

New Unionville Home Society

GOVERNANCE AND NOMINATING COMMITTEE MEETING

AGENDA

MONDAY, SEPTEMBER 9, 2019

6:00 – 7:30pm

Union Villa Conference Room

4300 Highway 7

Unionville, ON

Committee Members:	Julie Chapman, Paul Cousens, Glenn Crosby, Dan Horchik (Chair), Christine Joe, Ted Madden, Michelle Tidball, Gayle Whittamore
New UHS Staff:	Paul Nyhof (CEO), Julie Horne (CFO), Marieanna Mallen (Executive Assistant)

#	Agenda Item	Encl.	Lead	Time
1.	Call to Order		Dan Horchik	6:00 – 6:05pm
2.	Roll Call and Appointment of Committee Meeting Chair and Recording Secretary			
3.	Confirmation of Quorum Present			
4.	Confirmation of Proper Notice Given			
5.	Declaration of Conflicts of Interest			
6.	Approval of the Agenda	√		
7.	Approval of Minutes – May 13, 2019	√		
8.	Business Arising			
	8.1 Review of Previous Year's Activities		Committee	6:05 – 6:10pm
	8.2 Work Plan Review	√	Committee	6:10 – 6:15pm
9.	New Business			
	9.1 Policy and Procedure Review		Committee	6:15 – 6:45
	9.1.1 Committee Charters	√		
	Governance and Nominating			
	Audit and Finance			
	All other Charters will be brought forward once reviewed by the respective Committees.			
	9.1.2 Director Declaration and Consent and Form			
	9.1.3 Directors' and Officers' Liability			

10.	Strategic Planning – Review of draft report with Board comments and discussion re: next steps		Committee	6:45 – 7:15
11.	Review of Meeting Schedule 2019/2020		Committee	7:15 – 7:30
12.	Adjournment/ Date and Time of Next meeting Monday, November 11, 2019 6:00 - 7:30pm			7:30pm

New Unionville Home Society

GOVERNANCE AND NOMINATING COMMITTEE

MINUTES

MONDAY, MAY 13, 2019

6:00 pm

The Union Villa Conference Room

4300 Highway 7

Unionville, ON

Committee Members Present:	Paul Cousens, Dan Horchik, Christine Joe, Gayle Whittamore, Glenn Crosby
Via Teleconference:	Julie Chapman, Ted Madden, Paul Nyhof (CEO)
New UHS Staff:	Julie Horne (CFO), Marieanna Mallen (EA)

1. Call to Order

Dan Horchik called the meeting to order at 6:01pm.

2. Roll Call and Appointments of Meeting Chair and Recording Secretary

A roll call was completed. Dan Horchik and Marieanna Mallen were appointed meeting Chair and Recording Secretary, respectively.

3. Confirmation of Quorum Present

It was declared that a quorum of the Directors was present.

4. Confirmation of Proper Notice Given

All of the Directors having been given proper notice of the meeting and being present or having waived notice, the meeting was declared to be regularly constituted in accordance with the by-laws of the Corporation.

5. Declaration of Conflicts of Interest

No conflicts of interest were declared.

6. Agenda

The Agenda was approved with the addition of Item 8.2 - Ontario Health Teams.

7. Approval of Minutes, April 8, 2019

Upon review of the Minutes, the Committee agreed to add “Ontario Health Teams” to the New Business section and to move the last sentence of Section 9.3 - Strategic Planning – to this New Business section.

MOTION to approve the Minutes of April 8, 2019 with the noted amendments.

Carried

8. Business Arising

8.1 Work Plan Review

The Committee reviewed the updated Work Plan.

MOTION to receive the 2018/2019 Work Plan as presented.

Carried

8.2 Ontario Health Teams

The Committee discussed the necessity of keeping up to date with the ideas, changes and progression in regards to the Ontario Health Teams. Paul will gather additional information to bring forward for fulsome discussion about the topic at the strategic planning session on May 25, 2019.

8.3 Nominating Task Force

Glenn Crosby reported that the Nominating Committee has been established and it consists of four members - Ted Madden, Debra Ambrose, Phil Gunn and Glenn Crosby. There has been one meeting held so far. John Carruthers and Stan Shapson will not be renewing their terms (UHS and NUHS). Lyndsey McIntyre has agreed to take on the role of Board Chair of UHS. Dan Horchik is stepping down from the Wyndham Gardens Board. The Committee has already identified two new candidates and an advertisement has been but in the newspaper, on the organization’s webpage, LinkedIn and Charity Village.

MOTION to receive the Nominating Task Force Report.

Carried

9. New Business

9.1 Policy and Procedure Review

9.1.1 Whistleblower – Update (Anonymity)

At its' last meeting, the NUHS Board of Directors considered the Whistleblower Policy and Procedure and referred it back to the Governance and Nominating Committee with a request to include a mechanism for anonymous reporting.

The Committee discussed alternatives for providing a way for staff to report anonymously and agreed that the most simple and effective method to implement immediately is a box/mailbox in the staff lounge, where there is no camera surveillance. In addition, a simplified version of the Policy will be made available for all and a reporting form that can be filled out will be attached as Appendix A to the Policy.

This method of reporting anonymously will be included in the Policy under the "Reporting" section and Appendix A will be revised to become the said reporting form.

MOTION to amend the Whistleblower Policy to include the anonymous reporting provision as discussed and to bring forward the amended policy for Board approval in the fall of 2019. <p style="text-align: right;">Carried</p>
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10. Board Evaluations

Based on comments in the Evaluations, Paul will work with staff to try and circulate future meeting materials earlier.

The results of the Evaluations are overall more favourable than the previous quarter, however, the response rates are low especially for the Foundation Board. In an effort to increase response rates from the Foundation Board, Paul will try a process of giving out a review paper to Directors before the end of a meeting.

