

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

**MINUTES OF MEETING**

February 26, 2019

St. Catharines Site – Corporate Boardroom

	Sept 25/18	Oct 23/18	Nov 27/18	Jan 22/19	Feb 26/19			
<b>John Bragagnolo, Chair</b>	✓	✓	✓	✓	✓			
Bunny Alexander	✓	R	✓	✓	✓			
Parminder Brar (ex-officio)	R	✓	✓**	✓	✓			
Suzanne Johnston (ex-officio)	✓	✓	✓	✓	✓			
Marti Jurmain	R	✓	✓	✓	✓*			
Ken Kawall	✓	✓	✓	✓	✓			
Derek McNally (ex-officio)	✓	R	✓	✓	✓			
Ronald Mergl	✓	✓	✓	✓	✓			
Murray Paton	✓	✓	✓	✓	R			
Charles Rate	✓	✓	✓	✓	✓			
Cathy Sutherland	✓	✓	✓	✓	✓			
Robert Tiffin	✓	✓	✓	✓	✓			
Johan Viljoen (ex-officio)	✓	✓	✓	✓	✓			
Barry Wright	✓	✓	✓	✓	✓			
<b>Staff and Guests in Attendance:</b>								
Linda Boich	✓	✓	✓	✓	✓			
Flo Paladino	✓	R	✓	✓	R			
Thomas Stewart	✓	✓	✓	✓	R			
Caroline Bourque-Wiley	✓	✓	R	✓	✓			
Angela Zangari	✓	✓	✓	✓	✓			

\*via teleconference/videoconference

\*\*attended in part

**Guests:**

Brian Guest – St. Joseph’s Health System

Heather Paterson – Director Patient Care, Medicine/Critical Care, Executive Lead and Chief Nursing Officer GNG & DMH

Carolyn Dyer – Health Links Transformation Lead

Roger Ali – Niagara Health Foundation

**1. CALL TO ORDER**

Board Chair John Bragagnolo welcomed guests, fellow Directors and staff 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 B19-013:**

**It was MOVED by C. Sutherland and SECONDED by R. Mergl that the Niagara Health System Board of Directors approves the Open Session Agenda for the February 26, 2019 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 congratulated Director Barry Wright on his recent appointment as the CEO of the Canada Games. Congratulations were also extended to the Foundation for a successful Gala on February 23<sup>rd</sup>. It was noted that department tours will be scheduled bi-monthly and reminder that the timing on the agendas are approximate. The Chair is planning for a generative discussion at the March meeting with respect to Board renewal.

## 1.5 Affirmation of Purpose, Vision and Values

Ronald Mergl led the Board through a review of the Purpose, Vision and Values.

## 1.6 Patient Story

Heather Paterson, Director Patient Care, Medicine/Critical Care, Executive Lead and Chief Nursing Officer GNG & DMH and Carolyn Dyer, Health Links Transformation Lead provided a story outlining the coordinated care possible through the Health Links project. Multiple organizations contribute to the care plans with the most appropriate one being identified as the lead. There are also care coordinators who assist individuals in navigating their care. This model is consistent with the government's vision for healthcare.

## 2. CONSENT AGENDA

### **MOTION B19-014:**

**It was MOVED by R. Tiffin and SECONDED by B. Alexander that the Niagara Health System Board of Directors approves the Consent Agenda for the February 26, 2019 Open Session meeting as presented, including the motions and reports listed below:**

- **That the Minutes of the January 22, 2019 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.**
- **That on the recommendation of the Resources & Audit Committee, the Niagara Health System Board of Directors approve the 2018-19 LSAA Schedule E Declaration of Compliance.**
- **That on the recommendation of the Resources & Audit Committee the Niagara Health System Board of Directors approve the 2018/19 Hepatitis C Other Vote Operating Plan Budget as submitted.**
- **Governance Committee Report Received for Information.**

**CARRIED.**

### **3. MATTERS FOR DECISION/DISCUSSION**

#### **3.1 Report of the Quality Committee**

R. Mergl, Quality Committee Vice-Chair, provided highlights from the Committee's February 13<sup>th</sup> meeting as outlined in the Committee report.

##### **3.1.1 Quality Improvement Plan 2018/19 Progress Report**

The Board was provided with Health Quality Ontario's (HQP) template containing the results for the 2018/19 Hospital and Extended Care Unit Quality Improvement Plans which was endorsed by the Committee.

##### **MOTION B19-015**

**It was MOVED by R. Mergl and SECONDED by B. Wright that, on the recommendation of the Quality Committee, the Niagara Health System Board of Directors approves the 2018/19 Health Quality Ontario Quality Improvement Plan Progress Reports for the Hospital and Extended Care Unit. CARRIED.**

##### **3.1.2 Quality Improvement Plan 2019/20 Indicators and Targets**

The Board was provided with the proposed indicators and targets for the 2019/20 Quality Improvement Plans which were endorsed by the Committee.

