

Board of Directors Meeting (Open Session)

MINUTES OF MEETING

March 25, 2025

Marotta Family Hospital

	Sept 24/2024	Nov 26/2024	Jan 28/2025	Mar 25/2025		
Simon Akinsulie (ex-officio)	✓	✓	✓	✓		
Ray Archer	✓	✓	✓*	✓*		
Kevin Chan (ex-officio)	-	-	-	✓		
Gervan Fearon	✓*	✓	✓*	✓*		
Susanne Flett	✓*	✓	✓	✓		
Lynn Guerriero (ex-officio)	✓	✓	✓	✓		
Jennifer Li	R	✓	✓	✓		
Alison MacTavish (ex-officio)	✓	R	✓*	✓		
Mary Maida	✓	✓	✓	✓		
Bill Maurin	✓	✓*	✓	R		
John McKinley	✓	✓	✓	✓		
Catherine Novick	✓	✓*	✓	✓		
Marylee O'Neill, Chair	✓	✓	✓	✓		
Charlie Rate	✓	✓	✓	✓		
Anthony Reitboeck	✓*	✓	✓	✓*		
Carmen Rossiter	✓	✓	✓	✓		
Janice Thomson	R	✓	R	R		
Staff and Guests in Attendance:						
Harpreet Bassi	✓	✓	✓	✓		
Linda Boich	✓	✓	✓	✓		
Anthony DiCaita	✓	✓	✓	✓		
Sonali Kohli	✓	✓	✓	✓		
Heather Paterson	✓	✓	✓	✓		
Fiona Peacefull	✓	R	✓	✓		

*Virtual Attendance

Guests:

Andrea Scott
Kevin Wilson
Charity Beland
Diane Smylie
Jane Collins
Cheryl Ward

1. **CALL TO ORDER**

Board Chair Marylee O'Neill welcomed fellow Directors, staff and guests and called the meeting to order at 4:01 p.m.

1.1 Land Acknowledgement

Mary Maida led the Board in a Land Acknowledgement, including a personal reflection.

1.2 Quorum

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

1.3 Approval of the Agenda

MOTION B25-010:

It was MOVED by J. Li and SECONDED by C. Rossiter that the Niagara Health System Board of Directors approves the Open Session Agenda for the March 25, 2025 Meeting as presented. CARRIED.

1.4 Declaration of Conflicts

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

1.5 Chair's Comments

The Chair acknowledged the rapidly changing environment and noted that a retreat will be scheduled in the fall. Thanks were extended to the staff who led the Board in a pre meeting tour.

1.6 Patient Story

Simon Akinsulie provided a story highlighting the preparedness and response related to measles cases in the community.

2. **EDUCATION**

2.1 Education to Address Indigenous Specific Racism

Diane Smylie, Jane Collins and Cheryl Ward attended the meeting to provide the Board with an overview of the training that has been developed to address the effects of Indigenous Specific racism in the healthcare industry. The training will include tools and materials to enable transformational change.

3. **CONSENT AGENDA**

MOTION B25-011:

It was MOVED by S. Flett and SECONDED by C. Rate that the Niagara Health System Board of Directors approves the Consent Agenda for the March 25, 2025 Open Session meeting as presented, including the motions listed below:

- **That the Minutes of the January 28, 2025 Open Session Meeting of the Niagara Health System Board of Directors be approved as presented.**
- **That, on the recommendation of the Governance and People Committee, the Niagara Health System Board of Directors approves the Board Evaluation Policy and Process, Board of Directors and Community Member and Nomination and Election Process, Open and Closed Session Meetings of the Board of Directors, In Camera Session with CEO and Forum without Management, Role of the Board Chair, Role of the Board Vice-Chair, Role of the Committee Chair and Executive Goal Setting and Performance Evaluation Policy and Procedure as amended.**
- **That, on the recommendation of the Governance and People Committee, the Niagara Health System Board of Directors approves the Board evaluation process timeline and instruments as presented.**
- **That, on the recommendation of the Governance and People Committee, the Niagara Health System Board of Directors accepts with regret the resignation of Director**

Shane Malcolm from the Niagara Health System Board of Directors effective January 28, 2025.