MOTION to receive the Board Evaluations Report. <p style="text-align: right;">Carried</p>

11. Strategic Planning

The pre-retreat virtual meeting took place earlier this afternoon. During the meeting, the consultant Laridae reviewed the results of the survey that was circulated to gather information about how the organization is perceived by staff and the public. The Committee expressed concern that no information has yet been presented about what the future holds for the long-term care sector such as innovations and models that could be adopted by the organization. The Committee agreed that having such information is critical to having a

productive strategic planning session on May 25, 2019. Paul is to discuss this issue with Glenn and then follow-up with Laridae regarding the issue.

12. Meeting Schedule for 2019/2020

The Committee reviewed the proposed Work Plan 2019-2020 that was presented and agreed to meet bi-monthly in 2019/2020 starting in September 2019, and as may be required.

MOTION to receive the Work Plan 2019-2020 and to meet bi-monthly in 2019/2020, and as may be required.

Carried


13. Adjournment/Date and Time of Next Meeting

The Committee meeting was terminated at 7:10pm.

The next meeting is to be held on Monday, September 9, 2019.

Governance and Nominating Committee - Work Plan 2019 - 2020

SEPTEMBER - Activity / Project	<i>Status / Notes</i>
• Review previous year activities	
• Discuss priorities for work plan	
• Policy and Procedure – Review List – Annual:	
• Declaration of Consent and Form	
• Committee Charters	
• Directors’ and Officers’ Liability	
• Strategic Planning	
November – Activity /Project	
• Policy and Procedure – Review List – Biennial:	
• Communication and Designated Spokesperson	
• Review Results of Board Evaluations	
• Succession Planning	
JANUARY - Activity / Project	
• Policy and Procedure – Review List – Triennial:	
• Medical Assistance in Dying	
• Investment of Funds	
• Notice to Boards to appoint rep for Nominating Task Force	
MARCH - Activity / Project	<i>Status / Notes</i>
• Policy and Procedure – Review List – Triennial (cont):	
• Delegation of Signing Authority	
• Procurement of Goods and Services	
• Review Results of Board Evaluations	
• Appoint Nominating Task Force	
MAY - Activity / Project	<i>Status / Notes</i>
• Policy and Procedure – Review List – Triennial (cont):	
• Board Expense Reimbursement	
• Corporate Management Fee Revenue	
• Review Results of Board Evaluation	
• Nominating Task Force Report for Board approval	
• Succession Planning	

	POLICY AND PROCEDURE MANUAL
Subject: Governance and Nominating Committee Charter	Policy No.: 2018 Last Reviewed: September 9, 2019
Section: 2000 – Governance	First Approved: May 24, 2011
Approved by: Board of Directors	Total Pages: 3
External References:	

Deleted: September 10, 2018

POLICY:

The Boards of Directors of the New Unionville Home Society (NUHS) family of corporations have established a Governance and Nominating Committee. The Committee shall be provided with such resources as it needs to fulfill its responsibilities, including outside consultants and shall request approval from the Boards of Directors when it is necessary to make financial expenditures.

PURPOSE:

The primary concern of the Committee is the efficient and effective operation of the Boards of Directors in fulfilling their duty to govern the various corporations within the organization. This includes establishment of policies and continuous monitoring of their implementation, oversight of Board committee assignments, education of board members, and evaluation of Board processes.

The Committee is also to identify individuals qualified to become members of the Boards of Directors consistent with criteria approved by the Boards of Directors, to recommend to the Boards of Directors nominees for election at each annual meeting or to fill vacancies and to address related matters.

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SCOPE AND RESPONSIBILITIES:

The Committee shall develop and recommend corporate governance principles, policies and practices applicable to the Corporations and be responsible for leading the annual review of the performance of the Boards of Directors.

Membership

The Committee shall consist of a minimum of four members. Each of the corporate boards will assign a Board member to participate on the Committee and the New Unionville Home Society representative will Chair the Committee. Corporate boards may send a designate to the meeting

Subject: Governance and Nominating Committee Charter	Policy No.: 2018
	Last Reviewed: <u>September 9, 2019</u>

Deleted: September 10, 2018

should an assigned director be unable to attend and that designate shall have all the rights and privileges of the regular member. The Chief Executive Officer may participate on a non-voting basis.

Quorum

The quorum necessary for the transaction of business shall be [more than](#) 50% of the members. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

Meetings

The Committee will meet at least twice a year with additional meetings as it may deem appropriate.

Minutes

Committee members will liaise and update their respective Boards on the Committee's activities. Minutes of each meeting will be prepared and reports will be presented at meetings of the corporate Boards of Directors.

Specific Duties

Without limiting the generality of the foregoing the Committee shall review and make recommendations as necessary on the following:


- The adequacy of this charter annually and propose changes to the Boards for approval.
- The size and composition of the Boards.
- Current standards, guidelines and issues for governance.
- Committee assignments, including committee memberships and chairs.
- Formal and informal board evaluations and present the results of these evaluations to the respective Boards with recommendations as appropriate.
- The orientation of new directors in order to promote a basic understanding of Board policies and the NUHS family of corporations and oversee continuing education programs for all directors.
- The periodic review of the corporate constating documents.
- The periodic review of the central committee charters.
- The periodic review of the Directors' and Officers' Liability and indemnity provisions.

