

AGENDA

Board of Trustees Open Meeting

October 01, 2026 18:00 - 21:00

<https://us02web.zoom.us/j/84726061418?pwd=99uLXi327FKaZqPsVWJbhWEOQVFmhd.1>

Chair: Wilkie, Kathy **Secretary:** Spindler, Julie

Confirmed: Lise Betteridge, Joanne Hohenadel, Naeem Mir, Michelle Karker, Ted Sehl, Kimberley Wilson

Requested: Justine Garner, David Kennedy, Kathy Wilkie, Martin Ruaux, Tanya Watton, Thomas Hunter, Katherine Hauser, Karen Fryday-Field

Tentative: Lisa Woolley

Regrets: Al Van Leeuwen

				Pages
18:00	1	WELCOME AND CALL TO ORDER	Wilkie, Kathy	
18:00	1.1	Disclosure of Pecuniary Interest and General Nature Thereof (open items)		
	1.2	Approval of the Agenda	Motion	
	1.3	CEO's Statement of Compliance and Territorial Acknowledgment	Karker, Michelle	
	2	BOARD GOVERNANCE AND POLICY DEVELOPMENT	Fryday-Field, Karen	
	2.1	New Governance Policies - Approval		
	2.1.1	Proposed Refreshed Board Policy Manual Table of Contents	Motion	
		• Att 1 Meridian Edge BR_Brd_Plcy_Mnl_ToC		3 - 8
		• Att 1b Meridian Edge Board_Manual_Table_of_Contents		9 - 11
	2.1.2	Board of Trustees Role Description - Governance Process Policy (GP #IV-05) and Individual Board Trustee Role Description - Governance Process Policy (GP #IV-06)	Motion	
		• Att 2 Meridian Edge BR_Board_Role_Descriptions		12 - 42
	2.1.3	Accountability of the CEO - Board-CEO Relationship Policy (BCR #III-07)	Motion	
		• Att 3 Meridian Edge BR_Accntblty_CEO		43 - 45
	2.1.4	Delegation to the CEO - Board-CEO Relationship Policy (BCR #III-05)	Motion	
		• Att 4 Meridian Edge BR_Delegation_to_CEO		46 - 65
	3	CONSENT AGENDA - OPEN	Motion	
	3.1	Approval of the Previous Minutes - September 10, 2026	Wilkie, Kathy	
		• Att 5 Open Meeting Minutes.September 10, 2026 d r a f t		66 - 69

- | | | |
|-----|--|---------------|
| 3.2 | Corporate Affairs Committee Highlights
September 23, 2026 | Sehl, Ted |
| 3.3 | Governance and Nominating Committee
Highlights September 21, 2026 | Wilkie, Kathy |

4 NEW BUSINESS - OPEN MEETING

- | | | | |
|-----|---------------------------|--------|---------------------|
| 4.1 | CEO's Report October 2026 | Motion | Karker,
Michelle |
|-----|---------------------------|--------|---------------------|

• **Att 6 01-10-2026 CEO Report October 2026 OPEN FINAL** **70 - 72**

5 CORRESPONDENCE FOR INFORMATION Motion

- | | |
|-----|--|
| 5.1 | GW OHT Integrated Care Council Meeting Key
Messages June 2026 |
|-----|--|

• **Att 7 GW-OHT-ICC-Meeting-Key-Messages-June-10-2026** **73 - 74**

6 UPCOMING MEETINGS Information

- | | |
|-----|--|
| 6.1 | Board of Trustees November 5th, Corporate
Affairs October 27th, Governance and Nominating
October 28th |
|-----|--|

7 ADJOURNMENT - OPEN MEETING AND AUTHORITY TO MOVE INTO CLOSED MEETING Motion

8 MOTION(S) FROM CLOSED MEETING Motion

9 CHAIR'S ANNOUNCEMENTS & ADJOURNMENT Declaration as Required Wilkie, Kathy

10 BOARD MEMBERS ONLY CLOSED MEETING

- | | | |
|------|--|---------------|
| 10.1 | Preliminary Results of the CEO Evaluation Survey | Wilkie, Kathy |
|------|--|---------------|



BRIEFING REPORT TO THE ELLIOTT COMMUNITY BOARD OF TRUSTEES

REPORT TOPIC	Proposed Refreshed Board Policy Manual Table of Contents
REPORT DATE	September 22, 2026
REPORT FROM	Karen Fryday-Field, BScPT, MCPA, MBA, GSP Senior Consultant Meridian Edge Leadership & Governance Consulting

REPORT PURPOSE:

☒ Board Policy Development, Review, and Approval	☐ Monitoring Report
☐ Critical Outcomes (Ends) Policy	☐ Critical Outcomes (Ends)
☐ Executive Boundaries Policy	☐ Executive Boundaries
☐ Board-CEO Relationship Policy	☐ Careholdership Linkage Report
☐ Governance Process Policy	☐ Incidental Report
☐ Board Implementation of Policy	☐ CEO
☐ Board-CEO Relationship Policy	☐ Board Chair
☐ Governance Process Policy	☒ Board Information

PURPOSE OF THE BRIEFING REPORT

The purpose of this Briefing Report is to present the proposed structure and Table of Contents for the refreshed Board Policy Manual and to seek the Board's agreement to use it as the framework for the ongoing development, approval, and review of its governance policies.

BACKGROUND

The Board of Trustees recently refreshed its governance philosophy and approach and, in doing so, approved the adoption and implementation of a policy-driven governance system for the organization. Under this approach, the Board governs primarily through clearly articulated policies. Collectively, these policies define:

- the Critical Outcomes the organization exists to achieve;
- the values and risk boundaries within which the CEO may operate;
- the manner in which authority is delegated to, and accountability is maintained with the CEO; and
- the principles and practices governing the Board's own structure, conduct, processes, and performance.

To support this approach, the existing Board Policy Manual will need to be reorganized and progressively enhanced. The refreshed manual will be structured around four primary categories of Board policy:

1. Critical Outcomes Policies
2. Executive Boundaries Policies
3. Board-CEO Relationship Policies
4. Governance Process Policies



The manual will also include supporting reference sections and information that assist readers in understanding, navigating and applying the Board's governance framework.

Proposed Refreshed Board Policy Manual Table of Contents

Figure 1 presents the proposed refreshed Board Policy Manual Table of Contents. It identifies both the four major policy categories and the specific policy topics recommended within each category.

The proposed topics are intended to establish a comprehensive and coherent policy framework consistent with sound practice in policy-driven governance. When fully developed, the policy manual will provide the Board, CEO, and organization with greater clarity regarding governance roles, decision-making authority, accountability, and organizational direction.

The proposed Table of Contents is more than an index of policies. It is also designed to serve as a governance-development roadmap and policy-management tool. For each policy, it identifies or will identify:

- the anticipated date of its first presentation to the Board;
- the date on which the policy is initially approved;
- the Board-approved frequency of policy review; and
- the next scheduled review date.

This information will enable the Board to develop its policy framework in a deliberate and appropriately sequenced manner. It will also support an orderly cycle of policy review, helping to ensure that the manual remains current, relevant and aligned with the organization's evolving circumstances.

The proposed Table of Contents was initially introduced to the Board in spring 2026. Following this second review and any refinements directed by the Board, it is proposed that the table of contents become the working framework for determining which policies will be developed, refreshed or considered by the Board and when. The sequencing of this work will also be informed by the Board's approved governance-development work plan.

Transition from the Legacy Policy Framework

The next stage will include a systematic review of the Board's legacy policies. The purpose of this review will be to determine whether each existing policy should:

- be incorporated into one of the four new policy categories;
- be revised or consolidated with another Board policy;
- be reassigned as an operational policy under the authority of the CEO;
- be retained as supporting governance information; or
- be retired because it is outdated, duplicative or no longer required.

This review will help preserve relevant institutional knowledge while ensuring that the refreshed manual contains policies that are genuinely governance-level in nature. It will also reduce unnecessary duplication and clarify the distinction between matters reserved for the Board and those delegated to the CEO.



As individual policies are developed and approved, they will be progressively added to the refreshed Board Policy Manual. This staged approach will allow the Board to build a coherent and integrated governance framework while continuing to meet its existing responsibilities throughout the transition.

Matters for Board Consideration

The Board of Trustees is invited to:

1. Review and provide feedback on the proposed refreshed Board Policy Manual Table of Contents presented in Figure 1.
2. Agree that the finalized table of contents will serve as the working framework and development roadmap for the refreshed Board Policy Manual.
3. Direct that the legacy Board policies be reviewed and appropriately incorporated, reassigned, consolidated or retired in collaboration with Governance and Nominating Committee and the Board of Trustees.
4. Confirm that the timing and sequencing of policy development will generally be aligned with the Board's governance-development work plan.

RECOMMENDED MOTIONS

Be it resolved that The Elliott Community Board of Trustees move to approve the following with regard to the Board Policy Manual and its Table of Content:

- 1) That the Board agrees that the refreshed Board Policy Manual Table of Contents as outlined in Figure 1 will serve as the working framework and developmental roadmap for the refreshed Board of Trustees Policy Manual.
- 2) That the Board agrees to rescind legacy policies which have been approved and relevant parts have been incorporated, reassigned, or consolidated into other policies or have been deemed no longer relevant. The rescinding will be done by direct motion of the Board.
- 3) That the Board understands and agrees that the timing and sequencing of policy development will generally be aligned with the Board governance development plan, and the Board and staff capacity to consider the many components of governance development.



FIGURE 1
BOARD POLICY MANUAL TABLE OF CONTENTS
Proposed Draft V4: Sep 21, 2026

CATEGORY CO: CRITICAL OUTCOMES		POLICY INTRODUCED TO BOARD	DATE BOARD APPROVED	POLICY REVIEW FREQUENCY	NEXT DEEP POLICY REVIEW	CARF Review (Where Required)
CO-1	Critical Outcomes Policy	Feb 2026	Sep 10, 2026			Sep 10, 2029

CATEGORY EB: EXECUTIVE BOUNDARIES		POLICY INTRODUCED TO BOARD	DATE BOARD APPROVED	POLICY REVIEW FREQUENCY	NEXT DEEP POLICY REVIEW	CARF Review (Where Required)
EB #II-01	Overall Values and Risk Boundaries	Sep 2026 CAC Nov 2026 Brd		Every 4 Years		
EB #II-10	Financial Planning and Budgeting	Sep 2026 CAC Nov 2026 Brd		Every 2 Years		
EB #II-11	Financial Condition & Health	Nov 2026		Every 2 Years		
EB #II-12	Reserves	Nov 2026				
EB #II-13	Investments					
EB #II-15	Asset Protection					
EB #II-16	Vendor Relations					
EB #II-18	Resource Development and Fundraising	Nov 2026				
EB #II-20	Signing Authority/Authorization of Expenditures					
EB #II-25	Employee Relations					
EB #II-35	Employee Conduct and Transparency					
EB #II-40	Resident & Family Relationships					
EB #II-41	Volunteer Relations					
EB #II-45	Communication, Reporting, and Support to the Board	Nov 2026				
EB #II-50	Corporate Identity, Communications, and Public Image					
EB #II-60	Intellectual Property					
EB #II-65	Cyber and Information Security					
EB #II-65.1	Use of Artificial Intelligence					
EB #II-80	Executive Succession					
EB #II-85	Government Relations					



FIGURE 1
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Proposed Draft V4: Sep 21, 2026

CATEGORY BCR: BOARD-CEO RELATIONSHIP		POLICY INTRODUCED TO BOARD	DATE BOARD APPROVED	POLICY REVIEW FREQUENCY	NEXT DEEP POLICY REVIEW	CARF Review (Where Required)
BCR #III-01	Global Board-CEO Relationship					
BCR #III-05	Board Delegation to the CEO	Sep 2026 CAC Oct 2026 Brd		Every 4 Years		
BCR #III-07	Accountability of the CEO	Sep 2026 CAC Oct 2026 Brd		Every 3 Years		
BCR #III-10	CEO Job Products and Position Description					
BCR #III-20	Board Monitoring CEO and Organizational Performance					
BCR #III-25	Annual Summative CEO Performance Evaluation					
BCR #III-30	CEO Compensation Framework (Program and Principles)					
BCR #III-35	CEO Recruitment and Succession					

CATEGORY GP: GOVERNANCE PROCESS		POLICY INTRODUCED TO BOARD	DATE BOARD APPROVED	POLICY REVIEW FREQUENCY	NEXT DEEP POLICY REVIEW	CARF Review (Where Required)
GP #IV-01	Governance Philosophy and Approach	June 2026	Sep 10, 2026	Every 4 Years	Sep 2030	
GP #IV-02	Board Equity, Diversity, Inclusion, and Social Justice Principles and Values					
GP #IV-03	Annual Board Goals					
GP #IV-04	Board Code of Conduct, Confidentiality, and Conflict of Interest	Nov 2026				
GP #IV-05	Board of Trustees Role Description	June 2026 Brd Sep 2026 G&N	Ready for Oct 1, 2026	Every 4 Years		
GP #IV-06	Individual Board Trustee Role Description	June 2026 Brd Sep 2026 G&N	Ready for Oct 1, 2026	Every 4 Years		
GP #IV-07	Role of Board Officers					
GP #IV-08	Board Committee and Task Force Principles					
GP #IV-08.1	Governance and Nominating Committee Terms of Reference					
GP #IV-08.2	Corporate Affairs Committee Terms of Reference					
GP #IV-08.3	Nominations Committee Terms of Reference					
GP #IV-12	Board Decision Making					

