

## Council Minutes

June 6, 2024

### Present

P. Sullivan, Chair	C. Gilchrist	J. Mathew
H. Anyia	T. Fukushima	C. Mumberson
J. Armitage	T. Hands	E. Mutia
L. Carpenter	J. Hess	G. Oltmann
J. Ding	M. Hogard	F. Osime
L. Donnelly	J. Ko	L. Poonasamy
S. Douglas	M. Krauter	V. Rathi
D. Edwards (Thursday)	A. Lamsen	D. Scott
J. Farag	S. Larmour	M. Sheculski
G. Fox	R. Lastimoso Jr.	D. Thompson
		K. Wagg

### Regrets

T. Crowder	C. Hourigan	M. MacDougall
D. Edwards (Wednesday)	S. Leduc	

### Guests

B. MacKenzie, Hilborn LLP	J. Maciura, SML Law	N. Thick, Chair Nominating Committee
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### Staff

V. Adetoye	C. Gora	S. Mills
A. Brennand	E. Horlock	S. Porteous
S. Crawford	B. Knowles	A. Vranichidis, Recorder
F. Garvey		

### Land Acknowledgement

J. Armitage shared a Land Acknowledgement statement.

### Agenda

The agenda had been circulated.

## Motion 1

Moved by M. Sheculski, seconded by K. Wagg

That the agenda for the Council meeting of June 6, 2024 be accepted as circulated.

CARRIED

## Conflicts of interest

A. Lamsen declared a conflict of interest for Council's discussion and decision about the National Nurse Practitioner Regulation Framework.

P. Sullivan advised Council that there would be an opportunity to declare a conflict of interest immediately preceding each of the three decisions related to nursing education program approval.

## CEO Opening Remarks

S. Crawford, Registrar/Executive Director & CEO shared opening remarks. Council had received the 2023 Annual Report "Building the Future". S. Crawford affirmed that CNO's commitment to the future continues. She highlighted examples of:

- ongoing efforts to build CNO as a future-oriented, effective and trusted organization dedicated to promoting safe nursing practices; and
- recent accomplishments and agenda items that reflect continued progress and are foundational for future success.

Council was informed that significant strides have been made in removing barriers to registration for Internationally Educated Nurses (IENs). In May, a Council-approved amendment to CNO's registration regulation addressed a major barrier related to the requirement for equivalent education. It was confirmed that the proposed changes to the regulation have been sent to government for approval.

Council was informed that in the past 12 months, 7,547 Ontario graduates became registrants, making up over 50% of the 14,183 new registrants. Eligibility for registration requires graduation from a Council-approved program. It was noted that the assessment process that supports Council's decisions to approve nursing education programs is a rigorous leading edge regulatory assessment that has been licensed to nine other Canadian nursing regulators.

S. Crawford highlighted CNO's international presence at the Global Partners Meeting on Nursing and Midwifery hosted by the World Health Organization, the International Confederation of Midwives and the International Council of Nurses, as well as engagement at the meeting of the International Nurse Regulator Collaborative. CNO was able to highlight its leading-edge initiatives such as Nursys Canada and CNO's Workforce Census with international nursing and midwifery regulators.

S. Crawford concluded by highlighting the importance of Council's contributions to the nursing workforce and safe practice, ensuring that CNO continues to build on its achievements and maintain its leadership as a regulator.

## **Consent Agenda**

P. Sullivan introduced the consent agenda. She confirmed that Council had received briefing materials on all items included in the consent agenda. No concerns were expressed about items on the consent agenda.

## **Motion 2**

Moved by G. Fox, seconded by E. Mutia,

That, through approval of the consent agenda, the following be approved:

Minutes of the Council meeting of March 20 and 21, 2024

Minutes of the Special Council meeting of May 15, 2024

The 2023 Annual Report for forwarding to the Minister of Health

Appointment of Diane Thompson and Kimberly Wagg to the Finance Committee

Appointment of Morgan Krauter as the nurse Council member on the Nominating Committee

Appointment of Sue Haywood and Tom Potter as the expert, non-Council members of the public on the Nominating Committee

Appointment of Lynda Carpenter to the Discipline/Fitness to Practise and Quality Assurance committees and

Appointment of Virender Rathi to the Inquiries, Complaints and Reports Committee.

