



MINUTES
CMLTO BOARD OF DIRECTORS MEETING

Generative / Strategic Thinking Meeting
Hybrid (In-person / Virtual (via Microsoft Teams))
Friday, November 21 2025 / Time: 9:00 a.m. – 4:30 p.m.
Chair: K. Persad, Chair – CMLTO Board of Directors

BOARD MEMBERS:

PRESENT:

<u>Professional Board Members</u>	<u>Public Board Members</u>
Karen Persad, Chair	Tammie Rix, Vice-Chair, Public
George Broukhanski, Vice-Chair, Professional	Andrew Chan
Paula Curti	Nathan Clark
Lucia Di Pietro	Victor Lan
Jessica McBane	Walter Hewus
Imaya Vithana	Peter McLeman
Lavern Bourne (Academic Member)	Jen Pilzecker

ABSENT:

Janette Aaltonen (<i>Regrets</i>)	Rohini Soni (<i>Regrets</i>)
Mary Costantino (<i>Regrets</i>)	Vivian Ufodike (<i>Absent</i>)
Shweta Pant (<i>Regrets</i>)	

CONSULTANT/PRESENTER/GUEST:

Karen Fryday-Field, Governance Consultant, Meridian Edge Management and Governance Consulting (Consultant)
Paul Smith, Founder, Future Directors (Consultant)
Colleen Walsh, Senior Policy Analyst, Health Workforce Regulatory Oversight Branch, Ministry of Health and Ministry of Long Term Care (Observer)

CMLTO STAFF:

John Tzountzouris, Registrar & CEO
Maggie Cakar, Governance Specialist
Chandler Fitzpatrick, Administrator, Corporate Services & Executive Office (Recorder)

FOR A PORTION OF THE MEETING – CMLTO STAFF:

Rita Azzopardi, Professional Conduct Coordinator
Effie Lau, Quality Assurance Professional Coordinator
Megan MacQuarrie, Senior Director, Regulatory Programs
Anna Patanao, Associate, Professional Practice
Michelle Price, Corporate Communications Specialist
Kathrine Stevenson, Manager, Regulatory Programs
Iuliia Rud, Coordinator, Registration



1.0 WELCOME, INTRODUCTIONS AND CALL TO ORDER

1.1 INTRODUCTIONS AND ROLL CALL

K. Persad, Chair, called the meeting to order at 9:02 a.m. and conducted the roll call.

12 Board Members present, 11 voting.

1.2 LAND ACKNOWLEDGEMENT

The Chair presented a Land Acknowledgement as a demonstration of recognition for and reconciliation with Indigenous Peoples.

C. Walsh joined the meeting at 9:06 a.m.

2.0 APPROVAL OF MEETING AGENDA

2.1 REVIEW AND APPROVAL OF MEETING AGENDA

The Chair asked for a motion to approve the meeting agenda as presented.

Decision/Motion:

MOVED BY W. Hewus / **SECONDED BY** P. Curti

MOTION CARRIED

Be it resolved that,

The Board moves to approve the meeting agenda as presented.

2.2 DECLARATION OF CONFLICT OF INTEREST

The Chair asked the Board Members to declare any conflicts of interest they may have.

There were no conflicts of interest declared by the Board Members.

The Chair reminded the Board that should a conflict arise at any time, it should be declared.

The CMLTO Code of Conduct and Confidentiality Agreement, Conflict of Interest Forms signed by all Board Members have been included in the Board meeting material in pursuit of transparency as per the Ministry of Health College Performance Management Framework (CPMF).

3.0 GOVERNANCE PROCESS: POLICY IMPLEMENTATION

3.1 ELECTION OF 2025 INTERIM BOARD VICE-CHAIR, PROFESSIONAL

J. Tzountzouris summarized the briefing report and need for the election by acclamation of the 2025 Interim Board Vice-Chair, Professional, George Broukhanski. Following the resignation of CMLTO Vice-Chair Professional, Helen



Meaney, there is a need for an interim Vice-Chair. There was one nomination received by the deadline.

The nominee, George Broukhanski, was invited to address the Board and shared a few words.

The Board was provided with an opportunity to ask any questions.

Decision/Motion:

MOVED BY P. Curti / SECONDED BY L. Bourne

MOTION CARRIED

Be it resolved that,

The Board moves to accept the election of George Broukhanski as the Interim Vice Chair, Professional for the remainder of 2025 by acclamation.

