



COLLEGE OF OPTOMETRISTS OF BC

Board Meeting Minutes June 10, 2013
Approved September 23, 2013

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1. CALL TO ORDER AND INTRODUCTIONS

Present:

Dr. Dale Dergousoff
Dr. Tanya Flood
Dr. Kevin Youck
Dr. Roger Gafur
Dr. Mark Bourdeau
Dr. Mini Randhawa
Mr. David MacPherson
Ms. Barbara Buchanan
Ms. Tina Dion
Dr. Dr. Robin Simpson, Registrar
Stanka Jovicevic, CAO/Assistant to the Registrar

Vice Chair, Dr. T. Flood called the meeting to order.

2. ADOPTION OF AGENDA

Additional items:

- 1.1 Moment of silence
- 1.2 Appointment of Chair pro tem and Vice Chair pro tem
- 5.8 COEC report
- 8.5 AGM follow up
- 9.5 In private (2 internal letters – Letter from Dr. Robin Simpson and letter from Dr. Victor Chin and discussion regarding legal counsel)

It was moved, seconded and carried to accept the Agenda as amended.

1.1 Recognizing Dr. Sherman Olson, life time member of the College of Optometrists.

1.2 As the terms of both, the Chair and Vice Chair having expired, Mr. David MacPherson was nominated as Chair pro tem for the duration of this meeting.

Dr. Tanya Flood was nominated as Vice Chair pro tem for the duration of this meeting.

Mr. MacPherson assumed the Chair.

This meeting is called with a proper notice in accordance with Bylaws. Quorum was present. This meeting was conducted in accordance with Robert's Rules, pursuant to Bylaw 26. Special rules were adopted that limit discussion to 3 minutes per person during the first round of debate and to 2 minutes per person during the second round. The duty of the College is to be fair, objective, unbiased and transparent in all of our considerations. We make policies to serve the regulatory functions of the College and act in the public interest. The Board works in courteous spirit and majority prevails; we speak with one voice and all discussions are directed towards the Chair.



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3. APPROVAL OF MINUTES

- 3.1 Moved and carried that the February 26, 2013 minutes are approved as circulated.
- 3.2 Moved and carried that the February 26, 2013 meeting in private minutes are approved in private session.
- 3.3 Moved and carried that the March 14, 2013 minutes are approved as circulated.
- 3.4 Moved and carried that the March 21, 2013 minutes are approved as circulated.
- 3.5 Approval of the April 10, 2013 meeting in private minutes tabled in private session.

4. CORRESPONDENCE RECEIVED:

It was moved and carried that the Board adopts Correspondence Received as circulated.

- **Action item:**

- The Board directs the Registrar to forward item 4.1 to the appropriate committee.
- The Board directs the Registrar to respond to item 4.7.

5. REPORTS

- 5.1 CAO/Assistant to the Registrar report, Stanka Jovicevic moved and carried as circulated.
- 5.2 Registrar's report, Dr. Robin Simpson moved and carried as circulated.
- 5.3 Chair's report, Dr. Dale Dergousoff moved and carried as circulated.
- 5.4 Vice Chair report, Dr. Tanya Flood moved and carried as circulated.
- 5.5 Quality Assurance Committee report, Dr. Tanya Flood moved and carried as circulated.
- 5.6 Patient Relations Committee report Ms. Barbara Buchanan moved and carried as circulated.
- 5.6.1 It was moved and carried that the Board accepts the Terms of Reference of the Patient Relations Committee as presented.
- 5.7 It was moved and carried that the Board accepts the report from NCP Nomination panel as presented.

6. FINANCIAL REVIEW

- 6.1 Balance Sheet
- 6.2 Income Statement
 - Moved and carried as circulated.

7. MOTIONS

7.1 Whereas the board has received legal opinion that the May 2nd, 2013 Board conference call meeting was not properly constituted, and therefore, none of the business conducted at that meeting is valid, including the election of the new chair and vice chair, the Board approves that the agenda of that meeting is added to the agenda of the June 10th, 2013 Board meeting.

Motion 7.1 tabled to the in camera session in accordance with Bylaw 15(f)

7.2 Whereas; the Finance Advisory Group has reviewed various investment plans and recommends the following policy, the Board approves the policy for the investment of College funds:

Reserve fund policy

Reserve funds are those funds held by the College which are not budgeted for the current year. The finance advisory group recommends the following policy:

- The reserve fund is to be kept in cash equivalent and GIC's which are locked in for no longer than one year,



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- no portion of the reserve fund is to be invested in stocks, bonds or other, non-GIC, investment instruments,
- up to \$50,000 from the reserve fund may be allocated each year to pay down college long-term debt; and
- this policy will be reviewed in November 2014.

