

Board of Directors Meeting (Open Session)

MINUTES OF MEETING

October 23, 2018

Welland Hospital Site - Auditorium

	Sept 25/18	Oct 23/18						
John Bragagnolo, Chair	✓	✓						
Bunny Alexander	✓	R						
Larry Boggio	✓	✓						
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	✓	✓						
Angela Zangari	✓	✓						

*via teleconference/videoconference

**attended in part

Guests:

Patty Welychka – Director, Patient Care Surgical Services, Executive Lead & Chief Nursing Officer
WHS/PCG

Jaelynne Sonke – Director, Patient Care, Site Director WHS/PCG

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 4:02 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 B18-081:

It was **MOVED** by M. Paton and **SECONDED** by B. Wright that the Niagara Health System Board of Directors approves the Open Session Agenda for the October 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

J. Bragagnolo provided the Board with a presentation outlining his perspectives about a high performing Board.

1.5 Affirmation of Purpose, Vision and Values

Barry Wright led the Board through a review of the Purpose, Vision and Values.

1.6 Patient Story

Patty Welychka, Director, Patient Care Surgical Services, Executive Lead & Chief Nursing Officer WHS/PCG and Jaelynn Sonke, Director, Patient Care, Site Director WHS/PCG provided the Board with a story outlining the importance of Transfer of Accountability. The process improvements as a result of the patient's experience were discussed and have been implemented.

2. CONSENT AGENDA

MOTION B18-082:

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

- That the Minutes of the September 25, 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
- That, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves Marti Jurmain as the Board representative and appoints the following individuals to the Chief of Obstetrics and Gynaecology Search Committee: Dr. Karen Macmillan, Dr. Robert Nowicki, Dr. Olufemi Olufowobi, Ms. Sandra Knight, Ms. Marti Jurmain, Dr. Parminder Brar (or Delegate), Dr. Madan Roy, Dr. Rafi Setrak (or Delegate), Dr. Don DuVall OR Dr. David Lagrotteria, Dr. Jeff Robichaud, Mr. Derek McNally, Ms. Laura Farrelly, Dr. Amanda Bell, Dr. Susan Ellis and Dr. Johan Viljoen as Chair.
- That, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the Memorandum of Understanding between Niagara Health and the Niagara Health Foundation.

CARRIED.

3. MATTERS FOR DECISION/DISCUSSION

3.1 Report of the Quality Committee

Marti Jurmain, Quality Committee Chair, provided highlights from the Committee's October 10th meeting as outlined in the Committee report.

The Committee reviewed the first quarter Hospital Services Accountability Agreement (HSAA) data. The discussion focused on a variety of indicators, including Alternate Level of Care rates, joint replacement wait times and Emergency Department length of stay for both admitted and non admitted patients. At the request of the Committee, further trending data will be included in the next reporting.

The Committee heard a patient story which provided an example of how staff are demonstrating Niagara Health's values. A report on the physician credentialing process was also received.

3.2 Report of the Strategic Planning Committee

Barry Wright provided highlights from the Committee's September 20th meeting as outlined in the Committee report.

3.2.1 Year 3 Strategic Plan Initiatives and Targets

The Board was provided with the driver diagram outlining the desired targets and outcomes for year 3 of the Plan. The targets have been developed following a thorough analysis of data and supporting evidence. Also provided was a graphic that is intended to tell the story of how the initiatives weave together and support the vision of a Healthier Niagara.

MOTION B18-083:

It was MOVED by B. Wright and SECONDED by K. Kawall that, on the recommendation of the Ad-Hoc Strategic Planning Committee, the Niagara Health System Board of Directors endorse the year 3 strategic plan initiatives and targets. CARRIED.

3.3 Report of the Governance Committee

Barry Wright, Governance Committee Vice-Chair, provided highlights from the Committee's October 11th meeting as outlined in the Committee report to the Board, as follows:

3.3.1 Director Recruitment

The Nominating Committee reviewed the proposals submitted by the three Recruitment Firms/vendors of record for assistance in filling the current Director vacancies. The proposals were evaluated based on quality and price with Promeus identified as the preferred vendor. The Governance Committee endorsed this recommendation for approval by the Board.

MOTION B18-084:

It was MOVED by B. Wright and SECONDED by M. Paton that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves Promeus Executive Search as the preferred vendor for the Independent Director Search. CARRIED.

