

Central West **LHIN** | **RLISS** du Centre-Ouest**MINUTES OF THE BOARD OF DIRECTORS' MEETING**

WEDNESDAY, APRIL 26, 2017

Commencing at 5:00 p.m.

Central West LHIN Office, 8 Nelson Street West, Suite 300

Brampton, Ontario



Board Members Present:	Maria Britto (Board Chair), John McDermid (Vice Chair), Suzan Hall (Member), Adrian Bitz (Member), Neil Davis (Member), Ashish Kemkar (Member), Moyra Vande Vooren (Member), Carmine Domanico (Member) <u>Via Teleconference:</u> Pardeep Singh Nagra (Member), Jeff Payne (Member)
LHIN Staff Present:	Scott McLeod (CEO), Brock Hovey, Kim Delahunt, Kimberley Floyd, Michele Williams
Regrets:	Peter Harris (Member)

1.0 CALL TO ORDER

Maria Britto, Board Chair, called the Board Meeting to order at 5:00 p.m. and welcomed everyone to the meeting.

Maria welcomed Janet Daghish, National Director of Business Development & Government Relations from Bayshore Healthcare, who was in attendance as an Observer.

Maria advised Members that this was Suzan Hall's last meeting as a Central West LHIN Board Member. She will be completing her six years as a Board Member on May 16, 2017. Maria thanked Suzan for her significant contributions to the Board over the past six years and for being such a well-prepared and participatory Board Member. Suzan thanked the Board and the Staff, noting that it had been wonderful to be part of such a dynamic team of individuals.

1.1 Approval of Agenda

No additional items were added to the Regular Agenda, as circulated.

MOVED by Neil Davis and **SECONDED** by Ashish Kemkar, that the Regular Agenda for the Central West LHIN Board of Directors' Meeting of Wednesday, April 26, 2017 be approved, as circulated.

CARRIED**1.2 Conflict of Interest**

Maria reminded Members of the need to declare a Conflict of Interest with respect to any items that could potentially place them in a conflict situation. She requested that all cell phones be turned off or muted during the meeting. There were no declarations.

2.0 CONSENT AGENDA

Maria Britto reminded Members that the process is that they can ask questions and seek clarification on items within the Consent Agenda, but if further discussion is required, the item will be pulled and added to the Regular Agenda.

Scott McLeod advised that all action items from the previous minutes of Wednesday, March 22, 2017 had been addressed.

MOVED by Suzan Hall and SECONDED by John McDermid, that the Consent Agenda be approved, as circulated.

CARRIED

3.0 REPORTS OF THE BOARD CHAIR, BOARD MEMBERS, AND CHIEF EXECUTIVE OFFICER

3.1 Report of the Board Chair

Maria Britto provided an update on her many meetings and activities over the past month, including some of the discussions that have taken place provincially.

3.2 Information Sharing by Board Members

There were no reports from Members.

3.3 Report of the Chief Executive Officer

Scott McLeod provided a brief overview of his monthly CEO Report, highlighting specific areas and responded to questions from the Board. A summary of highlights followed.

Primary Care

The spread and scale of Health Links continues to be an important priority for the Central West, and there are a number of initiatives underway to support it. Health Link funding was approved and our three-year base commitment has been increased to \$1.2 million (an increase of \$200,000).

Peel Memorial Centre for Integrated Health and Wellness

on April 12, 2017, the official opening of the Peel Memorial Centre was held and was an excellent event with several dignitaries in attendance including the Premier of Ontario, Minister Hoskins, Minister De Sousa, MPPs and the Mayor of Brampton. Volumes at the Peel site have been steadily increasing and are expected to exceed the established number of visits.

Central West LHIN Chronic Disease and Prevention Management (CDPM) Conference

The 6th Annual Central West LHIN CDPM conference was held April 7th and was very well attended.

Dr. Bob Bell, Deputy Minister, was the opening Keynote speaker, and Jeff Payne, Board Member, brought welcoming remarks on behalf of the Central West LHIN Board. Congratulations to Lynn Baughan and her team on a successful event.

LHIN Email Cutover

The cutover of the LHIN email will take place on Friday, April 28th at 9:00 p.m., and it is most likely that the LHIN will be without email access until Monday morning.