CARRIED

Minutes of the Executive Committee meeting of April 1 and May 16, 2024 were received for information.

**Action:**

Send the 2023 Annual Report to the Minister of Health.

**Strategic Plan Reporting**

E. Horlock, Director, People & Communications, and B. Knowles, Director, Analytics & Research, joined the meeting.

Council had received a report on implementation of the Strategic Plan, including written updates on the three strategic outcomes and four pillars. New integrated project progress dashboards were added to enhance transparency by showing the status of all projects supporting the strategic plan.

**Organizational Health**

S. Crawford noted that a significant enabler of achieving the Strategic Plan is positive organizational health and referred Council to the briefing note.

E. Horlock, Director People & Communications provided Council with an overview of CNO's organizational health, to support Council's oversight accountability.

E. Horlock confirmed that there were no risks to identify related to CNO's organizational health. The annual employee experience survey results indicated that CNO is a healthy organization with engaged staff. She noted that CNO will continue to monitor how employees and applicants experience the culture and practices, which will inform and shape future strategies to support organizational health.

A. Lamsen, B. Knowles and E. Horlock left the meeting.

## **Discontinuing or Declining to Provide Care Standard**

Council received briefing materials, including a draft of a proposed practice standard: Discontinuing or Declining to Provide Care. C. Mills, Manager, Practice Quality, E. Tilley, Manager, Regulatory Policy and C. Rioux, Advanced Practice Consultant joined the meeting.

P. Sullivan noted that practice standards are an important public protection mechanism, which inform nurses of their accountabilities and the public of what to expect of nurses.

C. Rioux shared a presentation highlighting the evidence supporting the proposed standard. It was highlighted that the proposed standard aims to establish a strong regulatory framework to inform nurses, employers, other system partners, and the public of nurses' accountabilities in this high-risk practice area.

In discussion, it was noted that CNO will be developing practice resources for nurses and system partners in implementation of the new standard.

### **Motion 3**

Moved by D. Scott, seconded by R. Lastimoso Jr.,

That Council approve the Discontinuing or Declining to Provide Care Standard, as it appears in Attachment 1 to the decision note, as a practice standard for the profession of nursing

CARRIED

C. Mill, C. Rioux and E. Tilley left the meeting.

### **Action:**

Inform nurses and system partners about the new Discontinuing or Declining to Provide Care Standard and resources to support integration of the standard into practice.

## **National Nurse Practitioner Regulation Framework**

Council received briefing materials. L. Mathias, Strategy Consultant, joined the meeting.

S. Crawford reminded Council that the Canadian Council of Registered Nurse Regulators, a national organization comprised of all the provincial and territorial registered nurse regulators, was supporting the national collaboration on a consistent approach to regulate Nurse Practitioners (NPs) across Canadian jurisdictions.

S. Crawford noted that the national NP regulation framework proposes:

- NP registration be a single classification without specialities
- NP education be based on common entry level competencies and
- A common entry-level exam.

She further shared that the proposed approach for NP regulation builds on the current NP regulation framework .

Council inquired about the evidence to support this initiative. L. Mathias reminded Council that there was a practice analysis review in 2015, as well as a curriculum review. In 2024, another practice analysis was done at a national level. The practice analyses confirmed that all NPs, no matter the specialties, share the same entry competencies.

Council was informed that additional information will come forward as this initiative evolves.

#### **Motion 4**

Moved by D. Thompson, seconded by M. Hogard

That Council approve CNO's continued work towards a national regulatory framework, supporting one classification of NP registration in Ontario.

CARRIED

It was noted that Council will be considering regulatory changes to implement this new framework in the future. Council requested that it receive information about the evidence that led to the recommendations for the national framework.