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GP #IV-15	Board Planning Cycle and the Integrated Board Strategic Agenda/Work Plan					
GP #IV-17	Board Policy Development, Refresh, Amendment, and Renewal					
GP #IV-20	Board Meeting Process, Agenda, and Minutes Including Closed Meetings					
GP #IV-30	Board Recruitment/Nomination and Retention					
GP #IV-31	Board Orientation and Continuing Education					
GP #IV-32	Board Mentoring					
GP #IV-35	Board Effectiveness Evaluation (including Board Monitoring the Board)					
GP #IV-40	Board Information System					
GP #IV-45	Board Careholdership Linkage/Engagement					

CATEGORY: CORPORATE DOCUMENTS	IMPLEMENTATION DATE	LAST APPROVAL
Articles of Incorporation	July 4, 1963	NA
Elliott Act, 2002	December 13, 2002	NA
The Elliott General By-law	June 27, 1995	May 8, 2025
Code of Conduct for City Council and Local Boards	February 25, 2013	May 27, 2025
Delegation By-law Long-Term Care (2021)-20591	March 29, 2021	
Delegation By-law Long-Term Care (2023)-20769 Amendment	January 24, 2023	
LTC Services Agreement	November 27, 2014	February 2015
Procedural By-law (2025)-21067		March 25, 2025

CATEGORY: BOARD SUPPORTING MATERIALS AND TOOLS	IMPLEMENTATION DATE	LAST APPROVAL
Board Member Orientation Checklist	September 2016	November 2025
Committee Member Orientation Checklist	November 2023	November 2023
Confidentiality Agreement	December 2014	January 2025
Self-Declaration – Vulnerable Sector	December 2014	April 2026



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Self-Declaration – Vulnerable Sector	December 2014	April 2026



BRIEFING REPORT TO THE ELLIOTT COMMUNITY BOARD OF TRUSTEES

REPORT TOPIC	Proposed Board of Trustees Role Descriptions Policies
REPORT DATE	September 22, 2026
REPORT FROM	Governance and Nominating Committee Supported by Karen Fryday-Field, BScPT, MCPA, MBA, GSP Senior Consultant Meridian Edge Leadership & Governance Consulting

REPORT PURPOSE:

☒ Board Policy Development, Review, and Approval	☐ Monitoring Report
☐ Critical Outcomes (Ends) Policy	☐ Critical Outcomes (Ends)
☐ Executive Boundaries Policy	☐ Executive Boundaries
☐ Board-CEO Relationship Policy	☐ Careholdership Linkage Report
☒ Governance Process Policy	☐ Incidental Report
☐ Board Implementation of Policy	☐ CEO
☐ Board-CEO Relationship Policy	☐ Board Chair
☐ Governance Process Policy	☐ Board Information

BACKGROUND

Based on the Board's review of its governance philosophy, approach, and system, and its September 10, 2026 approval of its Governance Philosophy and Approach Policy, the policies regarding the role of the Board as a collective decision-making governing body, and the role and expectations of individual Trustees need to be updated to reflect the refreshed mandate and responsibilities.

Given this, two new clear Governance Process policies were reviewed with the Governance and Nominating Committee for their consideration prior to them recommending these clarified policies to the Board. These include:

1. Board of Trustees Role Description Policy (Appendix 1) – this policy outlines the mandate, scope, and accountability of the Board as a collective, governing, and decision-making body.
2. Individual Trustee Role Description Policy (Appendix 2) – this policy outlines the scope, duties, and accountability of individual Board Trustees.



These policies represent proposed additions to The Elliott Board of Trustees' policy framework. They have been developed based on the principles outlined in the document *Summary of Key Principles of Policy-Driven Governance (June 2026)* (See Appendix 1), and the new Governance Philosophy and Approach Policy (GP #IV-01).

The proposed policies are intended to provide greater clarity regarding the responsibilities of the Board as a governing body and the expectations of individual trustees. Together, they reflect key principles associated with a policy-driven governance approach, including role clarity, accountability, delegation, and a focus on organizational impact.

These policies would replace two existing Board policies that address similar subject matter at a more general level, including:

1. Board Governance Policy 1-2014 (Appendix 2a)
2. Performance Expectations Policy 1-2020 (Appendix 3a).

Relevant elements from these existing policies have been incorporated in the proposed Board of Trustees Role Description (GP #IV-05) and Individual Board Trustee Role Description (GP #IV-06) policies. Other provisions currently contained within the existing policies will be addressed through a series of more focused governance policies that will be developed over time, including policies related to meeting preparation and participation, Board education and development, Board ambassadorship, delegation to the CEO, and standards of conduct, confidentiality, and conflict of interest.

Trustees are encouraged to review the proposed policies in advance of the Governance and Nominating Committee meeting. The discussion will focus on whether the proposed role descriptions adequately define the responsibilities of both the Board and individual Trustees, and whether they align with the governance principles and future governance aspirations, now set in Board policy of The Elliott Community Board of Trustees.

Following the review and discussion of these two new policies, the Governance and Nominating Committee is recommending the following motions be presented to the Board at its October 1, 2026, meeting for discussion and approval.

RECOMMENDED MOTIONS:

1. Be it resolved that The Elliott Community Board of Trustees moves to approve the draft Board of Trustees Role Description Policy (GP #IV-05) as a Governance Process Policy.
2. Be it resolved that The Elliott Community Board of Trustees moves to approve the draft Individual Board Trustee Role Description Policy (GP #IV-06) as a Governance Process Policy.

Upon the approval of the two new role description policies, there are two existing Board policies for which some of the content should be rescinded in order to ensure that the Board policy set is coherent and integrated and that it does not have overlapping or contradictory legacy policies in place. Key elements of existing policies have been moved to the proposed new policies and the remaining relevant sections of existing policies, as described above, will be included in additional refreshed policies in the near term.

RECOMMENDED MOTIONS:

3. Be it resolved that The Elliott Community Board of Trustees moves to rescind the Board Governance Policy (1-2014) (as struck by black lines), [recognizing that remaining components of this policy not referred to in the new policies be considered for inclusion in additional refreshed policies in the near term].
4. Be it resolved that The Elliott Community Board of Trustees moves to rescind the relevant parts of the Performance Expectations Policy (1-2020) [recognizing that remaining components not referred to in the new policies, approved today, will be considered for inclusion in additional refreshed policies in the near term].

Related to the legacy policy, Board Governance (1-2014) under the section Vice Chair (Page 25) there is a reference to the Vice Chair serving as Chair of the Risk Management and Quality Committee. That Committee no longer exists and given this, the proposed motion below will rescind the historical reference to that Committee.

RECOMMENDED MOTIONS:

5. Be it resolved that The Elliott Community Board of Trustees moves to rescind the sentence "Serves as Chair of the Risk Management and Quality Committee" which is under the section on Vice Chair in the legacy Board Governance Policy (1-2014) – see Appendix 3.

FIGURE 1 – DRAFT FOR BOARD DISCUSSION

POLICY TITLE: BOARD OF TRUSTEES ROLE DESCRIPTION

POLICY SECTION:	GOVERNANCE PROCESS
POLICY NO:	GP #IV-05
BOARD POLICY REVIEW FREQUENCY:	EVERY FOUR YEARS
DATE APPROVED BY BOARD OF TRUSTEES:	DRAFT READY FOR JUNE 2026 AND OCTOBER 1, 2026
DATE REVIEWED/REVISED:	
BOARD CHAIR'S SIGNATURE:	

BACKGROUND

The Board of Trustees exists to ensure the strategic direction, accountability, and connection with the careholdership of The Elliott Community.

POLICY PURPOSE

This policy has been created, by the Board of Trustees, in alignment with its Governance Philosophy and Approach Policy (GP #IV-01), to clearly articulate the role, responsibilities, deliverables, and accountabilities of the Board as a whole, in its governing decision-making role.

MANDATE

The purpose of the Board is to ensure the accountability of The Elliott Community by seeing that it achieves its strategic Critical Outcomes for the people, communities, and organizations we serve and engage with, at an appropriate investment. Further, the Board is accountable for fiduciary oversight and ensuring that The Elliott Community does not use unethical, inequitable, or imprudent means for achieving these Critical Outcomes.

The Board of Trustees exercises its governance responsibilities aligned with the “Legal and Governance Framework” outlined in the Governance Philosophy and Approach Policy (GP #IV-01). The City of Guelph has delegated its authority for the management and operation of The Elliott Community Long-Term Care Home to the Board of Trustees of The Elliott Community.

The Board of Trustees is responsible for governing all areas of the organization and the organization as a whole. The Board delegates strategic operations and operational authority to the CEO.

FIGURE 1 – DRAFT FOR BOARD DISCUSSION

The Board of Trustees' mandate is to govern the organization by inspiring, developing, and overseeing the key areas of governance outlined below:

1. Developing Well-Informed Policy Direction Regarding:
 - a. The Elliott Community Critical Outcomes (Impact): Organizational results, impacts, benefits, outcomes, recipients, and their relative priority and value.
 - b. Executive Limitations and Risk Boundaries: Boundaries of executive authority which establish the prudence, ethics, and equity expectations of the Board within which all executive decisions and actions must take place.
 - c. Governance Process: A description of the Board's philosophy/approach/principles for governance and the Board's agreed-upon governance processes.
 - d. Board-CEO Relationship: A description of how the Board delegates to the CEO, supports the CEO, and monitors critical outcomes results, as well as prudence, equity, and ethics achievement/compliance results.
2. Ensuring Effective CEO/Organization Leadership and Performance:
 - The Board is responsible for ensuring effective executive leadership and that the CEO/organization is fulfilling its purpose and achieving its Critical Outcomes Policy through engaging, evaluating/monitoring, and supporting the CEO/organization.
3. Staying Connected Beyond the Organization
 - Engaging with the careholdership, such as residents, donors, the broader community, and community partners related to seeking input to inform Board decisions/policies and serving as the link between the careholdership and the operational organization and CEO.

SPECIFIC RESPONSIBILITIES

The Board's specific duties are more fully described below.

1. Developing and Keeping Policy Direction Current

Critical Outcomes Policy Direction

- Scanning the environment to develop an understanding of key trends, emerging opportunities and needs, competitive forces, and what is working in other jurisdictions along with the current and future needs related to The Elliott Community's purpose and critical outcomes.
- Developing The Elliott Community's critical outcomes reflecting the values and priorities of the careholders. This may involve both generative thinking and strategic direction setting.
- Defining which needs are to be met, for whom, and at what investment/value/expected impact.

FIGURE 1 – DRAFT FOR BOARD DISCUSSION

Executive Boundaries Policy Direction

The Board will govern with the ethics, prudence, and equity of organizational operations by setting policies in the form of Executive Boundaries which outline the Board values and risk boundaries within which the CEO can make all strategic and operational decisions.

- Defining expectations of executive authority will establish the prudence, ethics, equity, and risk boundaries within which all executive activity and decisions take place.
- Defining the executive boundaries related to resource management in order to ensure effective outcomes and protect the assets of the organization.

Governance Process Policy Direction

- Determining its philosophy, principles, authority, responsibility, and accountability and the specifics of the Board's role.
- Specifying how the Board conceives, carries out, and monitors its own governance work.
- Establishing the structures and processes of the Board for effective functioning and decision-making.
- Establishing policy to recruit, train, and develop effective new and ongoing Trustees.
- Evaluating its own performance to enhance Board effectiveness (see Board Effectiveness Evaluation [including the Board Monitoring the Board] Policy GP #IV-35)

Board-CEO Relationship Policy Direction

- Stating the manner in which the Board delegates authority and holds the CEO accountable.
- Defining the CEO's role, authority, and accountability.
- Selecting the CEO and establishing the conditions of the CEO's employment agreement and ongoing compensation.
- Monitoring and ensuring effective performance of the CEO.
- Supporting the CEO and CEO's role in leading the organization.
- Recruiting and dismissing (as needed) the CEO.

FIGURE 1 – DRAFT FOR BOARD DISCUSSION

2. Ensuring Effective CEO/Organization Leadership and Performance

The Board is responsible for ensuring the CEO/organization is fulfilling its purpose and achieving its Critical Outcomes Policy with responsible management of resources, by:

- Recruiting and hiring a qualified, effective, and values-aligned CEO.
- Monitoring the outcomes of the organization against the Board’s stated desired Critical Outcomes.
- Ensuring achievement and compliance with the Executive Boundaries Policies related to operational risks, ethics, prudence, and equity.
- Ensuring compliance with applicable laws, regulations, statutes, by-laws, and contracts.

The Board of Trustees is also responsible for ensuring that there are mechanisms in place to provide input, dialogue, and support to the CEO by:

- Monitoring the CEO’s/organization’s results through the Board Monitoring CEO and Organizational Performance Policy (BCR #III-20), and
- Being available to the CEO to support and discuss key issues upon the request of the CEO.

3. Staying Connected Outside the Organization

The Board is responsible for ensuring that the organization is effectively integrated with its communities through effective linkage/engagement with our careholders and organizations with which we collaborate by:

- Communicating and engaging regularly with the careholders regarding Critical Outcomes and values.
- Establishing and maintaining clearly defined relationships with the organizations with whom we work and ensuring the organizations/partners with whom we work are inclusive and representative of the broader community and issues they face.
- Establishing policy to obtain and review feedback from the careholdership on future needs and trends and on the Critical Outcomes being achieved by the organization.

Board of Trustees Membership

Board membership is determined by appointment as recommended by the Governance and Nominating Committee to the City of Guelph Council.

