

Board of Directors Meeting (Open Session)

MINUTES OF MEETING

January 30, 2024

St. Catharines Site

	Sept 26/2023	Dec 11/2023	Jan 30/2024			
Simon Akinsulie (ex-officio)	✓	✓	✓			
Ray Archer	✓	✓	✓*			
Satish Chawla (ex-officio)	-	✓	✓			
Gervan Fearon	✓*	✓*	R			
Susanne Flett	✓	✓	✓*			
Jennifer Li	✓	✓	✓*			
Lynn Guerriero (ex-officio)	✓	✓	✓			
Alison MacTavish (ex-officio)	✓	R	✓			
Shane Malcolm	✓*	R	✓			
Bill Maurin	✓	✓*	✓*			
John McKinley	✓	✓	✓			
Stephen Murdoch	✓	✓	✓*			
Catherine Novick	✓*	✓	✓			
Marylee O'Neill, Chair	✓	✓	✓			
Charlie Rate	✓	✓	✓			
Anthony Reitboeck	✓	✓*	✓			
Carmen Rossiter	✓	✓	✓			
Janice Thomson	✓	✓	R			
Elisabeth Zimmermann	✓*	✓	✓			
Staff and Guests in Attendance:						
Harpreet Bassi	✓	✓	✓			
Linda Boich	✓	✓	✓			
Sonali Kohli	✓	✓	✓*			
Heather Paterson	✓	✓	✓			
Fiona Peacefull	✓	✓	✓			
Angela Zangari	✓	✓	✓			

*Virtual Attendance

Guests:

- Charity Beland – Manager, Indigenous Health Services and Reconciliation
- Thalia Kramer – Registered Nurse
- Natalie Ferraro – Director, Nursing Practice (Interim)
- Dr. Bob Bell – External Advisor

1. CALL TO ORDER

Board Chair Marylee O'Neill welcomed fellow Directors, staff and guests and called the meeting to order at 5:15 p.m.

1.1 Land Acknowledgement

Linda Boich acknowledged the lands that the Board was gathered on. Charity Beland and Thalia Kramer provided an example of Niagara Health's commitment to the truth and reconciliation journey through the support offered by the Indigenous Health Services and Reconciliation team.

1.2 Quorum

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

1.3 Approval of the Agenda

MOTION B24-008:

It was MOVED by C. Novick and SECONDED by E. Zimmermann that the Niagara Health System Board of Directors approves the Open Session Agenda for the January 30, 2024 Meeting as presented. CARRIED.

1.4 Declaration of Conflicts

There were no conflicts declared with the subject matter contained within the agenda, however the Chief of Staff excused himself for one item on the agenda as outlined in these minutes.

1.5 Chair's Comments

The Chair expressed appreciation to the Niagara Health Team for the efforts and dedication during the challenging holiday season. Congratulations were extended to Gervan Fearon on his appointment to the Order of Ontario. The Niagara Health Foundation was acknowledged for the recent transformational gift and Directors were reminded of the upcoming Gala.

1.6 Patient Story

Natalie Ferraro provided the Board with the story which demonstrated the collaboration between McMaster Children's Hospital and Niagara Health, exemplifying dedication to providing specialized care closer to home, as well as ensuring a healthy transition home with continued education and support.

2. EDUCATION

2.1 The education item was deferred to the March meeting.

3. CONSENT AGENDA

MOTION B24-009:

It was MOVED by J. McKinley and SECONDED by C. Novick that the Niagara Health System Board of Directors approves the Consent Agenda for the January 30, 2024 Open Session meeting as presented, including the motions listed below:

- **That the Minutes of the December 11, 2023 Open Session Meeting of the Niagara Health System Board of Directors be approved as presented.**
- **That, on the recommendation of the Quality and Patient Experience Committee, the Niagara Health System Board of Directors approves the ED Return Visit Quality Program for submission to Ontario Health as presented.**
- **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 Finance and Audit Committee, the Niagara Health System Board of Directors accept the 2023/24 External Audit Service Plan by Deloitte and Audit Fees as presented.**

- **That, on the recommendation of the Finance and Audit Committee, the Niagara Health System Board of Directors endorse management to issue the RFP and subsequent award of the vendor for the replacement equipment purchase of three digital radiography machines at the Niagara Falls Site.**
- **That, on the recommendation of the Finance and Audit Committee, the Niagara Health System Board of Directors approve and sign the 2023 LSAA Schedule E Declaration of Compliance. CARRIED.**

4. REPORTS

4.1 Report of the President and CEO

Lynn Guerriero provided highlights from the January 2024 President and CEO's report with a focus on winter surge planning and pressures.

4.1.1 Accreditation Award Decision

Thanks were extended for the Board's support in the Accreditation survey. The Team is thrilled to have been accredited with the highest level award for the third time. Action plans have been developed for all areas requiring follow up.

4.2 Report of the Niagara Health Foundation

Andrea Scott and Kevin Wilson provided highlights from the January 2024 report including the announcement for the most recent transformational gift, as well as other donation commitments received. The Board extended thanks to the Foundation for their dedication to philanthropy.