Subject: Governance and Nominating Committee Charter	Policy No.: 2018
	Last Reviewed: <u>September 9, 2019</u>

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Regarding Director recruitment the Committee should, in the discharge of its duties:

- Annually review the composition of the Boards and general and specific criteria applicable to candidates to be considered for nomination to the Boards. The objective of this review will be to maintain the composition of the Boards in a way which provides the best mix of skills and experience to guide long-term strategy and integrated business operations. The review will also take account the desirability of maintaining a reasonable diversity of personal characteristics such as age, gender, geographic origin, etc. among the Directors, while at the same time maintaining common characteristics such as personal integrity, good judgement, high ethics and standards, outstanding ability in their individual fields of expertise and a willingness to devote necessary time to Board matters.
- Annually appoint a small nominating task force made up of Board members to assist in identifying, interviewing and recruiting qualified candidates for the Boards.
- In consultation with the Boards of Directors and the CEO and, on an ongoing basis, maintain a database of potential candidates. All Directors are actively encouraged to identify potential candidates and provide their names and such supporting material as appropriate to the Board Chairs or Chair of the Governance and Nominating Committee.
- Implement a procedure to identify, with as much advance notice as practicable, impending vacancies on the Boards of Directors, so as to allow sufficient time for recruitment and for introduction of proposed nominee to the existing Boards of Directors.
- Recommend to the Boards of Directors nominees to fill current and anticipated vacancies of any director position.
- Recommend to the Boards of Directors as a whole proposed nominee(s) for the next annual meeting.

	POLICY AND PROCEDURE MANUAL	
	Subject: Committee Charter – Audit and Finance	Policy No.: 2019
	Last Reviewed: September 9, 2019	Deleted: April 11, 2019
Section: 2000 – Governance	First Approved: March 29, 2011	
Approved by: Board of Directors	Total Pages: 3	
External References:		

The Boards of Directors of the New Unionville Home Society (NUHS) family of corporations have established an Audit and Finance Committee. The primary purpose of the Audit and Finance Committee shall be to monitor financial activities to prevent the misuse or unlawful use of corporate funds or assets and provide integrated planning. Committee authority, responsibilities and specific duties are described below.

RESPONSIBILITIES:

The Committee shall assist the Boards in fulfilling their oversight responsibilities by reviewing:

- the integrity of the audited financial statements of the corporations,
- the compliance by the corporations with legal and regulatory requirements,
- the independent auditor(s)'s qualifications and independence,
- the performance of the corporations' internal audit function and independent auditor(s), and
- the activities of the Pension Committee, and
- the performance and reporting of the corporations' investment assets and portfolio manager.

MEMBERSHIP:

The Committee shall consist of a minimum of four members. Each of the corporate boards will assign one of its directors to participate on the Committee. The Chair of the Committee will be assigned by the Board of Directors of New Unionville Home Society. At least one member of the Committee will have recent and relevant financial experience. Corporate boards may send a designate to the meeting should an assigned director be unable to attend and that designate shall have all the rights and privileges of the regular member. The Chief Executive Officer (CEO) and Chief Financial Officer (CFO) will participate on a non-voting basis.

Subject: Committee Charter – Audit and Finance	Policy No.: 2019
	Last Reviewed: September 9, 2019

Deleted: April 11, 2019

Note - The Committee may ask members of management or others to attend the meeting and provide pertinent information as necessary.

QUORUM:

The quorum necessary for the transaction of business shall be more than 50% of members. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

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MEETINGS:

The Committee will meet at least twice a year with additional meetings as it may deem appropriate.

MINUTES:

Committee members will liaise and update their respective Boards on the Committee's activities. Minutes of each meeting will be prepared and reports will be presented at meetings of the corporate Boards of Directors.

SPECIFIC DUTIES:

Without limiting the generality of the foregoing the Committee shall review with the CEO and CFO, and make recommendations as necessary on the following:

- The adequacy of this charter annually and propose changes to the board for approval.
- The corporations' accounting and financial reporting controls.
- Significant accounting and reporting principles, practices, and procedures applied by the corporations in preparing its financial statements.
- The scope and general extent of the external auditors' annual audits. The review to include an explanation from the external auditors of the factors considered by the accountants in determining the audit scope, including the major risk factors. The external auditors should confirm to the Committee that no limitations have been placed on the scope or nature of their audit procedures.
- The fee arrangement with the external auditors.

Subject: Committee Charter – Audit and Finance	Policy No.: 2019
	Last Reviewed: September 9, 2019

Deleted: April 11, 2019

- The independence of the external auditors and obtain from the external auditors, at least annually, a formal written statement delineating all relationships between the external auditors and the corporations, including other consulting work being performed by the external auditors for the corporations.
- Oversee the activities of the UHS Pension Committee, approve plan design and any plan amendments, and confirm that the plan has been administered in accordance with applicable legislation.
- Review the organization’s investment policy and annual performance of investment assets; oversee activities of any external agents appointed to manage/administer the organization’s investment assets.

At the completion of the annual audits:

- The results of the audits of the financial statements and the related report therein and, if applicable, a report on changes during the year in accounting principles and their application.
- Any significant changes to the audit plans, if any, and serious disputes or difficulties the CEO or CFO encountered during the audits. Inquire about the cooperation received by the external auditors during their audit, including access to all requested records, data, and information.
- Any disagreements that, if left unresolved, could have caused them to issue a nonstandard report on the corporation(s)’ financial statements.
- Discuss with the CEO the quality of the corporations’ financial and accounting personnel. Also, elicit the comments of the CEO and CFO regarding the external auditors’ responsiveness.
- Meet with the CEO, CFO and the external auditors (both jointly and separately in-camera) to discuss any "material" or "serious" recommendations that the external auditors may have. Typically, such recommendations will be presented by the external auditors in the form of a "letter of comments and recommendations" to the Committee. The Committee should review management’s response to the letter and receive follow-up reports on action taken.
- Recommend to the Boards the selection, retention, or termination of the external auditors.



POLICY AND PROCEDURE MANUAL

Subject: Director Declaration and Consent	Policy No.: 2005
	Last Reviewed: September 9, 2019
Section: 2000 – Governance	First Approved: February 12, 2014
Approved by: Board of Directors, BD#14/02/04	Total Pages: 1
External References: N/A	

POLICY

All voting and non-voting board directors shall sign a declaration confirming their commitment to adhere to their duties and responsibilities and to confirm their independence status.

