



**MOUNTAINS
& MEADOWS**

CARE GROUP

Board of Directors Orientation Manual

Vision and Mission

- **Our Vision:**

- To be the provider of choice, trusted partner, and vibrant presence within the community.

- **Our Mission:**

- To provide dignified care/support by embracing diversity and inclusion and enabling those we serve to meet their full potential in a warm, engaging and holistic environment.

Our Values

- **Caring**- Residents and clients are the center of everything we do.
- **Quality**- Our foundation is built on quality and innovation.
- **Respect**- Residents, clients, families, volunteers and staff are treated with dignity at all times.
- **Ethics**- Professionalism and integrity are the cornerstone of our organization.
- **Safety**- A culture of safety, well-being and inclusion is engrained in our organization

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Code of Conduct

Mountains and Meadows Care Group
Code of Conduct Acknowledgement Form

I _____ (Board Director's Full Name) certify that I have received and read a copy of the MMCG Board of Directors Duties and Standards of Conduct (*BOD-d-1, page 26*) and understand that this document describes the conduct and behavior expected of me as a Board Director. I also understand my responsibilities and agree to comply with the Standards contained in the Code and all related policies and procedures as is required as part of my association with the Organization.

_____ (Board Director Signature)

_____ (Date)

Confidentiality Agreement

Mountains and Meadows Care Group (MMCG), in the course of its business, has access to an extraordinary amount of confidential information related to our residents/clients, families and MMCG employees. This trust carries with it an onus to protect this information with the highest degree of confidentiality.

Any information you have about the internal operations of this Organization or our residents and staff must be held in absolute confidence and are not to be disclosed except as required in the performance of your employment responsibilities or as required by law.

Please respect that right and not disclose to anyone, personal, or confidential information concerning residents/clients and employees that may come to your attention through the course of your work.

By signing this agreement you agree to adhere to the above mentioned standards and principles.

Print Name _____

Sign Name _____

Date _____

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Board Charter

BOD-c-1

POLICY

- The Board of Directors of Mountains and Meadows Care Group (MMCG) is responsible for setting the direction, policy, and for oversight of MMCG business and affairs.

Board Charter *cont'd*

Procedures and Requirements:

- 1.0 Board of Directors will delegate its responsibility for the day-to-day management of MMCG to a qualified and competent CEO who is accountable to the Board for the performance of MMCG.
- 2.0 The Board of Directors is committed to the effective governance of MMCG.
- 3.0 The governance model will be guided by the following principles:
 - a) The Board will provide strategic direction for MMCG.
 - b) The Board will adhere to ethical and legal standards. They are required to exercise their powers and duties in good faith and to act in an ethical manner in the conduct of Board business.
 - c) The relationship between the Board and the CEO should be based upon trust, collaboration and a clear understanding of roles and responsibilities of the Board and of the CEO.

Board Charter *cont'd*

- d) Board Directors are responsible for familiarizing themselves with the legislation, bylaws, regulations, policies and organizational structure of MMCG. Board Directors shall participate in orientation and educational activities deemed appropriate by the Board.
- e) The governance process (i.e. how decisions are made, how the Board receives reports); and the governance structures (i.e. committee structure, Terms of Reference) will be clear, explicit and a matter of ongoing attention.
- f) Delegation of authority by the Board to the CEO or to a Committee of the Board carries with it an obligation on the part of the person or Committee to provide periodic progress reports to the Board so that the Board can perform its required monitoring, evaluation and accountability functions.
- g) The Board will, at least annually, define objectives for itself as a Board, evaluate and be accountable for its performance against these objectives.
- h) The Board will, at least annually, evaluate the CEO of MMCG against defined objectives.

Board Charter cont'd

- i) In a climate that values different perspectives, Board Directors shall engage in frank and open dialogue in a mutually respectful manner on matters of business coming before the Board.
- j) Once the Board has made its position clear on any non-confidential issues, Board Directors shall speak with one voice on that issue. Board Directors' interactions with public, press or other groups must recognize the above limitations and inability to express personal opinion that may be in conflict with Board policies or decisions. Any Director wishing to take a public position contrary to any Board directive must resign his/her position from the Board.
- k) Current and former Board Directors shall respect the confidentiality of information gained in consequence of their position on the Board. All Board Directors will sign the organizations confidentiality pledge upon starting on the Board as a Director and annually.
- l) The Board shall follow Board Policy and MMCG Code of Conduct.

Conflict of Interest

BOD-c-2

POLICY

The Board of Directors will promote a standard of conduct that will preserve and enhance public confidence in the integrity, objectivity and impartiality of the decision-making processes of the Mountains and Meadows Care Group (MMCG).

Board Directors, will recognize and avoid, mitigate or manage conflict of interest situations.

Procedures and Requirements:

1.0 DUTY TO DISCLOSE

Board Directors acting on behalf of MMCG have a duty to avoid, mitigate or manage any circumstance that might reasonably be expected to give rise to conflict of interest.

Board Directors have a duty to disclose all Private Interests that could compete with, or be at variance with, any of their official functions and duties.

2.0 DISCLOSURE IN RELATION TO BUSINESS OR FINANCIAL MATTERS

Board Directors acting on behalf of the MMCG who are or who may, in the foreseeable future, be involved in discussions or decision-making processes pertaining to the

- a) purchase of goods or services,
- b) planning of facilities,
- c) selection of vendors or
- d) Awarding of contracts

Conflict of Interest cont'd

3.0 DISCLOSURE AT MEETINGS

- (a) At the commencement of each business meeting, Board Directors acting on behalf of the Corporation shall review the business items to be discussed and shall declare any conflict of interest.
- (b) If a person is in doubt as to whether a conflict of interest exists, he or she shall place the circumstances before the other members at the meeting who shall consider the circumstances and determine whether a conflict exists.

4.0 MEASURES TO MITIGATE OR MANAGE CONFLICT OF INTEREST

- (a) Board Directors have a duty to ensure that all decisions and commitments made on behalf of the Corporation are made in an accountable and transparent manner.
- (b) Board Directors who have made a declaration and are considered to be in conflict of interest with respect to a decision or matter of business shall be required to refrain from voting and absent him/herself from the meeting during the discussion and decision-making or business process and shall not seek to influence the process in any way.
- (c) The withdrawal and abstention of the Board Directors for reasons of conflict of interest shall be recorded in the minutes of the meeting. However, the attendance of that person shall be counted as part of the quorum for the meeting.