3.3.2 Standing Committee Terms of Reference and Workplans

The Committees have completed their annual review of the Terms of Reference and Workplans. The Quality Committee has requested changes to their Terms of Reference which will be tabled for approval through the Governance Committee in November.

MOTION B18-085:

It was MOVED by B. Wright and SECONDED by L. Boggio that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the Governance and Resources and Audit Committee Terms of Reference and 2018/19 Workplans and Quality Committee 2018/19 Workplan as presented. CARRIED.

3.3.3 Board Workplan

The Governance Committee reviewed a draft of the 2018/19 Board Workplan and endorsed its content for approval by the Board.

MOTION B18-086:

It was MOVED by B. Wright and SECONDED by C. Rate that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the 2018/19 Board Workplan as presented. CARRIED.

An update was provided with regard to the upcoming Board Retreat and the Board was also provided a summary of the recent Director exit interview with John MacDonald.

3.4 Report of the Medical Advisory Committee

Johan Viljoen, Interim Chief of Staff provided highlights for the Chief of Staff/EVP Medical and Medical Advisory Committee's October 3rd meeting, as outlined in the Committee Report to the Board.

The minutes of the September 5th meeting were included in the package. Updates were provided with respect to the current recruitment activities as well as the activities to enhance engagement and communication with physicians across the system. The Board commended the innovative work related to the difficult airways initiative led by Niagara Health physicians. It was noted that this initiative is being presented at an upcoming medical conference.

The Medical Staff Association has confirmed executive membership at their Annual General Meeting. Congratulations were extended to Dr. Brar for his second term as President as well as Dr. Luterman as Vice-President and Dr. MacTavish as Treasurer.

4. REPORTS

4.1 Report of the Niagara Health Foundation

Gord Statham provided an update on the Foundation Board activities including the continued focus on recruiting for three vacancies and the process being undertaken to develop the 2019-2024 Strategic Plan. The Foundation will hold its Annual General Meeting on October 25th.

Roger Ali provided an update on Foundation activities including planning for the upcoming Celebration of Lights and Gala events. A case writer has been retained and will attend the upcoming NH Board Retreat to begin to develop the case for support for the capital campaign.

4.2 Quarterly Chief Financial Officer Report

Angela Zangari provided the Board with a presentation outlining the 2018/19 Year to Date Financials and Forecast. Although the Ministry funding targets for 2019/20 and beyond are not yet known, Niagara Health is required to submit a balanced budget to the LHIN. The Board will be reviewing budget scenarios and assumptions to develop a draft Hospital Accountability Planning Submissions (HAPS) in January 2019. A financial priority for Niagara Health will be to continue paying down working capital debt.

The Board discussed the current financial realities for Hospitals as well as the Treasury Board's engagement of a third party to review past government spending. The presentation also highlighted Niagara Health successes of 2018, including being shortlisted and invited to submit a full application to the Health Technology Fund. Several letters of recommendation from partners have been received to support this application, including the Ministry of Health and Long-Term Care.

4.3 Report of the President

Suzanne Johnston highlighted a number of items from the October President's report to the Board including:

- Internal policies and procedures have been implemented to address Bill 148 and the Cannabis Act.
- Niagara Health is participating in a Niagara Region focus group examining the transportation studies currently underway.
- A letter of support for the third MRI has been received from the LHIN.
- Emergency preparedness continues across the organization through Code Drills for all staff.
- The mobile Ontario Breast Screening coach will visit PCG and DMH on a monthly basis to support access to cancer screening.

4.4 Report of the CEO

Tom Stewart highlighted the leadership changes that have occurred at the Ministry of Health and shared highlights with regard to a recent meeting with Infrastructure Ontario. Thanks were extended to Ms. Zangari on her work in achieving the current positive budget position. The Board was encouraged to attend the upcoming session with Rueben Devlin hosted by St. Joe's.

5. MOTION TO ADJOURN TO CLOSED SESSION

There being no further business, the Open Session adjourned at 5:36p.m.

MOTION B18-087:

It was MOVED by B. Wright and SECONDED by C. Rate that the Niagara Health System Board of Directors Open Session Meeting of October 23, 2018 be adjourned and moved to a Closed Session. CARRIED.

Recording Secretary: D. Dube

John Bragagnolo, Chair