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Board members will execute a Director Declaration and Consent form (Form 2005F) immediately upon appointment and annually thereafter prior to the Governance Committee making decisions regarding nominations (approx. month of February).

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The Governance Committee will review the declaration statements annually prior to nomination or reappointing a board director.

	POLICY AND PROCEDURE MANUAL	
Subject: Director Declaration and Consent Form	Policy No.: 2005F	<input type="text" value="Deleted: 6"/>
	Date Approved: February 12, 2014	<input type="text" value="Deleted: A"/>
Section: 2000 – Governance	Last Reviewed: <u>September 9, 2019</u>	<input type="text" value="Deleted: September 10, 2018"/>
Approved by: Board of Directors	Total Pages: 2	
External References: N/A		

Consent

I consent to act as a Director of _____ (corporation name) to fulfill my fiduciary duties of loyalty, honesty and good faith; to act in the best interest of the Corporation, to respect board solidarity, to respect confidentiality and to avoid conflicts, including, but not limited to, conflicts of interest. I am aware that my absence from a meeting of the Board does not relieve me of my duties of care.

I consent to the participation by any director or member of a committee at a meeting of the board or a committee of the board by such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously.

Board Policies

I am aware of and have access to all of the Board-approved policies. I further agree to comply with the Board policies and procedures, the by-laws of the Corporation and such other policies of the Corporation that are applicable to the board.

Expect Respect

I am aware of the Respect in the Workplace program of the organization and am committed to creating and sustaining a safe working environment.

Subject: Director Declaration and Consent Form	Policy No.: 2005F
	<u>Last Reviewed:</u> September 9, 2019

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- ~~Deleted: February 12, 2014~~

This declaration is general notice of interest pursuant to the Corporate By-law, and I should accordingly be regarded as interested in any contract made or transaction with any of the above entities or persons.

I acknowledge that this declaration is in addition to my obligations to comply with the Conflict of Interest Policy and the Corporate By-law in respect of any specific conflict that may arise.

Dated this _____ day of _____, 20____.


Signed, in the presence of:

Signature of Witness

Signature

Name of Witness

Name of Director

	POLICY AND PROCEDURE MANUAL	
	Subject: Directors' and Officers' Liability	Policy No.: 2024
	Last Reviewed: September 9, 2019	Deleted: April 8, 2019
Section: 2000 - Governance	First Approved: September 30, 2010	
Approved by: Board of Directors	Total Pages: 3	
External References: Guide to Good Governance, Governor Centre of Excellence, Ontario Hospital Association; November 2005		

POLICY:

Unionville Home Society maintains in force Directors' and Officers' Liability Insurance which provides coverage for individual Directors or Officers for any act or omission (subject to the standard policy definitions and exclusions) while acting within the scope of their duties as Directors or Officers of Unionville Home Society.

As an additional benefit beyond the Directors' and Officers' Liability Insurance, Unionville Home Society will provide Group and Travel/Accident Coverage to protect board members, advisory committee members and administrators while they are acting within the scope of their duties including all travelling required thereby.

PURPOSE:

To describe the insurance coverage provided to the Directors and Officers of Unionville Home Society.

BACKGROUND:

Introduction – Directors' and Officers' Liability:

Directors and officers of non-profits share some of the same types of exposures as those who control for-profit businesses. The Canada Business Corporations Act and other legislation sets out numerous obligations on Directors and Officers of businesses. Non-profits can be sued or involved in proceedings by a number of parties, including members, third parties and government agencies. [Law suits](#) may arise from a wide range of causes including:

- Conduct of fundraising activities
- Payment of wages and deduction of taxes for employees
- Breach of statute

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Subject: Directors' and Officers' Liability	Policy No.: 2024
	Last Reviewed: <u>September 9, 2019</u>

Deleted: April 8, 2019

- Insolvency
- Breaches of fiduciary duty and duty of care
- Negligent supervision, screening or hiring of employees and volunteers
- Additional obligations and higher standards of care as trustees
- Failure to meet requirements for tax-exempt status as a nonprofit

There are a number of measures that directors and officers of nonprofits can take to protect themselves from potential liabilities.

Due Diligence

The first and perhaps most important is the practice of rigorous due diligence by:

- Fulfilling the duties of good faith and loyalty to the organization and its members
- Avoiding conflicts of interest
- Maintaining confidentiality of board business
- Taking extra care when authorizing and approving budgets and financial disclosure
- Making reasonable efforts to ensure the organization acts lawfully and appropriately
- Adopting internal controls for authorizing transactions and managing assets and costs
- Establishing a written code of ethics for directors of the nonprofit.

Principle of Limited Liability

Unionville Home Society is a corporation without share capital under the Ontario Corporations Act, 1990. As such the principle of limited liability applies. The principle of limited liability means that directors and members are not personally liable for corporate obligations. Only the assets of Unionville Home Society can be looked to in order to satisfy the liabilities of the corporation.

There are some exceptions to the principle of limited liability. In addition to the exposures for obligations to the business itself, there are a number of statutes that potentially expose directors and in some cases officers as well, to be held personally liable such as - unpaid wages, corporate failure to deduct, withhold, and/or remit under the Income Tax Act, Canada Pension Plan and non-compliance with specific legislation – e.g., Occupational Health and Safety Act.

Except in the case of liability arising for non-payment of wages, directors and officers may be entitled to avail themselves of a “due diligence defense ” which means that evidence is available to demonstrated that the director exercised all due diligence to prevent the occurrence of the offence.

In addition to the due diligence defense, directors can be protected against personal liability through insurance. Directors' and Officers' liability insurance covers against risks that are not

Subject: Directors' and Officers' Liability	Policy No.: 2024
	Last Reviewed: <u>September 9, 2019</u>

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covered under the organization's general liability policy, such as claims arising out of board decisions or omissions and actions or activities performed directly under the auspices of the board of directors.