FIGURE 2 – DRAFT FOR BOARD DISCUSSION

POLICY TITLE: INDIVIDUAL BOARD TRUSTEE ROLE DESCRIPTION

POLICY SECTION:	GOVERNANCE PROCESS
POLICY NO:	GP #IV-06
BOARD POLICY REVIEW FREQUENCY:	EVERY FOUR YEARS
DATE APPROVED BY BOARD OF TRUSTEES:	DRAFT READY FOR JUNE 2026 AND OCTOBER 1, 2026
DATE REVIEWED/REVISED:	
BOARD CHAIR'S SIGNATURE:	

POLICY PURPOSE

This policy exists to outline the role and expectations that the Board has for the individual Board Trustee, in terms of accountability, authority, and their duties/responsibilities.

POLICY

The primary role of a Trustee of The Elliott Community Board is to contribute to the governance of the strategic direction, outcomes, ethics, prudence, and equity of the organization. Individual Trustees exercise their governance role aligned with the “Legal and Governance Framework” in the Governance Philosophy and Approach Policy (GP #IV-01). The Elliott Community Trustee’s role, as part of the Board as a whole, is strategic leadership and fiduciary oversight of the business affairs of The Elliott Community, rather than direct involvement in the day-to-day management, strategy, and operations of The Elliott Community.

Board Trustees conduct themselves in a manner that is consistent with:

- Their strategic direction and fiduciary responsibilities,
- Group rather than individual authority,
- Ethical, business-like, and lawful conduct including proper use of authority and appropriate leader character and behaviour when serving as Trustees.

To ensure Board Trustees are familiar with these requirements, new Trustees attend an orientation session. In addition, Trustees have a responsibility to review their obligations as outlined in this policy at least once per year.

FIGURE 2 – DRAFT FOR BOARD DISCUSSION

ACCOUNTABILITY

The Board of Trustees is collectively accountable to the careholdership (the residents and the broader community). Collectively, Board Trustees are accountable for The Elliott Community's performance in realizing its purpose, achieving its Critical Outcomes Policy goals, and for the effective stewardship of the organization including ethics, prudence, and equity.

Board Trustee engagement and participation are integral to the Board's leadership success. Therefore, in agreeing to serve on the Board, Trustees will act as stewards on behalf of the careholdership in the best interests of the primary beneficiaries (the residents, their families, and care support group). Further, Trustees are required to uphold and practise the Board Code of Conduct, Confidentiality, and Conflict of Interest (GP #IV-04).

AUTHORITY

The Board holds its accountability and authority to govern only as a group. Individual Trustees have no authority to direct or make requests of the Chief Executive Officer (CEO) or staff, or to speak on behalf of The Elliott Community unless given such authority by the Board under specific circumstances.

DUTY OF CARE

Trustees must demonstrate a duty of care which requires that they exercise the care, diligence, and skill that a reasonably prudent person would exercise in comparable circumstances and in performing the duties of a Trustee. Duty of care requires Trustees to take appropriate steps so that they can make sound, informed decisions.

This duty includes:

- Being diligent - being prepared for and engaged in the work of the Board.
- Being civil – respecting the process and fellow Trustees, paying attention, practicing active listening, and adopting an objective approach to decision-making.
- Being ethical – using The Elliott Community resources appropriately and conducting Board work with honesty and integrity.
- Managing conflict of interest – declaring real or perceived conflicts of interest.
- Maintaining confidentiality – Trustees must respect confidentiality and not disclose or use, for any other purpose, information that they come across in their official capacity as Trustees.

FIGURE 2 – DRAFT FOR BOARD DISCUSSION

DUTY OF LOYALTY

Act honestly and in good faith with a view to represent the best interests of The Elliott Community and the careholdership with loyalty to the organization as a whole. This duty takes priority over any conflicting loyalty, including advocacy, special interest groups, other Board memberships, personal interests, or employment.

DUTY OF KNOWLEDGE

- Trustees will familiarize themselves with and adhere to The Elliott Community By-law and Board policies.
- Trustees will participate in Board orientation sessions at the beginning of their term and throughout the year and on a continuous learning basis.
- Specific skills and expertise of Trustees should be used in the best interest of The Elliott Community.
- Trustees will build an awareness of potential and significant risks to the organization.

DUTY OF OBEDIENCE

- Trustees will ensure compliance with The Elliott Community purpose and Critical Outcomes, legislation and regulatory obligations, bylaws, and governing policies.

SPECIFIC DUTIES OF TRUSTEES

Every member of the Board of Trustees, including the Board's officers, is expected to:

Service Responsibility and Independence

- Act in the best short and long-term interests of The Elliott Community, guided by the organization's purpose, vision, and values.
- Bring experience, a future-focused perspective, openness to learning, and collaboration to Board deliberations.
- Support Board decisions publicly, once they are made, even when holding or expressing differing views during Board discussions.
- Focus on the good of the organization, independent of any personal agendas, self-interest, or the influence of others.

Alignment with Governance Philosophy

- Comply with The Elliott Bylaws, Board Code of Conduct, and all Board policies.
- Participate in Board, Committee, and Task Force meetings in accordance with the Governance Philosophy and Approach Policy (GP #IV-01) and applicable Terms of Reference.

FIGURE 2 – DRAFT FOR BOARD DISCUSSION

Work Commitment

- Be prepared to serve on at least one Board Committee annually and on Task Forces as the Board requires.
- Participate in the hiring, evaluation, and (if required) termination of the CEO.
- Be willing to take on specific assignments aligned with individual skills, such as Committee or Task Force leadership or leading Board discussions.
- Use discussion and generative thinking as core governance practices, contributing individual expertise/insights where appropriate.

Collaboration

- Listen respectfully, explore diverse perspectives, and seek common ground and appropriate compromise.
- Actively contribute ideas, expertise, and informed perspectives to support sound, purpose-driven decisions.
- Work positively, collaboratively, and respectfully to achieve the Board's goals and responsibilities.
- Be respectful and appreciative of the expertise of the CEO and team.

Communication

- Remain attentive to communications from the CEO or designates.
- Respond promptly to requests for feedback, input, or assistance.

Thought-Leadership and Decision-Making

- Develop and oversee policy related to The Elliott Community's long-term critical outcomes, values, CEO authority, and governance processes.
- Use a collaborative, consultative approach, engaging Trustees, Committees, and the CEO before decisions are made.
- Strive for consensus and integrate diverse viewpoints.
- Direct any concerns about an individual Trustee to the Board Chair for resolution.

Ambassadorship

- Represent and support The Elliott Community publicly at events and within the broader community.
- Promote a positive reputation for The Elliott Community.
- Help identify and cultivate relationships in the community to support the organization to achieve its strategic objectives.
- Support the promotion of the organization and give a financial contribution to the best of personal ability.

Social Responsibility

- Consider equity, diversity, inclusion, and justice in Board decisions.
- Maintain respectful, constructive relationships and professional conduct, including on social media.

Professional Development

- Keep informed about the organization, its challenges and opportunities, and its connection to the community through active participation and outreach with the careholdership.
- Participate in professional development opportunities to strengthen governance and advance the Board's effectiveness through learning.

Preparation

- Review materials in advance and come prepared to discuss and vote in the best interests of the organization, its careholdership, and its beneficiaries.
- Seek clarification regarding items in the Board package when needed.
- Participate in approved internal and external continuing education related to governance, Trustee responsibilities, The Elliott Community as an organization, and the sectors within which The Elliott Community operates.

Attendance

- Attend and actively participate in Board and assigned Committee meetings consistently, on time, and prepared.
- Notify the Board Chair and CEO of absences and any circumstances affecting the ability to serve.
- Recognize that repeated absences may be reviewed to support continued effective participation.

Evaluation

- Participate in regular evaluations of Board performance and individual Trustee effectiveness.

Notes:

1. Board Trustees may volunteer as individuals in operational capacities (e.g., actively serving at an operational event). In such situations, they are subject to the direct leadership and supervision of the CEO.
2. Meetings of the Board of Trustees will generally be scheduled for 2 to 4 hours. In certain circumstances additional time may be required based on the business before the Board.

REFERENCE

- GP #IV-01 Governance Philosophy and Approach Policy
- GP #IV-04 Board Code of Conduct, Confidentiality, and Conflict of Interest.



APPENDIX 1

BRIEFING REPORT TO THE ELLIOTT COMMUNITY BOARD OF TRUSTEES

REPORT TOPIC	Summary of Key Principles of Policy-Driven Governance (Policy Governance®)
REPORT DATE	May 31, 2026
REPORT FROM	Karen Fryday-Field, BScPT, MCPA, MBA, GSP Senior Consultant Meridian Edge Leadership & Governance Consulting

BACKGROUND

In order for The Elliott Board of Trustees to further understand and assess the fit of the Policy-Driven Governance System, this Briefing Note has been designed to further explain the proposed Board Policy refreshed framework, the key principles of policy-driven governance, and 10 key practices of high impact Boards which are supported by the Policy Governance principles. This is background information to support the discussion on the future governance approach and philosophy used by The Elliott Board of Trustees.

Policy Governance is a comprehensive and integrated system of governance built upon a set of interdependent principles that work together to enable Boards to govern effectively, strategically, and with a clear focus on organizational impact. Unlike a collection of isolated governance practices, Policy Governance is designed as a coherent framework in which each principle reinforces and supports the others. As the Board considers whether this governance approach aligns with its aspirations, culture, and governance needs, it is important to understand both the individual principles and the way they function collectively to promote accountability, role clarity, ethical conduct, strategic leadership, and meaningful organizational results. The key principles of Policy Governance are outlined below. In addition, the document concludes with a summary of governance principles and practices commonly demonstrated by high-impact boards. While many of these practices are broadly applicable to effective governance, they are particularly well supported and strengthened through a policy-driven approach to governing.

Policy-Driven Governance Principles Overview

Board leadership requires, above all, that the Board provide vision. To do so, the Board must first have an adequate vision and understanding of its own job. That role is best conceived neither as volunteer-helper nor as watchdog but as trustee-owner/steward whose job it is to keep the CEO/organization focused on purpose, critical outcomes, governance of risk, and accountability with a meaningful connection to the broader careholdership.

Policy Driven Governance is a systematic approach to the job of governing that emphasizes values, vision, impact, empowerment of both the Board and CEO, and the strategic ability to lead leaders.



- **Purpose and Strategic Direction**

- Listening to input, and then on behalf of the “careholders”, creating and being clear about a relevant, impactful purpose and high-level critical outcomes/impact.

- **Organization Protection (Governance of Risk)**

- Governance of risk and values, including prudence, ethics, equity, etc.

- **Assurance to Interested Parties (Careholders)**

- Board accountability to the broader careholdership for results within ethical, prudent, and equitable means.

- **Informed Connection with Careholders**

- Understanding the broader careholders values and expectations for impact.



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Through intentional use of these principles, a Board crafts its values and direction into policies in four key buckets or areas outlined below. Board policies are the evidence of intentional Board values, decisions, and direction to the organization. Policies, created and written this way, enable the Board to focus its wisdom/direction into one central, document of key governance direction to the organization.

CRITICAL OUTCOMES – *(The purpose and desired outcomes/results/impacts of the organization for and with which beneficiaries, at what investment/cost/value).*

In these policies, the Board defines which human needs are to be met, for whom, and at what worth/priority. Written with a long-term perspective, these “purpose related/mission-focused” policies embody most of the Board’s part of long-range strategic directions planning and generative thought-leadership on desired outcomes/impacts.

Every Board is accountable to ensure that the organization the Board is governing is achieving the desired impact for a reasonable cost.

OPERATIONAL LIMITATIONS/BOUNDARIES – *(The standards/values and risk/limits of prudence, ethics, and equity for all organizational behaviour).*

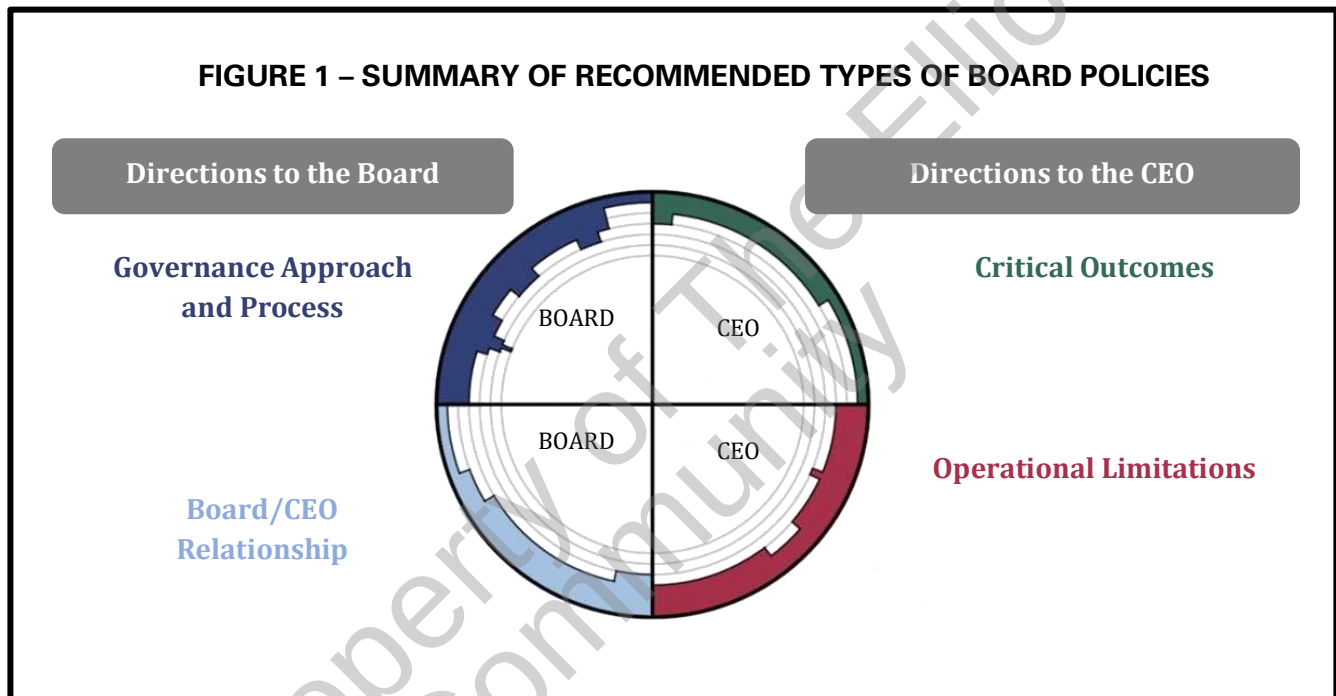
Here the Board establishes the boundaries of acceptability within which the CEO methods, decisions, staffing plan, activities, and programs can be responsibly delegated to the CEO to operate the organization. These policies are one of the primary tools for the Board to govern values and risk through establishing operational boundaries and risk tolerances.