Conflict of Interest cont'd

5.0 MEASURES TO AVOID CONFLICT OF INTEREST

- (a) Board Directors shall maintain an arm's length separation between their private interests and their official functions and duties.
- (b) In the exercise of official functions and duties, no Board Director may act in more than one official role, function or capacity.

6.0 All Board Directors or Organizations shall comply with the following requirements while acting in their official capacity on behalf of the MMCG

(a) Prohibition Against Self-Referral

No person who provides professional services or operates a private facility shall use their position within the Corporation to generate referrals to or to promote the use of such services or facilities.

(b) Non-Disclosure of Information

No person shall disclose information that is not available to the general public for the purpose of furthering a Private Interest or benefiting the person concerned or some other person.

7. SUPPLEMENTARY BUSINESS INTERESTS OR EMPLOYMENT

Board Directors who wish to sell or supply goods or services to, or enter into a contractual or business relationship with the Corporation outside of the terms of their appointment or employment, shall provide a written disclosure statement and fully comply with all measures for avoiding conflict of interest in accordance with this Policy.

Conflict of Interest cont'd

8. MORATORIUM ON CONTRACTS WITH FORMER BOARD DIRECTORS

The MMCG will not enter into a contractual or business relationship with a former Board Director for a period of six(6) months from the time that they cease to be a Director, except as specifically approved by the Board.

9. BREACHES

Notwithstanding what is a breach, it is not a breach of this Policy to accept campaign donations, on behalf of the Corporation or Foundations. It is a Conflict of Interest and a breach of this Policy for Board Directors to:

(a) **Furtherance of a Private Interest**

To take part in a decision in the course of carrying out their role and functions within the Corporation knowing that the decision might further a Private Interest or benefit a Directly Associated Person.

(b) **Inappropriate Influence**

To use their position or powers to influence or to seek to influence a decision made on behalf of the Corporation to further a Private Interest or to benefit a Directly Associated Person.

(c) **Inappropriate Use of Information**

To use or communicate information not available to the general public that was gained by the Board Directors in the course of exercising their powers or carrying out their functions within the Corporation to further, or to seek to further, a Private Interest or to benefit a Directly Associated Person.

Conflict of Interest Cont'd

(d) **Personal Use of Equipment, Supplies, Facilities & Other Resources**

To use the equipment, supplies, facilities, staff and other resources of the Corporation for any personal gain, profit or remuneration of the Board Director or of a Directly Associated Person except as provided, or in the terms and conditions of a letter of engagement issued to a Board Director by the Corporation.

(e) **Restriction on Vending and Contracting by Board Directors**

To seek to sell, vend, provide or supply goods or services to, or to enter into a contractual or business relationship with the Corporation for the purpose of remuneration, profit or gain.

10.0 INVESTIGATIONS OF ALLEGATIONS OF CONFLICT OF INTEREST

Any person who has reason to believe that a Board Director is in a conflict of interest with respect to their official duties and responsibilities may report the matter to the Chair or the CEO.

- (a) **Board Chair-** If the allegation of conflict of interest pertains to the Board Chair, the matter shall be reported in writing to the Board via the Vice-Chair who shall bring the matter to the attention of the Board for disposition, who may make such decisions and take such steps as may be appropriate in the circumstances.

Conflict of Interest Cont'd

- (b) **Board Directors** - If the allegation of conflict of interest pertains to a Board Director, the matter shall be reported in writing to the Board Chair who shall bring the matter to the attention of the full Board for disposition. If the Board finds that there has been a material breach of this policy, the Board may choose to (a) issue a letter of censure to the Board Director(s) concerned, or (b) take whatever other action is deemed appropriate by the Board.
- (c) **CEO** - If the allegation of conflict of interest pertains to the CEO, the matter shall be reported in writing to the Board Chair who shall bring the matter to the attention of the Board. The Board Chair may make such decision and take such steps as deemed appropriate in the circumstances and will notify the Board of the matter.
- (d) **Senior Staff or Contracted Services-** If the allegation of conflict of interest pertains to a Senior Staff or Contracted Service Provider, the matter shall be reported in writing by the CEO to the Board who will make such decisions and take such steps as may be appropriate in the circumstances.
- (e) **Employees or Other Affected-** If the allegation of conflict of interest pertains to an Employee or any other Affected Person not dealt with in sections a) through d) above, the matter shall be reported in writing by the CEO to the Board who will make such decisions and take such steps as may be appropriate in the circumstances.

Conflict of Interest Cont'd

DEFINITIONS

MMCG- refers to the organizational structure and operating entities which are governed by the Corporation.

Conflict of Interest - means a situation or circumstance involving a Private Interest of a Board Director, which is sufficient to influence or appear to influence a Board Director's exercise of an official power or performance of an official duty or function on behalf of the MMCG.

Directly Associated Person - means a person who is directly associated with the Affected Person as set out below:

Examples include: Children, Spouse/Partner, Family Member, Business Partner.

Each case will be assessed by the Board.

Employee - means a person in the service of the Corporation under any contract of hire or employment, expressed or implied, oral or written, where the MMCG, as employer, has the power or right to control and direct the Employee in the material details of how the work is to be performed.

Contracted Services - means a physician, pharmacist, dentist, occupational therapist, physiotherapist, hairdresser and all other persons/companies providing contracted services to residents of MMCG.

Private Interest - means a financial, personal or private affiliation, relationship or involvement of a Board Director, including any Directly Associated Person, outside the scope of the Affected Person's affiliation, appointment or position with the Corporation.

Conflict of Interest cont'd

Senior Staff - means a Director of Services within MMCG.

Token - with respect to payment, benefit, gift or perquisite received by a Board Director means that the payment, benefit, gift or perquisite is purely honorary or symbolic in nature and is of normal economic value.

Board Committee-Roles and Responsibilities

BOD-c-4

PURPOSE

To define the roles and responsibilities of committees of the Board of Mountains and Meadows Care Group (MMCG).

