

**BOARD APPROVED MINUTES
BOARD OF DIRECTORS MEETING
Wednesday, January 13, 2016
Scarborough Room, Central East LHIN
314 Harwood Avenue South, Ajax ON L1H 3C3
11:00 AM – 12:00 PM**

Directors Present: Mr. Wayne Gladstone (Chair) (*via teleconference*)
Mr. David Sudbury (Vice-Chair)
Mr. S. Gopikrishna (Member)
Ms. Joanne Hough (Member)
Ms. Margaret Risk (Member)
Ms. Amorell Saunders N'Daw (Member)
Ms. Samantha Singh (Member)

Staff Present: Mr. Brian Laundry (Senior Director, System Design and Integration)
Mr. Stewart Sutley (Senior Director, System Finance and Performance Management)
Mr. Marco Aguila (Director, Corporate Services, Controller)
Ms. Ritva Gallant (Director, Finance and Risk Management)
Ms. Katie Cronin-Wood (Director, Communications and Community Engagement)
Ms. Karen O'Brien (Public Affairs)
Ms. Sheila Rogoski (Executive Coordinator)
Ms. Barbara Millar (Governance Coordinator)
Ms. Vinitha Navarathinam (Corporate Governance Administrative Assistant, Minutes Recorder)

Mr. Sudbury, Vice-Chair of the Central East Local Health Integration Network (the "Central East LHIN") Board of Directors chaired the meeting.

1.1 MEETING CALLED TO ORDER

Mr. Sudbury called the meeting to order at 9:00 am and welcomed the members of the public to the Central East LHIN open Board meeting. Mr. Sudbury noted that Mr. Wayne Gladstone would be joining the meeting via teleconference.

Constitution of Meeting and Quorum

Notice of the meeting having been properly given to the public and to each Board member, and a quorum of Board members being present at the meeting, Mr. Sudbury declared the meeting duly constituted for the transaction of business.

2.1 CONSENT AGENDA

Prior to introducing the motion, Mr. Sudbury asked if there were any items on the consent agenda requiring further discussion. There were no items raised for discussion by members in attendance.

- MOTION:** By Ms. Risk
Be it resolved, that the consent agenda of the January 13, 2016 meeting of the Central East LHIN Board of Directors be approved.
- Included are the following items for approval:
 - Board meeting agenda: January 13, 2016

SECONDED: Mr. Gopikrishna

MOTION CARRIED

2.2 DECLARATION OF CONFLICTS OF INTEREST

Mr. Sudbury requested that those in attendance declare any conflicts of interest. There were no conflicts raised by members in attendance.

3.0 MOVED INTO CLOSED SESSION

- MOTION:** By Ms. Hough
Be it resolved that the Board of Directors move into closed session, pursuant to Section 9, subsection 5 of the Local Health System Integration Act (LHSIA) to:
- √ consider a matter that concerns personal or public interest
 - √ consider a matter that would prejudice legal proceedings; and
 - √ consider a personnel matter.

and that the following Central East LHIN staff, Brian Laundry, Stewart Sutley, Katie Cronin-Wood, Karen O'Brien, Sheila Rogoski, Barbara Millar, and Vinitha Navarathinam join the Board in the closed session.

SECONDED: Ms. Saunders N'Daw

MOTION CARRIED

5.0 RETURN TO OPEN SESSION

Upon reconvening to the open session, Mr. Sudbury reported that during the in-camera session the Board discussed details pertaining to personnel and matters that could prejudice legal proceedings and that a subsequent closed session was scheduled for the meeting.

6.1 NORTHUMBERLAND HILLS HOSPITAL – REVISED HOSPITAL IMPROVEMENT PLAN

Mr. Sutley, Senior Director, System Finance and Performance Management walked members of the Board through Northumberland Hills Hospital's (NHH) revised Hospital Improvement Plan (HIP), which was approved by the NHH Board of Directors at its meeting on January 7, 2016.