##### **MOTION B19-016**

**It was MOVED by R. Mergl and SECONDED by B. Alexander that, on the recommendation of the Quality Committee, the Niagara Health System Board of Directors approves the 2019/20 Quality Improvement Plan indicators and targets for the Hospital and Extended Care Unit. CARRIED.**

The Committee was provided an overview of Route NH H2.0, an engagement strategy for the upcoming Accreditation Canada survey. The Committee also received reports from the Complex Care Program, Extended Care Unit and Nutrition Services.

#### **3.2 Report of the Resources and Audit Committee**

R. Tiffin, Resources and Audit Committee Vice-Chair, provided highlights from the Committee's February 12<sup>th</sup> meeting as outlined in the Committee report.

##### **3.2.1 RFP External Audit Scope**

Niagara Health's current contract for audit services is expiring in June 2019. The Board was provided with the proposed RFP for audit services and timeline which was endorsed by the Committee. A five year term with subsequent approvals for a further 2 and 3 year term (pending annual reappointment by the Board) is recommended.

##### **MOTION B19-017**

**It was MOVED by R. Tiffin and SECONDED by C. Sutherland that, on the recommendation of the Resources and Audit Committee, the Niagara Health System Board of Directors approve the issue for a Request for Proposal for External Audit Services for a term of five (5) years with an additional option**

**extension of three (3) years and a second optional two (2) year term. Such appointment and approval will take place on an annual basis by the Niagara Health System Board of Directors. CARRIED.**

The Committee reviewed the Long Term Care Home Service Accountability Agreement (LSAA) and Annual Planning Submission Hep C Operating Plan. The Committee also reviewed the financial statements which are trending positively.

### **3.3 Report of the Governance Committee**

B. Alexander, Governance Committee Chair, provided highlights from the Committee's February 11<sup>th</sup> meeting as outlined in the Committee report.

#### **3.3.1 Pre-Posting Board Agendas**

Requests have been received to have Open Session Board meeting agendas available prior to the meeting. The Governance Committee reviewed an environmental scan of common practices and is recommending that the agendas be posted on the Niagara Health website in advance of the meeting, once reviewed by the Chair and Vice-Chair.

#### **MOTION B19-018**

**It was MOVED by B. Alexander and SECONDED by B. Wright that, on the recommendation of the Governance Committee, the Niagara Health System Board of Directors approves that Open Session agendas will be made available online prior to Board meetings. CARRIED.**

The Accreditation Governance Standards review has been completed by the Standing Committees. The master evidence document will be provided to the Board in March. The Committee discussed the approach to completing the Governance Functioning Tool and recommends that it be completed collectively by the Board as a group. A reference document will be prepared to assist the Board in this process.

The Committee reviewed the Board's policies and practices against a recent publication of governance best practices. No areas of concern were noted and Directors were provided with the publication for information.

The Board Director search process is progressing and there are a number of interested candidates. The Nominating Committee will be convened in March to discuss the remainder of the comprehensive process, including the approach to the interview panel.

## **4. REPORTS**

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

Roger Ali provided an update on Foundation activities including the progress in developing the case for support for the new site, the interest in the staff lottery and the recent Elimination Draw which raised close to \$36,000. The February 23<sup>rd</sup> Gala was a success and the Foundation will be focusing on attracting and engaging more business leaders at the 2020 event.

#### 4.2 Report of the Interim Chief of Staff

Johan Viljoen provided the Board with a presentation outlining the current state, accomplishments, opportunities and future state for the emergency department, medicine and peri-operative programs in keeping with Niagara Health's Strategic Plan. Accomplishments were provided in the areas of research, innovation, quality and finance for each department/program.

A discussion arose around the valuable high quality care provided by Nurse Practitioners and the recent successes of the home dialysis program. The Board also discussed the Acute Care for Elderly (ACE) Unit approach to caring for the older adult population, including the balance between the approach and strategies to reducing falls.

#### 4.3 Report of the President

Suzanne Johnston provided the Board with the February President's report including updates from within each of the Strategic Plan Area of Focus. A robust discussion occurred regarding Niagara Health's position in relation to the recent government announcement. Niagara Health will continue to provide care and to connect with community partners on opportunities for partnerships.

#### 5. MOTION TO ADJOURN TO CLOSED SESSION

There being no further business, the Open Session adjourned at 5:38p.m.

##### **MOTION B19-019:**

**It was MOVED by B. Alexander and SECONDED by B. Wright that the Niagara Health System Board of Directors Open Session Meeting of February 26, 2019 be adjourned and moved to a Closed Session. CARRIED.**

Recording Secretary: D. Dube

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John Bragagnolo, Chair