POLICY

1. AUTHORITY

Committees of the Board of the MMCG report to and are accountable to the Board. They draw their authority from the Board and are advisory in nature, except to the extent that the Board specifically assigns authority otherwise. The decisions/actions/recommendations of Committees shall be reviewed and approved by the Board.

2. COMMITTEES - A GOVERNANCE OPTION

2.1 Board Committees are established to provide focus on a defined area of interest.

2.2 Through Committees the Board may divide tasks amongst its membership to more efficiently and effectively address issues.

2.3 Through their work the committees become intimately familiar with their subject areas and are, hence, able to provide more knowledgeable counsel and recommendations to the Board. This specialized knowledge, presents the best vehicle for initial review of issues presented to the Board where some level of investigation is required before the Board can competently act on that issue. Any Board Director or the CEO may bring such issues directly to the appropriate committee. Staff members are encouraged to bring forward issues through the office of the CEO.

Board Committee-Roles and Responsibilities *cont'd*

2.4 Board committees may potentially, but inadvertently, protract the resolution of an issue through inaction.

All committees are accountable to the Board membership to provide prompt evaluation and recommendation to the Board on every issue. Specific response times should be assigned at the time of issue delegation.

3. MANDATE/SCOPE

The mandate of Board Committees will be defined and effected with the Board's approval of their respective Terms of Reference

4. TERMS OF REFERENCE

A Terms of Reference will be drafted for each committee and shall include:

- 4.1) A Statement of Purpose
- 4.2) A Statement of Accountability
- 4.3) A complete listing of delegated duties and responsibilities
- 4.4) Membership Composition

Board Committee- Roles and Responsibilities *cont'd*

5. OPERATIONAL PROTOCOL

5.1 The Committee shall function in a manner that adheres to the Corporate Bylaws.

5.2 A quorum for a committee meeting shall be a majority of the membership of the committee unless otherwise specified by the Board.
Questions shall be decided by a majority of votes.

5.3 Committee members who are not Directors of the Board shall be entitled to vote at Committee meetings, except where the By-Laws dictate otherwise.

5.4 The Chair of the Committee may invite others, as determined by the agenda, to attend all or portions of any meeting of the Committee.

5.5 The CEO, or designate, in consultation with the Chair of the Committee, may invite other members of staff as judged to be appropriate.

5.6 Support from CEO may be provided on an as needed basis.

Consent Agenda

BOD-c-5

POLICY

The Board Consent Agenda (Robert Rules of Order) allows the Board of Directors to approve all items together without discussion or Individual motions.

PROCEDURES AND REQUIREMENTS:

- 1.0 The Board Chair will decide what items on the Agenda will fall under the Consent Agenda.
- 2.0 At the beginning of the meeting the Board Chair will ask if any of the items under the Consent Agenda should be moved to regular discussion items.
- 3.0 The Consent Agenda needs to be approved with a motion and a seconder just like any other item on the Agenda.

CEO Signing Authority

BOD-c-6

POLICY

The Policy of Mountains and Meadows Care Group (MMCG) is committed to responsible stewardship of its funds.

PURPOSE:

To ensure that the CEO of Mountains and Meadows Care Group has established approval thresholds as approved by the Board of Directors.

PROCEDURES AND REQUIREMENTS:

- 1.0 The CEO will approve any invoices that are operational as per the Board approved operational budget.
- 2.0 Regarding the Board Capital Reserves, the CEO may approve capital requests which are deemed necessary, using these funds prior to Board approval for purchases under \$10,000. For requests \$10,000 and more, the CEO must receive approval from the Board before making the purchase.
- 3.0 The CEO is given signing authority up to \$150,000 until such a time that we move into the new Mountain Lea Lodge facility only. Two signatures would always be required.

Duties and Standards of Conduct BOD-d-1

POLICY

Directors of the Board of Mountains and Meadows Care Group (MMCG) have a duty to govern the business affairs of the MMCG and to ensure that the MMCG performs its responsibilities.

PURPOSE

1. To provide a Code of Ethics for MMCG Board Directors.
2. To outline a process for dealing with alleged violations of the code of ethics.

Additional Responsibilities of Board Directors include:

- The Board shall, from time to time, pass Policy Directives and communicate those directives to staff through the CEO.
- Board Directors shall channel all requests for information through the Board Chair.
- The Board shall select, appoint and provide an annual performance review of the CEO.
- The Board shall advocate for resources required to meet the health needs of the residents/clients of Mountains and Meadows Care Group.

Duties and Standards of Conduct *cont'd*

STANDARDS OF ETHICAL CONDUCT

Board Directors are required to exercise their powers and duties in good faith and to act in an ethical manner. The following standards of conduct shall be observed at all times:

1.0 Open and Respectful Dialogue

Board Directors shall engage in frank and open dialogue in a mutually respectful manner on matters of business coming before the Board.

2.0 Board Cohesiveness

The Board shall exercise its authority as a single entity and not as individual members. Board Directors shall abide by decisions and resolutions made by the Board regardless of individual views.

3.0 Acceptance of Gifts & Benefits

Board Directors shall not accept any benefits (including travel and accommodation), gifts, or perquisites (including memberships) of more than token value from any person or organization, as a consequence of their services, role or position with the Mountains and Meadows Care Group.

Board Directors or their families as consumers of Mountains and Meadows Care Group services shall expect to receive treatment equivalent to that provided to members of the general public.

Duties and Standards of Conduct *cont'd*

4.0 Prudence and Judgment

Board Directors shall use prudence and sound judgment in the fulfillment of their duties and responsibilities.

Board Directors shall avoid situations, which might lead to the perception that they have been unduly influenced in the fulfillment of their duties and responsibilities.

5.0 Orientation and Education of Board Directors

Board Directors are responsible for familiarizing themselves with the legislation, bylaws, regulations, policies and organizational structure of the MMCG.

Board Directors shall acquaint themselves with the rules of procedure and proper conduct of meetings.

Board Directors may participate in orientation and education activities deemed appropriate by the Board.

6.0 Loyalty

Board Directors must remain loyal to the interests of Mountains and Meadows Care Group. This accountability supersedes any conflicting loyalty to advocacy or interest groups, or to other associations, Boards or staffs.