#### **Action**

Provide Council with the evidence that supports the national NP framework.

#### **Nursing Education Program Approval**

C. Mill, Manager, Practice Quality and D. Rawlin, Team Lead, Education Program joined the meeting. Council members had received a decision note on nursing education program approval. P. Sullivan noted that there were three decisions to be made.

### **Annual Nursing Education Program Approvals**

P. Sullivan noted that she has a conflict of interest for annual nursing education program approval and transferred the chair to R. Lastimoso Jr. The following Council members, who declared a conflict, left the meeting for the decision: H. Anyia, T. Fukushima, J. Ko, and P. Sullivan.

### **Motion 5**

Moved by C. Gilchrist, seconded by D. Scott

That the annual monitoring review recommendations of nursing programs be approved as listed in Attachment 1 to the decision note.

CARRIED

H. Anyia, T. Fukushima, J. Ko and P. Sullivan rejoined the meeting. P. Sullivan resumed the chair.

### **Comprehensive Reviews of Nursing Education Programs**

G. Oltmann declared a conflict of interest and left the meeting.

### **Motion 6**

Moved by G. Fox, seconded by D. Edwards

That the comprehensive review recommendation of nursing programs be approved as listed in Attachment 2 to the decision note.

CARRIED

G. Oltmann returned to the meeting.

## Preliminary Nursing Education Program Reviews

### Motion 7

Moved by T. Hands, seconded by S. Mumberson,

That the preliminary review recommendations of the new nursing program be approved as listed in Attachment 3.

CARRIED

### Action:

Inform nursing education programs of their approval status.  
Update [program status](#) on cno.org.

### Election of a Public Member of the Executive Committee

N. Thick, Nominating Committee Chair, and I. Tirana, Strategy Consultant, joined the meeting.

P. Sullivan noted that Council elected its Executive Committee in March 2024. She reminded Council that at that time, there was one candidate for public member. She noted the by-laws are clear that the Executive Committee requires two public members. Following the March meeting CNO put out a call for nominations to fill the public member vacancy on the Executive Committee.

P. Sullivan-Taylor introduced N. Thick, Nominating Committee Chair and transferred the chair to N. Thick for the election of the public member of the Executive Committee.

N. Thick informed Council that F. Osime had been nominated to fill the public member position on the Executive Committee. Following the election process, F. Osime was acclaimed as a public member on the Executive Committee.

P. Sullivan assumed the Chair.

### Nominating Committee Report

Council had received a written report from the Nominating Committee and a related briefing on competency-based Council elections. N. Thick highlighted the report.

N. Thick noted the Nominating Committee's work to integrate competencies into the Council election process, based on the process approved by Council.



### **Council Member Attributes and Competencies**

N. Thick noted that the Nominating Committee had extensive discussions on the proposed revised attributes and competencies for Council members. She flagged the input from Council that was integrated into the proposed revised draft. Council was informed that consultation with the Citizen Advisory Group, a public advisory group, affirmed that the revised profile is inclusive and would not create barriers or exclude people of any culture.

N. Thick shared the proposed revised competencies and attributes and highlighted the simplified language and more focused list of competencies.

### **Motion 8**

Moved by J. Ding, seconded by D. Scott,

That Council approve the proposed revised CNO Council Attributes and Competencies Profile as shown in Attachment 1 to the decision note.

CARRIED

### **Competency-Based Council Elections**

Council had received a description and visual of the proposed process to integrate the attributes and competencies into the Council election. N. Thick reported on the Nominating Committee's discussion about how to integrate the revised attributes and competencies into the competency-based elections process. The three phases of the election process were highlighted

N. Thick highlighted how the following are included in the proposed election process:

- confirmation that candidates will follow the Council and Committee Code of Conduct and do not hold a prohibited position
- candidate self-assessment against the approved attributes and competencies
- candidate responses to questions to demonstrate meeting the attributes/competencies and
- candidate's ability to voluntarily share their diversity.