BOARD/CEO RELATIONSHIP – *Delegation of authority and monitoring of policy achievement.*

In these policies, the Board clarifies the manner in which it delegates authority to the CEO as well as how the Board structures its relationship with the CEO. These policies also address how it evaluates CEO performance including achievement of Critical Outcomes and Operational Limitations Policies.

GOVERNANCE PROCESS – *The Board's logical governance philosophy/approach/system, structure, culture, and how the Board carries out its duties.*

In these policies, the Board determines its philosophy, its accountability, and the specifics of its own job.



Using the criteria for Advanced Governance Systems, the policy driven governance principles emerge as a highly effective governance approach. These governing principles are summarized below.

The Key Principles of Policy Driven Governance Summarized

Careholdership:

The Board exists to act as the informed voice or the agent of the careholders, whether they are careholders in a legal ownership or moral sense. All careholders are system partner, but not all system partners are careholders. Only those system partners or interested persons whose position in relation to an organization is equivalent to the position of “shareholders” in a for-profit-corporation are careholders. Careholders can also be defined as those people who, given the opportunity or if they know about you, care about the organization’s purpose and its ability to achieve its Critical Outcomes within its values, prudence, and equity over the long-term or as long as necessary.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 1 – Careholdership Representative/Engagement



The Board owns the organization (as trustee/steward) for some “careholdership” to whom the Board owes primary accountability.

Careholders should be distinguished from customers (or beneficiaries) and from all other stakeholders as the way the organizations connects with them, and their roles are very different.

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Position of the Board:

The Board is accountable to careholdership to ensure the organization successfully achieves the desired strategic impact within legal, equitable, prudent, and ethical values. As such it is not advisory to staff but an active link in the chain of accountability. All authority in the CEO, and the staff organization flows from the Board.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 2 – Position of the Board



With the careholdership above it and operational matters below it, governance forms a distinct link in the chain of accountability. **Its role is leader, not advisor.**

It exists to **exercise that authority and properly empower others** rather than to be management’s consultant, ornament, or adversary. The Board – not the staff – bears the full and direct responsibility for the process and products of governance, just as it bears accountability to any authority and performance expectations delegated to others.

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Board Holism:

The authority of the Board is held and used as a body or as a whole. The Board speaks with one voice in that its direction is expressed by the Board as a whole. Individual Board Members have no authority to make decisions for the Board or to instruct the CEO or staff (unless given that specific authority by the full Board).

Given this, the Board uses a minimum number of Board Committees.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 3 – Board Holism

The authority of the Board is held and used as a body.

The Board speaks with once voice in that its direction is expressed by the Board as a whole.

Individual Board Members have no authority to instruct the CEO or the staff.

Critical Outcomes Policies:

The Board defines in writing its expectations about the intended effects (Critical Outcomes) to be produced, the intended recipients of those effects, and the intended worth (cost-benefit or priority) of the effects/outcomes. All decisions made about purpose, effects, recipients, and worth/return on the investment are Critical Outcomes decisions. All decisions about issues that do not fit the definition of

Critical Outcomes are “means” or “how-to” or strategic/operating decisions. In all forms of governance, it is important to distinguish means from outcomes.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 4 – Critical Outcomes Policies

What needs(s) served, what good/results/impact, for what people, at what cost/investment.

Board Approach and Process Policies:

The Board defines in writing the job philosophy, approach, results, practices, delegation style, and discipline that make up the Board's job. These are Board process decisions and are categorized as "Board Process" Policies. They also include "Board/CEO Relationship" Policies.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 5 – Board (Governance) Approach and Process Policies

The Board must explicitly design its own product, approach, and process.

It is a disciplined job, not a rigid job. The Board's job in 2024 and beyond is so much more than reading a Board package, approving motions, and attending periodic Board meetings.

It is a thinking job – so it is for people who want to engage in thought-leadership.



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Operational Limitations Policies:

The Board defines in writing its expectations about the means of the operational organization. However, rather than prescribing Board chosen means -- which would enable the CEO to escape accountability for achieving Critical Outcomes, these Operational Limitation Policies define limits on operational means, thereby placing boundaries on the authority granted to the CEO in strategy and operations. In effect, the Board describes those means that would be unacceptable even if they were to work. All other means, programs, approaches, strategies, operations are at the CEO's discretion as long as they are reasonable.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 6 – Operational Limitations Policies

The Board delegates the authority needed for the CEO to achieve the Critical Outcomes, other than to identify what is not acceptable in terms of prudence, ethics, and equity in strategy and operations, i.e. the Board's risk tolerances/boundaries.



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Policy Sizes:

The Board decides its policies in each category first at the broadest, most inclusive level. It further defines each policy in descending levels of detail until reaching the level of detail at which the Board is willing to accept any reasonable interpretation of the Board's policy by the CEO.

Critical Outcomes, Operational Limitations, Governance Process, and

Board/CEO Relationship Policies are exhaustive in that they establish control over the entire organization, both Board and staff. They replace, at the Board level, more traditional documents such as detailed strategic plans, detailed line-by-line budgets, and administrative policies which outline how the organization conducts aspects of its business.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 7 – Policy Sizes

The Board's decisions in Critical Outcomes, Governance Process, Board/CEO Relationship, and Operational Limitations are made beginning at the broadest, most inclusive level and, if necessary, continuing into more detailed levels that narrow the interpretative range of higher levels, one articulated level at a time.

These documents – which replace or obviate Board expressions of mission, organizational vision, strategy, operations, and budget – are called Board policies.



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Clarity and Coherence of Delegation:

The identification of a Board delegate (i.e. the CEO) is unambiguous as to authority and responsibility. No subparts of the Board, such as Board Committees or officers, can be given jobs that interfere with, duplicate, or obscure the job given to the CEO.

The Board delegates the responsibility to methodically interpret and implement Board policy to the CEO.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 8 – Clarity and Coherence of Delegation

The Board should define and delegate rather than react and ratify.

A Board needs to define what its CEO is for, not what its CEO does.

The Board has one employee, the CEO.



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Any Reasonable interpretation of Board Policy:

More detailed decisions about Critical Outcomes and operational means are delegated to the CEO.

The CEO is delegated the authority and responsibility to interpret Board Critical Outcomes and Operational Limitations/Boundaries Policies by providing:

- operational definitions/operating outcomes
- measures and targets of how much good will be achieved, and
- rationale.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 9 – Any Reasonable Interpretation

The CEO has two main job products including:

1. organizational achievement as prescribed by the Board's Critical Outcomes Policies... and,
2. assurance that organizational situations, activities, and operations never exceed the boundaries of acceptability as outlined in the Board's Operational Limitations Policies.

In the case of Board means/processes, delegation is to the Chief Governance Officer (CGO), i.e. the Board Chair unless part of the delegation is explicitly directed elsewhere, for example, to a Board Committee. The Board delegatee has the right to use any reasonable interpretation of the applicable Board policies. Normally the Board Chair (CGO) is responsible for interpreting Governance Process and Board/CEO Relationship Policies.

Monitoring:

The Board must monitor organizational performance against previously stated Critical Outcomes Policies and Operational Limitations Policies.

PRINCIPLES OF POLICY DRIVEN GOVERNANCE

Principle 10 – Monitoring

Assurance of Executive (CEO and Organizational) Performance

- Selection and appointment of the CEO.
- Monitoring of CEO achievement of a reasonable interpretation of the Critical Outcomes and achievement with a reasonable interpretation of Operational Limitations (risk boundary) Policies.

Monitoring is for the purpose of discovering if the organization achieved a reasonable interpretation of these Board policies. The Board must therefore evaluate the CEO's interpretation for its reasonableness, and the data demonstrating the accomplishment of the interpretation. The ongoing monitoring of the Board's Critical Outcomes and Operational Limitations Policies and the related trends constitutes the majority of the CEO's annual summative performance evaluation.

Key Governance Principles and Practices For High Impact Boards

Outlined below are key governance principles and practices consistently demonstrated by high-impact Boards of Directors. These principles reflect the essential characteristics of effective governance in today's increasingly complex, dynamic, and accountable environment. They are strongly aligned with, and supported by, the integrated principles of the Policy Governance model outlined above. Rather than representing a collection of independent practices, these elements work together as an interconnected governance system that enables boards to provide clear strategic direction, exercise meaningful oversight, maintain accountability for organizational performance, and govern with foresight, discipline, and integrity. The Policy Governance approach offers a coherent framework through which Boards can intentionally develop and sustain these high-impact governance practices, helping to ensure that organizational purpose, performance, values, and accountability remain forward facing and effectively aligned.

FIGURE 2 KEY GOVERNING PRINCIPLES AND PRACTICES FOR HIGH IMPACT BOARDS	
1	Governing on Behalf of a Larger Group (Ownership/Careholdership) Public and Ownership Accountability
2	Governing Through Policies – Record Board Decisions in Policy Format to Clearly Build and Record Board Direction – The Board's Voice
3 & 4	Build Strategic Foresight and Define Critical Outcomes (Obsess About Intended Effects/Results) - Build understanding of environmental changes, asking challenging questions, looking for opportunities to have impact. - Board serves as a strategic leadership body
5	Protect the Prudence, Ethics, Equity of the Organization Through Identifying & Governing Values and Risk – Operational Boundaries - Creating boundaries for prudence, ethics, justice, and risk. - Enterprise Risk Governance - Fiduciary and Stewardship Responsibilities
6	Delegate the Work of Achieving Critical Outcomes Within Operational Means Boundaries
7	CEO Interpretation of Board Policy Direction
8	Monitoring to Ensure Organizational Accountability Through Evaluating Critical Outcomes/Results and Risk Management Effectiveness Performance Measurement and Accountability

FIGURE 2 KEY GOVERNING PRINCIPLES AND PRACTICES FOR HIGH IMPACT BOARDS	
9	Know the Board Job and Practise Board Discipline, Reflection, Board Evaluation, and Continuous Improvement • Speak as One Voice • Only Govern What You Should and Not All You Can • Clear Distinction Between Governance and Management • Competency-Based Board Recruitment
10	Build Board Leader Character/Effective Board Dynamics • Continuous Governance Improvement

Property of The Elliott Community

APPENDIX 2a Current Legacy Board Governance Policy

Board Governance

Board Policy 1-2014

PURPOSE:

To clearly set out the Board of Trustees' roles and responsibilities.

PROCEDURE:

Board Role

In its leadership role, the Board sets the organization's direction and advocates on behalf of The Elliott Community to funders. In doing so, the Board will:

1. Promote and advocate for the organization with its respective constituents to ensure it has sufficient resources to achieve its mission (e.g. City Council, member residents, Ministry, Ontario Health, etc.);
2. Provide written governing policies related to the Strategic Directions;
3. Foster and support an active working relationship with The Elliott Community's Chief Executive Officer (CEO); and
4. Monitor the CEO's performance against the Strategic Directions and the annual work plan connected to the Strategic Directions.

Board Responsibilities

1. Develop and approve the Strategic Directions of the organization in partnership with staff;
2. Approve short and long range plans for the organization to carry out its goals;
3. Review and approve the capital and operating budgets and, once approved, advocate for the same with funders;
4. Monitor the ongoing financial performance of the organization;
5. Represent the organization with integrity and with full and active support;
6. Report to the Board about constituent interests and concerns; and
7. Recruitment, performance management, and compensation of the Chief Executive Officer.

Delegation to CEO

The Board delegates all operational matters to the CEO, who has authority to make all decisions and take all actions required to ensure that Board outcomes are realized and achieved.

APPENDIX 2a Current Legacy Board Governance Policy

Board Governance

Board Policy 1-2014

In carrying out the duties prescribed by the Board, the CEO will:

- promote and model ethical and fair business practices and effective implementation of the policies and procedures of the organization;
- reinforce the critical importance of the health, safety, and wellbeing of staff, residents, families, and visitors;
- ensure that the organization enters into agreements or contracts that are fair and are in the best interests of the organization;
- focus on the financial health of the Elliott Community
- use sound business practices in the administration and management of The Elliott Community; and
- ensure that the organization complies with the Long-Term Care Homes Act, Retirement Homes Act, and other legal obligations.