Duties and Standard of Conduct *cont'd*

7.0 Authority

The Board employs a CEO to administer the entire system. The CEO then remains accountable to the Board for all functioning and fiscal management of Mountains and Meadows Care Group.

The Board is charged with producing Policy Directives from which the CEO and staff draw their operational directions.

Board Directors have no individual authority over the Organization or staff except as explicitly set in Board Policy and By-Laws.

FAILURE TO ACT APPROPRIATELY OR IN GOOD FAITH

Any person who has reason to believe that a member of the Board is not acting appropriately or in good faith with respect to their duties and responsibilities shall report the matter, in writing, to the Board Chair.

- The Board Chair shall bring the matter to the attention of the full Board at an in-camera meeting.
- The Board shall determine the process to be followed in order to investigate and authenticate the facts of the matter, and to seek resolution.
- If the Board finds that there has been a material breach of this policy, the Board may choose to either:
 - i. Issue a letter of censure to the Board Director(s) concerned or
 - ii. Terminate the appointment of the Board Director(s) concerned forthwith.

Any person who has reason to believe that the Board Chair is not acting appropriately or in good faith with respect to the Chair's duties and responsibilities may report the matter in writing, to the full Board.

Duties and Standards of Conduct *cont'd*

PROCEDURAL STATEMENT

1. Upon appointment, all Board Directors are required to sign off on the Board Director's Duties and Standards of Conduct Policy, as evidence of having read and understood the Policy parameters.
2. An annual verification or audit will be conducted to ensure that all current Board Directors have a signed Code of Conduct on file. This annual audit will be considered part of the ongoing Board evaluation process and should take place in September.

Delegation for Authority for Financial Commitments

BOD-d-2

PURPOSE

- 1) To ensure sound financial accountability and control of funds entrusted to the Mountains and Meadows Care Group (MMCG) in compliance with Department of Health and Wellness (DOHW) and Department of Community Services (DCS).
- 2) To establish appropriate limits on non-routine financial commitments by the CEO.

POLICY

1. The Board designates the CEO, in collaboration with the Director of Finance, as the person accountable and responsible to the Board for making financial commitments and approving disbursements within the limits approved by the Board.
2. The Board designates the Chief Financial Officer as the person accountable and responsible to the Board for verifying that proposed financial commitments, expenditures and disbursements have been approved in accordance with approved business and financial plans.
3. The Board requires MMCG CEO, in collaboration with the Director of Finance and the Board Finance and Audit Committee, to develop a clear financial accountability and control structure with appropriate policies and procedures.
4. The Board establishes appropriate limits on the authority of the CEO for approving financial commitments and disbursements on behalf of the MMCG.

Disclosure of Wrongdoings BOD-d-3

POLICY

Mountains and Meadows Care Group (MMCG) encourages employees to report any incidents of wrongdoing by current employees, that they witness, or information they have become privy to that may adversely affect the Authority, its employees and residents/clients.

Employees who report wrongdoing can do so without fear of retaliation or a negative impact on their employment status. To the extent possible, the identity of all employees involved in a reporting of wrongdoing, (i.e. the reporting of employees who committed the wrongdoing, and the witnesses) will be kept confidential.

Any employee who knowingly provides false information regarding a wrongdoing (whether it is through the reporting of a wrongdoing or through the information collected during an Investigation) will be subject to disciplinary action, up to and including termination.

PURPOSE

This Policy has been developed to allow employees to report any wrongdoings, and to do so without fear of retaliation. MMCG would like employees to understand:

1. The process for reporting wrongdoing.
2. The protection of parties involved in a wrongdoing investigation.
3. The consequences of knowingly providing false information.

Disclosure of Wrongdoings Cont'd

PROCEDURES AND REQUIREMENTS

1. If an employee witnesses or gains knowledge of a wrongdoing that has happened or will likely happen, he/she must report this to his/her Manager/Director along with supporting information available (i.e. dates, parties involved, details of the events etc.) The protection of parties involved in a wrongdoing investigation.
2. If the Manager/Director is a party in the wrongdoing, the employee will report the concern directly to the person assigned to the Human Resource (HR) role in the Corporation.
3. The Manager/Director or HR will notify the CEO who will determine if an investigation is necessary.
4. If the CEO is a party in the wrongdoing, the employee will report the concern directly to the person assigned to HR in the organization, who will in turn report it to the Board Chair.
5. If an investigation is necessary, HR/Board Chair will commence the investigation.
6. HR will contact the parties involved so they have the opportunity to provide an explanation to the events.
7. Any witnesses identified in the wrongdoing will also be contacted by HR.
8. If the outcome of the investigation determines wrongdoing by an employee, or it is found through the investigation that the reporting employee knowingly provided false information, disciplinary action may be taken against that employee, up to and including termination of employment.

REPRISAL

No reprisal shall be taken against an employee because the employee has, in good faith, disclosed an act or an instance of something illegal or inappropriate that could significantly compromise or negatively affect MMCG.

Disclosure of Wrongdoings Cont'd

REPRISAL

If that employee experiences a reprisal, they should report this to their Manager/Director along with any supporting information. If the Manager/Director is a party in the reprisal the employee will report the concern directly to HR.

Examples:

Fraud, theft or misappropriation of funds

Falsification of documents or reports

Conduct or unbecoming behavior likely to damage, directly or indirectly the reputation of the organization

Misconduct for material gain (bribery, corruption and theft)

Board In-Camera Sessions

BOD-i-1

It shall be the policy of Mountains and Meadows Care Group that:

1. Meetings

1.2 The following matters shall be dealt with In-Camera at any meeting:

- (a) Matters in which public knowledge could prejudice MMCGs legal position or could be detrimental to MMCG in proceeding before any court or administrative tribunal.
- (b) Matters relating to wages, salaries, benefits, and discipline of personnel of the organization; collective bargaining matters.
- (c) Property matters when the acquisition of sale of property is being investigated or negotiated, and when premature public disclosure could cost the public money or be prejudicial to the interests of a property owner or MMCG.
- (d) Matters prohibited from being made public by Federal or Provincial Legislation.
- (e) Personnel matters, where a named employee or prospective employee is involved, or where employee relations or reputations could be damaged, unless the individual or individuals involved have requested that the matter be discussed at a meeting open to the public.
- (f) Presentation of reports by consultants where the information or recommendations may involve one or more of the above.
- (g) No person other than the Board of Directors members shall attend the In-Camera meeting.
- (h) Motions arising from in-camera meetings shall be presented to Board for voting immediately following the in-camera session (when the regular Board meeting resumes).