5. BUSINESS ARISING

5.1 Clinical Governance Review

Dr. Bob Bell attended this portion of the meeting to provide the Board with a detailed update on the results of the clinical governance review undertaken to understand the future systems and structures under which the CEO and Chief of Staff will lead. The Clinical Governance Steering Committee oversaw the three phase approach consisting of discovery, current state analysis and recommendations. The review was aligned with the Physician Review Working Group activities and consultation occurred with both the Medical Staff Association Executive and the Medical Advisory Committee. A joint implementation team will be established to determine the process for implementing both the clinical governance and physician review recommendations.

The Board reviewed the recommendations requiring approval. Specifically, the role of the Chief of Staff which will remain combined with the Executive Vice President, Medical Affairs. As well, the Chief of Staff/EVP Medical Affairs will report to the President and CEO with accountability to the Board of Directors for matters of quality as outlined in the *Public Hospitals Act*.

MOTION B24-010:

It was MOVED by J. McKinley and SECONDED by E. Zimmermann that the Niagara Health System Board of Directors approves maintaining a combined COS/EVP Medical Affairs role,

and that the COS/EVP Medical Affairs will report to the President and CEO, with accountability to the Board of Directors for quality of care provided by the professional staff in keeping with the *Public Hospitals Act*,

and that the President and CEO is authorized to proceed with implementation, inclusive of processes to support recruitment for the COS/EVP Medical Affairs and amendments to applicable by-laws and policies. CARRIED.

5.2 Physician Review Working Group Recommendations

The Board was provided with a detailed update on the activities of the Physician Review Working Group which consisted of representatives from the Professional Staff, Executive Team and the Medical Staff Association Executive.

The Physician Review Working Group analyzed the themes within the third party review report and developed a plan to action the recommendations. There were four actions prioritized, including reviewing the recruitment process, piloting a modified Incident Reporting System form, considering an organizational Ombudsperson and education on By-Laws and policies. As noted above, a joint implementation team will be established to determine the process for implementing both the clinical governance and physician review recommendations. The Board will be engaged should any substantial issues arise throughout this process.

6. MATTERS FOR DECISION/DISCUSSION

6.1 Report of the Quality and Patient Experience Committee

Catherine Novick, Quality and Patient Experience Committee Vice-Chair, provided highlights from the Committee's January meeting as outlined in the Committee report to the Board. The Committee reviewed the strategic plan indicators scorecard as well as the critical incident trending data.

6.1.1 2024/25 Quality Improvement Plan Indicators and Targets

The Board was provided with an overview of the recommended indicators and targets for the 2024/25 Quality Improvement Plan (QIP) which are in keeping with the guidelines set by Ontario Health. As a next step in the process, QIP narrative as well as the workplan containing change ideas for each indicator will be developed for approval in March and will be submitted to Ontario Health and posted on the Niagara Health Website by April 1st.

MOTION B24-011:

It was MOVED by C. Novick and SECONDED by S. Murdoch that, on the recommendation of the Quality and Patient Experience Committee, the Niagara Health System Board of Directors approves 2024/25 Quality Improvement Plan indicators and targets for the Hospital and Extended Care Unit as presented. CARRIED.

6.2 Report of the Governance and People Committee

John McKinley, Governance and People Committee Vice-Chair, provided highlights from the Committee's January meeting as outlined in the Committee report to the Board. The Committee spent a significant amount of time reviewing the professional staff human resources plan under the Strategic Plan Pillar of People First.

Dr. Satish Chawla departed the meeting at this time.

6.2.1 Chief of Laboratory Medicine

Dr. Satish Chawla is currently eligible for a second term as Chief of Laboratory Medicine. A robust process, inclusive of a 360 review and a reappointment interview, has been completed and the Medical Advisory Committee endorsed this reappointment on January 3, 2024. As Dr. Chawla is currently serving as the Interim Chief of staff, this reappointment will take effect immediately following the completion of this role.

MOTION B24-012:

It was MOVED by J. McKinley and SECONDED by E. Zimmermann resolved that, on the recommendation of the Medical Advisory and Governance and People Committees, the Niagara Health System Board of Directors approves re-appoint Dr. Satish Chawla as the Chief of Laboratory Medicine of the Niagara Health System [for a five-year period] effective immediately upon completion of his term as Interim Chief of Staff.

Dr. Satish Chawla rejoined the meeting at this time.

6.3 Medical Advisory Committee

Dr. Satish Chawla, Interim Chief of Staff/EVP Medical provided the Board with a summary of the Medical Advisory Committee's December meeting as outlined in the report to the Board, including active physician and physician leadership searches and the Hospital Information System training for physicians.

7. MATTERS FOR INFORMATION

7.1 Report of the Quality and Patient Experience Committee

The January report was provided to the Board for information.

7.2 Report of the Governance and People Committee

The January report was provided to the Board for information.

8. MOTION TO ADJOURN OPEN SESSION

There being no further business, the Open Session adjourned at 7:25p.m.

MOTION B23-73:

It was MOVED by S. Malcolm the Niagara Health System Board of Directors Open Session Meeting of January 30, 2024 be adjourned. CARRIED.

Marylee O'Neill, Chair

Recording Secretary: D. Dube