Capacity Planning

Neil Davis voiced his concerns regarding the ongoing bed and capacity issues in the Central West LHIN. It was noted that the LHIN has done a number of capacity studies that confirm the need for ongoing investment in Central West. It was agreed that the capacity planning that has occurred be added to a future Board meeting for discussion and consideration of next steps. Mr. Davis noted that it will be important to develop a firm and compelling plan including a comprehensive summary of the kind of funding that will be required moving forward.

Action: Scott McLeod

4.0 BOARD EDUCATION / GENERATIVE DIALOGUE

4.1 Long Term Care Homes in Ontario – Overview and LTC Home Act

Kimberley Floyd referenced the two slide decks that had been pre-circulated and provided a high-level overview of the Long Term Care Placement process that the LHIN will now be accountable for and some of the more critical elements that the Board needs to be aware of. A good discussion and 'Q&A' session followed.

5.0 STRATEGIC DIALOGUE

5.1 – Patients First Update

Scott McLeod provided an overview of the Minister's Transfer and Dissolution Order, noting that this is a very significant milestone in the Patients First journey. He noted that the Minister's Order was released on April 6, 2017 with all the LHIN Transition Days being defined. The Central West LHIN's T-Day is scheduled for May 31, 2017.

Scott noted that the Minister's Order triggered a number of significant initiatives, including:

- Issuing welcome letters to all staff of the LHIN and CCAC
- Notifying all Vendors
- Meeting with the Union leadership
- Conducting Change Management and 'CCAC/LHIN 101' sessions

Scott further advised that a full update with only minor items pending from the Province, would be provided to the Board at the May Board of Directors' meeting.

5.2 – Etobicoke General Hospital – Ancillary Services Building – Pre Capital Submission

Scott McLeod explained that the reason this item had been brought forward at this time, is that a formal Board motion was required in order to move the services out of Etobicoke General and into the Ancillary Services Building. It was noted that this pre capital submission appears to be related to the capital build (which is well underway) but was actually related to the move of services from the current building into the new building. While seemingly out of sync / unnecessary, this is a mandatory part of the Capital Branch's process. It was agreed that it would be helpful to invite the MOHLTC to attend a future meeting to provide an overview of the full Capital process.

Action: Scott McLeod/Kim Delahunt

MOVED by Suzan Hall and SECONDED by Neil Davis, that the Board of Directors approves the Pre-Capital Submission Form (PCSF) Part A for the Ambulatory Services and Clinic Relocations to the Ancillary Services Building Phase 1 at Etobicoke General Hospital site of the William Osler Health System.

CARRIED

6.0 FIDUCIARY DIALOGUE

6.1 - Verbal Report of the Quality Committee

Jeff Payne noted that the Quality Committee had held their April meeting with governors and staff at Bethell Hospice along with governance and staff members of the Central West Palliative Care Network and Hospice Dufferin. Members were offered a tour of Bethell Hospice, and the meeting that followed served as an opportunity to review residential palliative and hospice care in the Central West. Jeff noted that the meeting and presentations from Bethell Hospice, Dufferin Hospice and the Palliative Care Network were well received and an excellent opportunity for LHIN and HSP collaboration on quality improvement initiatives to improve the patient/client experience.

6.2 - Verbal Report of the Finance & Audit Committee

Adrian Bitz provided an update on discussions held at a special meeting of the Finance & Audit Committee meeting held by teleconference on Monday, April 24th, for the purpose of obtaining the Committee's endorsement of three specific items, including a recommendation to approve Auditors to complete the Central West CCAC Stub Audit, a recommendation to approve Banking arrangements and a recommendation to approve Delegation of Authority policies. He advised that although there were three items presented for approval, there are actually five motions required as there are three separate Delegation of Authority policies to be approved. It was agreed that each item would be approved individually, and the following motions took place:

CCAC Stub Audit:

MOVED by John McDermid and **SECONDED** by Suzan Hall, that the Board of Directors authorizes the Central West LHIN Board Chair and CEO to execute an engagement letter with the Central West CCAC External Auditors – BDO Canada LLP, to undertake an audit of the Central West CCAC stub period (April 1, 2017 to May 30, 2017).