2. Minutes

2.1 Minutes of the Board of Directors and Committee meetings will be available to the public after approval by the Board of Directors or Committee.

2.2 While in-camera minutes of the broad topic will be taken but all motions will be made out of camera.

Board Membership

BOD-m-1

POLICY

The Board of Directors of Mountains and Meadows Care Group is responsible for ensuring that the Board represents a broad spectrum of the population living in the catchment area and to maintain a Board for the purpose of conducting governance of the corporation. The Board will keep in mind that the Board has one employee, the CEO, who is responsible for the daily operations of the corporation.

Procedures and Requirements:

Efforts will be made to include persons who are versed in differing areas of knowledge and interest and are willing to contribute to the governance of the corporation Those not eligible for appointment are:

1. Employees of the Corporation
2. Municipal Councillors
3. Persons who provide supplies and services to the extent they would have a vested interest in the outcome of contracts awarded.
4. Spouses of close family members or any person directly associated to sitting Board Directors.

Meeting Structure

BOD-m-2

PURPOSE

To provide a framework for meetings of the Board of Directors of the Mountains and Meadows Care Group (MMCG) held in public, in-camera or as a Committee of the Whole.

POLICY

Meeting of the Directors, associates and officials of the MMCG will be held in public, except where this policy requires that the Board meet in-camera. An in camera meeting shall be a meeting of the members only, with invited guests as required.

The Board shall not meet in-camera except when a public meeting would:

- Results in the release of information that might impair the ability of the Corporation to carry out its responsibilities in an effective and efficient manner.
- Result in the release of information relating to the personal interests, reputation or privacy of any person, including personnel information, matters pertaining to labour relations and contract negotiations.
- Result in the release of information that would prejudice measures protecting health, safety, security or the maintenance of the law.

When a matter has been discussed in-camera, the minutes of the public meeting shall only record the resolution that was passed in respect to the matter in the public meeting.

Resident, Client, Staff Safety

BOD-r-1

POLICY

The Board of Directors for Mountains and Meadows Care Group (MMCG) is committed to creating a culture of safety.

Procedures and Requirements

1.0 Organizational infrastructure and program planning will incorporate resident/client/staff safety as a first consideration so that sufficient resources are allocated to initiate and sustain our safety programs.

2.0 MMCG is committed to creating a culture of no blame, encouraging all employees to:

- Focus on safety
- Identify and report all incidents, near misses and any hazardous conditions
- Engage in safety education as provided by the employer
- Help identify safety risks and identify any possible solutions
- Consider the principles of human factor engineering whenever new policies and processes are developed

3.0 Residents/Clients and their families are part of the safety team and their feedback is critical in telling us how we can improve and do things more safely.

4.0 The Board of Directors will ensure the organization has a well-defined Occupational Health and Safety Program as per the Occupational Health and Safety Act.

References: Occupational Health and Safety Act (1996)

Board Remuneration

BOD-r-2

POLICY

The Board of Directors for Mountains and Meadows Care Group (MMCG) will be remunerated for meetings as specified in the Bylaw ensuring Board compensation. The Board Chair will appoint Board Directors to sit on specific Committees and working groups that require governance.

Procedures and Requirements

The following meetings will be compensated at the rate cited in the MMCG Bylaws March 3, 2015.

- 1.0 Board meetings will occur monthly or when a special meeting is called by the Board Chair.
- 2.0 Finance, Audit and Risk Committee of the Board will meet monthly or when a special meeting is called by the Board Chair.
- 3.0 The Quality Committee of the Board will meet on a quarterly basis.
- 4.0 Any Committee or working group that the Board as a whole recognizes as requiring governance will fall under this Policy once approved by the Board.
- 5.0 Celebrations, Committees and Working Groups that have not been approved by the Board of Directors will not be compensated.
- 6.0 All remuneration for expenses requires approval by the Chair of the Finance, Audit and Risk Committee of the Board prior to being actioned.
- 7.0 Chair of the Finance, Risk and Audit Committee of the Board expenses will be approved by the Chair of the Board.
- 8.0 Expenses will be submitted quarterly to the Business Office after approved by the Chair of the Finance, Risk and Audit Committee of the Board (June, September, December, March).

Safe and Supportive Work Environment for Staff

BOD-s-1

POLICY

The Board of Governance of the Mountains and Meadows Care Group (MMCG) will ensure that all staff have a respectful and Safe work environment.

PURPOSE

To foster safe and supportive work environment within MMCG which contribute to the safety and security of individuals and to protect against abuse, violence, discrimination, bullying and harassment.

Procedures and Requirements:

Definitions

Safe and Supportive Environment- The environment in which the MMCG provides services and conducts business shall be safe, secure and supportive in nature.

Courtesy and Respect for Everyone- Persons who work or act on behalf of MMCG and those who receive care or services from MMCG are expected to treat each other with courtesy and respect.

Duty to Promote High Standards of Conduct- Persons who work or act on behalf of MMCG have a duty to promote the behaviors that contribute to high standards of personal and professional conduct.

Non-Tolerance of Abuse, Violence, Discrimination or Harassment- MMCG will not tolerate acts of abuse, violence, discrimination, harassment, or bullying on the part of anyone, whether staff member, service provider, resident/client or member of the public.

Compliance with Reporting abuse or neglect of children and/or vulnerable adults- Persons who work for or act on behalf of MMCG have a legal responsibility under the Social Assistance Act and the Adult Protection Act, to report any instances of abuse as defined in those Acts.

Right to Seek Corrective Action- Persons who believe that the words or actions of others are seriously inappropriate, disrespectful or harmful have the right to bring their concerns forward and to have them addressed by the appropriate level of authority within MMCG without any fear of retribution.