PROCEDURE:

The Chief Executive Officer shall:

1. Ensure these insurance policies are reviewed annually along with the other insurance coverage for Unionville Home Society.
2. Ensure that the application form required each year for the continuation of the Directors' and Officers' Liability insurance is submitted to all directors and officers for verification of the answers to questions that form the basis of the insurance contract.
3. Ensure that board members are provided with a statement of coverage on an annual basis.



New Unionville
Home Society:
Strategic Plan

2019-
2024

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DRAFT

Message from the Board Chair and CEO

Strategic planning presents an ideal opportunity for an organization to take stock, celebrate successes, reflect on the past, and look toward the future. ~~in early 2019, New Unionville Home Society's (NUHS) Board of Directors had an opportunity to do just that.~~

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Since 1967, New Unionville Home Society has been providing services to seniors in the community. From its humble beginnings, NUHS has grown into a multi-service campus with a large team of professional staff, dedicated volunteers, and robust governance structure.

The NUHS Board is composed of dedicated volunteers with diverse skills. Collectively, we are responsible for the governance and stewardship of the organization. Across Ontario, the long-term care sector is changing and the needs of seniors are progressing. Change presents both challenges and opportunities.

From the outset, our Board believed it was essential to gather input directly from our community of stakeholders. We understood that it was essential for our new strategic plan to reflect and respond to the needs of our current and future clients, and the changing nature of long-term care. To ensure that we had a current understanding of stakeholder views, we engaged a range of key audiences, including clients, residents, families, staff, and partners. We listened to their views. The goal was to develop a forward-looking strategic plan based on real engagement, which would guide us in the coming years and help us to continue to make a positive impact.

We are proud of our successes and excited about our future—one in which NUHS will be the leader in serving the needs of seniors in our community.

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We thank everyone who took the time to participate and share their ideas. Together, we will work towards a thriving organization that enhances the experience of aging, one person at a time.

Sincerely,

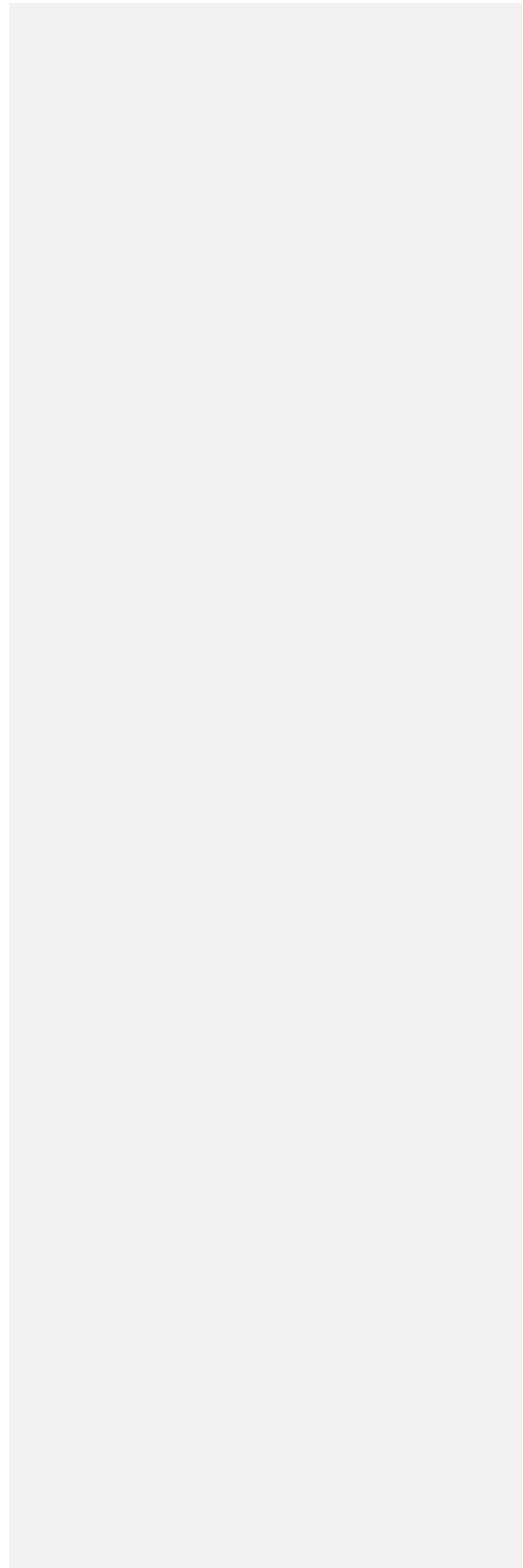
[signature]

Glenn Crosby, Board Chair

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Paul Nyhof, CEO

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Executive Summary

With over 50 years of serving seniors in the community, New Unionville Home Society (NUHS) has built a strong reputation and a track record of accomplishments.

In February 2019, the Board set out to develop a new strategic plan with the intent of assessing NUHS's current state and context, strengths and achievements identifying opportunities to strengthen the organization, and forge a path for the future.

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Following a comprehensive planning process, the Board established four strategic directions:

1. **A Healthy Organizational Culture**
2. **Strong Partnerships**
3. **A Sustainable Organization**
4. **Innovative Seniors Care**

Commented [CJ1]: Personal preference that we re-order strategic directions and not have organizational culture as first priority. I might suggest we flip #1 and #4. also consider not numbering them, as number implies prioritization. Visually might be better to show as bullets or in a row, so of equal importance

These strategic directions will serve to focus the work of NUHS over the next five years. They are driven by our mission and vision, while embracing the challenges and opportunities that lie ahead. These directions include the voices of our community of stakeholders, and envision a healthy, sustainable, and collaborative future for the organization. The board is committed to pursuing these directions and the commitments outlined in the plan.