N. Thick noted that Nominating Committee believes that the recommended approach is aligned with Council's direction that this process be inclusive and self-reflective. She noted that later in the meeting, Council will be asked to approve By-Laws to implement the new process.

### **Action:**

Implement competency-based Council elections beginning with the 2025 Council election.

### **Nominating Committee Chair**

N. Thick informed Council that each year, at its last meeting, the Nominating Committee reflects on the past year and identifies opportunities for improvement. She noted that the process includes a review of the committee's Terms of Reference.

The Nominating Committee has identified that the current structure in its Terms of Reference lacks flexibility, and the current requirement that the immediate past-president of Council chair the Nominating Committee is not aligned with best practice. It was noted that, other than the immediate Past-President of Council, members of the Nominating Committee are recommended to Council by the Nominating Committee, based on meeting [attributes and competencies for the members of the Nominating Committee](#).

In December, Council will receive draft revised Terms of Reference for the Nominating Committee to implement the proposed structure and approach to selecting the chair. N. Thick left the meeting.

### **Council and Committee Code of Conduct: Process to Address Complaints of Breach of the Code**

J. Maciura, legal counsel, A. Tong, Strategy Consultant and A. Vrachidis, Manager, Governance & External Relations joined the meeting.

P. Sullivan noted that Council had approved its [Council and Committee Code of Conduct](#) (the Code) in December. The Code focused on the expectations for Council and committee member behaviour. In March, Council identified principles to support a new process for addressing complaints that a Council or committee member had breached the Code.

Council received a briefing note with a proposed process for addressing complaints about breaches of the Code. A. Tong reviewed the proposed process and its alignment with the principles identified by Council in March.

In discussion, the importance of resolving matters at each level of the process was flagged. It was also suggested that the process include a mechanism for receipt of complaints from individuals who are not members of Council or committees (e.g. member of the public).

## Motion 9

Moved by J. Hess, seconded by C. Gilchrist,

That Council approve the proposed process for addressing complaints under By-Law No. 3: Council and Committee Code of Conduct (the “Code”).

CARRIED

### Action:

Prepare amendments to Article 16 of the Council and Committee Code of Conduct to implement the approved process to address complaints about breaches of the Code.

## Amendments to By-Law No. 1: General re: Competence-based Council Elections and the Council and Committee Code of Conduct

Council had received draft revisions to By-Law No. 1: General to align the Council election and statutory committee appointment process in by-law with previous Council decisions regarding Council elections and the Council and Committee Code of Conduct (Code) in by-law.

A. Tong highlighted the proposed by-law amendments.

P. Sullivan noted that Council had received the required notice of the by-law amendments and that a 2/3 majority is required to approve by-law amendments.

## Motion 10

Moved by M. Sheculski, seconded by M. Krauter,

That Council approve amendments to Part 2: Elections and Appointments: Council and Committee Members of By-Law No. 1 General as they appear in column 1 of attachment 1 to the decision note.

CARRIED

J. Maciura, I. Tirana and A. Tong left the meeting.

### Action:

Implement competency-based Council elections for the 2025 election.

## **Council Purpose and Roles**

P. Sullivan reminded Council that one of the governance priorities approved for 2024 was articulating the Council purpose, and updating roles – for Council, Council members and the President. She noted that Council had received a discussion note identifying proposed foundational principles for that work.

A. Vrachidis noted the integration of the Council purpose with updated Council and Council member roles will support further governance enhancements. It was suggested that the updating of Executive Committee Terms of Reference, planned for 2024, align with this work.

Through discussion, Council confirmed the importance of this work. It was flagged that it will be important to reflect the expectations for a health profession regulatory board, while reflecting best practices and thought leadership in relation to governance. A. Vrachidis noted that there will be a development session in September on Council purpose and roles. A. Vrachidis left the meeting.

## **Finance Committee Report**

Council had received the report of the Finance Committee meeting of May 16, 2024. R. Lastimoso Jr. chaired the meeting and highlighted the report.

### **Audited Financial Statements**

Council had received the draft audited financial statements for the year ended December 31, 2023.