- **That, on the recommendation of the Governance and People Committee, the Niagara Health System Board of Directors approves the Nominating Committee Terms of Reference as amended, the appointment of Janice Thomson as Chair of the Nominating Committee and the recruitment profile for two Director vacancies.**
- **That, on the recommendation of the Finance and Audit Committee, the Niagara Health System Board of Directors approves the Signing Authorities Policy as amended.**
- **That, on the recommendation of the Finance and Audit Committee, the Niagara Health System Board of Directors approves the 2025-26 Service Accountability Agreements (SAA) Extension for Hospital (HSAA), Multi- Sector/Mental Health and Addictions vote programs (MSAA) and Long-Term Care (LSAA). CARRIED.**

4. LEADERSHIP REPORTS

4.1 Report of the President and CEO

Lynn Guerriero provided highlights from the March 2025 President and CEO report with a focus on the Indigenous Primary Healthcare Council Partnership, an important milestone in Niagara Health's ongoing journey towards Reconciliation.

4.2 Report of the Chief of Staff and Chair of MAC

Dr. Kevin Chan provided highlights from the March 2025 Chief of Staff and MAC report with a focus on recruitment activities and the improvements made through participation in the National Surgical Quality Improvement Program (NSQIP).

4.3 Niagara Health Foundation

Andrea Scott and Kevin Wilson provided highlights from the March 2025 report, including the success of the recent Gala and an overview of upcoming third party events. The Strategic Planning process is nearing completion and the Foundation continues to work with Hospital staff on fulfilling equipment needs.

5. STANDING ITEMS FOR DECISION/DISCUSSION

5.1 SAFE AND QUALITY CARE

5.1.1 Report of the Quality and Patient Experience Committee

The Quality and Patient Experience Committee received the Reimagining Patient Experience Plan and participated in a robust discussion on how it will set the context for moving forward.

i. 2025/26 Quality Improvement Plan and 2024/25 Progress Report

The Board was provided with the proposed 2025/26 Quality Improvement Plan Narrative and Workplans prepared based on the indicators and targets approved in January. The Board also reviewed the Progress Report for the 2024/25 Quality Improvement Plan in keeping with the requirement to report on results. All documents will be submitted to Ontario Health and posted on Niagara Health's website by the April 1st deadline.

MOTION B25-012:

It was MOVED by J. McKinley SECONDED by J. Li that on the recommendation of the Quality and Patient Experience Committee, the Niagara Health System Board of Directors approves the 2025/26 Quality Improvement Plan and 2024/25 Progress Reports for the Hospital and Long-Term Care Home for submission to Ontario Health. CARRIED.

6.1 GOVERNANCE OVERSIGHT

6.1.1 Report of the Governance and People Committee

i. Appointment of Independent Director

The recruitment process for the 2024/25 cycle has been completed. The Governance and People Committee was pleased with the level of interest in the opportunity, having received a significant number of applications. Chris McGrath was selected by the Board Panel as the preferred candidate. This appointment will be confirmed by the Members at the Annual Meeting in June.

MOTION B25-013:

It was MOVED by G. Fearon SECONDED by J. McKinley,

Whereas a mid term vacancy was created with the resignation of Director Elisabeth Zimmermann,

That on the recommendation of the Governance and People Committee, the Niagara Health System Board of Directors approves the appointment of Chris McGrath to the Niagara Health System Board of Directors effective on or before June 24, 2025 to fill the current mid term vacancy (as per Article 4.10 of the Corporate By-Law). CARRIED.

7. MOTION TO ADJOURN OPEN SESSION

There being no further business, the Open Session adjourned at 5:35p.m.

MOTION B25-014:

It was MOVED by S. Flett that the Niagara Health System Board of Directors Open Session Meeting of March 25, 2025 be adjourned. CARRIED.

Recording Secretary: D. Dube

Marylee O'Neill, Chair