About New Unionville Home Society

The New Unionville Home Society organization (consisting of New Unionville Home Society, Unionville Home Society, Wyndham Gardens, and UHS Foundation) has been providing services to seniors for over 50 years. It was originally founded in 1967 by a group of dedicated volunteers as an expression of the concern of local citizens who wished to see more adequate and creative provision made for the care of older persons, particularly those residents in the community. The organization is governed by volunteer Boards of Directors.

Commented [CJ2]: Do we need to reflect that we have 4 boards as we discuss board consolidation?

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NUHS Campus includes Union Villa long-term care home; Heritage Village bungalows and Wyndham Gardens life lease apartments; Unionville Community Centre for Seniors; and the Adult

Day Program. NUHS also has a Geriatric Outreach Team who provide care to frail seniors living at home, with a focus on helping them navigate the system of care and connecting them to the right care at the right time. NUHS's reputation as a leader in seniors' services has been built by its commitment to quality care delivered by compassionate staff and volunteers.

Mission, Vision, and Values

Our Mission

Enhancing the experience of aging, one person at a time.

Our Vision

A progressive community where older adults thrive; aging well and living better.

Our Values

The New Unionville Home Society, in its relationships with others, values and commits itself to:

- Caring Genuinely and Passionately
- Respecting Each Person
- Serving with Integrity and Commitment
- Advancing Quality and Innovation
- Connecting Communities

Overview of Planning Process

NUHS' Board commissioned the strategic planning process in February of 2019. The planning scope established a process that would engage NUHS' community of stakeholders, assess the organization's current state and context, and create a five-year strategic framework to guide the development of the organization.

Stakeholder Engagement

In order to effectively gather input and support the Board in reaching consensus, the Board engaged the services of an independent firm to facilitate the process. Meaningful stakeholder engagement was conducted to solicit open and honest input. Engagement strategies included focus groups, key informant interviews, and an online survey. Input and feedback were gathered from a total of:

- **55 individuals participating in focus groups**
- **4 key informant interviews**
- **278 respondents to the survey**

A summary of the stakeholder engagement process and results can be found in [Appendix I](#).

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Strategic Planning Retreat

The Board of Directors came together on Saturday, May 25th, 2019, for a day-long strategic planning session. The engagement results were reviewed thoroughly, and trends identified. Through a series of activities and facilitated discussions, the strategic issues, performance indicators, financial outlook, and overall environmental landscape were carefully considered. The key issues, opportunities and challenges that needed to be addressed in the new strategic plan were identified. Based on the themes emerging from this work, the day culminated in consensus on four strategic directions.

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Our Strategic Directions

NUHS is committing to a five-year strategic plan. As such, the directions are broad and oriented to the future, allowing the organization to respond and adapt as circumstances change over the years. The directions offer a framework for the development of annual operational plans with measurable targets and objectives.

NUHS is focused on ensuring that it remains a values-driven organization with a strong reputation in the community. We are committed to serving our clients, residents, their families and caregivers, community, and partners, and we strive to achieve our mission and vision through a commitment to our new strategic directions.

Following are our new strategic directions for 2019-2024:

- 1. A Healthy Organizational Culture**
- 2. Strong Partnerships**
- 3. A Sustainable Organization**
- 4. Innovative Seniors Care**

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1. A Healthy Organizational Culture

A healthy, dynamic workplace culture is the building block of a thriving organization. We recognize the importance of investing in our people and ensuring that they are empowered, supported, and appreciated. We will continue to nurture an organizational culture to meet the highest ideals of a high performing workplace. In a demanding labour market, we strive to be an exemplary employer, with engaged employees who are supportive and supported.

Our Commitments

Over the next five years, we commit to *A Healthy Organizational Culture* by:

- a. **Supporting management** to proactively manage our human resources and build capacity across the organization.
- b. **Reviewing our operations and human resources policies and processes** and identifying challenges and opportunities for improvement.
- c. **Strengthening our human resources systems and process** to support a thriving organization by conducting organizational and HR reviews.
- d. **Promoting a culture of teamwork** among the organization that supports staff and volunteers to be engaged and empowered.
- e. **Enhancing our internal communications processes** to promote effective collaboration and engagement throughout the entire campus so that staff and volunteers feel informed and consulted.
- f. **Building capacity** among the management team with strong recruitment and ongoing support.
- g. **Supporting ongoing training, education, and professional development** so that staff are empowered to learn and grow.

Commented [CJ3]: Can we make this make this section more positive. An external reader may that our culture is poor so would not reflect well on potential recruits, board members, external agencies.

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Deleted: to develop a formal plan