4.0 GOVERNANCE PROCESS: BOARD ORIENTATION / CONTINUING LEARNING / POLICY DEVELOPMENT

4.1 GP IV-70 CMLTO BOARD EFFECTIVENESS EVALUATION POLICY: 2025 EXTERNAL EVALUATION OF BOARD EFFECTIVENESS OUTCOMES & RECOMMENDATIONS

K. Persad, Board Chair, addressed the Board with a presentation summarizing the 2025 External Evaluation of Board Effectiveness Outcomes and Recommendations provided by the partnering vendor, Governance Solutions Inc., the Executive Committee's general feedback about these recommendations, as well as a report provided by Meridian Edge. The Board was provided with access to the full report and related documentation to facilitate full transparency for Board decision making. The Board Chair, on behalf of the Executive Committee, summarized the Executive Committee's feedback.

The Chair presented all key outcomes and recommendations, then facilitated a discussion period with the Board. The Board was invited to ask any questions, with responses provided by K. Persad, J. Tzountzouris, and K. Fryday-Field as appropriate.

P. McLeman joined the meeting at 9:23 a.m.

13 Board Members present, 12 voting.

Board Discussion/Feedback:

Highlights of the fulsome discussion, question and answer period, and Board feedback include:

- A Board Member raised that they would be in support of relegating policy reviews aside from Ends Policies to a specific Board Committee, to reduce the amount of time and energy used for this process by the full Board during Board Meetings.



The Chair asked for the Board's recommendations on how to communicate outcomes and decisions to the Board, CMLTO staff, and the public. The CEO mentioned that findings would be reported to the CPMF in 2027 and that a communication plan could be developed based on Board direction.

It was suggested to release summary reports with charts and highlights to promote transparency through a 'mini campaign' including information on the CMLTO website, alongside a one-page report on Board effectiveness.

- The Board Chair sought confirmation from the Board to proceed with a condensed summary for the public, and multiple members supported this approach, emphasizing the use of visual graphics and summary charts.

Action Item 4.1:

- CMLTO Staff to prepare Public communications regarding key outcomes and recommendations from the 2025 External Evaluation of Board Effectiveness

BREAK (9:53 – 10:16 a.m.)

4.2 BOARD DISCUSSION AND CONSIDERATION OF LEARNINGS FROM THE 2025 GOVERN FOR IMPACT ANNUAL LEARNING CONFERENCE

K. Persad, on behalf of the attendees of the 2025 Govern for Impact Annual Learning Conference, summarized the recommendations developed by T. Rix, K. Persad, G. Broukhanski following their attendance. M. Cakar and J. Tzountzouris were also attendees at the conference, and M. Cakar's expertise in this area alongside familiarity with the CMLTO By-Law and CMLTO Board of Directors policies was highlighted as being especially helpful in pursuing these discussions and developing the recommendations.

The attendees held two meetings to discuss their learnings and provide recommendations to the Board for its consideration.

Following the briefing report summary, the Board Chair invited the Board to raise what resonates with them or provide additional thoughts and feedback on any of the topics mentioned in the recommendations summary.

I. Vithana joined the meeting at 10:56 a.m.

14 Board Members present, 13 voting.

Board Discussion/Feedback:

- M. Cakar thanked K. Fryday-Field for their role in running/organizing the conference.
- In response to a question from the Board, K. Fryday-Field summarized Govern for Impact as an organization, highlighting its purpose, scope, and mandate.



- The Vice-Chair, Public asked the Board if they felt this was a useful feedback process and if they would wish to continue this practice following future conferences. The Board indicated that yes, this feedback was useful and productive, general, and generative for the future of the Board and its functions.
- A Board Member asked about attendance at external learning events and how they may as well participate in such events, perhaps on a more limited basis i.e. webinars rather than a multi-day conference. At the direction of the Board Chair, K. Fryday-Field, Governance Consultant, shared that Govern for Impact holds a one-day intensive webinar to provide such opportunities virtually to those who may not have capacity to attend multi-day conferences.
- The Board Chair indicated that the Board may wish to develop more of a list or provide/circulate such opportunities to one another, to support this endeavour and professional development of Board Members. Another member highlighted the relationship between this idea and the competency-based Board, in which Board members may wish to develop specific competencies which could be achieved, in part, through such a mechanism.
- The Board Chair asked if the information presented was at the “right level” of detail. A Board Member responded that yes, they believed this was the right scale/level of information for the full Board.
- Board Members indicated this was a great improvement in comparison to the typical reports provided by Board Members attending external events. In relation to the earlier discussion re: External Evaluation of Board Effectiveness, a Board Member asked when would be an ideal time to target that feedback as an overall Board or discuss in more depth. The Board Chair indicated this will be built into 2026, throughout the year, as part of the IBSA, regular Board discussions as themes and topics allow, as part of the Governance Modernization initiative.

