

Board of Directors Meeting (Open Session)

MINUTES OF MEETING

November 24, 2020

Virtual

	Sept 29/2020	Nov 24/2020					
Bunny Alexander, Chair	✓	✓					
Ray Archer	✓	✓					
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	✓					
Staff and Guests in Attendance:							
Linda Boich	✓	✓					
Flo Paladino	✓	✓					
Thomas Stewart	✓	✓					
Caroline Bourque-Wiley	✓	✓					
Angela Zangari	✓	✓					

Guests:

- Zeau Ismail – NH
- Vita Gauley – NH Foundation
- Andrea Scott – NH Foundation
- Matthew Anderson –CEO, Ontario Health
- Deputy Minister of Health, Helen Angus

1. CALL TO ORDER

Board Chair Bunny Alexander welcomed fellow Directors and 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 B20-093:

It was MOVED by M. Paton and SECONDED by R. Archer that the Niagara Health System Board of Directors approves the Open Session Agenda for the November 24, 2020 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 highlighted that changes have been made to the agenda based on feedback received from Directors. A discussion with the President and CEO of Ontario Health and the Deputy Minister of Health will occur as part of Item 5 of the agenda.

1.5 Patient Story

Zeau Ismail, Director, Interprofessional Practice, Ethics and Spiritual Care, attended the meeting to share a story of a patient admitted from a retirement home for assistance with pain control as a result of a fall. While in hospital, the patient had a subsequent fall resulting in surgical intervention being required. The team demonstrated the CORE value of Compassion in Action by ensuring that all measures were undertaken with a goal to fulfilling the patient and family wish to return to the retirement home.

2. CONSENT AGENDA

MOTION B20-094:

It was MOVED by E. Zimmermann and SECONDED by C. Rate that the Niagara Health System Board of Directors approves the Consent Agenda for the November 24, 2020 Open Session meeting as presented, including the motions listed below:

- **That the Minutes of the September 27, 2020 Open Session Meeting of the Niagara Health System Board of Directors be approved as presented.**
- **That, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the Governance Committee, Quality Committee and Resources and Audit Committee Terms of Reference and Workplans for 2020/21 as presented.**
- **That, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the following policies as amended:**
 - **Duties and Expectations and Code of Conduct;**
 - **Confidentiality;**
 - **Conflict of Interest;**
 - **Director Selection;**
 - **Board of Directors Nomination and Election Process;**
 - **Board Agenda Development Guideline;**
 - **Principles of Governance;**
 - **Roles and Responsibilities of the Board;**
 - **Community Engagement; and**
 - **Director Recognition Guideline.**

- **That, on the recommendation of the Medical Advisory and Governance Committees, having considered the information provided in accordance with the processes set out in the Niagara Health System By-Law Number 2, Professional Staff By-Law and the Public Hospitals Act, the Niagara Health System Board of Directors approves the reconstitution and revised membership of the Selection Committee as set out below for the recruitment of the Chief of Obstetrics and Gynaecology, Niagara Health:**
 - **Dr. Johan Viljoen (Chair), Ms. Lynn Guerriero (or Delegate), Dr. Heather MacDonald, Dr. Robert Nowicki, Ms. Jennifer Gasparatto, Ms. Marti Jurmain, Dr. Allison McTavish (or Delegate), Dr. Madan Roy, Dr. Rafi Setrak (or Delegate), Dr. David Lagrotteria, Mr. Derek McNally, Ms. Laura Farrelly, Dr. Amanda Bell (McMaster Representative).**
- **That, on the recommendation of the Resources and Audit Committee, the Niagara Health System Board of Directors accept the 2020/21 External Audit Service Plan and Audit Fees as presented.**
- **That, on the recommendation of the Resources and Audit committee, the Niagara Health Board of Directors approve the Niagara Health Signing Authorities Policy as amended. CARRIED.**

3. REPORTS

3.1 Report of the CEO

Tom Stewart provided highlights from the November 2020 CEO report with a focus on the COVID-19 vaccine, the COVID Care at Home program, the South Niagara Site and Long Term Care projects and the assistance Niagara Health is providing to a long term care community partner currently in outbreak. The Board also discussed the recent funding received for additional medical and surgical beds.

3.2 Report of the President

Lynn Guerriero provided highlights from the November 2020 President's report. There are currently no restrictions being placed on the hospital with Niagara moving to the orange zone. Leadership continues to participate in Incident Management System (IMS) meetings to prepare for all scenarios related to the pandemic. The Board also discussed plans to resume the drive thru testing at Assessment Centres, as well as the positive results from the most recent public opinion poll.

3.3 Report of the Niagara Health Foundation

Vita Gauley provided an update on Foundation Board activities including the review of the capital campaign fundraising commitment at the upcoming Foundation Board meeting, as well as the ongoing CEO realignment. Further updates will be provided as they become available.

Andrea Scott provided an update on Foundation activities including planning for the case for support and reconfirming the feasibility study for the South Niagara Site. Branding and a slogan for the project are also planned and it is anticipated that fundraising outreach will begin in early 2021. Further updates will be provided throughout the process.

4. BUSINESS ARISING

4.1 Strategic Plan Targets

Lynn Guerriero provided the Board with a detailed overview of the proposed targets for improvement within the Operational Breakthrough category. These initiatives include: reducing ED length of stay (LOS) for admitted patients, reducing inpatient falls with harm, reducing facility acquired pressure injuries and reducing Mental Health inpatient readmissions within 30 days.

