

Board of Directors Meeting (Open Session)

MINUTES OF MEETING

January 22, 2019

St. Catharines Site – Corporate Boardroom

	Sept 25/18	Oct 23/18	Nov 27/18	Jan 22/19				
John Bragagnolo, Chair	✓	✓	✓	✓				
Bunny Alexander	✓	R	✓	✓				
Larry Boggio	✓	✓	R					
Parminder Brar (ex-officio)	R	✓	✓**	✓				
Suzanne Johnston (ex-officio)	✓	✓	✓	✓				
Marti Jurmain	R	✓	✓	✓				
Ken Kawall	✓	✓	✓	✓				
Derek McNally (ex-officio)	✓	R	✓	✓				
Ronald Mergl	✓	✓	✓	✓				
Murray Paton	✓	✓	✓	✓				
Charles Rate	✓	✓	✓	✓				
Cathy Sutherland	✓	✓	✓	✓				
Robert Tiffin	✓	✓	✓	✓				
Johan Viljoen (ex-officio)	✓	✓	✓	✓				
Barry Wright	✓	✓	✓	✓				
Staff and Guests in Attendance:								
Linda Boich	✓	✓	✓	✓				
Flo Paladino	✓	R	✓	✓				
Thomas Stewart	✓	✓	✓	✓				
Caroline Bourque-Wiley	✓	✓	R	✓				
Angela Zangari	✓	✓	✓	✓				

*via teleconference/videoconference

**attended in part

Guests:

Bonnie Sipos – Director Diagnostic Imaging, Laboratory Services, Cardiac Diagnostics and Infection Control

Sime Pavlovic – Chief Information Officer

Chris Rimnyak – Organizational Development Consultant

Emile Penner-Cloutier – Manager, HR Strategy & Organizational Development

Roger Ali – Niagara Health Foundation

Gord Statham – Niagara Health Foundation

Board Chair John Bragagnolo welcomed guests, fellow Directors and staff and called the meeting to order at 4:41 p.m.

1. CALL TO ORDER

1.1 Quorum

There was quorum and the meeting was properly constituted for the transaction of business.

1.2 Approval of the Agenda

MOTION B19-001:

It was MOVED by B. Wright and SECONDED by K. Kawall that the Niagara Health System Board of Directors approves the Open Session Agenda for the January 22, 2019 Meeting as presented. CARRIED.

1.3 Declaration of Conflicts

Director Barry Wright declared a conflict with Item 4.3.4 of the agenda and did not participate in discussion or voting on the matter.

1.4 Chair's Comments

J. Bragagnolo extended thanks on behalf of the Board to acknowledge staff given current seasonal volume pressures. He also provided excerpts from remarks he shared at the recent Medical Staff Association meeting.

1.5 Affirmation of Purpose, Vision and Values

Charles Rate led the Board through a review of the Purpose, Vision and Values.

1.6 Patient Story

Bonnie Sipos, Director Diagnostic Imaging, Laboratory Services, Cardiac Diagnostics and Infection Control provided a story of a patient who experienced a rare adverse event during a CT scan and the improvement opportunities implemented. Niagara Health's experience with these incidents is well below the expected rate. All occurrences are tracked and reviewed to ensure appropriate processes are in place and followed.

2. PRESENTATION

2.1 Technology Innovation at NH – Now and in the Future

Sime Pavlovic, Chief Information Officer, provided the Board with a presentation outlining the planned visioning activities related to the technology aspects of the new Hospital Project. A comprehensive process is planned, including broad stakeholder consultation and leveraging of lessons learned from other projects. It was noted that rather than obtaining capital funding, the focus for engaging technology partners will be to enable the technology required to achieve the overall design vision for the new Hospital. A future Board agenda will include a discussion related to the OHA article on the Board's oversight role on innovation.

The Board was also provided with an overview of current partnerships and innovations in progress and discussed the preventative measures undertaken by Niagara Health in response to the recent computer virus affecting northern hospitals.

2.2 Employee and Physician Engagement Survey Results

Chris Rimnyak, Organizational Development Consultant, and Emile Penner-Cloutier, Manager, HR Strategy & Organizational Development provided the Board with a presentation outlining the most recent Employee and Physician Engagement Survey results. High level results were provided to the Board and the Resources and Audit Committee reviewed more detailed results at its January meeting. The organization's strategy is to develop action plans based on program/department results so each Leader is provided with a customized report with an analysis of their own people's responses, as well as a summary of which activities they should continue or should address to improve engagement. At the request of the Board, a high level overview of the breakdown of specific responses will be provided. The next survey will be scheduled to allow teams the adequate time to implement initiatives and strategies that will make an impact.