A Board Member requested further clarification regarding a matter associated with Agenda Item 4.1. The Board Chair indicated that as the Board had sufficient meeting time to resume that discussion, they may proceed with more fulsome discussion.

4.1 GP IV-70 CMLTO BOARD EFFECTIVENESS EVALUATION POLICY: 2025 EXTERNAL EVALUATION OF BOARD EFFECTIVENESS OUTCOMES & RECOMMENDATIONS [CONTINUED]

Board Discussion/Feedback [CONTINUED]:

- Regarding the External Evaluation of Board Effectiveness, a Board Member raised that perhaps the ‘filter’ of the information by the EC required further explanation to the overall Board.
- The Board Chair indicated perhaps #1 and #4 required more explanation.
- The Board Chair spoke to point #1 re: governance rigidity, Policy Governance model, and the specific meeting observed etc., Vice-Chair, Public added, and the Governance Consultant provided some general feedback as well.
- The Board asked if the Executive Committee had taken their thoughts back to the vendor, Governance Solutions Inc., to parse through these differing perspectives or opinions. This was asked in relation to the concept of a feedback loop, asking



if there is an opportunity for Executive Committee to share back any requests for clarity or their feedback about the observations and conclusions.

- Feedback was provided regarding the communication and back-and-forth process that had taken place, which not initially clear to the Board. The Board Chair thanked the members for their feedback and reiterated the process that took place, including the next steps that were proposed for further Board discussion.
- The Board Chair then spoke to the other point raised that was somewhat ambiguous, Point #4 regarding blurring of roles. The feedback about these being Board policies, not CMLTO policies, was provided to the vendor and they indicated their understanding. In an informal manner, such feedback about blurring of rolls was kindly retracted as the vendor indicated that in that case, this feedback may not apply as strongly.
- K. Persad summarized the item by reminding the Board of the importance of their discussion and feedback, as well as reminding the Board of their pride for the Board's participation and their contributions toward making this a great Board.

L. Di Pietro temporarily departed the meeting at 10:59 a.m., during the discussion period.

13 Board Members present, 12 voting.

LUNCH (11:55 a.m. – 1:00 p.m.)

P. Smith and the CMLTO Team joined the meeting for Agenda Item 5.1.

5.0 GOVERNANCE PROCESS: BOARD ORIENTATION / CONTINUING LEARNING / POLICY DEVELOPMENT [CONTINUED]

5.1 OVERVIEW OF ARTIFICIAL INTELLIGENCE: OPPORTUNITIES, RISKS, AND EMERGING TRENDS

P. Smith, Founder, Future Directors – The Board Futurist – addressed the Board with a fulsome session regarding Artificial Intelligence (AI) opportunities, risks, and trends, including practical activities aimed at demystifying and building confidence for critical and strategic use of AI in governance contexts.

“The successful Board of the future is both more human and less human” – P. Smith mantra.

Session Goals:

- Demystify AI
- Build confidence to use and question AI responsible in governance contexts
- Discuss and approve CMLTO policy

“What did you say about AI?”

P. Smith began their session by summarizing the survey results from the pre-meeting survey circulated to the Board of Directors.



The Board of Director's main concerns included:

- Data quality and privacy risk
- Lack of controls and risk parameters
- Transparency (of use internally/externally)
- Ethical considerations
- Lack of adoption (company and Board)
- Lack of buy-in by the Board.

The Board of Directors' questions included:

- How ill we save money using AI?
- How will AI use advantage members?
- What is the reliability and security of data?
- How can AI help the Board and what is acceptable use?

Demystify AI

P. Smith then addressed the Board with a presentation centred on demystifying Artificial Intelligence (AI), emphasizing the following topics:

- Company/Board Roadmap
- Maturity Model
- How are others using AI?
- How are Board using AI now to assist them?
- Personalization → Custom Instructions
- ChatGPT Version differences
- General Myths vs. Reality
- Usage Myths vs. Reality
- Objections to AI vs. Counter-Arguments

L. Di Pietro rejoined the meeting at 1:19 p.m.

14 Board Members present, 13 voting.

L. Bourne temporarily departed the meeting at 1:55 p.m.

13 Board Members present, 12 voting.

L. Bourne rejoined the meeting at 2:08 p.m.

14 Board Members present, 13 voting.

Play (Activity):

After summarizing a variety of prompts intended to anchor key points about Artificial Intelligence (AI), P. Smith showed the Board how to perform an example of one of these tasks within ChatGPT. The activity emphasized the refinement process of entering an initial prompt, considering the results, adding a series of subsequent prompts to refine the results and better facilitate the goal in question. P. Smith instructed the Board regarding how to export results in a variety of formats.