Expectations of Trustees

Trustees must work together as a team and share collective legal and fiscal responsibilities. Trustees are expected to contribute to discussions and to participate fully and respectfully in each other's contributions.

The following ground rules reinforce this spirit:

- Practice mutual respect
- Accept different viewpoints and tension as healthy and handle both creatively
- Deal with problems promptly and with courtesy and consideration
- Encourage and affirm each Trustee's unique potential and viewpoint
- Keep an open mind and give one another permission to make mistakes and to brainstorm
- Never monopolize, interrupt or intimidate during discussions
- Be prepared for meetings by reading agenda packages in advance and bringing them to meetings
- Declare conflicts of interest
- Take advantage of opportunities to learn about The Elliott Community and Retirement & Long-Term Care sectors
- Respect and support any decisions of the Board
- Actively participate in all discussions, sharing your unique perspectives and experiences

APPENDIX 2a Current Legacy Board Governance Policy

Board Governance

Board Policy 1-2014

Obligations and Liabilities

1. Trustees shall never permit themselves to be placed in a conflict of interest situation, where their self-interest is contrary to that of the organization or where they might otherwise have something to gain by a Board position or decision;
2. Trustees are expected to consider, represent and always act in the best interests of the organization as a whole in preference to any other interests which that Trustee may also have or represent;
3. Trustees shall fulfill their duties with honesty and loyalty and with the care, diligence and skill that a reasonably prudent person would exercise in a comparable circumstance;
4. Trustees must be familiar with the organization's by-laws, rules, regulations, and policies as a minimum base knowledge.

Board Chair

The Board Chair:

- Takes a leadership role within the Board;
- Ensures that all meetings are conducted in an orderly manner and keeping with established Rules of Order;
- Acts as the liaison between the Board and the CEO;
- Speaks for the Board in the public domain, including with the media; and
- Serves as Chair of the Governance and Nominating Committee.

Vice-Chair

The Vice-Chair acts in the Chair's absence and may perform other responsibilities at the Chair's request. Serves as Chair of the Risk Management and Quality Committee.

Secretary/Treasurer

The Secretary/Treasurer reports the monthly financial statements to the Board, as presented to the Finance and Audit Committee. Serves as Chair of the Finance and Audit Committee.

The positions of Board Chair, Vice-Chair, and Secretary/Treasurer are held for a term of 2 years, re-affirmed annually by the Board.

APPENDIX 2a Current Legacy Board Governance Policy

Board Governance

Board Policy 1-2014

Membership

Board membership is determined by appointment as recommended by the Governance and Nominating Committee to Guelph City Council.

Closed Meetings

Reference Board Policy 1-2012

Monitoring/Tools

The Board continues to identify tools for use in monitoring its policies. Present below are a sample of such tools:

- Financial Statements
- Annual Audit Reports
- Risk Management and Quality Reports
- Resident and Staff Surveys
- CEO Reports to the Board

Board Committees

Board members are expected to sit on and take active roles in various Board Committees. These committees review and approve management decisions in the various areas to ensure alignment with strategic direction and sound operational practices. A Board Member serves as Chair of the Community Engagement and Fundraising Committee.

Board Evaluation

The Board conducts annual self-evaluation of its internal processes in keeping with the principles of Continuous Quality Improvement (CQI).

Approved by Motion of the Board of Trustees,

Peter Barrow
Chair, Board of Trustees
April 4, 2024

APPENDIX 2b

Remaining Legacy Policy with Recommended Items Rescinded

Board Governance

Board Policy 1-2014

Delegation to CEO

The Board delegates all operational matters to the CEO, who has authority to make all decisions and take all actions required to ensure that Board outcomes are realized and achieved.

In carrying out the duties prescribed by the Board, the CEO will:

- promote and model ethical and fair business practices and effective implementation of the policies and procedures of the organization;
- reinforce the critical importance of the health, safety, and wellbeing of staff, residents, families, and visitors;
- ensure that the organization enters into agreements or contracts that are fair and are in the best interests of the organization;
- focus on the financial health of the Elliott Community
- use sound business practices in the administration and management of The Elliott Community; and
- ensure that the organization complies with the Long-Term Care Homes Act, Retirement Homes Act, and other legal obligations.

Board Chair

The Board Chair:

- Takes a leadership role within the Board;
- Ensures that all meetings are conducted in an orderly manner and keeping with established Rules of Order;
- Acts as the liaison between the Board and the CEO;
- Speaks for the Board in the public domain, including with the media; and
- Serves as Chair of the Governance and Nominating Committee.

Vice-Chair

The Vice-Chair acts in the Chair's absence and may perform other responsibilities at the Chair's request.

APPENDIX 2b

Remaining Legacy Policy with Recommended Items Rescinded

Board Governance

Board Policy 1-2014

Secretary/Treasurer

The Secretary/Treasurer reports the monthly financial statements to the Board, as presented to the Finance and Audit Committee. Serves as Chair of the Finance and Audit Committee.

The positions of Board Chair, Vice-Chair, and Secretary/Treasurer are held for a term of 2 years, re-affirmed annually by the Board.

Closed Meetings

Reference Board Policy 1-2012

Monitoring/Tools

The Board continues to identify tools for use in monitoring its policies. Present below are a sample of such tools:

- Financial Statements
- Annual Audit Reports
- Risk Management and Quality Reports
- Resident and Staff Surveys
- CEO Reports to the Board

Board Committees

Board members are expected to sit on and take active roles in various Board Committees. These committees review and approve management decisions in the various areas to ensure alignment with strategic direction and sound operational practices. A Board Member serves as Chair of the Community Engagement and Fundraising Committee.

Board Evaluation

The Board conducts annual self-evaluation of its internal processes in keeping with the principles of Continuous Quality Improvement (CQI).

Approved by Motion of the Board of Trustees,

Peter Barrow
Chair, Board of Trustees
April 4, 2024

APPENDIX 3a

Current Legacy Board Performance Expectations Policy

Performance Expectations

Board Policy 1-2020

Note: The parts of the policy below that are struck off by black lines and shaded in yellow are proposed to be rescinded as part of the legacy policy set.

Performance Expectations

A high functioning strategic board will work in the best interest of The Elliott Community and will follow good governance rules and expectations to ensure each Board Member is able to serve to the best of their ability. All Board Members will be treated equally and respectfully at all times. The board will work in a consensus decision making model encouraging dialogue and participation by all members.

1. **BELIEVE IN AND BE AN ACTIVE ADVOCATE AND AMBASSADOR FOR THE VALUES, MISSION AND VISION OF THE ORGANIZATION**

- a. Discuss The Elliott Community with people in the community, share your knowledge as appropriate.
- b. Advocate for helping The Elliott Community build relationships within the community and meet its strategic objectives.

2. **MEETING PREPARATION AND PERFORMANCE**

- a. Act in a way that contributes to the effective oversight of the Board and work with fellow Board members and staff to assure that the Board and its committees function well and meets its objectives.
 - i. Focus on the good of the organization, independent of personal agenda, self-interest, or influence of others.
 - ii. Support the organization's policies and procedures while conducting business on behalf of The Elliott.
 - iii. Maintain confidentiality of all work and decisions unless authorized otherwise.
 - iv. Support Board decisions once these are made both as a Board member and in public.
 - v. Help support good governance and contribute positively to the organizational culture.
- b. Regularly attend and actively participate in Board and Committee meetings, working positively, co-operatively and respectfully as a Board Member. Prepare for these meetings in advance by reviewing materials on the Elliott website board login. Regrets to be sent to the Executive Assistant at least 2 days in advance, to ensure quorum is maintained.

APPENDIX 3a

Current Legacy Board Performance Expectations Policy

Performance Expectations

Board Policy 1-2020

- c. Use conversation as a core business practice, asking strategic questions and participating fully in generative discussions. Lend your expertise and knowledge as appropriate.
- d. Be available to serve on at least one (1) committee as chair or member. Be a prepared and an active participant.
- e. Inform the Board of any potential conflicts of interest at the beginning of every meeting, whether real or perceived, and abide by the decision of the Board related to the situation.
- f. Respect the expertise of the CEO and staff.

3. **PERSONAL DEVELOPMENT**

- a. Keep informed about the organization, its issues, and its connection to the community through active participation within the organization and outreach outside the organization.
- b. Participate in professional development opportunities to strengthen corporate governance and advance the organization's effectiveness through learning.
- c. Participate in the annual evaluation of overall Board effectiveness.

4. **INDIVIDUAL LEADERSHIP ACTS OUTSIDE BOARD AND COMMITTEE MEETING**

- a. Help support the The Elliott Community. Specifically:
 - i. Reach into the community and help identify and cultivate relationships to support the organization to achieve its strategic objectives.
 - ii. If the organization launches a special campaign, help promote and give a financial contribution to the best of personal ability (e.g. The Great Escape).
- b. As appropriate, use personal and professional contacts and expertise to benefit the organization, without compromising ethics or trespassing on relationships.

Respectfully Submitted, Approved by Motion of the Board of Trustees,
 Peter Barrow April 4, 2024
 Chair, Board of Trustees March 20, 2024

APPENDIX 3b	
Remaining Legacy Policy with Recommended Items Rescinded	
<u>Performance Expectations</u>	Board Policy 1-2020
<u>Performance Expectations</u> iii. Maintain confidentiality of all work and decisions unless authorized otherwise. e. Inform the Board of any potential conflicts of interest at the beginning of every meeting, whether real or perceived, and abide by the decision of the Board related to the situation. Approved by Motion of the Board of Trustees, Peter Barrow Chair, Board of Trustees March 20, 2024	

Property of The Elliott Community

BRIEFING REPORT TO THE ELLIOTT COMMUNITY BOARD OF TRUSTEES

REPORT TOPIC	Proposed Accountability of the CEO Policy (BCR #III-07)
REPORT DATE	Tuesday, September 22, 2026
REPORT FROM	Governance and Nominating Committee Supported by Karen Fryday-Field, BScPT, MCPA, MBA, GSP Senior Consultant Meridian Edge Leadership & Governance Consulting

REPORT PURPOSE:

☒ Board Policy Development, Review, and Approval	☐ Monitoring Report
☐ Critical Outcomes (Ends) Policy	☐ Critical Outcomes (Ends)
☐ Executive Boundaries Policy	☐ Executive Boundaries
☒ Board-CEO Relationship Policy	☐ Careholdership Linkage Report
☐ Governance Process Policy	☐ Incidental Report
☐ Board Implementation of Policy	☐ CEO
☐ Board-CEO Relationship Policy	☐ Board Chair
☐ Governance Process Policy	☐ Board Information

BACKGROUND

The policy topic “Accountability of the CEO” BCR #III-07 falls under the Board-CEO Relationship policy quadrant. It is consistent with and a further interpretation of a higher-level policy, the “Global Board-CEO Relationship Policy” still to be developed. The Accountability of the CEO policy is designed to outline the Board’s values and principles regarding accountability of the CEO to the Board.

The Elliott Community Board of Trustees does not currently have any legacy policy direction regarding this matter in its policy set. At its Monday, September 21, 2026, meeting, the Governance and Nominating Committee reviewed and discussed this policy.

Trustees are asked to review the proposed policy, as outlined in Figure 1, in advance of the October 1, 2026 Board meeting and consider the following questions:

- Clarity: Is the policy clear and understandable?
- Alignment: Does the policy align with The Elliott Community’s Governance Philosophy and Approach Policy about how it intends to govern?
- Completeness: Is anything important missing that should be addressed in this policy?



The October 1, 2026 Board meeting will provide an opportunity for discussion and consideration of any refinements before the Board is asked to approve the policy at that meeting.

RECOMMENDED MOTIONS

1. Be it resolved that The Elliott Community Board of Trustees moves to approve the new draft Accountability of the CEO Policy, BCR #III-07, as presented in Figure 1 as current and relevant.

FIGURE 1

POLICY TITLE: ACCOUNTABILITY OF THE CEO

POLICY SECTION:	BOARD-CEO RELATIONSHIP
POLICY NO:	BCR #III-07
BOARD POLICY REVIEW FREQUENCY:	EVERY THREE YEARS
DATE APPROVED BY BOARD OF TRUSTEES:	Ready for September 21, 2026
DATE REVIEWED/REVISED:	
BOARD CHAIR'S SIGNATURE:	

BACKGROUND

The CEO is The Elliott Community Board's only link to strategic and operational achievement and conduct, so that authority and accountability of staff, as far as the Board is concerned, is considered to be the authority and accountability of the CEO. Therefore, the CEO has authority and responsibility over the accountability of all staff and volunteers.

The Board provides direction to the CEO in accordance with policies established by the Board.

POLICY PURPOSE

The purpose of this policy is to establish the Board's values and principles regarding the accountability of the CEO to the Board, and the connection with the Board regarding the CEO's role as the Board's one employee (i.e. the unity or singleness of the CEO's connection to the Board).

FIGURE 1

POLICY

The CEO is the Board's only staff link to strategic and operational achievement and conduct of The Elliott Community, such that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the CEO. The CEO has the authority to carry out the duties of the CEO office within the framework of applicable laws, The Elliott Community Bylaws, Board Policies, Strategic Framework/Plan, and the budget approved by the Board.

