

Board of Directors Meeting (Open Session)

MINUTES OF MEETING

January 23, 2018

St. Catharines Site – Corporate Boardroom

	Sep 26/17	Oct 30/17	Nov 28/17	Jan 23/18				
John MacDonald, Chair	✓	✓	✓	✓				
Bunny Alexander	✓	✓	✓	✓				
Larry Boggio	R	✓	✓	✓				
John Bragagnolo	✓	✓	✓	R				
Parminder Brar (ex-officio)	R	✓	✓	R				
Suzanne Johnston (ex-officio)	✓	✓	✓	✓				
Marti Jurmain	✓	✓	✓	✓*				
Ken Kawall	R	✓	✓	✓				
Derek McNally (ex-officio)	✓	✓	✓	R				
Ronald Mergl	✓	✓	✓	✓				
Murray Paton	✓	✓*	✓	✓				
Charles Rate	✓	✓	✓	✓				
Cathy Sutherland	✓	✓	✓	R				
Thomas Stewart (ex-officio)	✓***	R	✓	R				
Robert Tiffin	✓	✓	✓	R				
Barry Wright	✓	✓	✓	✓				
Staff and Guests in Attendance:								
Linda Boich	✓	✓	✓	✓				
Flo Paladino	✓	✓	✓	✓				
Kevin Smith	R	✓	✓	✓				
Caroline Bourque-Wiley	✓	✓	✓	✓				
Angela Zangari	R	✓	✓	✓				

*via teleconference/videoconference

**attended in part

Guests:

Dr. Johan Viljoen – Niagara Health
 Brenda Luscombe – Niagara Health
 Chris Rimnyak – Niagara Health
 Emile Penner-Cloutier – Niagara Health
 Gord Statham – Niagara Health Foundation
 Roger Ali – Niagara Health Foundation

1. **CALL TO ORDER**

Board Chair John MacDonald called the meeting to order at 4:35 p.m.

1.1 **Quorum**

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

1.2 Approval of the Agenda

MOTION B18-001:

It was MOVED by C. Rate and SECONDED by L. Boggio that the Niagara Health System Board of Directors approves the Open Session Agenda for the January 23, 2018 Meeting, as presented. CARRIED.

1.3 Declaration of Conflicts

There were no conflicts declared with the subject matter contained in the agenda.

1.4 Chair's Comments

The Chair welcomed guests, staff and fellow Directors. Congratulations were extended to Larry Boggio as this year's Community Contribution Award Recipient at the Niagara Entrepreneur of the Year Awards.

1.5 Reaffirming our Purpose, Vision and Values

Ken Kawall led the Board through a review of the Purpose, Vision and Values.

1.6 Patient Story

Brenda Luscombe, Director, Patient Care Oncology and Ambulatory Care, provided the Board with a story outlining the successful collaboration between departments for a patient experiencing complications with the new immunotherapy treatment.

2. PRESENTATION

2.1 Employee and Physician Engagement Survey Results

Chris Rimnyak provided the Board with a presentation outlining the results from the most recent survey conducted in October 2017. Overall improvements have been noted in engagement scores for employees and physicians in all five theme categories in the survey. Organizational Development assists leaders to interpret the results and begin action planning. Staff are engaged through huddles and are involved in identifying improvement opportunities to inform action plans. A high level summary of the results will also be shared organizationally.

3. CONSENT AGENDA

MOTION B18-002:

It was MOVED by B. Wright and SECONDED by L. Boggio that the Niagara Health System Board of Directors approves the Consent Agenda for the January 23, 2018 Open Session meeting as presented, including the motions and reports listed below:

- **That the Minutes of the November 28, 2017 Open Session of the Niagara Health System Board of Directors Meeting be approved as presented.**
- **Quality Committee Report Received for Information.**
- **Governance Committee Report Received for Information.**
- **Resources and Audit Committee Report Received for Information**
- **That, on the recommendation of the Resources and Audit Committee, the Niagara Health System Board of Directors approve the CAPS 2018/19 Other Vote Budget as submitted.**
- **That, on the recommendation of the Medical Advisory Committee, the Niagara Health System Board of Directors approve the appointment of Dr. Danny Lagrotteria as the Service Lead for Nephrology.**

- **That, on the recommendation of the Medical Advisory Committee, the Niagara Health System Board of Directors approve the appointment of Dr. David Heywood as the ED Recruitment Lead. CARRIED.**

4. MATTERS FOR DECISION/DISCUSSION

4.1 Report of the Quality Committee

Larry Boggio, Quality Committee Chair, provided highlights from the Committee's January 10th meeting as outlined in the Committee report to the Board, as follows:

The Committee reviewed the second quarter data contained in the HSAA scorecard with discussions focusing on wait times and the initiatives underway to alleviate the current pressures. Further Committee discussion is planned with respect to a proposed patient and community engagement refresh.