Throughout the presentation and following the activity, attendees were provided with opportunities to ask any questions, with responses provided by P. Smith.

J. Pilzecker departed the meeting at 2:05 p.m.

13 Board Members present, 12 voting.

The CMLTO Staff which joined the meeting for Agenda Item 5.1 departed the meeting at 2:43 p.m.

5.2 ADVANCING RESPONSIBLE ARTIFICIAL INTELLIGENCE AT CMLTO: STRATEGY & GOVERNANCE

M. Cakar, with input from J. Tzountzouris and K. Persad, addressed the Board with a presentation regarding Advancing Responsible Artificial Intelligence (AI) at CMLTO: Strategy & Governance. Each motion was put on the table at the appropriate place of relevance throughout the overarching presentation.

The Board was provided with an opportunity to ask any questions or raise any feedback.

Decision/Motion:

MOVED BY W. Hewus / **SECONDED BY** L. Di Pietro

MOTION CARRIED

Motion 1 – Approval of the CMLTO Artificial Intelligence (AI) Strategy

Be it resolved that,

The CMLTO Board moves to approve the *CMLTO Artificial Intelligence (AI) Strategy* presented in Appendix 2, establishing the CMLTO's strategic vision, guiding principles, and objectives for responsible, ethical, and transparent AI adoption as amended.

Board Discussion/Feedback regarding Motion 1:

- Proposal: Agenda Item 5.2 Appendix 2 be updated to reflect that the R/CEO will report back to the Board during each and every Board Meeting (quarterly). Review frequency proposed as annually instead of every three years. These existing details about R/CEO deliverables and Review structure are located on page 5 and page 6 of Appendix 2, respectively.
- Amendments: Under Point 6, the frequency of R/CEO report back will be quarterly; Under Point 8, the strategy will be reviewed every year.

W. Hewus departed the meeting at 3:48 p.m.

12 Board Members present, 11 voting.

Decision/Motion:

MOVED BY I. Vithana/ **SECONDED BY** G. Broukhanski



MOTION CARRIED

Motion 2 – Approval of AI Governance Framework

Be it resolved that,

The CMLTO Board moves to accept the *CMLTO Artificial Intelligence (AI) Governance Framework* presented in Appendix 3, defining the governance structure, oversight responsibilities, and risk-tiered accountability mechanisms for the use of AI in CMLTO operations and governance.

Board Discussion/Feedback regarding Motion 2:

- The Board pursued discussion regarding 'approval' vs. 'acceptance', which resulted in updating the motion.

P. McLeman departed the meeting at 4:00 p.m.

11 Board Members present, 10 voting.

Decision/Motion:

MOVED BY L. Bourne / SECONDED BY I. Vithana

MOTION CARRIED

Motion 3 – Approval of Executive Limitations EL II-60 Use of Artificial Intelligence (AI) Policy

Be it resolved that,

The CMLTO Board moves to approve the *EL II-60 Use of Artificial Intelligence (AI) Policy* presented in Appendix 4, delegating authority to the Registrar & CEO to implement AI systems within the ethical, legal, and operational parameters established by the Board.

Action Item 5.2:

- *CMLTO Artificial Intelligence (AI) Strategy* presented in Appendix 2, establishing the CMLTO's strategic vision, guiding principles, and objectives for responsible, ethical, and transparent AI adoption, to be implemented as amended.
- *CMLTO Team to operationalize CMLTO Artificial Intelligence (AI) Governance Framework* presented in Appendix 3, defining the governance structure, oversight responsibilities, and risk-tiered accountability mechanisms for the use of AI in CMLTO operations and governance.
- Administrative updates be completed to reflect the newly approved Executive Limitations Policy EL II-60 Use of Artificial Intelligence (AI) Policy, including updates to the CMLTO Policy Manual, relevant policy appendices, and the website, as applicable.



5.3 ADVANCING RESPONSIBLE ARTIFICIAL INTELLIGENCE AT CMLTO: IMPLEMENTATION PLAN

J. Tzountzouris and M. Cakar provided a high-level overview of the CMLTO Artificial Intelligence (AI) Implementation Plan 2025-2027.

Regarding the implementation timelines, the R/CEO described the implementation plan milestone timelines as 'realistic but aggressive.'

The Board Chair thanked Maggie Cakar for her focus in this area.

6.0 ADJOURNMENT

The Chair thanked the Board Members for their participation and adjourned the meeting at 4:34 p.m.

Tammie Rix
Vice-Chair, Public

John Tzountzouris
Registrar & CEO