Accordingly,

1. The CEO takes direction from the full Board by motion, i.e. Board policy decisions. Only officially passed motions of the Board are binding on the CEO in terms of direction from the Board.
2. The Board will view CEO performance as identical to organizational performance, so that the CEO's job performance will be considered competent and successful when The Elliott Community Board's Critical Outcomes Policies are reasonably accomplished while achieving compliance with the Executive Boundaries Policies.
3. Absent special circumstances, the Board will never give instructions to people who report directly or indirectly to the CEO (unless people are representing the CEO as delegated by the CEO).
4. The Board will not evaluate, either formally or informally, any staff other than the CEO.
5. Board Trustees should refer any observed or reported operational concerns to the CEO. The CEO will assess the matter and determine any necessary course of action. If the concern relates to or potentially relates to the CEO, the Board Member should report the matter directly to the Board Chair (who will address the matter).

REFERENCES

- BCR #III-10 CEO Job Products and Position Description Policy



BRIEFING REPORT TO THE ELLIOTT COMMUNITY BOARD OF TRUSTEES

REPORT TOPIC	Proposed Board Delegation to the CEO Policy (BCR #III-05)
REPORT DATE	Tuesday, September 22, 2026
REPORT FROM	Governance and Nominating Committee Supported by Karen Fryday-Field, BScPT, MCPA, MBA, GSP Senior Consultant, Meridian Edge Leadership & Governance Consulting

REPORT PURPOSE:

☒ Board Policy Development, Review, and Approval	☐ Monitoring Report
☐ Critical Outcomes (Ends) Policy	☐ Critical Outcomes (Ends)
☐ Executive Boundaries Policy	☐ Executive Boundaries
☒ Board-CEO Relationship Policy	☐ Careholdership Linkage Report
☐ Governance Process Policy	☐ Incidental Report
☐ Board Implementation of Policy	☐ CEO
☐ Board-CEO Relationship Policy	☐ Board Chair
☐ Governance Process Policy	☐ Other:

BACKGROUND

The “Board Delegation to the CEO” Board-CEO Relationship Policy (BCR #III-05) is designed to clearly define the relationship between the Board of Trustees and the CEO with regard to the scope of Board delegation to the CEO, how delegation takes place, and the related expectations of the CEO.

The Elliott Community currently has two legacy policies that speak to delegation to the CEO, including: Board Governance Policy 1-2021 and 1-2014. At its Monday, September 21, 2026, meeting, the Governance and Nominating Committee reviewed the proposed new policy and proposed rescinding elements of the two legacy policies.

Trustees are asked to review the proposed policy, as outlined in Figure 1, in advance of the October 1, 2026 Board meeting and consider the following questions:

- Clarity: Is the policy clear and understandable?
- Alignment: Does the policy align with The Elliott Community’s Governance Philosophy and Approach Policy about how it intends to govern?
- Completeness: Is anything important missing that should be addressed in this policy?

RECOMMENDED MOTIONS

1. Be it resolved that The Elliott Community Board of Trustees moves to approve the revised draft Board Delegation to the CEO Policy, BCR #III-05, as presented in Figure 1 as current and relevant.
2. Be it resolved that The Elliott Community Board of Trustees moves to rescind the relevant sections of the legacy Delegation to the CEO Policy, 1-2021, in Figure 2.
3. Be it resolved that The Elliott Community Board of Trustees moves to the rescind the relevant section on Delegation to the CEO in legacy Policy 1-2014, in Figure 3 as crossed off and highlighted in yellow.

FIGURE 1

POLICY TITLE: BOARD DELEGATION TO THE CEO

POLICY SECTION:	BOARD-CEO RELATIONSHIP
POLICY NO:	BCR #III-05
BOARD POLICY REVIEW FREQUENCY:	EVERY FOUR YEARS
DATE APPROVED BY BOARD OF TRUSTEES:	Ready for September 21, 2026
DATE REVIEWED/REVISED:	
BOARD CHAIR'S SIGNATURE:	

BACKGROUND

In keeping with The Elliott Community Board's Governance Philosophy and Approach Policy (GP #IV-01), the Board delegates two primary responsibilities to the CEO:

- Achievement of The Elliott Community's Vision for Impact and Critical Outcomes Policies; and
- Leadership of the organization's operations within the Executive Boundaries Policies established by the Board.

All CEO plans, decisions, and actions are to be directed toward these responsibilities. The purpose of this policy is to define how the Board delegates authority to the CEO and how that delegated authority is exercised and monitored.

FIGURE 1

THE POLICY

The Board of Directors provides direction to the CEO through:

- Written Board Policies, including Critical Outcomes Policies that prescribe the organizational results to be achieved and Executive Boundaries Policies that proscribe organizational situations and actions the Board considers unacceptable, while allowing the CEO to use any reasonable interpretation of those policies;
- Written Board motions, which constitute Board direction;
- A written CEO Position Description Policy, which serves as an executive summary of Board direction;
- Board review of the CEO's annual interpretation of the Critical Outcomes Policies; and
- Ongoing Board monitoring feedback, summarized in the Annual Summative Performance Evaluation.

All Board authority delegated to staff is delegated through the CEO. The CEO is solely accountable to the Board for the direction and performance of the organization's employees and has full authority for their selection, evaluation, assignment, and direction, subject to the Board's Critical Outcomes and Executive Boundaries Policies.

The Board delegates to the CEO the authority to develop and act upon any reasonable interpretation of Board policy.

Accordingly:

1. The Board will develop policies directing the CEO to achieve specified Critical Outcomes for specified recipients at a specified worth, value, or priority. These policies will be developed systematically from the broadest, most general level to more defined levels and will be called Critical Outcomes Policies. All matters that are not Critical Outcomes, as defined above, are CEO Means matters.
2. The Board will develop policies that limit the latitude the CEO may exercise in selecting organizational strategies and means. These policies will identify practices, activities, decisions, and circumstances the Board considers unethical, inequitable, imprudent, or otherwise unacceptable, even if they might be effective. They will be developed systematically from the broadest, most general level to more defined levels and will be called Executive Boundaries Policies. The Board will not prescribe the means delegated to the CEO; rather, it will govern those means by defining the boundaries of executive authority.

FIGURE 1

3. The CEO will develop a written interpretation of the Board's Critical Outcomes Policies to operationalize the Board's direction. The interpretation will identify measurable operational outcomes or observable conditions, relevant metrics, appropriate targets for the applicable period and longer term, and the rationale supporting the interpretation. Prior to or at the beginning of the relevant business cycle, the Board will review the CEO's interpretation for reasonableness. The CEO will also develop reasonable interpretations of Executive Boundaries Policies; these may be presented with the related Monitoring Reports. All relevant CEO interpretations of Board policy are expected to align with The Elliott Community's expressed overriding values regarding equity, diversity, inclusion, and justice.
4. The CEO may update the Critical Outcomes Policies Interpretation at any time and will notify the Board of any material changes.
5. For Executive Boundaries Policies, the CEO's interpretation may be provided in advance of the relevant business cycle or when the policy is monitored. A Monitoring Report for each Executive Boundaries Policy will be provided according to the Board's monitoring schedule for Board evaluation of the reasonableness of the interpretation and evidence of compliance.
6. As long as the CEO uses any reasonable interpretation of the Board's Critical Outcomes and Executive Boundaries Policies, the Board authorizes the CEO to establish operational policies and practices, make decisions, take actions, and undertake activities within the delegated domain. Such CEO decisions carry the authority of the Board within that delegation. This does not prevent the Board from obtaining operational information for Board learning or for monitoring CEO performance. The Board will not direct or advise the CEO on how to operate the organization except through its Critical Outcomes and Executive Boundaries Policies.
7. The reasonableness of a CEO policy interpretation will be determined by whether the stated operational outcomes or observable conditions are logically aligned with the Board's policy direction and whether the proposed measures and targets provide a reasonable basis for demonstrating achievement of, or compliance with, the policy.
8. Board policies and motions are binding on the CEO unless precluded by applicable statutory, regulatory, or other legal requirements. The Board may amend its Critical Outcomes and Executive Boundaries Policies at any time. While a delegation remains in effect, the Board will support CEO decisions that fall within a reasonable interpretation of that delegation.

FIGURE 1

9. Only decisions of the Board acting as a body are binding on the CEO. Individual Trustees, Board Officers, Standing Committees, Task Boards, or other Board groups do not have authority to direct the CEO unless that authority has been expressly delegated by Board policy or Board motion.
10. When individual Trustees or Board Committees request information or support from the CEO to fulfill their governance roles, the CEO will make reasonable efforts to respond in a timely manner. The CEO may decline a request or refer it for Board authorization when, in the CEO's judgment, the request would materially affect operations, require significant staff time or unbudgeted resources, or otherwise conflict with Board policies, funder requirements, or other applicable obligations.
11. The Board may amend its Critical Outcomes and Executive Boundaries Policies and, in doing so, change the boundary between Board and CEO authority. Any such change will operate prospectively through the revised policy direction. Until the delegation is changed, the CEO retains the authority previously delegated and the Board will support decisions made within a reasonable interpretation of that delegation.
12. The Board speaks to the CEO with one voice through its formally adopted policies and motions.
 - a. Decisions or instructions from individual Trustees, Board Officers, or Committees are not binding on the CEO unless the Board has expressly authorized that person or body to exercise such authority.
 - b. Where a Trustee or Committee requests information or assistance without specific Board authorization, the CEO may seek clarification or authorization through the Executive Committee when, in the CEO's judgment, the request would require significant staff time and/or unbudgeted expenditure.

APPENDIX 1a	
Current Legacy Delegation of Authority Policy	
Delegation of Authority	Board Policy 1-2021

PURPOSE:

The Delegation of Authority Policy is a policy that has been established by the Board of Trustees of The Elliott Community to:

Set out matters specifically reserved for determination by the Board and those matters delegated to the CEO;

- Set out matters reserved for specific roles in the organization;
- Establish expense approval limits by role.

The functions exercised by the Board and those delegated to the CEO are subject to ongoing review to ensure that the division of functions remains appropriate.

PROCEDURES:

Matters Reserved for the Board

Matters specifically reserved for the Board include:

- Formulation of a Strategic Plan in consultation with key stakeholders
- Decisions about organizational strategy and Board policies
- Matters involving financial amounts above a certain limit
- Approval of contracts and obligations above a specified limit
- Succession planning for Board positions and the position of CEO
- Approval of or changes to the annual budget
- All matters with the potential to have a material impact on the reputation of the organization
- The Board may sub-delegate to the Officers of the Board (Chair, Vice Chair, Secretary/Treasurer, Past Chair) in the event of an emergency, where it is not possible to convene a meeting of the Board either in person or virtual.
- All borrowing matters requiring approval by the City.

Matters Delegated to the CEO

Other than as expressly provided in this policy, all matters not specifically reserved for the Board and necessary for the day-to-day management of the organization, and the implementation of the Strategic Plan and corporate objectives, are delegated to the CEO. The

CEO may sub-delegate where appropriate. The organization's policies and procedures provide guidance on the execution of specific roles and responsibilities.

The CEO shall be responsible for:

- Ensuring that the organization's day-to-day operations including resident/patient care are carried out in accordance with all legal and regulatory requirements
- Ensure that the organization's policies, practices and decisions are undertaken in a manner that is prudent, equitable and consistent with commonly accepted business practices and professional ethics
- Ensure that the organization's assets are protected, adequately maintained and not placed at unnecessary risk
- Ensure that Board approved priorities are reflected in the allocation of resources
- Ensure that budgeting is based on generally accepted accounting principles and that budgets are balanced
- Promote a healthy work environment for staff that is consistent with the organization's values
- Represent the organization externally to the community, government, media and other stakeholders in ways that enhance the public image and credibility of the organization.

Reporting by the CEO to the Board

As part of the framework established by this policy, the CEO is required to report regularly to the Board concerning the authority exercised.

Reports by the CEO and/or by Senior Leadership shall cover such areas as quality performance, financial performance, risk management, human resource issues and other items related to organizational operations.

The CEO must report to the Board regarding serious occurrences and/or complaints.

Approval Policy

Board approval shall be required for:

- All capital and/or operating expenditures exceeding \$50,000 and not in the approved budget, unless:
 - The expenditure is necessary to resolve an emergency or to remain compliant with governing legislation and regulations (in this case, the CEO will notify the Board Chair immediately); or
 - The expenditure is required and funded by Government programs.
- Disposal of an asset in excess of \$20,000.



- Staff hires or contracts outside of the approved budget unless required and funded by the Ministry of LTC or other government agencies (in this case, the Board will be made aware of new funding).
- Opening of new bank accounts per the banking policy.

The CEO and/or Chief of Finance & Operational Services (CFOS) shall approve:

- All operating expenditures incurred in the ordinary course of business and within the approved capital and operating budgets.
- Disposal of assets up to \$20,000.
- All staff hires or contracts within the approved budget and those required and funded by the Ministry of LTC or other government agencies.

Temporary Delegation of Authority

~~Any role may temporarily delegate their authority to another role in case of absence. The Board must be informed of the delegation and the period for which it will be in force.~~

Signing Authority Limits

In order to protect the resources of The Elliott Community (TEC), contracts, agreements, conveyances, mortgages, and other documents which can create obligations on the organization must be executed by the approved signing officers as defined in the resolution approving those signatories. The purpose of the policy is to delegate this signing authority to staff for the purpose of conducting business on behalf of TEC. This policy provides the limitation by which assigned staff members may perform the signing officer duties and which duties remain with the Board of Trustees.