3. CONSENT AGENDA

MOTION B19-002:

It was **MOVED** by R. Tiffin and **SECONDED** by C. Rate that the Niagara Health System Board of Directors approves the Consent Agenda for the January 22, 2019 Open Session meeting as presented, including the motions and reports listed below:

- **That the Minutes of the November 27, 2018 Open Session of the Niagara Health System Board of Directors Meeting be approved as presented.**
- **Quality Committee Report Received for Information**
- **Resources and Audit Committee Report Received for Information**
- **Governance Committee Report Received for Information**

CARRIED.

4. MATTERS FOR DECISION/DISCUSSION

4.1 Strategic Plan Initiatives Summary

The Board was provided with the summary report of big dot year 3 indicators. The supporting initiatives are tracking positively. Both the Quality and Resources and Audit Committees reviewed each of the supporting initiatives at their respective January meetings.

4.2 Report of the Quality Committee

M. Jurmain, Quality Committee Chair, provided highlights from the Committee's January 9th meeting as outlined in the Committee report.

4.2.1. Health Quality Ontario ED Return Visits Submission

Niagara Health has been participating in this program since 2016. As a participating hospital, an annual submission of results to Health Quality Ontario is required.

MOTION B19-003

It was **MOVED** by M. Jurmain and **SECONDED** by B. Wright that, on the recommendation of the Quality Committee, the Niagara Health System Board of Directors approves the ED Return Visit Quality Program submission to Health Quality Ontario. **CARRIED.**

The Committee reviewed the requirements for the 2019/20 Quality Improvement Plan which included two mandatory indicators. The Committee also reviewed the second quarter data contained in the Hospital Services Accountability Agreement (HSAA) scorecard and the most recent data release from Canadian Institute for Health Information (CIHI).

4.3 Report of the Governance Committee

B. Alexander, Governance Committee Chair, provided highlights from the Committee's January 14th meeting as outlined in the Committee report.

4.3.1 Director Resignation

A formal motion is required to accept the recent resignation of Director Larry Boggio.

MOTION B19-004

It was **MOVED** by B. Alexander and **SECONDED** by B. Wright that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors accepts the resignation of Mr. Larry Boggio with regret from the Niagara Health System Board of Directors effective immediately. **CARRIED.**

4.3.2 Recruitment Executive Brief, Role Ad and Search Firm Mandate

The Nominating and Governance Committees reviewed and endorsed the Executive Briefing and Advertisement for the recruitment underway as well as an increase in Promeus' scope with the recent resignation.

MOTION B19-005

It was MOVED by B. Alexander and SECONDED by C. Rate that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the Executive Brief, Advertisement and expansion of Promeus' mandate to search for one (1) additional Board Member at an added cost of \$10,000. CARRIED.

4.3.3 Director Appointments to Board Activities

The Committee discussed the current requirement with respect to Board Committee assignments. Promeus' recommendation is to eliminate the requirement for each Director to sit on two Standing Committees as it may prove difficult for recruitment. The removal of the current Board Guideline was endorsed.

MOTION B19-006

It was MOVED by B. Alexander and SECONDED by C. Rate that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the deletion of the Guideline 008 800 001 Director Appointments to Board Activities effective June 25, 2019. CARRIED.

4.3.4 Memorandum of Understanding – NH and Brock University

The Memorandum of Understanding is designed to formalize the relationship between the two organizations.

MOTION B19-007

It was MOVED by B. Alexander and SECONDED by R. Tiffin that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the Memorandum of Understanding between the Niagara Health System and Brock University. CARRIED.

4.3.5 Six Thinking Hats

This education item was deferred to the February meeting.

4.4 Report of the Medical Advisory Committee

Johan Viljoen, Interim Chief of Staff, provided highlights from the Chief of Staff/EVP Medical and Medical Advisory Committee's December 5th and January 10th meetings as outlined in the Committee Report to the Board.

The strategy of recruiting professional staff with a focus on clinical and research abilities has been successful. Two physicians within the Anesthesia department have been enhancing the education and quality/safety initiatives and are embracing teaching and research at Niagara Health.

5. REPORTS

5.1 Report of the Niagara Health Foundation

Roger Ali provided an update on Foundation activities including the upcoming Elimination Draw, staff lottery and Annual Gala. The Strategic Planning process is at the mid way point with the next steps to finalize the goals and objectives based on the Foundation Board's visioning event.

5.2 Report of the President

Suzanne Johnston provided the Board with the January President's report including updates from within each of the Strategic Plan Area of Focus.

5.3 Report of the CEO

Tom Stewart provided an update with respect to recruitment of Presidents at St. Mary's and St. Joseph's Hamilton as well as his recent visit to Nunavut. Insights on the new government priorities were offered.

6. MOTION TO ADJOURN TO CLOSED SESSION

There being no further business, the Open Session adjourned at 6:40p.m.

MOTION B19-008:

It was MOVED by B. Alexander and SECONDED by R. Mergl that the Niagara Health System Board of Directors Open Session Meeting of January 22, 2019 be adjourned and moved to a Closed Session. CARRIED.

Recording Secretary: D. Dube

John Bragagnolo, Chair