At the request of the Board, further investigation into the ED length of stay data posted provincially will occur. The key contributors for the indicators related to pressure ulcers and readmissions to Mental Health will also be adjusted.

At the conclusion of the discussion, the Board endorsed the targets and the recommendation to monitor indicator performance through the Quality Committee. A deeper dive on the metrics, data and potential contributing factors will occur at a future Quality Committee meeting. Options for monitoring the Corporate and Strategic priorities outlined in the refreshed Strategic Plan will occur at the January Board meeting.

MOTION B20-095:

It was MOVED by E. Zimmermann and SECONDED by M. Jurmain that the Niagara Health System Board of Directors approves the targets for the operational breakthroughs in Niagara Health's Refocused Strategic Plan, September 2020 to March 2022, substantially in the form presented and that the Board Quality Committee monitor performance. CARRIED.

5. EDUCATION

5.1 COVID-19 and Health System Transformation

Matthew Anderson, President and CEO of Ontario Health and Deputy Minister of Health Helen Angus attended this portion of the meeting to provide an overview of health system transformation within the context of the pandemic. In the current landscape, healthcare collaborations are becoming a necessity for providing the best possible care and outcomes for patients in the most appropriate setting. Niagara Health's efforts including the Niagara OHT, collaborating for integrated care s, collaborating to provide assistance to community partners in outbreak and participating in provincial pandemic response planning were commended.

The Board's discussion focused on the linkages between long term care and hospitals, public health's role in the community, personal accountabilities for physical and financial health, transparency and communication during the COVID response, planning for the South Niagara Site and the optimal governance focus of healthcare Boards during the pandemic.

6. MATTERS FOR DECISION/DISCUSSION

6.1 Report of the Quality Committee

Marti Jurmain, Quality Committee Chair, provided highlights from the Committee's November meeting as outlined in the Committee report to the Board. An overview of the dashboard monitoring the impact and response related to the pandemic was provided to the Board.

6.2 Governance Committee

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

6.2.1 Director Recruitment Profile, Executive Brief and Advertisement

M. O'Neill provided the Board with an overview of the Executive Brief and Advertisement which have been prepared based on the previous 2019 search, Board feedback related to desired profile of competencies for Directors and skill sets required due to future Board turnover.

MOTION B20-096:

It was MOVED by B. Wright and SECONDED by M. Paton that on the recommendation of the Nominating and Governance Committees, the Niagara Health System Board of Directors approves the draft Advertisement and Executive Brief as amended. CARRIED.

6.2.2 Board Workplan

The Committee reviewed and approved the draft Board workplan. No substantive changes from previous years were required.

MOTION B20-097:

It was MOVED by B. Wright and SECONDED by R. Tiffin that on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves the Board of Directors 2020/21 Workplan as presented. CARRIED.

The Committee also discussed options for recognizing recently departed Directors which has not been possible due to the pandemic. It was agreed that an informal Zoom meeting be scheduled for departing Directors, and that Directors be invited to make a donation to the Foundation in memory of Dr. Ron Mergl.

6.3 Report of the Resources and Audit Committee

Rob Tiffin, Resources and Audit Committee Chair, provided highlights from the Committee's November meeting as outlined in the Committee report to the Board, as follows:

6.3.1 Human Resources Report

The report was provided to the Board to ensure that Directors are aware of the plans and priorities with respect to Human Resource planning going forward. The goal of the Plan is to ensure that Niagara Health's greatest assets – its people - are supported. It was noted that although ongoing recruitment in a competitive environment can be challenging, Niagara Health works closely with Niagara College and Brock University with regard to recruitment of nursing professionals.

MOTION B20-098:

It was MOVED by R. Tiffin and SECONDED by C. Sutherland that having reviewed the HR workforce information presented, the Niagara Health System Board of Directors approves the 2020/21 Human Resources plan as presented. CARRIED.

6.3.2 CFO Report

The Board reviewed the report containing data for the month ending September 30, 2020. It was noted that the 2020/21 audit will include a review of COVID-19 funding. Niagara Health continues to participate in advocacy for assistance with lost revenues due to the pandemic. Further discussion is planned at the January 2021 Board meeting related to addressing the deficit moving forward.

6.4 Report of the Medical Advisory Committee

Dr. Johan Viljoen, Chief of Staff, provided highlights from the Committee's November meeting as outlined in the report to the Board. Although the pandemic has been a major focus, a return to normal operations has been occurring where possible. Recognition was extended to the physician and staff working tirelessly to catch up on the backlogs due to the pandemic. An option for a virtual physician recognition event will be investigated.

7. MATTERS FOR INFORMATION

7.1 Report of the Quality Committee

The November report was provided to the Board for information.

7.2 Report of the Governance Committee

The November report was provided to the Board for information.

7.3 Report of the Resources and Audit Committee

The November 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 6:47p.m.

MOTION B20-099:

It was MOVED by C. Novick and SECONDED by B. Wright that the Niagara Health System Board of Directors Open Session Meeting of November 24, 2020 be adjourned, and moved to a Members' Meeting. CARRIED.

Recording Secretary: D. Dube

Bunny Alexander, Chair