Responsibilities/Accountabilities

The Board of Trustees, through a resolution, identifies the following Signing Officers:

1. Chair of the Board;
2. Vice-Chair;
3. Treasurer;
4. Chief Executive Officer (CEO);
5. Chief of Finance & Operational Services (CFOS);
6. Chief of Resident Care Services (CRCS); and
7. Chief of Human Resources & Community Services (CHRCs)

Signing authority is delegated by virtue of appointment to the position with the following responsibilities:

- Within the context of the Board approved operating and capital budgets or specific government program funding, it is the responsibility of each individual with delegated signing authority to stay within the dollar value of the assigned approved limits.
- Each individual approving an expenditure is responsible for ensuring that appropriate and adequate documentation is presented to support the expenditure and justify the approval.
- Individuals with signing authority shall comply with the TEC Code of Ethics and the TEC Purchasing Policy and, in all cases, act in the best interests of TEC.
- Designated signing authorities must comply with the intent of this policy. In particular, staff shall not circumvent the established limits by sub-dividing payments/invoices/contracts into smaller amounts.
- Staff appointed, in writing, to an acting capacity shall have signing authority delegated to that position for the appointed period, unless the supervisor specifies lower limits.
- Designated signing authorities will not authorize procurements or payments when they are the direct or indirect beneficiaries or for TEC expenses that may have a personal benefit element to them. The person of next higher authority must approve such transactions.
- The Chief of Finance & Operational Services and the appropriate departmental Director will review contracts prior to signing for legal language, obligations, and ensure it aligns with business expectations and budget.

The following positions have signing authority for contracts and agreements with minimum limits defined in Tables A:

- Chair – Chair of the Board of Trustees or a Board member designated by the Chair as representative of the Board of Trustees
- CEO – President and Chief Executive Officer
- CFOS – Chief of Finance & Operational Services
- CRCS - Chief of Resident Care Services
- CHRCS - Chief of Human Resources & Community Services

SECTION A

Table A: Procurement and Contract Signing Authority Limits

Contract Value*	CRCS/ CHRCs	CFOS	CEO	Chair/ Board
Procurement of Goods and Services (includes Non-Construction Capital)				
Budgeted items	X	X	X	
Funded items	X	X	X	
Up to \$50,000 unbudgeted/unfunded			X	
Emergencies		X	X	
Over \$50,000 unbudgeted/unfunded				X
Consulting Services				
Budgeted items	X	X	X	
Funded items	X	X	X	
Up to \$50,000 unbudgeted/unfunded			X	
Emergencies		X	X	
Over \$50,000 unbudgeted/unfunded				X
Construction/Renovation Contracts				
Budgeted or Funded	X	X	X	
Up to \$50,000 unbudgeted/unfunded			X	
Emergencies		X	X	
Over \$50,000 unbudgeted				X
Funding Agreements and Revenue Generating				
MOHLTC/LHIN/Ontario Health		X	X	X**
Schedule of Fees & Charges		X	X	

*Contract Value is the total financial value of the contract, including potential extensions and excluding taxes.

** As required.



The Board of Trustees of The Elliott Community shall pass a resolution that confirms the signing officers with legal authority for banking and contractual purposes.

Temporary Delegation of Signing Authority

Any role may temporarily delegate their signing authority to another role in case of absence. The Board must be informed of the delegation and the period for which it will be in force.

~~Respectfully Submitted,~~ Approved by Motion of the Board of Trustees,

~~Michelle Karker~~

~~CEO~~

~~November 28, 2024~~

Peter Barrow

Chair, Board of Trustees

February 6, 2025

Property of The Elliott Community

APPENDIX 1b	
Remaining Legacy Policy with Recommended Items Rescinded	
Delegation of Authority	Board Policy 1-2021

- Set out matters reserved for specific roles in the organization;
- Establish expense approval limits by role.

PROCEDURES:

Reporting by the CEO to the Board

As part of the framework established by this policy, the CEO is required to report regularly to the Board concerning the authority exercised.

Reports by the CEO and/or by Senior Leadership shall cover such areas as quality performance, financial performance, risk management, human resource issues and other items related to organizational operations.

The CEO must report to the Board regarding serious occurrences and/or complaints.

Approval Policy

Board approval shall be required for:

- All capital and/or operating expenditures exceeding \$50,000 and not in the approved budget, unless:
 - The expenditure is necessary to resolve an emergency or to remain compliant with governing legislation and regulations (in this case, the CEO will notify the Board Chair immediately); or
 - The expenditure is required and funded by Government programs.
- Disposal of an asset in excess of \$20,000.
- Staff hires or contracts outside of the approved budget unless required and funded by the Ministry of LTC or other government agencies (in this case, the Board will be made aware of new funding).
- Opening of new bank accounts per the banking policy.

The CEO and/or Chief of Finance & Operational Services (CFOS) shall approve:

- All operating expenditures incurred in the ordinary course of business and within the approved capital and operating budgets.
- Disposal of assets up to \$20,000.



All staff hires or contracts within the approved budget and those required and funded by the Ministry of LTC or other government agencies.

Signing Authority Limits

In order to protect the resources of The Elliott Community (TEC), contracts, agreements, conveyances, mortgages, and other documents which can create obligations on the organization must be executed by the approved signing officers as defined in the resolution approving those signatories. The purpose of the policy is to delegate this signing authority to staff for the purpose of conducting business on behalf of TEC. This policy provides the limitation by which assigned staff members may perform the signing officer duties and which duties remain with the Board of Trustees.

Responsibilities/Accountabilities

The Board of Trustees, through a resolution, identifies the following Signing Officers:

1. Chair of the Board;
2. Vice-Chair;
3. Treasurer;
4. Chief Executive Officer (CEO);
5. Chief of Finance & Operational Services (CFOS);
6. Chief of Resident Care Services (CRCS); and
7. Chief of Human Resources & Community Services (CHRCs)

Signing authority is delegated by virtue of appointment to the position with the following responsibilities:

- Within the context of the Board approved operating and capital budgets or specific government program funding, it is the responsibility of each individual with delegated signing authority to stay within the dollar value of the assigned approved limits.
- Each individual approving an expenditure is responsible for ensuring that appropriate and adequate documentation is presented to support the expenditure and justify the approval.
- Individuals with signing authority shall comply with the TEC Code of Ethics and the TEC Purchasing Policy and, in all cases, act in the best interests of TEC.
- Designated signing authorities must comply with the intent of this policy. In particular, staff shall not circumvent the established limits by sub-dividing payments/invoices/contracts into smaller amounts.
- Staff appointed, in writing, to an acting capacity shall have signing authority delegated to that position for the appointed period, unless the supervisor specifies lower limits.



- Designated signing authorities will not authorize procurements or payments when they are the direct or indirect beneficiaries or for TEC expenses that may have a personal benefit element to them. The person of next higher authority must approve such transactions.
- The Chief of Finance & Operational Services and the appropriate departmental Director will review contracts prior to signing for legal language, obligations, and ensure it aligns with business expectations and budget.

The following positions have signing authority for contracts and agreements with minimum limits defined in Tables A:

- Chair – Chair of the Board of Trustees or a Board member designated by the Chair as representative of the Board of Trustees
- CEO – President and Chief Executive Officer
- CFOS – Chief of Finance & Operational Services
- CRCS - Chief of Resident Care Services
- CHRCS - Chief of Human Resources & Community Services

SECTION A

Table A: Procurement and Contract Signing Authority Limits

Contract Value*	CRCS/ CHRCs	CFOS	CEO	Chair/ Board
Procurement of Goods and Services (includes Non-Construction Capital)				
Budgeted items	X	X	X	
Funded items	X	X	X	
Up to \$50,000 unbudgeted/unfunded			X	
Emergencies		X	X	
Over \$50,000 unbudgeted/unfunded				X
Consulting Services				
Budgeted items	X	X	X	
Funded items	X	X	X	
Up to \$50,000 unbudgeted/unfunded			X	
Emergencies		X	X	
Over \$50,000 unbudgeted/unfunded				X
Construction/Renovation Contracts				
Budgeted or Funded	X	X	X	
Up to \$50,000 unbudgeted/unfunded			X	
Emergencies		X	X	
Over \$50,000 unbudgeted				X
Funding Agreements and Revenue Generating				
MOHLTC/LHIN/Ontario Health		X	X	X**
Schedule of Fees & Charges		X	X	

*Contract Value is the total financial value of the contract, including potential extensions and excluding taxes.

** As required.



The Board of Trustees of The Elliott Community shall pass a resolution that confirms the signing officers with legal authority for banking and contractual purposes.

Temporary Delegation of Signing Authority

Any role may temporarily delegate their signing authority to another role in case of absence. The Board must be informed of the delegation and the period for which it will be in force.

Approved by Motion of the Board of Trustees,

Peter Barrow
Chair, Board of Trustees
February 6, 2025

Property of The Elliott
Community

APPENDIX 2a Current Legacy Board Governance Policy	
Board Governance	Board Policy 1-2014

Delegation to CEO

The Board delegates all operational matters to the CEO, who has authority to make all decisions and take all actions required to ensure that Board outcomes are realized and achieved.

In carrying out the duties prescribed by the Board, the CEO will:

- promote and model ethical and fair business practices and effective implementation of the policies and procedures of the organization;
- reinforce the critical importance of the health, safety, and wellbeing of staff, residents, families, and visitors;
- ensure that the organization enters into agreements or contracts that are fair and are in the best interests of the organization;
- focus on the financial health of the Elliott Community;
- use sound business practices in the administration and management of The Elliott Community; and
- ensure that the organization complies with the Long Term Care Homes Act, Retirement Homes Act, and other legal obligations.

Board Chair

The Board Chair:

- Takes a leadership role within the Board;
- Ensures that all meetings are conducted in an orderly manner and keeping with established Rules of Order;
- Acts as the liaison between the Board and the CEO;
- Speaks for the Board in the public domain, including with the media; and
- Serves as Chair of the Governance and Nominating Committee.

Vice-Chair

The Vice-Chair acts in the Chair's absence and may perform other responsibilities at the Chair's request.



Secretary/Treasurer

The Secretary/Treasurer reports the monthly financial statements to the Board, as presented to the Finance and Audit Committee. Serves as Chair of the Finance and Audit Committee.

The positions of Board Chair, Vice-Chair, and Secretary/Treasurer are held for a term of 2 years, re-affirmed annually by the Board.

Closed Meetings

Reference Board Policy 1-2012

Monitoring/Tools

The Board continues to identify tools for use in monitoring its policies. Present below are a sample of such tools:

- Financial Statements
- Annual Audit Reports
- Risk Management and Quality Reports
- Resident and Staff Surveys
- CEO Reports to the Board

Board Committees

Board members are expected to sit on and take active roles in various Board Committees. These committees review and approve management decisions in the various areas to ensure alignment with strategic direction and sound operational practices. A Board Member serves as Chair of the Community Engagement and Fundraising Committee.

Board Evaluation

The Board conducts annual self-evaluation of its internal processes in keeping with the principles of Continuous Quality Improvement (CQI).

Approved by Motion of the Board of Trustees,

Peter Barrow
Chair, Board of Trustees
April 4, 2024

APPENDIX 2b	
Remaining Legacy Policy with Recommended Items Rescinded	
Board Governance	Board Policy 1-2014

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Approved by Motion of the Board of Trustees,

Peter Barrow
Chair, Board of Trustees
April 4, 2024



MINUTES OF OPEN BOARD MEETING

BOARD OF TRUSTEES MEETING

THURSDAY, SEPTEMBER 10, 2026

G. ELLIOTT BOARDROOM

Board:	Kathy Wilkie (Chair), Lise Betteridge (Vice-Chair), Ted Sehl (Secretary/Treasurer), David Kennedy, Lisa Woolley, Justine Garner, Joanne Hohenadel, Thomas Hunter, Kim Wilson
Staff:	Michelle Karker (CEO), Martin Ruaux (Chief of Resident Care Services and Administrator), Tanya Watton (Chief of HR and Community Services), Al Van Leeuwen (CFO), Julie Spindler (Executive Assistant / Board Liaison)
Guests:	Danna Evans – General Manager Culture and Recreation, Karen Fryday-Field - Meridian Edge Consulting
Regrets:	Naeem Mir, Katherine Hauser

1. WELCOME AND CALL TO ORDER

K. Wilkie called the meeting to order at 6:02 pm.

1.1 Disclosure of Pecuniary Interests

There were no disclosures of pecuniary interest.

1.2 Approval of the Agenda

Moved by D. Kennedy, seconded by K. Wilson that the September 10, 2026 agenda be accepted. CARRIED.

1.3. CEO's Statement of Compliance and Territorial Acknowledgement

The CEO confirmed that all government statutory deductions have been calculated and remitted, that all payroll-related statements of account are in good standing.

The CEO provided a territorial acknowledgement.

2. BOARD GOVERNANCE AND POLICY DEVELOPMENT – K. Fryday-Field

2.1 New Governance Policies for Approval

Karen Fryday-Field presented the proposed Governance Philosophy and Approach Policy to the Board. The Board further discussed the process for rescinding legacy policies.

Moved by D. Kennedy, seconded by L. Woolley that the Governance Philosophy and Approach Policy GP IV-01 as presented to the Board on September 10, 2026 be approved. CARRIED.

Moved by L. Betteridge, seconded by J. Hohenadel, that the Board approves the rescinding of part of the Board Governance 1-2014 Policy as detailed in the Briefing Report dated August 29, 2026 from Meridian Edge Consulting. CARRIED.

Karen Fryday-Field presented the proposed Critical Outcomes Policy to the Board. Two amendments were suggested: 1) remove the reference to 'seamless' care and 2) remove the comma after the word community in The Elliott Purpose-Vision for Impact statement.