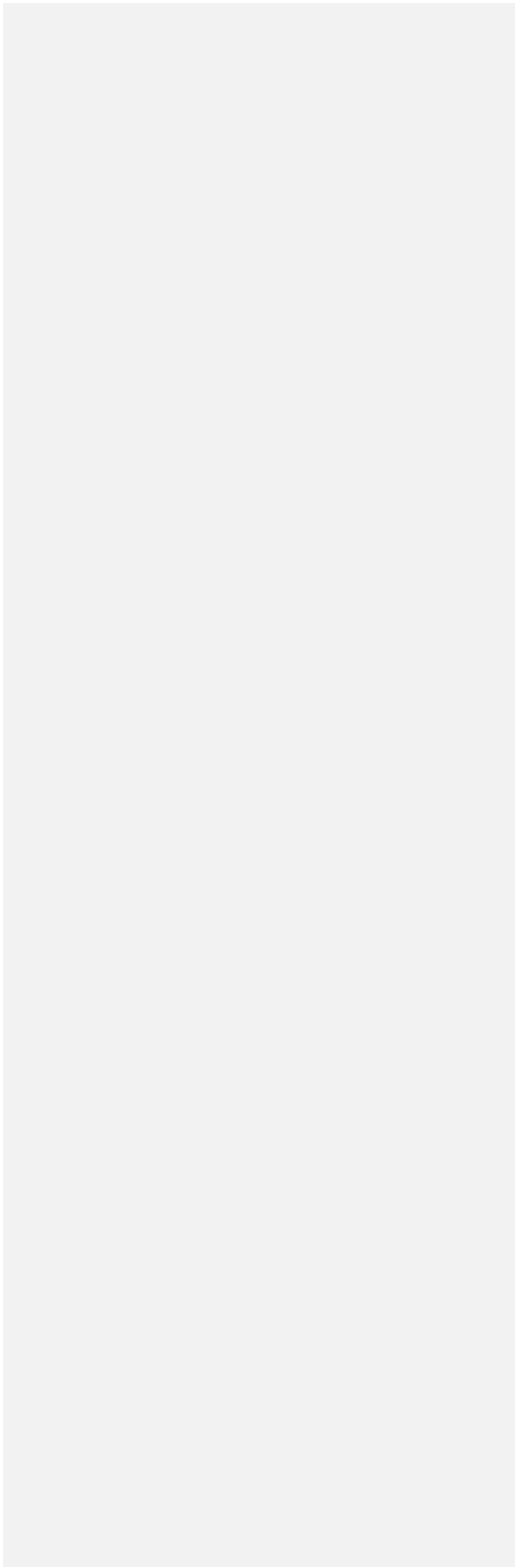
Commented [CJ4]: What are e are trying to address through b and c. How are they different and what is the expected outcome. Perhaps eliminte c?

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Commented [CJ5]: Can we use a different word than "Building" e.g. expanding/increasing, so a little more positive soudning

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2. Strong Partnerships

. By leveraging our current partnerships and creating new ones, we create value as a whole that is greater than the sum of its parts. Change is occurring at an increasing pace, and we need to be prepared. By collaborating with other service providers, we will be better able to to proactively meet the needs of seniors in our changing community. We will proactively work and plan with our partners and explore leveraging services and finding shared efficiencies.

Our Commitments

Over the next five years, we commit to pursuing *Strong Partnerships* by:

- a. **Working with our partners** locally, regionally, and beyond with the goal of improving our delivery and quality of care, expanding our continuum of care and supporting aging in place
- b. **Developing a partnership strategy** to identify and pursue high-value, innovative partnership opportunities.
- c. **Pursuing partnerships with** academic institutions to establish ourselves as a teaching institution, creating pathways for recruitment and development.
- d. **creating capacity with partners** by pursuing creative solutions such as shared operational resources, back office integration, aligned governance strategies, and more.
- e. **Leveraging the experience and expertise of our partners** to amplify our impact and ability to serve the needs of our community.
- f. **Becoming active partners within our** our local Ontario Health Team(s)
- g. **Identifying potential technology partnerships** to leverage, such as the Smart City technology hub.
- h. **Exploring opportunities for integration and collaboration** and mutually beneficial synergies in the non-profit and long-term care sector.

Deleted: To achieve our goals, we recognize that we can't go it alone

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Commented [CJ6]: Can we link reference to change to need for partnerships? e.g that the health care is undergoing transformation with a emphasis on integrations collaboration and partnerships

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Commented [CJ7]: can we find a different word, than proactively, since just used in previous sentence - perhaps actively pursue and plan?

Deleted: and communicate

Deleted: .

Commented [CJ8]: Should (b), be first commitment, as the strategy will drive our partnerships.

Deleted: <#> **Exploring opportunities to provide clinical operations** to expand our continuum of care and support aging in place.¶

Deleted: Building

Commented [CJ9]: Could this go into the introductory section as not sure what this commitment looks like and how we will assess success

Deleted: <#> **Communicating with our partners** to keep them informed and engaged, and encourage creative ways of working together. ¶

Deleted: Pursuing mutually beneficial partnerships

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Commented [CJ10]: Is there something missing from here? What are we leveraging ?innovative opportunities

Commented [CJ11]: How is this different/unique from other commitments?

3. A Sustainable Organization

Sustainability is fundamental in order to achieve our mission. With a growing demand for aged care and seniors services, NUHS is well positioned to meet the need. As we build our modern campus of care, we will hold true to the values and attributes that have enabled our strong reputation in the community. We commit to our core business of seniors care services, and to ensure that growth in the continuum of care is managed and intentional as we work to achieve the elements of a sustainable and resilient organization: strong leadership, efficient processes, effective communications, and financial stability.

Our Commitments

Over the next five years, we commit to building *A Sustainable Organization* by:

- a. **Exploring new opportunities for revenue generation and diversification** to support the long-term sustainability of the organization, and updating our investment strategy.
- b. **Fostering a culture of philanthropy** in which donors, partners, and the community-at-large have meaningful opportunities to invest in NUHS.
- c. **Expanding our volunteer and donor base** to support ongoing quality of care and operations.
- d. **Establishing common principles** among the board and leadership team to guide decision making and future planning.
- e. **Enhancing our financial position** and enabling financially sustainable operations.
- f. **Developing a campus master plan** to sustainably manage our assets, land, capital reserves, and guide our future development.
 - i. Establishing a working group to drive implementation of the master plan.
 - ii. Using our land resources to create a real estate development that can generate income.
 - iii. Ensuring that we are stewards of the environment and explore green and eco-friendly solutions in our planning.
- g. **Conducting an in-depth financial analysis and risk assessment** of the organization and establishing goals and targets for sustainable growth.

Commented [CJ12]: Is there a better word/phrase than sustainable organization, as I do not really understand what it entails. - sorry I do not have a suggestion. The commitments makes sense but I do not see link between introductory paragraph and the commitments,

Commented [CJ13]: What makes us so well positioned?

