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Board Meeting – Approved Minutes

May 24, 2017

Public Meeting Start time: 13:00

Champlain LHIN Boardroom - 4200 Labelle Street, Ottawa

Board Members in Attendance: Jean-Pierre Boisclair (Chair), Marie Biron (Vice-Chair), Randy Reid, Elaine Ashfield, Diane Hupé, Guy Freedman, Abebe Engdasaw, Gregory Taylor, Nick Busing, Barbara Foulds, Pierre Tessier, Wendy Nicklin*

**Late arrival: 14:00*

Staff Members in Attendance: Chantale LeClerc (CEO), Elaine Medline, Wendy Grimshaw, Joanne Yelle-Weatherall, Cal Martell and Megan Bowes

1 **Call to Order**

The meeting was called to order at 1300.

2 **Conflict of Interest Declarations**

No conflict of interest was declared.

3 **Welcome and Introduction**

Chair's Report & In-Camera Report

There were no member of the public in attendance. It is noted that an in-camera session will be held at the end of the meeting to approve confidential minutes.

Board Chair's Report:

Jean-Pierre Boisclair welcomed all on this special day: Transition day -- The day when the Champlain Community Care Access Centre (CCAC) and the Champlain Local Health Integration Network (LHIN) are merging to become one organization. It is also noted that the Board has reached its full complement of twelve members.

Chantale LeClerc introduced Wendy Grimshaw, the new Vice-President of Corporate Services and Performance/Chief Financial Officer. She also introduced members of the new senior management team in attendance: Cal Martell, Elaine Medline and Patrice Connolly. It is noted that the position of Vice President for Clinical will remain open until further notice.

A summary of the final pre-transition preparations (meetings, teleconferences and last minute tasks) were shared with the group. The Chair also reported on some discussions with representatives from the Ministry of Health and Long-Term Care regarding post-transition matters.

4 Approval of Agenda

One change to the agenda was tabled:

Proposed change: Proceed with an in-camera session only for the purpose of approving the confidential minutes. After the board meeting has concluded, Board Members will take a tour of the Labelle office. After the tour, the Board will hold a closed education session.

There being no further amendment, the agenda was approved as amended.

Moved: Abebe Engdasaw / Seconded: Guy Freedman
All in favour
Carried

5 Update on the Transition

The CEO provided a progress report on transition day. Chantale LeClerc reported that all was running smoothly. It was noted that this smooth transition is a result of months of good preparation by all including the senior management teams of the CCAC and LHIN; the staff of both organizations, as well as the support team at the Ministry of Health and Long Term Care and the work of the Pan-LHIN leadership teams and of the Board.

It was stated that the goal for the LHIN was to have a seamless transition for the benefit of all clients. A proactive strategy was developed that comprised providing frontline staff with tools to help address questions or concerns from clients. The LHIN informed local officials, as well as LHIN funded providers. The LHIN developed a process to address concerns relating to the transition and will track all related concerns/complaints. Clarification was provided that

employees of both the CCAC and LHIN received appropriate training prior to transition-day and that an employee assistance program is available to all.

6 **Consent Agenda**

There being no question or concern expressed regarding items listed on the consent agenda, the following items were approved as distributed:

6.1 Approval of minutes of March 28 and April 26, 2017

6.2 Approval of the following fourth financial quarterly reports (2016-2017), from the Finance and Audit Committee:

- Cash Advance
- Capital Planning
- Health Service Provider Allocation

Moved: Nick Busing / Seconded: Wendy Nicklin
All in favour
Carried

NEW BUSINESS

7 **Board Committee Stewardship Reports and Matters Arising Therefrom:**

7.1 Governance

Randy Reid summarized the meeting of May 3, 2017. Minutes will be shared with the Board as part of the June Board meeting package. Topics discussed pertained to logistics for board meetings (dates, time, venues, etc.). It is noted that board meeting evaluation will be performed quarterly. Another issue discussed was members' attendance at education sessions. Members were informed that a threshold of attendance was set at 75%. If this threshold is not achieved, the education session will be cancelled. A revised meeting schedule was distributed earlier to all members by the Board Chair and will also be shared with the executive leadership team. Board and Committee meeting dates will be added to the calendar of events on our website. Regarding board orientation of new members, it was clarified that the orientation manual was revised earlier this year and will be revised again to include elements relating to home and community care. Membership of the Governance and Community Nominations Committee will be changing starting in early June and the chair will be assumed by Anne MacDonald.

7.2 French Language Services

The next meeting will be held June 26. It is noted that Pierre Tessier will be attending the annual general meeting of Le Réseau des services de santé en français de l'est de l'Ontario on May 25. It is also confirmed that Le Réseau will be presenting to the Board, over the summer months an update regarding the demand and supply of French language services in Champlain.

7.3 CEO Performance Evaluation & Compensation

The next meeting of this committee will take place on June 26. Confidential Minutes of the April meeting will be shared with members in the June board meeting package. Guy Freedman thanked Marie Biron for her contribution to the committee during her tenure on the committee.

7.4 Finance & Audit

Marie Biron presented a verbal report of the last meeting of this committee held May 15. Minutes of the May meeting will be shared with members in the June board meeting package. The committee reviewed and approved: financial quarterly reports; the auditor's report and audited financial statements; and policies relating to the delegation of authority. Also discussed by the committee, in view of the new responsibilities of the LHINs, was the consideration to review the contract of the LHINs' auditor for fiscal year 2017-18. This issue will be discussed at the Pan-LHIN Audit Sub-Committee and feedback will be shared with the Board at a later date.

Clarification was provided that the CCAC's auditor's report and audited financial statements were approved by their Board before the dissolution of the CCAC Board.

MOTION 1:

That the Finance and Audit Committee recommends the Champlain LHIN Board approves the auditor's report and the audited financial statement for the year ending March 31, 2017 as presented.

**Moved: Marie Biron / Seconded: Randy Reid
All in favour**

MOTION 2:

That the Finance and Audit Committee recommends the Champlain LHIN Board approves the following reports for the fourth quarter:

- **Consultants Report as presented;**
- **LHIN Operations Budget 2017-18 Report (*not the renewed LHIN budget*)**

**Moved: Marie Biron / Seconded: Greg Taylor
All in favour**

MOTION 3:

That the Finance and Audit Committee recommends the Champlain LHIN Board approves the revised delegation authority policies (CH-BRD-09 and CH-FIN-01) as distributed.

**Moved: Marie Biron / Seconded: Pierre Tessier
All in favour**

8

In-Camera Session

1350-1550

THAT members attending this meeting move into a Closed Session pursuant to the following exceptions of LHINS set out in s.9(5) of the Local Health Integration Act, 2006:"

X Personal or public interest

To receive confidential information regarding the following items:

8.1 Approval of confidential minutes of March 28 and April 26, 2017

AND further that the following individuals be permitted to attend for these items:

Sylvie Bleau

Moved: Marie Biron / Seconded: Wendy Nicklin

All in favour

9 Adjournment of Meeting

There being no further business, the meeting adjourned at 1455.

Moved: Gregory Taylor

Jean-Pierre Boisclair
Chair, Board of Directors
Champlain Local Health Integration Network

Chantale LeClerc
CEO
Champlain Local Health Integration Network