Current operational fund policy

Funds held by the College and budgeted for current year operations will be held in cash equivalents and GIC's which are locked in for no more than 90 days. Carried

7.3 The Board of the College approves the ongoing contribution of up to \$20.00 per registrant to CORA to fund the Canadian Optometric Evaluation Committee.

Amended motion: the Board of the College approves one time contribution for 2013 of \$20 per registrant to CORA to fund Canadian Optometric Evaluation Committee.

Second amendment: In accordance with Bylaw 143(1)(b), the Board of the College approves one time grant for 2013 of \$20 per registrant to CORA to fund Canadian Optometric Evaluation Committee. Carried

7.4 The Board of the College approves the CORA draft budget and an ongoing contribution of \$10.50 per registrant to CORA.

Amended motion: The Board of the College approves the CORA draft budget and one time contribution for 2013 of \$10.50 per registrant to CORA.

Second amendment: In accordance with Bylaw 143(1)(b), the Board of the College approves the CORA draft budget and one time grant for 2013 of \$10.50 per registrant to CORA. Carried

7.5 Whereas; CORA represents the regulators of all Canadian jurisdictions and those regulators represent the public interest in each jurisdiction, rather than registrants, and whereas decisions of other a regulatory associations such as ARBO are based on one vote per jurisdiction, the Board approves a voting structure for CORA of one vote per jurisdiction. Carried

7.6 Whereas; the Quality Assurance Committee recommends revisions to the Policies of the College, the Board approves the revised Policies as circulated.

Amended motion: Whereas, the Quality Assurance Committee recommends revisions and amendments to the Policies of the College the Board, approves the revised and subsequently amended Policies as circulated. Carried

7.7 The Board of the College approves the appointment of Ms. Lisa Fong as independent legal counsel to the Discipline Committee. Carried

7.8 In accordance with the Bylaw 8(9), the Board of the College resolves to direct the Registrar destroys the ballots from the April 2, election to the Board of the College. Carried

7.9 Whereas; the Strategic Plan for 2012-2015 indicates effective governance as a priority, the Board directs the Registrar to make arrangements to have the current Board



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- undergo annual governance training. Carried
- Action item:** the Board directs the Registrar to bring a proposal to the next meeting
- 7.10.1 The Board approves the policy that "reasonable expenses", for the purpose of section 25(3) of the bylaws, is defined as travel and meal expense and excludes travel time or out of office time. Carried
- 7.10.2 The Board approves the policy that "the business of the college", for the purpose of section 25(3) of the bylaws, is defined as business previously approved by the board, or the Chair of the College or the Registrar. Carried
- 7.10.3 The Board approves the policy that an honorarium is payable to a board member or committee member engaged in the business of the college, which is defined as business previously approved by the Board, or the Chair of the College or the Registrar and claimed on the appropriate submission form. Carried

8. UNFINISHED BUSINESS

- 8.1 OE tracker – pending Bylaws approval.
- 8.2 Communication project – ongoing.
- 8.3 Strategic planning – aiming to have a new version in September.
- 8.4 Board Members Orientation – ongoing. Dr. Mini Randhawa stated that she found the current manual "phenomenal".
- 8.5 AGM follow up; Mr. Macpherson thanked the College staff for their incredible work, Registrar and Dr. Dergousoff.

9. NEW BUSINESS

- 9.1 Election – two positions, ending April 15, 2016 were filled. Mr. MacPherson welcomed Dr. Randhawa as a newly elected Board member and re-elected member Dr. Dergousoff.
- 9.2 Appointment – Mr. MacPherson welcomed Ms. Dion, a newly appointed Public member.
- 9.3 Committee review
- Whereas, Dr. Roger Gafur has provided his resignation from the Quality Assurance Committee to Dr. Dergousoff, Chair of the Board, it was moved and carried that the Board accepts his resignation. It was moved and carried to table the Committee review until next meeting.
- 9.4 Directors and Officers Policy renewed with Harvard Western Insurance
- Moved and carried that the Board tables the new business items, new board orientation session.
- So as not to compromise Mr. MacPherson' situation on the Discipline Committee, it was moved and carried that Dr. Dergousoff be appointed Acting Chair for the period leading up to and including our next face to face meeting.
- It was moved and carried that Dr. Flood is acting Vice Chair for this interim period.



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It was moved and carried that the term pro tem be changed, for the purpose of these minutes, to acting.

10. NEXT MEETING

Next conference call tentatively in July, face to face in September.

It was moved and carried to adjourn the meeting at 4:25pm.