CARRIED

Banking Recommendation:

MOVED by Neil Davis and **SECONDED** by Carmine Domanico, that the Royal Bank of Canada becomes the bank of record for the Central West LHIN, as at May 31, 2017, and the use of the Canadian Imperial Bank of Commerce bank account remains in effect until such time as accounts and payroll system consolidation occurs.

CARRIED

Delegation of Authority Policies:

GP006 - Financial Authority Policy

There was one error noted on page 4 of the policy under # 3.11.3 – and the wording will be amended to read as follows:

“There should be no more than three (3) bank signatories”.

MOVED by Neil David and **SECONDED** by Pardeep Singh Nagra, that the Board of Directors approves the Financial Authority Policy, GP006, as amended.

CARRIED

GP006A – Financial Authority Policy – Transfer Payment

MOVED by John McDermid and **SECONDED** by Moyra Vande Vooren, that the Board of Directors approves the Financial Authority Policy – Transfer Payment, GP006A, as circulated.

CARRIED

GP013 – Delegation of Non-Financial Decisions to the CEO

MOVED by John McDermid and **SECONDED** by Moyra Vande Vooren, that the Board of Directors approves the ‘Delegation of Non-Financial Decisions to the CEO’ policy, as circulated.

CARRIED

6.3 – Report of the Governance Committee

John McDermid advised that the Governance Committee meeting held Thursday, April 13, 2017 had incorporated a special one hour ‘Governance to Governance’ discussion at the beginning of the meeting with members of the CCAC

Governance Committee as part of the mandate of the Patients First local Governance Workgroup. Governance Members of both the LHIN and CCAC had the opportunity to discuss various approaches to governance and to share best practices. John noted that it had been a very good discussion. The remainder of the regular Governance Committee meeting focused on current planning for the Central West LHIN Board of Directors' Retreat and an update on Board recruitment.

6.4 – CEO Quarterly Attestation – 2016/2017 4th Quarter (Q4) Report Ending March 31, 2017

Scott McLeod presented his 2016/2017 – 4th Quarter CEO Attestation for the period ending March 31, 2017, noting the one 'Exception' related to the potential non-compliance related to the pan-LHIN insurance.

MOVED by Ashish Kemkar and SECONDED by Adrian Bitá, that the Board of Directors approves the Quarterly CEO Attestation for 2016/2017 – 4th Quarter (Q4), as circulated.

CARRIED

6.5 – Enterprise Risk Management (ERM) Report – 2016/2017 4th Quarter (Q4) Report

For the new Board Members in attendance, Brock Hovey provided a brief overview of the Central West LHIN's Enterprise Risk Management (ERM) Framework covering such areas as the purpose and requirement of an ERM Framework, development of the ERM Framework, components and process flow (review and reporting) of the ERM Framework, and the current Risk Status. He advised that Quarterly Risk Reports submitted to the Board (March, June, September, December) includes detailed plans for 'high' risks with a priority ranking score of 9 and above (probability x impact).

Brock noted that following t-Day – a priority in the first 100 days will be to integrate the identified CCAC current risks into the LHIN system. He noted that there is considerable overlap already so he doesn't anticipate that this would be too challenging. It was also agreed that it will be important for the new Board to review the ERM system, existing risks, and Board risk tolerance.

Action: Brock Hovey

MOVED by Suzan Hall and SECONDED by Adrian Bitá, that the Board of Directors approves the 2016/2017 Quarterly (Q4) Enterprise Risk Management (ERM) Report.

CARRIED

7.0 IN-CAMERA SESSION

MOVED by Jeff Payne and SECONDED by Adrian Bitá, that at 7:25 p.m., the Central West LHIN Board of Directors consider Matters of Public Interest in a Closed Session as set out by the Local Health Integration Act, 2006, s.9(5)(a), and further, that Staff Members in attendance be invited to stay for this portion of the meeting.

CARRIED

MOVED by Suzan Hall and SECONDED by John McDermid, that at 8:45 p.m., the Central West LHIN Board of Directors' meeting be moved Out-of-Camera and back into the Regular Session.

CARRIED

8.0 ADJOURNMENT OF BOARD MEETING

MOVED by Jeff Payne and SECONDED by Suzan Hall, that there being no further business for discussion, that the Central West LHIN Board of Directors' Meeting of Wednesday, April 26, 2017 be adjourned at 8:45 p.m.

CARRIED

Maria Britto, Board Chair

Scott McLeod, CEO