Mr. Sutley indicated that the revised HIP confirmed the hospital's readiness to pursue improvement initiatives in the same five areas identified in the recent External Operational Review including Enhancing Board Governance and Management, Utilization Efficiencies, Clinical Efficiencies, Operational Efficiencies and Integration. It was noted that the hospital anticipates no reductions to its current volumes or types of services provided at NHH to improve its overall financial situation. Mr. Sutley highlighted the significant savings that NHH could achieve with respect to the integration initiatives presented in the report and noted that while satisfactory from the perspective of providing needed details and clarity of NHH's intentions for all but two initiatives relating to funding model and integrations, the revised HIP remains incomplete since it does not fully address or mitigate the effects of NHH's operating and working capital positions.

Members of the Board agreed that the possible savings through integration earlier would improve NHH's financial circumstances and help it meet its obligation to achieve balance and requested NHH to accelerate the development and implementation of concrete integration action plans and report back to the Board in April.

The Board indicated that one-time funding of \$1,649,600 in the current fiscal year will be provided to NHH to support the cost associated with implementing the HIP and requested the hospital to report back regularly on the implementation of the revised HIP commencing May 2016.

Ms. Linda Davis, President and CEO of NHH along with members of the NHH Board of Directors, Jack Russell, Board Chair, Ms. Pat Page-Hoisak and Ms. Helen Brenner were present at the meeting and Mr. Sudbury thanked the hospital Board and management for their ongoing leadership and support throughout the process.

MOTION:

By Mr. Gopikrishna

Be it resolved that the Central East LHIN Board of Directors approve Northumberland Hills Hospital to implement immediately all the initiatives as documented in its revised NHH Board-approved Hospital Improvement Plan (HIP), and to work with the LHIN to support the Hospital's release of its HIP to affected stakeholders and the public.

And further be it resolved that the Central East LHIN Board of Directors direct Northumberland Hills Hospital to:

1. Accelerate the development and implementation of concrete integration action plans and the alignment of its funding model to the Ontario average and provide the LHIN Board with an update at its April 2016 open Board meeting;
2. Apply the LHIN's one-time funding assistance of \$1,649,600 to address restructuring and other costs associated with the implementation of the NHH Board-approved initiatives and obligations; and
3. Report back regularly to the LHIN Board beginning in May 2016 on the implementation of its revised HIP and its regular operations, including alternative mitigation strategies and initiatives should any initiative in the NHH Board-approved HIP falter over a period of two successive quarters (beginning with the 4th Quarter of 2015/16).

SECONDED: Mr. Gladstone

MOTION CARRIED

7.0 MOVED INTO CLOSED SESSION

MOTION: By Ms. Hough
Be it resolved that the Board of Directors move into closed session, pursuant to Section 9, subsection 5 of the Local Health System Integration Act (LHSIA) to:

- √ consider a matter that concerns personal or public interest
- √ consider a matter that would prejudice legal proceedings; and
- √ consider a personnel matter.

and that the following Central East LHIN staff, Deborah Hammons, Brian Laundry, Stewart Sutley, Katie Cronin-Wood, Karen O'Brien, Sheila Rogoski, Barbara Millar, and Vinitha Navarathinam join the Board in the closed session.

SECONDED: Ms. Saunders N'Daw

MOTION CARRIED

11.1 REPORT ON CLOSED SESSION

Upon reconvening to the open session, Mr. Sudbury reported that during the in-camera session the Board discussed details pertaining to personnel, consider a matter concerning personal or public interest and matters that could prejudice legal proceedings.

11.2 MOTION OF TERMINATION

MOTION: By Ms. Hough
Be it resolved that the January 13, 2016 Central East LHIN Board meeting be adjourned.

SECONDED: Ms. Risk

MOTION CARRIED

The meeting was terminated at 12:00 PM

Wayne Gladstone
Board Chair, Central East LHIN

Deborah Hammons
Chief Executive Officer, Board Secretary