

**Board of Directors Meeting (Open Session)**

**MINUTES OF MEETING**

March 23, 2021

Virtual

	Sept 29/2020	Nov 24/2020	Feb23/2021	Mar 23/2021			
Bunny Alexander, Chair	✓	✓	✓	✓			
Ray Archer	✓	✓	✓	✓			
Gervan Fearon	-	-	✓	✓			
Lynn Guerriero (ex-officio)	✓	✓	✓	✓			
Marti Jurmain	✓	✓	✓	✓			
Maynard Luterman (ex-officio)	✓	R	✓	✓			
Derek McNally (ex-officio)	✓	✓	✓*	✓*			
Catherine Novick	✓	✓	✓	✓			
Marylee O'Neill	✓	✓	✓	✓			
Murray Paton	✓	✓	✓	✓			
Charles Rate	✓	✓	✓	✓			
Cathy Sutherland	R	✓	✓	✓			
Robert Tiffin	✓	✓	✓	✓			
Johan Viljoen (ex-officio)	✓	✓	✓	✓			
Barry Wright	✓	✓	✓	✓			
Elisabeth Zimmermann	R	✓	✓	✓			
<b>Staff and Guests in Attendance:</b>							
Harpreet Bassi	-	-	✓	✓			
Linda Boich	✓	✓	✓	✓			
Flo Paladino	✓	✓	✓	✓			
Chuck Quigley	-	-	✓	✓			
Caroline Bourque-Wiley	✓	✓	✓	✓			
Angela Zangari	✓	✓	✓	✓			

\*Heather Paterson attending as acting Executive Vice-President and Chief Nursing Executive

**Guests:**

- Patty Welychka – Director, Patient Care, Surgical Services, Executive Lead and CNO, WHS and PCG
- Andrea Scott – Niagara Health Foundation
- Vita Gauley – Niagara Health Foundation

**1. CALL TO ORDER**

Board Chair Bunny Alexander welcomed fellow Directors, staff and guests and called the meeting to order at 4:00 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 B21-024:**

**It was MOVED by C. Sutherland and SECONDED by C. Rate that the Niagara Health System Board of Directors approves the Open Session Agenda for the March 23, 2021 Meeting as presented. CARRIED.**

## 1.3 Declaration of Conflicts

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

## 1.4 Chair's Comments

The Chair thanked Directors for their time dedicated to preparing for and participating in both committee and board discussions.

## 1.5 Patient Story

Patty Welychka provided the Board with a story that focused on the journey of a patient that required bilateral hip replacements. The surgeries were delayed due to both the pandemic related cancellations and the extended wait times for the preferred surgeon. Although it took longer than expected to complete both surgeries, the patient is grateful to be pain free and expressed appreciation to the team for the care and attention received throughout the process.

## 2. CONSENT AGENDA

### **MOTION B21-025:**

**It was MOVED by R. Tiffin and SECONDED by M. Jurmain that the Niagara Health System Board of Directors approves the Consent Agenda for the March 23, 2021 Open Session meeting as presented, including the motions listed below:**

- **That the Minutes of the February 23, 2021 Open Session Meeting of the Niagara Health System Board of Directors be approved as presented.**
- **That, on recommendation of the Resource and Audit Committee, the Niagara Health Board of Directors approve the Hospital Service Accountability Agreement (HSAA), Long-Term Care Service Accountability Agreement (LSAA), and the Multi-Sector Service Accountability Agreement (MSAA) extensions.**
- **That, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the appointment of Gervan Fearon to the Resources and Audit Committee, effective March 9, 2021. CARRIED.**

## 3. REPORTS

### 3.1 Report of the President and Interim CEO

Lynn Guerriero provided highlights from the March 2021 President and Interim CEO's report as outlined below:

- The Niagara Health vaccination clinic has been successful in administering up to 1,300 doses per day since it was relocated to the new location. Feedback on the organization and efficiency of the clinic has been overwhelmingly positive.
- The dosing interval has been adjusted to four months for all but Long Term Care and Retirement Home Residents based on the provincial direction received. Advocacy for a reduction in this interval is ongoing.
- The COVID-19 variants of concern (VOC) continue to circulate in the community. Vigilance with protocols such as physical distancing and handwashing will be essential to limit the spread of VOCs, particularly as restrictions are lifted.

- The Management Order to assist a long term care facility that was experiencing a COVID-19 outbreak will conclude at the end of the month. The Ministry of Health is pleased with the progress and changes the home has made to protect its Residents.
- NH is pleased to have received approval for the Long Term Care project in Welland. Planning for this new facility is ongoing and will provide opportunities for the care of the older person strategy across the continuum of care.
- The Niagara Ontario Health Team (NOHT ESON) continues with planning activities. The partner organizations continue to work together to achieve the deliverables as set out by the Ministry of Health.

### **3.2 Report of the Niagara Health Foundation**

Andrea Scott provided an update on Foundation activities including the community 50/50 lottery with a current jackpot of approximately \$96,000. The MRI campaign has been successfully completed with all dollars for the purchase and install of the new equipment raised. Achieving this milestone was possible as a direct result of the partnership between the Hospital and the Foundation.

Vita Gauley provided an update on Foundation Board activities with a focus on the capital campaign for the South Niagara Site. Planning for the local share portion of the project continues with several potential donors identified. The Memorandum of Understanding between the Hospital and the Foundation is up for renewal and will be revised to incorporate best practices for the relationship. Ms. Gauley noted that her term as Chair will be completed in the fall and that the incoming Chair will be attending the Niagara Health Board meetings beginning in May as part of the onboarding process.

