANGES TO THE COUNCIL MEETING DATES

MOVED: E. VIVIEROS

SECONDED: S. KINSELLA

VOTE: CARRIED

18.0 Adjournment

Prep time for both days ½ day for February 26th full days for both days.

MOTION: TO ADJOURN

MOVED: I. KOENIG

SECONDED: S. KINSELLA

VOTE: CARRIED

Meeting adjourned at 2:37.