- h. **Maintaining a strong and engaged board** that has the skills and expertise to lead NUHS into the future, and ensuring that the board's composition reflects the diversity of our community.

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4. Innovative Seniors Care

Meeting the current and future needs of seniors in our community requires a commitment to continual innovation. For non-profits in general, and the long-term care sector in particular, “business as usual” is no longer an option. As the sector looks beyond traditional output measures such as Case Mix Index (CMI), we will continue to ensure our models of care incorporate measures that include dementia care and other behaviours that are experienced through the aging process.

With a commitment to innovative seniors care, we will be known as a centre of excellence in the region, and a leader in the sector across Ontario.

Our Commitments

Over the next five years, we commit to *Innovative Seniors Care* by:

- a. **Investigating new and innovative practices and models of care** that deliver better care, improved outcomes, and also support financial and environmental sustainability.
- b. **Leveraging new technologies and digital strategies** to enhance and support the care we deliver.
- c. **Exchanging expertise and intellectual property** of new technological developments and innovations and applying these developments to the health care and long-term care sectors.
- d. **Tapping into an ecosystem of collaborators** across sectors in the region, and leveraging the existing innovation environment.
- e. **Becoming a centre of excellence** in future-oriented approaches to seniors care products and services.
- f. **Being recognized as a leader in innovation** in seniors care and attracting others to seek out partnerships and collaboration with our organization that offer mutual benefit.
- g. **Progressing beyond quality of care...towards quality of life**, for the benefit of our clients, residents, and community at large.

Commented [CJ14]: Can we make this introductory paragraph more exciting. e.g with increasing aged population, new models of care and service delivery are being explored to improving the aging experience and help retain health for as long as possible.

Commented [CJ15]: Not sure how this related to innovation?

Next Steps

Our new strategic directions provide NUHS with strategic focus and a clear framework to drive change and progress. The Board has committed to the following next steps:

- A. Organizational targets and objectives will be developed that align with each strategic direction;
- B. The strategic directions will be communicated internally and externally;
- C. Feedback will be sought regularly as the strategic plan is implemented; and,
- D. Progress on the directions will be reviewed and strategies amended, as circumstances change over the next five years, and reviewed annually with key stakeholders.

Commented [CJ16]: Are we truly committed to this? Perhaps indicate that progress towards our strategic plan will be shared regularly

Commented [GW17R16]: Agree

Commented [CJ18]: are we truly committed to doing this?

Conclusion

The Board of Directors and management are proud of all that NUHS has accomplished to date, we are well positioned to pursue new ambitions. Through our new strategic directions, we will maintain focus as new challenges arise, and ensure that the community we serve remains our priority. We are committed to operating efficiently and effectively, and maintaining accountability through all our initiatives.

We thank all those who added their voices by contributing thoughts and feedback. We have heard you. The Board of Directors looks forward to reporting back on our progress over time, and to a strong track record of performance over the next five years.

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Appendix I: Stakeholder Engagement Summary

Setting out with the goal of creating an actionable, forward-looking strategic plan, New Unionville Home Society (NUHS) saw meaningful stakeholder engagement as a critical step in the process.

Before identifying the strategic priorities, the Board reached out to engage and listen to the voices of NUHS's community of stakeholders. Their feedback served to strengthen and shape the new strategic plan.

A variety of stakeholders were engaged, including: Board members, staff, volunteers, residents/clients, caregivers, funders, and interested community members. Engagement strategies used to solicit input included focus groups, key informant interviews, and an online survey.

Before striking new strategic directions, NUHS decided early on to seek input from a wide array of stakeholders. In doing so, NUHS is ensuring that its next strategic plan is one that has a solid base, informed by experience, evidence, and the broadest-held perceptions.

The engagement phase took place between March 28 and May 7, 2019. Engagement sessions and opportunities were promoted by email, on the website, and through word of mouth.

The survey, key informant interviews, and focus group sessions had two general purposes:

1. To **engage stakeholders** by gathering input, ideas, and suggestions; and by including them in the planning process directly and in a meaningful way
2. To **educate stakeholders** about the work of NUHS and generally promote the work of the organization (as a positive legacy of the planning process)

NUHS invited the following audiences to participate in the engagement:

- Current and past Board members
- Current and past staff
- Current and past volunteers
- Current and past clients
- Caregivers and/or family members of current or past clients

- Funders
- Donors
- Community partner organizations (staff and volunteers)
- Community members

A total of **55 individuals** participated in focus groups.

A total of **4 key informant interviews** were conducted.

There were **278 respondents** to the survey.

Survey Results

- **Good engagement:** The survey received a strong response rate, with 278 people participating.
- **Positive Impressions of the organization:** Based on experience, 83.1% rate their overall impression of NUHS as "excellent" or "good".
- **Awareness:** 63.3% of survey respondents said they fully understand what NUHS does.
- Feedback from stakeholders highlighted many strengths within the organization, while also identifying some important areas for improvement.

Engagement Themes

The following are the most consistent themes (including areas of strength as well as opportunities for improvement or change) that emerged from the stakeholder engagement process:

- Organizational Culture
- Communications
- Health Human Resources and Staffing
- Campus and Capital Projects
- Governance

- Quality of Care
- Leadership

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From: Gunn, Philip <Philip.Gunn@GWLRA.COM>

Sent: July 8, 2019 12:38 PM

To: Marieanna Mallen <Mmallen@uhs.on.ca>

Subject: RE: NUHS Strategic Plan - Draft

Hi Marieanna,

I took a look at the draft document and over all it looks good. I have a couple minor comments and I thought I would send it over to you to act as the filter for the final version..

Page 6) item b. I think this should read ongoing review of our operations.... The way it s written it sound like a onetime event.

Page 8) item e. Enhancing our financial position seems like the wrong choice of words. This should be careful or prudent financial stewardship.....

Cheers

Phil