

BOARD OF DIRECTORS MEETING MINUTES

Copper River Inn and Conference Centre
700 Stewart St, Fort Frances, ON

May 29, 2018
9:00 am (Eastern)

Present	Gil Labine, Chair Cathy Farrell Tina Copenace Carol Neff Dorothy Piccinin Cindy Jarvela Beatrice Metzler Darryl Allan Francois Hastir	Staff	Rhonda Crocker Ellacott Susan Pilatzke Brian Ktytor Chrysta Burns Petty Ndebele t/c Sarah Newbery t/c
		Recording Secretary	Betty-Anne Grey
Regrets	Tim Berube		

Item #	To Be Accomplished	Action
1.0	PROCEDURAL ITEMS	
1.1	Call to Order The meeting was called to order at 9:00 am (Central) by Chair G. Labine. He welcomed R. Crocker Ellacott, CEO to her first North West LHIN meeting.	
1.2	Declaration of Conflict of Interest G. Labine declared conflict of interest as a family member is employed with Thunder Bay Regional Health Sciences Centre in the pediatric ward.	
1.3	Approval of Agenda The agenda was approved as presented.	
1.4	Business Arising None.	
2.0	BOARD EDUCATION	
2.1	Value-Based Health Care S. Pilatzke provided a presentation on Value-Based Health Care "People Centered Approach to Care". A high level overview was provided on the following objectives: <ul style="list-style-type: none"> • Framework • Definition • Models • Early Adopters • Alignment Discussion ensued; questions were addressed.	

Item #	To Be Accomplished	Action
3.0	BOARD LINKAGES	
3.1	<p>Chair Report The Chair provided an update on recent activities including:</p> <ul style="list-style-type: none"> - April 26, 2018: Attended the LHIN Chairs Council meeting in Toronto. Dr. B. Bell, Deputy Minister requested that Board Chairs communicate to their Board and Executive Team that Emergency Plans and Code Orange should be evaluated and updated in anticipation of a tragedy similar to the Yonge and Finch tragedy in Toronto. - F. Hastir has completed Board orientation. - The Chair attended a number LHIN Leadership Council Meetings. He noted that the LHIN is now in a caretaker role with the government. New Board members will not be appointed until after the election. - May 28, 2018: The North West LHIN Board and Executive met with Riverside Health Care Board and Executive. - May 28, 2018: A Governance to Governance session was held with a number of health service providers in the Fort Frances sub-region. 	
4.0	CONSENT AGENDA	
4.1	<p>Board of Directors Meeting Minutes April 24, 2018 and May 11, 2018</p> <p>G. Labine presented the consent agenda for approval.</p> <p>The following revisions were made to the April 24, 2018 minutes:</p> <ul style="list-style-type: none"> - Item 3.1 revise to read "<i>C. Farrell reported on the outcome of the April 10, 2018 LHIN Chairs teleconference</i>". - Item 6.1-1 revised to read "<i>Business could not be conducted during the meeting due to no quorum</i>". - Item 6.2-2 "<i>deferred pending consultation.</i>" <p><u>Resolution #2018 - 52</u> Moved by C. Farrell and seconded by D. Allan that the North West LHIN Board of Directors approve the Consent Agenda with the above noted revisions to the April 24, 2018 Meeting Minutes. CARRIED</p>	
5.0	BOARD ENDS DISCUSSION	
5.1	ENDS Education None.	
5.2	ENDS Discussion None.	
5.3	ENDS Monitoring None	
5.4	Generative Discussion None.	

Item #	To Be Accomplished	Action
6.0	BOARD DECISIONS/PROCESSES	
6.1	Committee Reports	
6.1-1	<p>Audit and Finance Committee (May 8, 2018) The Audit and Finance Committee meeting package from May 8, 2018 was pre-distributed to the Board. D. Allan highlighted the following from the meeting:</p> <ul style="list-style-type: none"> - The Audit and Finance Committee workplan has been revised to reflect that the Audit will be reviewed by the committee in June and presented to the Board of Directors at the June 26, 2018 meeting. - HSSO has explored options for future audit services. A report will be brought to the Board for consideration and approval once received. - The committee reviewed the four providers that were not in compliance. - The committee reviewed Board travel expense claims. Board members were encouraged to review their travel expense claims that was distributed in the package. - The committee reviewed policy EL-108 Budget Development and there were no changes recommended. 	
6.1-2	<p>Governance and Nominations Committee Meeting April 10, 2018 and May 8, 2018 The Governance and Nominations Committee meeting package from April 10, 2018 and May 8, 2018 was pre-distributed to the Board. A brief overview of the meetings was provided</p> <p><u>North West LHIN Governance to Governance Webinar Report – November 30, 2017</u> An overview of the November 30, 2017 Governance to Governance Webinar Report was provided. The Board was asked to support a motion to approve the report and post on the North West LHIN website.</p> <p><u>Resolution #2018 - 53</u> Moved by C. Farrell and seconded by B. Metzler that the North West LHIN Board of Directors approve the North West LHIN Governance to Governance Webinar Report dated November 30, 2017 as presented CARRIED</p> <p><u>Amended Board Policy EN-100 Board ENDS</u> The amended Board Policy EN-100 Board ENDS policy was presented. The Board was asked to support a motion to approve the amended Board Policy EN-100 Board ENDS.</p> <p><u>Resolution #2018 - 54</u> Moved by C. Farrell and seconded by F. Hastir that the North West LHIN Board of Directors approve the amended Board Policy EN-100 Board ENDS as presented</p>	