Safe and Supportive Work Environment for Staff *cont'd*

BOD-s-1

PRINCIPALS

- 1.0 MMCG Administration shall ensure that appropriate mechanisms and processes are in place both to prevent and to respond to incidents of abuse, violence, discrimination, harassment or bullying.
- 2.0 MMCG Administration shall ensure that all reported incidents of abuse, violence, discrimination, harassment and bullying are investigated and that appropriate action is taken.
- 3.0 MMCG Board and Administration shall ensure that the privacy of individuals and the confidentiality of information given in connection with a reported incident are appropriately protected.

Strategic Plan



MOUNTAINS & MEADOWS
CARE GROUP

Mountains and Meadows Care Group is a non-profit charitable organization managing several facilities and programs.

Mountain Lea Lodge has 107 long term care residents. Attached to the facility is Crossfall Court (Housing Nova Scotia) with apartments for assisted living.

The Meadows Community is home to 33 persons with different abilities plus one respite/Adult Protection bed.

Willow Vale Apartments is the home for 9 clients with different abilities.

Our **Independent Living Program (ILS)** supports persons with different abilities to live in the community with support from ILS staff.

Mountains and Meadows Care Group has identified four Strategic Directions that will focus the collective efforts of the Board, Senior Leadership, Management and employees at all levels of the organization over the next five years, as we fulfill our Mission and pursue our Vision.

The underpinning of all of these is our ultimate goal to **improve the lives of the people we serve.**

INVESTING IN OUR PEOPLE (Employer of Choice)

We will promote a healthy, safe, positive work environment where employees have a quality of work life that is meaningful and rewarding and where they are supported to reach their full potential through ongoing professional development.

Strategies and Initiatives:

- We will develop a 3–5-year recruitment strategy that includes immigration components and promotes Mountains and Meadows as an exceptional employer for the right applicants.
- We will develop a retention strategy which includes employee engagement and wellness programs as well as

leadership development and mentoring programs (supports succession planning).

- Implement yearly education plan based on organizational priorities and data tracking.
- Introduce employee satisfaction survey, which will aim to assess workplace culture and opportunities for growth and capture needs for professional development and support.

- We will consider participating in a recognized provincial or national top employer program.
- We will continue to advance our commitment to support a culture of wellness and safety as a signatory to the Nova Scotia Health & Safety Leadership Charter.

Our Desired Outcomes:

- Increased staff retention and overall workforce (staffing to full funded complement);
- Healthy, safe and engaged workforce as evidenced through high scores on employee satisfaction surveys.
- Remain under the provincial average for our sectors' WCB rates in Nova Scotia.

CONSTRUCTING OUR FUTURE (Infrastructure)

We will make infrastructure upgrades and enhancements to our facilities and programs, or build new ones, ensuring our spaces are appropriate to the needs of those we serve now and into the future.

Strategies and Initiatives:

- We will advocate for the replacement of Mountain Lea Lodge with a new, modernized facility with design principles that promote privacy, dignity, improved quality of care/support and enhanced quality of life.
- Through regular capital investment submissions to DHW and DCS and fundraising strategies, plan for the continual upgrade/enhancement of other facilities/housing within the Mountains and Meadows Care Group.
- Explore opportunities to expand current programs and introduce new ones in alignment with the vision of community inclusion for our Disability Support Program participants.

Our Desired Outcomes:

- Department of Health & Wellness approves proposal to replace Mountain Lea Lodge; successful acquisition of adjacent land for new build; and repurposing of the Old Mountain Lea Lodge Building.
- Mountain Lea Lodge is successful in introducing 7 small option homes arising from closure of Harbourside Lodge; the employment and benefits of our staff are protected through the period of transition and a plan is in place for the repurposing of the old building.
- Remaining facilities/housing operated by Mountains and Meadows Care Group are continually improved to better meet resident/program participants' needs and reflect our commitment to provide a warm and engaging, inclusive, and holistic environment.

PROMOTING QUALITY, PERFORMANCE MEASUREMENT AND REPORTING

We will maintain and grow our quality and safety culture by adopting an approach to continuous quality improvement that aligns with Accreditation Canada or other nationally or provincially recognized standards and focuses on best practices, innovation, and our commitment to service excellence.

Strategies and Initiatives:

- We will develop a quality framework providing a formal structure for ongoing assessment and improvement that maintains our commitment to research and best practice policy development, continuous learning, performance measurement, and promotes accountability and transparency across the organization through public reporting.

(Note: Development of this framework will include consideration of achieving Accreditation status again, voluntarily benchmarking against Accreditation Canada standards without embarking on the formal process or pursuing alternatives such as pending national standards for long term care.)

- Within this framework, we will seek to...
 - Continually review and audit our operational and risk management policies and procedures

Strategic Plan

cont'd

ensuring that they are in keeping with best practice and licensing requirements.

- Explore Accreditation Canada's Continuum Program or aligning with pending national standards for long term care and/or other national and international quality and resident/client safety standards.
- Maintain our best practices in specialty areas such as palliative care, wound care and infection prevention and control.
- Continue to work to enhance recreational and vocational opportunities, including exploring developing new social enterprises.
- Consistently achieve high satisfaction rates for care, services and support provided on resident/client and family satisfaction surveys.
- Meet and exceed licensing standards for the Departments of Health and Wellness, Department of Community Services, Occupational Health and Safety Legislation and Fire Safety Regulations.
- Regularly report on our quality indicators to the public, providing assurance of best-practice, person-directed and person-centred care and support.

Our Desired Outcomes:

- Everyone across the organization is working towards the same goals and standards, united in the commitment to provide exceptional person-centred and person-directed care, services and support every time.
- Install a sense of pride among employees across the organization arising from the accomplishments identified through the formal benchmarking/ performance measurement process.
- Recognition of our leadership and best practices across the province.
- Provide assurance to residents/clients, families, other key stakeholders and the public of best-practice, person-directed and person-centred care and support.

LEADERSHIP AND PARTNER/STAKEHOLDER ENGAGEMENT


We will maintain and enhance current community partnerships and build new partnerships in pursuit of our mission, vision and strategic goals.