B. MacKenzie from Hilborn LLP joined Council. He informed Council that the auditors joined the Finance Committee twice, in February to discuss plans for the audit and in May to review the results of the audit. The Finance Committee met in private with the auditors at both meetings.

B. MacKenize highlighted the audited statements.

## **Motion 11**

Moved by R. Lastimoso Jr., seconded by C. Gilchrist,

That Council approve the Audited Financial Statements for the year ending December 31, 2023.

CARRIED

### **Unaudited Financial Statements**

Council had received the unaudited financial statements for the three-months ended March 31, 2024. R. Lastimososa reported that the surplus for the period was \$2.81M, which is \$1.55M more than the budgeted surplus of \$1.27M.

### **Motion 12**

Moved by R. Lastimososa Jr., seconded by D. Thompson,

That Council approve the Financial Statements for the three months ended March 31, 2024.

CARRIED

### **Terms of Reference**

R. Lastimososa Jr. noted that the Finance Committee reviews its Terms of Reference and those of the Sub-Committee on Compensation biennially in February. The Terms of Reference of the Sub-Committee had been revised by Council in December, to allow for membership changes to support succession planning, and no further changes are recommended.

Council was informed that the Finance Committee is proposing amendments to its Terms of Reference to broaden its oversight accountabilities to include CNO's enterprise risk management program. Included in the proposed amendments is a change in the committee's name to Finance & Risk Committee.

### **Motion 13**

Moved by R. Lastimososa Jr., seconded by M. Sheculski,

That the Terms of Reference of the Finance & Risk Committee, as they appear as attachment 4 to the Finance Committee Report, be approved.

CARRIED

### **By-Law Amendments**

Council received proposed by-law amendments that are required because of its approval of the Finance & Risk Committee Terms of Reference.

P. Sullivan noted that Council had received the required notice of the proposed by-law amendments. Council was reminded that a 2/3 majority is required to amend by-laws.

## **Motion 14**

Moved by R. Lastimoso Jr., seconded by E. Mutia,

That Council approve the amendments to By-Law No. 1: General related to the Finance & Risk Committee as they appear in the Report of the Finance Committee.

CARRIED

## **Appointments of the Auditors for 2024**

R. Lastimoso noted that the Finance Committee works closely with the auditors, believes that they are independent of CNO and communicate clearly. The Finance Committee is recommending reappointment of Hilborn LLP as CNO's auditors.

## **Motion 15**

Moved by R. Lastimoso Jr., seconded by J. Ko,

That Hilborn LLP be appointed as CNO's auditors for 2024.

CARRIED

## **CEO Closing Remarks**

S. Crawford expressed appreciation to Council for its engagement. She noted that Council made important regulatory decisions and decisions that move forward Council's work on governance. She noted that some of the decisions made at this meeting will inform work that will come forward to Council in the future, including the framework for NP regulation, and governance work related to the Council and Committee Code of Conduct, the Council purpose and roles and the Executive Committee's Terms of Reference.

She noted that Council's commitment to diversity, equity and inclusion (DEI) is reflected in its Council and Committee Code of Conduct and at this meeting the Council attributes and competencies and election process were revised with a strong DEI lens.

S. Crawford noted that, as part of the organizational transformation, CNO will continue its work to enhance supports to governance both in relation to briefing materials and to the support provided to Council in its governance role.

### **President's Closing Remarks**

P. Sullivan noted that Council members will receive two important communications from CNO over the summer:

- the annual Council and Committee Code of Conduct (Code) Compliance Form. Completion of the form is an accountability under the Code and
- the cultural fluency assessment that Hamlin Grange highlighted in the professional development session.

### **Next Meeting**

P. Sullivan noted that the next meeting will be September 24, 2024 (afternoon), September 25, 2024 and September 26, 2024 (morning). She informed Council that the meeting will be a hybrid and encouraged all members to attend in person, if possible.

### **Conclusion**

At 3:25 p.m., on completion of the agenda and with consent, the meeting concluded.