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	CARRIED	
6.2	Policy Review	
6.2-1	GP-100 Governance Process There were no revisions to policy GP-100 Governance Process.	
6.3	LHIN Operations	
7.0	MONITORING REPORTS G. Labine noted that he has reviewed the monitoring reports and attests that the policies reflect the last year.	
7.1	EL-100 General Executive Constraint Monitoring Report EL-100 General Executive Constraint was presented for approval. <u>Resolution #2018 - 55</u> Moved by D. Piccinin and seconded by D. Allan that the North West LHIN Board of Directors approve Monitoring Report EL-100 General Executive Constraint as presented. CARRIED	
7.2	EL-101 Communication and Counsel to the Board Monitoring Report EL-101 Communication and Counsel to the Board was presented for approval. <u>Resolution #2018 - 56</u> Moved by F. Hastir and seconded by C. Neff that the North West LHIN Board of Directors approve Monitoring Report EL-101 Communication and Counsel to the Board as presented. CARRIED	
7.3	EL-105 Corporate Identity Monitoring Report EL-105 Corporate Identity was presented for approval. <u>Resolution #2018 - 57</u> Moved by F. Hastir and seconded by B. Metzler that the North West LHIN Board of Directors approve Monitoring Report EL-105 Corporate Identity as presented. CARRIED	
7.4	EL-109 Financial Conditions and Activity Monitoring Report EL-109 Financial Conditions and Activity was presented for approval. <u>Resolution #2018 - 58</u> Moved by D. Allan and seconded by C. Jarvela that the North West LHIN Board of Directors approve Monitoring Report EL-109 Financial Conditions and Activity as presented. CARRIED	
7.5	EL-110 Compensation and Benefits Monitoring Report EL-110 Compensation and Benefits was presented for approval.	

Item #	To Be Accomplished	Action
	<p><u>Resolution #2018 - 59</u> Moved by T. Copenace and seconded by F. Hastir that the North West LHIN Board of Directors approve Monitoring Report EL-110 Compensation and Benefits as presented. CARRIED</p>	
7.6	<p>EL-111 CEO Emergency Succession Plan Monitoring Report EL-111 CEO Emergency Succession Plan was presented for approval.</p> <p><u>Resolution #2018 - 60</u> Moved by C. Neff and seconded by C. Jarvela that the North West LHIN Board of Directors approve Monitoring Report EL-111 CEO Emergency Succession Plan as presented. CARRIED</p>	
8.0	QUALITY AND ETHICS	
9.0	INFORMATION	
9.1	Transition Update	
9.2-1	<p>CEO Report The CEO Report was distributed to the Board for information. R. Crocker Ellacott noted that the Executive Team provided the report as it provides an update on what has occurred during the last month,</p> <p>R. Crocker Ellacott provided an overview of her activities over the past two weeks. She thanked Board members and the Executive Team for all of their support.</p>	
9.2-2	<p>Ministry LHIN Accountability Agreement (MLAA) Indicator Report The Q3 Ministry LHIN Accountability Agreement Indicator Report was provided to the Board. It was noted that data has not changed since the last report was submitted.</p>	
10.0	<p>CLOSED SESSION</p> <p><u>Resolution #2018 - 61</u> Moved by B. Metzler and seconded by F. Hastir that at 10:17 am (Central) the Board members attending the meeting, specified above, move into a Closed Session pursuant to the following exception(s) set out in s. 9 (5) of the <i>Local Health System Integration Act (LHSIA), 2006:</i> (a) Personal or Public Interest (g) Personnel Matters And further that the following persons be permitted to attend: R. Crocker Ellacott, B. Kytora, S. Pilatzke, P. Ndebele, C. Burns, S. Newberry and B. Grey. CARRIED</p>	
10.1	<p>Report out of Closed Session There was no report.</p>	

Item #	To Be Accomplished	Action
11.0	ADJOURNMENT	
11.1	Meeting Evaluation Completed evaluations to be provided to B. Grey.	
10.2	Future Agenda Items Agenda items to be forwarded to the Chair or to B. Grey by June 4, 2018.	All members
11.3	Date of Next Meeting The next meeting is scheduled for June 26, 2018.	
11.4	Adjournment <u>Resolution #2018 - 66</u> Moved by D. Allan seconded by C. Jarvela that at 1:57 pm (Central) the meeting be adjourned. CARRIED	
	Chair _____ Secretary _____	