4.1.1 ED Return Visits

The Committee reviewed the submission required by Health Quality Ontario (HQO) for all Pay for Results participants. No areas of concern were raised during the review of randomly selected charts within the categories identified by HQO.

MOTION B18-003:

It was MOVED by L. Boggio and SECONDED by R. Mergl that, on the recommendation of the Quality Committee of the Board, the Niagara Health System Board of Directors approves the ED Return Visit Quality Program Narrative and Audit Template for submission to Health Quality Ontario. CARRIED.

4.2 Report of the Governance Committee

Bunny Alexander, Governance Committee Vice-Chair, provided highlights from the Committee's January 15th meeting as outlined in the Committee report to the Board, as follows:

4.2.1 R&A Leadership Succession Planning

The Committee met to discuss the current requirement with respect to the qualifications for the Resources and Audit (R&A) Committee Chair. The current R&A Chair, Vice-Chair and Chief Financial Officer were included in a portion of the meeting in order to garner their advice and thoughts on these requirements. The Committee is recommending that the role of the Treasurer be split from the role of the R&A Committee Chair. The Board agreed that the Treasurer would serve as a member of the R&A Committee and that the roles can be recombined at a later date.

MOTION B18-004:

It was MOVED by B. Alexander and SECONDED by K. Kawall that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves that the incoming Resources and Audit Committee Chair and Vice-Chair no longer require a designation but must possess one year experience on the Resources and Audit Committee, and that the role of the Treasurer be filled by an Elected Director holding a financial or accountancy designation. MOTION NOT CARRIED.

Further discussion occurred before the motion was called to a vote. It was determined that the incoming R&A Chair will require financial literacy. The following amended motion was presented.

MOTION B18-005:

It was MOVED by C. Rate and SECONDED by B. Alexander that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves that the incoming Resources and Audit Committee Chair and Vice-Chair no longer require a designation but must possess financial literacy and one year experience on the Resources and Audit Committee, and that the role of the Treasurer be filled by an Elected Director holding a financial or accountancy designation. CARRIED.

4.3 Report of the Medical Advisory Committee

Johan Viljoen, Deputy Chief of Staff provided highlights for the Chief of Staff/EVP Medical and Medical Advisory Committee's December 6th and January 3rd meetings, as outlined in the Committee Report to the Board.

The minutes of the November 1st and December 6th meetings were included in the package. Updates were provided with respect to physician recruitment, engagement results, recognition and the wellness program.

5. REPORTS

5.1 Report of the Niagara Health Foundation

Gord Statham and Roger Ali provided an update on Foundation activities as follows:

- The Foundation Board is participating in a governance retreat in February and new member nominations will be presented for approval at the next meeting.
- Scheduling of one to one engagement meetings with the Niagara Health Board members is underway.
- Operations for the third quarter of the fiscal year are on track. The focus continues to be the goal of building a culture of philanthropy, connecting with staff, developing fundraising strategies and the grateful patient campaign.
- An Elimination Draw is being held on January 31st with funds supporting surgical services in Welland. The annual Gala is scheduled on February 24th with funds supporting medical imaging for the hospital.

5.2 Report of the CEO

Kevin Smith provided highlights on a number of items including the ongoing OMA negotiations, OHIP Plus changes, emergency department volumes across the province and the funding adjustment being advocated for by OHA. The LHIN is seeking candidates to participate on the Patient and Family Advisory Committee and the Board was encouraged to share this opportunity with family and friends who may be interested.

5.3 Report of the President

Suzanne Johnston highlighted a number of items from the January President's report to the Board including an update on strategic planning activities in the areas of Extraordinary Care, Extraordinary Team and Extraordinary Innovations. An example of the innovative tools being utilized in order to protect staff and patients from injury was shared. The Know Your Options Campaign, including the social media component, was also shared.

6. **MOTION TO ADJOURN TO CLOSED SESSION**

There being no further business, the Open Session adjourned at 6:10p.m.

MOTION B18-006:

It was MOVED by B. Alexander and SECONDED by L. Boggio that the Niagara Health System Board of Directors Open Session Meeting of January 23, 2018 be adjourned and moved to a Closed Session. CARRIED.

Recording Secretary: D. Dube

John MacDonald, Chair