The Board complimented the Foundation for the ability to pivot to a virtual Gala which provided a great guest experience despite the pandemic. Feedback from the event has been positive and although an in person event is more profitable, the Foundation was able to raise a significant amount to support cardiac care.

## **4. BUSINESS ARISING**

### **4.1 Strategic Plan Monitoring**

In follow up to the Board's previous discussions, L. Guerriero provided Directors with a detailed overview of the proposed approach to monitoring both the Corporate and Strategic priorities at the Management Committee and Board Standing Committee levels. As previously approved, progress toward the Operational Breakthrough targets will be monitored through the Quality Committee. A quarterly scorecard is proposed to monitor the progress of initiatives, as well as to identify any potential risks or barriers to success/associated mitigating strategies.

Given the complex and foundational nature of the Strategic Initiatives, it is recommended that progress be monitored as process measures against project milestones until outcome measures are possible. It was suggested that there may be capacity and utilization measures to be identified as it relates to technology focused initiatives. The proposed indicators and measures will be brought through the respective Standing Committees tasked with oversight for endorsement before being presented to the Board for approval.

The recent Strategic Plan refresh was developed for an 18 month period scheduled for completion in March 2022. A formal process is planned to develop a new five year plan which will include built in intervals to reassess for any changes in the environment. The Governance Committee will consider re-establishing the Ad Hoc Strategic Planning Committee in May.

**MOTION B21-026:**

**It was MOVED by C. Novick and SECONDED by E. Zimmermann that the Niagara Health System Board of Directors approves the reporting structure and performance measurement approach for the Strategic Initiatives and Corporate Priorities identified in the September 2020 – March 2022 Strategic Plan. CARRIED.**

**5. EDUCATION**

There were no education items presented at the meeting.

**6. MATTERS FOR DECISION/DISCUSSION**

**6.1 Report of the Quality Committee**

Marti Jurmain, Quality Committee Chair, provided highlights from the Committee's March meeting as outlined in the Committee report to the Board. The Committee participated in a deep dive review of the Strategic Plan Operational Breakthrough indicator related to ED wait times for admitted patients. Ms. Jurmain complimented Heather Paterson for her presentation, noting the way the information was explained helped further her understanding of the issues. The strategies being implemented and planned to improve the indicator were reviewed. All initiatives are carefully planned to ensure that they align and connect with the Niagara Health's overall strategic directions.

**6.2 Report of the Governance Committee**

Barry Wright, Governance Committee Chair, provided highlights from the Committee's March meeting as outlined in the Committee report to the Board, as follows:

**6.2.1 Digital Transformation Committee**

The Committee reviewed the draft Terms of reference for a new Digital Transformation Committee which was developed at the request of the Resources and Audit Committee. The Committee will monitor items related to Information Communication and Technology and report directly to the Board. Changes required to existing Terms of Reference to ensure the reporting requirements are clear will be completed. The Digital Transformation Committee will be populated once approved by the Board.

**MOTION B21-027:**

**It was MOVED by R. Tiffin and SECONDED by B. Wright that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the establishment of the Digital Transformation Committee of the Board and the associated Terms of Reference as presented. CARRIED.**

**6.2.2 Board Evaluation Process**

The Committee considered the options with respect to evaluating the Board Effectiveness and Board Leadership performance within the context of the pandemic.

Given that the Board undertook a comprehensive review process in 2020, a light process was recommended in order to review the Board's progress towards the improvement opportunities identified. It was also recommended that the review of Standing Committees will be deferred as a number of meetings were cancelled during the Board year. In order to facilitate the reappointment recommendations for the Annual General Meeting, a closed session discussion will occur at the May Governance Committee and Board meetings to evaluate the Board Chair and Board Vice-Chair performance.

The revision of the Board Evaluation policy will be deferred until 2022.

**MOTION B21-028:**

**It was MOVED by B. Wright and SECONDED by C. Novick that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves that the formal Board evaluation process be deferred for 2021; and that a discussion of the progress the Board has made occur at the May Governance Committee meeting; and that the Board Evaluation Policy be revised in 2022. CARRIED.**

**6.3 Report of the Medical Advisory Committee**

Dr. Johan Viljoen, Chief of Staff, provided highlights from the Committee's March meeting as outlined in the report to the Board as follows:

- Recruitment efforts continue with a number of new specialists being onboarded.
- A clinical research lead and manager have been identified to enhance Niagara Health's research efforts.
- Congratulations were extended to the Niagara Health ED physician who was the recipient of the St. Catharines Standard 2020 Readers Choice Awards for best doctors in St. Catharines.
- Physician wellness continues to be a priority, most recently with a two part session on the Mindful Practice program. Recognition and thanks were extended to the continued contribution of the Medical Staff Association and its Executive in this regard.

**7. MATTERS FOR INFORMATION**

**7.1 Report of the Quality Committee**

The March report was provided to the Board for information.

**7.2 Report of the Governance Committee**

The March report was provided to the Board for information.

**7.3 Report of the Resources and Audit Committee**

The March report was provided to the Board for information.

**8. MOTION TO ADJOURN TO CLOSED SESSION**

There being no further business, the Open Session adjourned at 5:40p.m.

**MOTION B21-029:**

**It was MOVED by C. Sutherland and SECONDED by R. Archer that the Niagara Health System Board of Directors Open Session Meeting of March, 2021 be adjourned, and moved to a Closed Session. CARRIED.**

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Bunny Alexander, Chair

Recording Secretary: D. Dube