Strategies and Initiatives:

- We will identify all key stakeholders and partners, both internal and external as well as existing and potential new ones, informing the development of a plan that aims to maintain or build new or improved relationships.
 - Key stakeholders and partners to be included in the plan are community partners, municipal counsellors, family members, and key representatives in relevant provincial government departments.
 - The plan will incorporate participation at various provincial tables recognizing the value this brings to the Mountains and Meadows Care Group.
- We will enhance recognition of our brand through the creation of a strategic marketing and communications plan that can reasonably be achieved within existing resources.
- We will be strong advocates for the people we serve, championing their interests to decision makers at all levels of government and other health and community services stakeholders.

Our Desired Outcomes:

- Relationships are expanded to include all members of the senior team and directors as appropriate.
- Maintenance and growth of our position in the communities we serve.
- Increased recognition as the leader that we are (growing our brand).
- These efforts contribute to our ultimate goal to improve the lives of the people we serve.



MOUNTAINS & MEADOWS
CARE GROUP

Our Vision:
To be the provider of choice, trusted partner, and vibrant presence within the community.

Our Mission:
To provide dignified care/support by embracing diversity and inclusion and enabling those we serve to meet their full potential in a warm, engaging and holistic environment.

Our Values:
Caring- Residents and clients are the centre of everything we do.
Quality- Our foundation is built on quality and innovation.
Respect- Residents, clients, families, volunteers and staff are treated with dignity at all times.
Ethics- Professionalism and integrity are the cornerstone of our organization.
Safety- A culture of safety, well-being and inclusion is engrained in our organization.

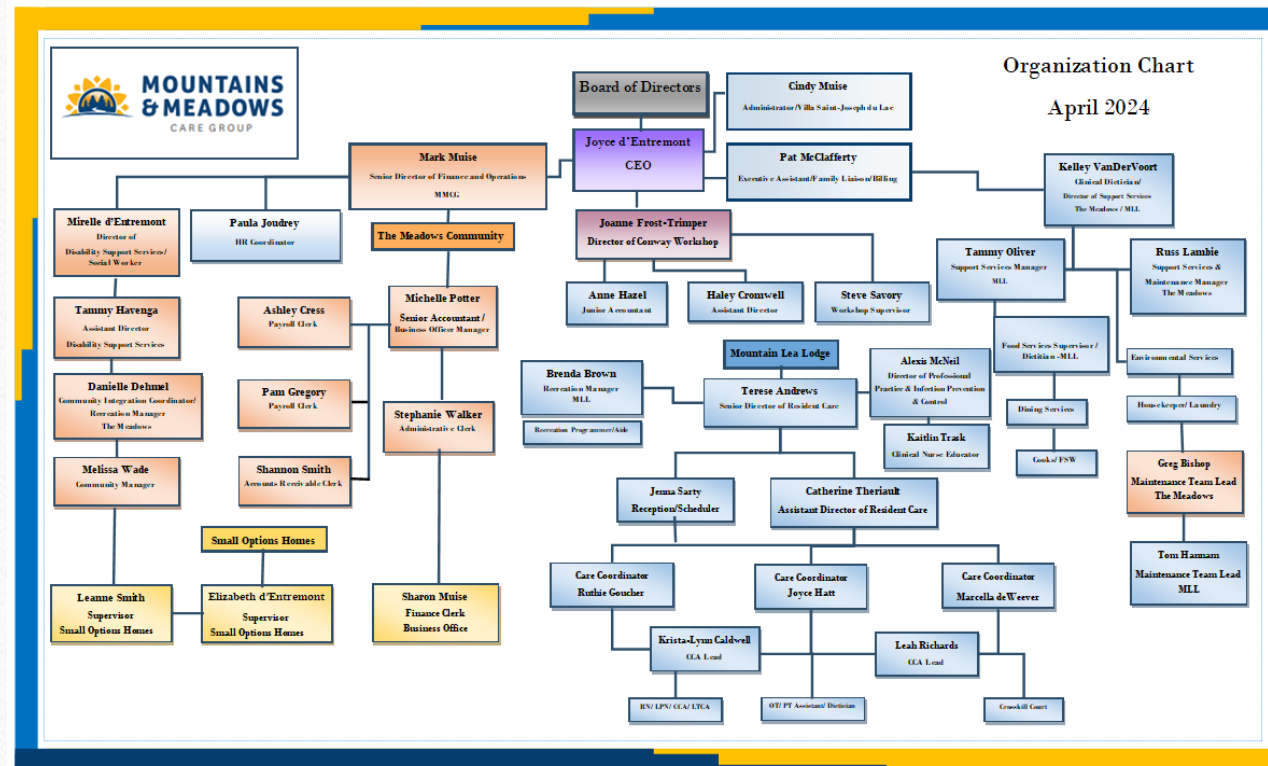
170 Church St, Beidgetown, NS
902-665-4489 ext. 802
pmcclafferty@homesforcare.com

Committee Structure and Organization Chart

- Besides the Board of Governance, Directors hold positions on working committees in the areas of
- Finance, Audit & Risk Committee
- Quality Committee
- Governance & Nomination Committee

Committee Structure and Organization Chart

Chart *cont'd*



Board Director Contact Information

- Chair Helen Huntley
hhuntley@mountainsandmeadows.ca Phone (902) 678-7995
- Vice Chair Carol Ward
cward@mountainsandmeadows.ca Phone (902) 665-4161
- Secretary Paula Bilz
pbilz@mountainsandmeadows.ca Phone (902) 760-0700
- Nancy McGrath
nmcgrath@mountainsandmeadows.ca Phone (902) 665-2120
- Gail Grover
ggrover@mountainsandmeadows.ca Phone (902) 665-2124