Moved by L. Woolley, seconded by L. Betteridge that the Critical Outcomes Policy CO-01 as presented to the Board on September 10, 2026 be approved as amended (remove word 'seamless care' keeping 'coordinated care' and, correct punctuation in Vision statement). CARRIED.

3. CONSENT AGENDA

Items on the Consent Agenda included the Minutes of the June 3, 2026 and July 23, 2026 Open Meetings of the Board of Trustees, the CAC Highlights June 10, 2026 and the 2026 Board and Individual Effectiveness Self-Evaluation Survey Results and Findings.

Moved by L. Betteridge, seconded by J. Garner that items noted on the Consent Agenda for the open meeting held on September 10, 2026 be approved. CARRIED.

K. Wilkie highlighted the 2026 Board and Individual Effectiveness Self-Evaluation Survey results and findings. The 'somewhat agree' option was discussed. K. Wilkie noted the survey process and format will be re-evaluated, and this suggestion will be kept in mind.

Moved by T. Sehl, seconded by L. Betteridge that the Board accepts the results and analysis of the Annual Board and Individual Effectiveness Self-Evaluation Survey for 2025-2026, including the suggested Board-Level Priorities emerging from the survey for information and future governance development planning. CARRIED.

4. THE ELLIOTT LTC RESIDENCE QUARTERLY REPORT Q2 2026

M. Ruaux presented the Elliott LTC Residence Quarterly report for Q2 2026. There were no questions.

Moved by J. Hohenadel, seconded by K. Wilson that The Elliott LTC Residence Quarterly Report Q2 2026 be accepted. CARRIED

5. NEW BUSINESS – OPEN MEETING

5.1 CEO's Report September 2026

M. Karker presented the monthly CEO Report to the Board. LTC Community Engagement Day on September 18th was highlighted – all are welcome to attend.

Karen Fryday-Field joined the meeting at 6:14 pm.

Moved by J. Hohenadel, seconded by K. Wilson that the CEO's Report for September 2026 be accepted. CARRIED.

6. CORRESPONDENCE FOR INFORMATION

6.1 GW OHT ICC Meeting Key Messages May 2026

Received for information.

6.2 COM Report Q1 2026

Received for information.

6.3 COM REPORT Q2 2026

Received for information.

7. UPCOMING MEETINGS

As noted on the Agenda.

8. ADJOURNMENT – OPEN MEETING AND AUTHORITY TO MOVE INTO CLOSED MEETING

Having no other business raised, it was moved by K. Wilson, seconded by T. Hunter that the Board of Trustees open meeting adjourn at 7:01 pm and now hold a meeting that is closed to the public, pursuant to the Municipal Act, Section 239 (j). CARRIED.

9. MOTIONS FROM CLOSED MEETING FOR APPROVAL

Moved by J. Hohenadel, seconded by D. Kennedy that the September 10, 2026 closed meeting Board Agenda be approved. CARRIED.

Moved by L. Betteridge, seconded by T. Sehl that the items noted on the Consent Agenda for the closed meeting held on September 10, 2026 (Minutes of the July 23, 2026 Closed Meeting of the Board of Trustees and the ELT Strategic Report September 2026) be approved. CARRIED.

Moved by J. Hohenadel, seconded by L. Woolley that the proposed Meridian Edge governance consulting and facilitation work for the remainder of 2026, at an estimated professional fee of \$26,877 before expenses, together with estimated expenses of up to \$2,896, as outlined in the proposal dated July 22/26 be approved; and that staff be directed to include the proposed Meridian Edge governance consulting and facilitation work plan for 2027 (at an estimated professional fee of \$31, 922.50 before expenses, together with estimated expenses of up to \$5,430) in the 2027 Budget for consideration at the November 2026 meeting of the Board when the 2027 Budget is presented for approval. CARRIED.

Moved by T. Sehl, seconded by L. Betteridge that the Financial Position Report and Scorecards April 2026 be approved. CARRIED.

Moved by T. Hunter, seconded by J. Garner that the presentation by the CFO on Capital Needs and Financial Sustainability 2026 be received for information. CARRIED.

Moved by L. Woolley, seconded by J. Hohenadel that the following capital projects be approved:

- 1. HVAC electrical - Elliott Building - \$68,429,*
- 2. Cooling Tower - Ellington Building - \$614,434, Heat Pumps - Ellington Building - \$80,000,*
- 3. Elevator Cars 1 & 2 - Elliott Building - \$576,002,*

With a total estimated cost of \$1,338,865 including HST and owner contingency utilizing City capital funds, pending approval from Committee of Management on September 15, 2026, cash from operations and fundraising funds to pay for the projects. CARRIED.

Moved by T. Sehl, seconded by D. Kennedy, that the Board of Trustees authorizes the CEO and staff to engage with the City of Guelph, and with the Board, to explore and evaluate potential strategic directions for the future of The Elliott Community, and report back to the Board. CARRIED.

10. CHAIR'S ANNOUNCEMENTS & ADJOURNMENT

10.1 The Great Harvest Event

K. Wilkie referenced the report from Gloria Mulwa, Senior Development Officer, included in the agenda package and encouraged Board Members to identify people within their personal or professional networks who may be valuable to introduce to The Elliott Community, invite them to attend The Great Harvest event on Saturday, October 5th, and welcome & connect them during the event to members of The Elliott Community Team and others.

Having no other business raised, it was moved by K. Wilkie that the Board of Trustees open meeting adjourn at 9:14 pm. CARRIED.

Respectfully Submitted,

Approved by Motion of the Board of Trustees,

Julie Spindler
Executive Assistant
September 11, 2026

Kathy Wilkie
Chair, Board of Trustees
October 1, 2026

Staff Report



TO: Board of Trustees
DATE: October 1, 2026
SUBJECT: CEO's Report – October 2026

RECOMMENDATION

That the report titled "CEO's Report – October 2026" be received for information.

BACKGROUND

The CEO reports to the Board of Trustees in open session on Long-Term Care strategic updates and significant developments and items of importance for the Board of Trustees reflective of actions or events that have arisen since the Board's last meeting.

STRATEGIC REPORT

Enhance The Elliott Community resident experience

Care Environment Enhancements: As we plan the 2027 capital budget, we will continue enhancing amenities designed to enrich the resident experience while supporting ongoing sales efforts. Once the capital budget is approved, we will report on the planned enhancements to the Board of Trustees.

Butterfly Transformation: We have achieved all milestones related to our upcoming Butterfly Accreditation, planned for October 26, 27, and 28.

The annual Resident Experience Survey was launched on September 17 and will remain open for 8 weeks. To encourage as many responses as possible, we have enabled online responses, as well as hard copy feedback and one-to-one supported feedback.

We celebrated the opening of The Ellridge games room, gym, and relocated workshop, funded entirely through donor contributions and supporting Life Lease community retention.

We hosted the inaugural "Many Cultures, One Community" event, featuring participation from over 20 staff members sharing cultural traditions with residents.

We won the Guelph Today Readers' Favourite award in the Retirement Residence category for the second consecutive year, acknowledging our Retirement living excellence.

Staff Report



Bring out the best in everyone

It was an engaging staff led innovation on September 18! Staff members, along with a resident and family member, participated in a panel discussion highlighting The Elliott's emotion-focused Butterfly Approach during the LTC Community Engagement Day.

Team enhancements are under way, as we recruit for a Senior Living Engagement Coordinator to support sales capacity, inquiry response, and move in coordination across three buildings.

Create community partnerships with purpose

We were voted "Charity of Choice" this month when we were selected by 100 Men Who Give a Damn Guelph, anticipating roughly \$10,000 toward a new mechanical lift for assisted living.

We hosted the Aging Well Showcase with 25 vendors and 9 presenters, participated in the local Parkinson SuperWalk, and expanded outreach via Guelph United Churches services.

Our external workshop partnership with DIYODE Community Workshop volunteers continues; they have provided vital layout, storage, and safety expertise for the newly relocated Ellridge workshop.

We continue to invest in our educational partnerships and sector reputation for learning and innovation. We coordinated 3 clinical placements in Long Term Care (1 RN and 2 RPN students) in collaboration with Conestoga College, alongside 5 PSW students in Retirement from the Upper Grand District School Board (UGDSB), reinforcing our reputation and commitment as a destination of choice for hands-on healthcare learning and training.

Focus on financial sustainability

Year-to-date July results for 2026 were presented to the Corporate Affairs Committee on September 23rd. LTC has a \$638,424 surplus, which is -\$62,086 less than budget. The main driver of this negative variance relates to wages and benefits and the shortfall in the direct care budget. It is expected that this surplus will diminish throughout the remainder of the year.

Several higher-priority unbudgeted capital infrastructure requirements have emerged in 2026 that require immediate attention. This has required staff to reprioritize its planned capital investment for 2026, giving way to higher priority items. These items include the following in the Elliott building: main fire panel, the modernization of the two main elevators, and a required electrical feed for HVAC equipment. These items combined have an estimated cost of \$1,070,431 and have been approved by the Board of Trustees and City Council through the Committee of Management.

The development of the 2027 operating budget is well underway. Given the pressures of rising cost, it is anticipated that the LTC budget for 2027 will generate a small deficit. Work continues to refine the budget and identify high-priority capital needs for LTC for the 2027 budget.

Staff Report



Grant and revenue diversification continues to be successful. Fund Development continues to support multi-departmental grant pipelines, actively pursuing opportunities through FedDev Ontario, the 2026 - 2027 Local Priorities Fund, the Ontario Trillium Foundation, the Toyota Driving Change Program, and the LifeLabs Community Investment Grant.

Our fundraising momentum continues; we have finalized preparations for the October 4th Great Harvest annual fundraiser, with sponsorships on track and remaining mechanical lift needs aligned with the Fund-a-Need appeal.

We are also focusing on technology upgrades. We have progressed on system modernization, targeting a mid-November launch for DonorPerfect and a January 2027 setup for Yardi Version 8 integration.

Report Authors: Tanya Watton, Chief of HR & Community Services
Martin Ruaux, Chief of Resident Care Services & Administrator
Al Van Leeuwen, Chief Financial Officer, Corporate Services

This report was approved and recommended by: Michelle Karker, Chief Executive Officer

Date: June 16, 2026
To: GW OHT Integrated Care Council
From: Emmi Perkins, Director of Transformation
Subject: **GW OHT Integrated Care Council Key Messages – June 10, 2026**

Key Messages

The following are the Key Messages from the Guelph Wellington OHT (GW OHT) Integrated Care Council (ICC) meeting on **June 10, 2026**. Please share broadly with your staff, clinicians, boards, and partners.

- 1. New Integrated Care Council Member** – Members of the ICC are excited to have Jackie Ranahan back to the ICC, as Interim governance representative from Guelph General Hospital.
- 2. Celebrations of Radical Collaboration** – At each ICC meeting, members are invited to share examples of radical collaboration amongst partners.
 - Health and Housing Community Plan – This past week the Wellington Guelph Health and Housing Planning Table released their Community Plan which outlines a shared framework to strengthen prevention, improve emergency response, and support long-term housing stability and wellbeing. Read the [Joint Media Release here](#) and read the full [Community Plan here](#).
- 3. GW OHT Partners Community Event: Enabling a Health Creating Community** – The Integrated Care Council endorsed proceeding with planning for events to update the community on the health system and to engage the community in how residents of Guelph Wellington can be supported to be producers of their own health and wellbeing. Initial plans are to host one event in the City of Guelph and one in the County in the Fall of 2026. ICC members interested in taking part in planning, please reach out to Emmi.
- 4. Ontario Health atHome Visit to GW OHT IPCT Home Care Program** – On July 8th Wilfred Cheung Interim Chief Strategy, Transformation and Engagement Officer at OHaH is visiting the GW OHT to visit GW OHT IPCT Home Care Programs sites to learn more about our program. Wilfred will join ICC members for an in-person meeting from 2:15-4:30pm at St. Joseph's Health Centre Guelph on July 8th.
- 5. Ontario Health Team Transfer Payment Agreement** – The GW OHT reviewed the 2026/27 Transfer Payment Agreement amendment. Strong alignment was noted between 2026-27 TPA priorities and deliverables and the GW OHT strategic priorities and annual workplan.
- 6. Aligning Strategic Priorities and Planning Processes** – The GW OHT ICC continues to advance collaborative governance as an enabler to achieve the GW OHT shared purpose (i.e., improved health of the population of Guelph Wellington). Next steps include:
 - Look to support organizations who are undertaking strategic planning in 2027 to explore opportunities for process alignment by planning a board event before the end of 2026
 - Create a summary of consultants used by OHT partners for strategic planning (including description of strengths/areas of expertise)

- Invite a group of interested ICC members to support a session with experts to provide advice regarding impact measures for each of the GW OHT strategic priorities.

7. One Team Approach (OTA) Assessment – Continuing from the May discussion regarding the 2026 OTA Assessment results, partners discussed the need for broad community/stakeholder support of the GW OHT compared to the collaborative activities and accomplishments of GW OHT partners? Through this discussion it was confirmed that:

- A continued focus on highlighting collective impact and collaborative partnership accomplishments of GW OHT partners
- Focusing on ensuring partners & community understand the purpose and functions of the GW OHT
- Informing the public on the patient impact of GW OHT partner collective priorities and activities

If you have any questions or comments, or would like to be involved in the Guelph Wellington Ontario Health Team, please contact Emmi Perkins (emmi.perkins@guelphwellingtonoht.com)

Property of The Elmhurst Community