

**CENTRAL LOCAL HEALTH INTEGRATION NETWORK  
SPECIAL BOARD OF DIRECTORS MEETING  
July 25, 2017 | 12:30pm-1:00pm  
Central LHIN, 60 Renfrew Drive, Suite 360, Markham, ON L3R 0E1**

**MINUTES OF MEETING**

**Board Members Present:**

Mr. Warren Jestin, Chair  
Mr. Charles Schade, Board Member  
Mr. Graham Constantine, Board Member  
Mr. David Lai, Board Member  
Ms. Heather Martin, Board Member  
Mr. Michael MacEachern, Board Member  
Mr. Stephen Smith, Board Member  
Ms. Tanya Goldberg, Board Member  
Ms. Aldous Young, Board Member

**Regrets:**

Ms. Audrey Wubbenhorst, Board Member

**Staff Participants:**

Ms. Kim Baker, Chief Executive Officer  
Ms. Robyn Saccon, Corporate Governance and Board Relations Lead, Recording Secretary

**1.0 MEETING CALLED TO ORDER**

The meeting was called to order at 12:50 pm

**2.0 NOTICE/RECOGNITION OF A QUORUM**

This meeting was formally constituted with Board members receiving adequate notice in accordance with By-Law No. 2. The notice, agenda and materials were distributed to the Board and were posted on the Central LHIN website.

Quorum of a Board comprising 12 members is seven directors. A quorum was present at the meeting.

In accordance with the By-law, participants and guest speakers were introduced. No requests for public deputations were received or planned for this meeting.

**3.0 APPROVAL OF AGENDA**

An item was added under other business, an update on the Broader Public Sector Executive Compensation Act, 2014.

**“ON MOTION made by Ms. Aldous Young and seconded by Mr. Stephen Smith, IT WAS RESOLVED THAT:**

**The Agenda be approved as revised.”**

**CARRIED  
July-25-90**

**4.0 BOARD DEVELOPMENT AND EDUCATION**

None at this time.

**5.0 DECLARATION OF CONFLICT OF INTEREST**

None at this time.

**6.0 APPROVAL OF CONSENT AGENDA**

None at this time.

**7.0 CHAIR’S REPORT**

**7.1 ITEMS FOR APPROVAL**

**7.1.1 Patient Services and Quality Committee Membership**

Mr. Jestin provided an overview of the Central LHIN Board of Directors Committee structure and the process for appointing members to Committees. Board Directors were canvassed for their interest in Board Committees and provided a ranking. Following that, the Governance Committee reviewed the preferences of the Board Directors and allocated the first two choices of each Board Member along with identifying key expertise and skills to benefit the role of the Committee. It was noted with the expanded mandate of the LHIN, a Patient Services and Quality Committee was established. The Terms of Reference for the Committee will be brought back to the Board for approval at a later date.

**“ON MOTION made by Mr. Michael MacEachern and seconded by Ms. Tanya Goldberg, IT WAS RESOLVED THAT:**

**The Central LHIN Board of Directors approves the Patient Services and Quality Committee:**

- **Mr. Charles Schade, Chair, Voting Member**
- **Mr. David Lai, Voting Member**
- **Ms. Heather Martin, Voting Member**
- **Mr. Steve Smith, Voting Member**
- **Mr. Warren Jestin, Voting Member**
- **Ms. Kim Baker, CEO, Non- Voting Member**

**CARRIED  
July-25-91**

**8.0 CEO REPORT – ITEMS FOR APPROVAL**

**8.1 Q1 Compliance Declaration**

Under the Broader Public Sector Accountability Act, 2010, LHINs are required to prepare and submit compliance attestations to the Ministry on a quarterly basis. Ms. Baker provided an overview of the items noted in the CEO Certificate of Compliance, schedule A.

**“ON MOTION made by Mr. David Lai and seconded by Mr. Graham Constantine, IT WAS RESOLVED THAT:**

**The Central LHIN Board of Directors approve the CEO and Board Chair to execute and submit the Declaration of Compliance to the Ministry for the 2017/2018 first quarter including the addition of the Open Data Directive and revised wording related to HIROC.”**

**CARRIED  
July 25-92**

Discussion ensued around Schedule A and the practices and commitments of the CCAC relating to previous practices that are not currently aligned with the Perquisite Directive and the Open Data Directive.

Further discussion took place related to the lease breach and the obligations under the Financial Administration Act.

**9.0 CEO REPORT – ITEMS FOR INFORMATION**

Ms. Baker provided a brief overview of an issue currently in the media related a Senior on home and community care services that unfortunately passed away in TCHC high-rise fire and the next steps.

**10.0 OTHER BUSINESS**

**10.1 Broader Public Sector Executive Compensation Act, 2014.**

Mr. Jestin and Ms. Baker provided an overview of the framework and outlined the timeline of the September 29, 2017, deadline for all LHINs to submit their executive compensation framework. Mr. Jestin noted that a letter is being developed to the Treasury Board Secretariat requesting an extension on the deadline given the recent transition from CCACs to LHINs per section 6.2 of the Broader Public Sector Executive Compensation Program Directive. It was noted that a process was undertaken to identify consultants to assist with the framework through Health Shared Services Ontario (HSSO). It was discussed that given the proposed deadline, there might be a need to call a Special Board Meeting. Additional information will follow shortly.

**11.0 FUTURE MEETINGS**

Tuesday, September 26, 2017 Board Meeting  
2:00 pm-4:00 pm  
Central LHIN, 60 Renfrew Drive, Markham



**12.0 MOTION TO TERMINATE SESSION**

**“ON MOTION by Ms. Heather Martin and seconded by Ms. Tanya Goldberg, IT WAS RESOLVED THAT:**

**The session be terminated (1:20 pm).”**

**CARRIED  
July-25-93**

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Warren Jestin, Chair

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Robyn Saccon, Recording Secretary