Board Director Contact Information

cont'd

- Ann Burns

aburns@mountainsandmeadows.ca Phone (902) 249-1953

Joyce d'Entremont (CEO)

jdentremont@mountainsandmeadows.ca Phone (902) 665-4489 ext.801

- Pat McClafferty (Executive Assistant/Family Liaison & Billing)

pmcclafferty@mountainsandmeadows.ca Phone (902)-665-4489 ext.802

Commonly used Acronyms

- **A**
- ABHR: Alcohol Based Hand Rub
- A.C.: Accreditation Canada. “An accreditation body that works with patients, policy makers and public to improve the quality of health and social services for all.” Our organization is participating in this evaluation.
- Accreditation Canada: An organization... that assesses organizations against practice standards, focusing in providing the highest achievable quality for patients and their families.
- Accreditation Primer: designed specifically... to help an organization new to accreditation build resources, capacity and strengthen basic structures and process related to the quality and safety before moving onto the full accreditation program... (MMCG achieved in October 2019).
- Accreditation QMentum: The comprehensive assessment program, based on globally influenced and jurisdictionally- tailored standards. (MMCG working towards at present).
- ACMHC: Annapolis County Municipal Housing Corporation- the title of our organization under the Instrument of Incorporation.
- AED: Automated External Defibrillator
- AMP: Attendance Management Program
- ARC/RRCs: Adult Residential Center/Regional Rehabilitation Centres. The Meadows Community is designated an ARC.
- AWARE NS: Health and Community Services Safety Association

Commonly used Acronyms

cont'd

- **B**
- Business Continuity Plan: Required (provincial requirement) plan identifying potential threats to the organization and responses to mitigate these threats
- **C**
- CAAB: Centre on Aging Advisory Board
- CALTC: Centre on Aging Advisory Board
- CCA: Continuing Care Assistant
- CC: Continuing Care Department
- CCOHS: Canadian Centre for Occupational Health and Safety
- CIHI: Canadian Institute of Health Information
- CKC: Crosskill Court
- CLS: Community Living Support Program
- CPP: Canadian Pension Plan
- CPR: Cardiopulmonary Resuscitation
- CRA: Canada Revenue Agency
- CRIA: Carlton Road Industries Association. A Non-Profit, Charitable Adult Service Center located in Lawrencetown
- CRNNS: College of Registered Nurses of Nova Scotia
- CSS: Community Support Services
- CUPE: Canadian Union of Public Employees

Commonly used Acronyms

cont'd

- **D**

- DANS: Diverse Ability NS
- DCG: Designated Caregiver
- DCS: Department of Community Services-provides funding and oversight for the Meadows Community and Community Living Support Program
- DOHW/DOH: Department of Health and Wellness-provides funding and oversight for Mountain Lea Lodge
- DSP: Nova Scotia Disability Support Program-NS DCS a program that provides support to individuals with intellectual/ physical disabilities and/or long-term mental illness

- **E**

- EMO: Emergency Measures Office: Provincial government office responsible for emergency planning and coordinating emergency responses in the province.

- **F**

- FOIPOP: Freedom of Information and Protection of Privacy Act Nova Scotia

- **G**

Commonly used Acronyms

cont'd

- **H**

- HANS: Health Association of Nova Scotia: An organization MMCG partners with to provide services such as pension administration, union/legal support etc.
- Housing NS: Nova Scotia: The provincial government agency responsible for the administration and delivery of affordable housing solutions for low to modest income Nova Scotians Responsible for operating Crosskill Court facility

- **I**

- IDD: Intellectual or Development Disabilities
- ILS: Independent Living Support Program
- Inter RAI-LTCF: International Resident Assessment for Long Term Care Facilities.

- **J**

- JOHS Committee: Joint Occupational Health and Safety Committee: A committee required under the Act NS

- **K**

Commonly used Acronyms

cont'd

- **L**

- LAE NS: Department of Labour and Advanced Education
- LTC: Long Term Care: NS government Department that provides accommodation, supervisory care, personal care and nursing services to individuals who can no longer live independently in the community with family and other supports available
- LPN: Licensed Practical Nurse

- **M**

- Macro Agenda: An agenda of items to be addressed by the Board on an annual basis
- Meadows Community
- MLL: Mountain Lea Lodge
- MMCG: Mountains and Meadows Care Group: The title under which we operate our facilities

- **N**

- NP: Nurse Practitioner
- NSNU: Nova Scotia Nurses Union
- NSGEU: Nova Scotia Government Employees Union
- NSHA: Nova Scotia Health Authority
- NVCI: Non-Violent Crises Intervention

Commonly used Acronyms

cont'd

- **O**

- OH&S: Occupational Health and Safety
- OTC: Over the counter, pertains to medication that does not require a prescription

- **P**

- PACE: physical, agitation, communication, environment. An assessment tool used with residents
- PHIA: NS Government Personal Health Information Act. A law that governs the collection, use, disclosure, retention, disposal and distribution of personal health information.
- PLAR: Prior Learning Assessment Program
- PPC: Protection of Persons in Care: A Government Act that safeguards from abuse for patients and resident
- PPE: Personal Protecting Equipment
- Provincial Drug Distribution Program: A supply-chain system, purchasing, holding and distributing drugs for hospitals and long-term care homes in the province.

- **Q**

- QIP: Quality Improvement Process

Commonly used Acronyms

cont'd

- **R**

- RCW: Residential Care Worker
- REV 5: an update of the computer program for SSC
- RFP: Request for Proposal
- RN: Registered Nurse
- ROP: Required Operational Practise- a practise required to be operationalized in the facility (by accreditation)

- **S**

- SBAR: A template used for reporting, in which the Situation, Background, Assessment and Recommendation is described
- SSC: Staff scheduled care-software used for staff scheduling
- SEIU: Service Employees International Union

Commonly used Acronyms *cont'd*

- T
- TMC Law; Taylor McClellan Cochrane Legal Firm
- U
- V
- W
- WCB: Workers Compensation Board
- WVA: Willow Vale Apartments
- X
- Y
- Z

Locations of our Residents

- **Mountain Lea Lodge**
170 Church Street, Bridgetown, Nova Scotia B0S 1C0
- **The Meadows Community**
200 Church Street, Bridgetown, Nova Scotia B0S 1C0
- **Crosskill Court**
192 Church Street, Bridgetown, Nova Scotia B0S 1C0
- **Willow Vale Apartments**
290 Church Street, Bridgetown, Nova Scotia B0S 1C0
- **Small Options Homes Office**
258 Main Street, Yarmouth, Nova Scotia B5A 1C9

Annual Report

- Follow the Link
- <https://www.mountainsandmeadows.ca/post/2022-2023-annual-report>

Dates to Remember/Public Meeting Schedule
