

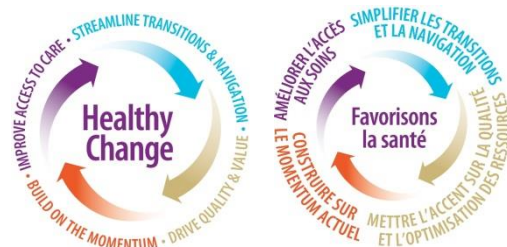
MINUTES OF THE BOARD OF DIRECTORS' MEETING

WEDNESDAY, JANUARY 27, 2016

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), Gerry Merkley (Member), Lorraine Gandolfo (Member), Ken Topping (Member), Suzan Hall (Member), Pardeep Singh Nagra (Member), Adrian Bitá (Member), Jeff Payne (Member)
LHIN Staff Present:	Scott McLeod (CEO), David Colgan, Brock Hovey, Michele Williams, Tom Miller, Elizabeth Salvaterra

1.0 Call to Order

Maria Britto, Board Chair, called the Board Meeting to order at 5:00 p.m. There was one Observer in attendance at the meeting (Gilles Marchildon, Executive Director, Reflet Salveo).

1.1 Approval of Agenda

MOVED by Suzan Hall and **SECONDED** by John McDermid, that the Regular Agenda for the Central West LHIN Board of Directors' meeting of Wednesday, January 27, 2016 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. There were no declarations. She also reminded Members to turn off all cell phones during the meeting as there will be an opportunity to check messages during the break.

2.0 Consent Agenda

Maria reminded Board Members that the process is that they can ask questions for clarification from the Consent Agenda, but if further discussion is required, the item will be pulled from the Consent Agenda and added to the Regular Agenda.

Scott noted that all actions items as noted in the minutes of Wednesday, December 16, 2015 had been addressed. He also advised that the recent results of the Whole Board Evaluation had been included with the Consent Agenda materials and a presentation had been made by Deloitte at the last Governance Committee meeting.

Overall, he indicated that the results from the Whole Board Evaluation had been very positive and for the most part, consistent with past surveys. The Governance Committee will be taking a closer look at the next meeting and will develop an 'Opportunities for Development' document to address areas that might require further follow-up.

MOVED by Jeff Payne and SECONDED by Lorraine Gandolfo, that the Central West LHIN Board of Directors approves the Consent Agenda, as circulated.

CARRIED

3.0 Report of the Board Chair and Chief Executive Officer

3.1 Report of the Board Chair

Maria provided a brief overview of the meetings and events she had attended over the last month and the recent LHIN Leadership Council and Chairs' Council. She advised that the Board Chairs had devoted their session to discussions around the development of a paper with input to the Minister of Health and Long Term Care, from the LHIN Board Chairs and CEOs, focusing on issues specifically related to governance in the proposed reforms that had been outlined in the 'Patients First' Discussion Document. She advised that she would comment further later on in the meeting.

3.2 Report of the Chief Executive Officer

Scott provided an overview of his detailed monthly report highlighting some key areas as follows:

Annual Chronic Disease & Prevention Management Conference

The annual conference is scheduled for Friday, February 19th. All Board Members are invited to attend. The invitation will be circulated and Board Members are requested to let Michele know if they plan on attending. Maria is scheduled to bring remarks.

Peel and Waterloo Canadian Mental Health Associations (CMHA's)

These two organizations are in the final stages of considering a service realignment for Dufferin County. A draft report was recently received and staff will review and bring a recommendation to the Board. There are some additional one-time and base costs associated that will need to be considered in the proposal. This proposed integration will improve accessibility and responsiveness to services in Dufferin County.

Health Links

The LHIN will be hosting a retreat with the Health Links Steering Committee to reboot the Health Links strategy. Some of the agreed upon targets are behind and there is general agreement with the Lead organizations on the need for a more comprehensive understanding of the existing barriers and how best to address them.

Palliative Care Pledge

A group of individuals representing a broad spectrum of palliative care providers met to discuss what is required in the Central West to truly implement the Pledge, which is now aligned with the provincial Palliative Care Network, and the emerging revitalized network will be chaired by Scott McLeod and Dr. Craig McFayden, Regional Vice President of the Carlo Fidani Regional Cancer Centre.

Community Engagement re Patients' First

A schedule of upcoming community consultation sessions has been circulated and Board Members are asked to let Michele know which sessions they plan on attending.

Emergency Preparedness

Scott thanked staff for their efforts in organizing weekly meetings over the busy holiday season. They were able to manage any issues related to increased volumes without impacting flow. Fortunately, and as was expected, the flu season did not hit at the same time as the holidays and while there were significant volume increases, there were no significant flow issues as a result of the advanced planning.

LHIN CEOS and Senior Directors' Meeting with Ministry of Health and Long Term Care

The LHIN CEOs and Senior Directors recently attended a one day Retreat with staff from the Minister's Office to discuss the Patients' First Discussion Document. Dr. Bob Bell, Nancy Naylor, and other key members of the Ministry were in attendance. It had been a highly productive session.

Central West LHIN Quality Lead

Scott welcomed Nancy LaBelle, Quality Lead, who joined the LHIN team effective January 18, 2016. Nancy will work closely on all Central West LHIN Quality initiatives and have a close working relationship with John McDermid and Brock Hovey, supporting the work of the Central West LHIN Quality Committee.

4.0 Board Education/Generative Dialogue

4.1 Patients' First Discussion Paper

Scott advised that the Ministry had requested that all LHINs conduct community consultations as part of the recent release of the Patients' First Discussion Document. There is a two month window to conduct these consultations, with feedback due to the Ministry by February 29, 2016. He noted that he would provide a high-level overview of the Discussion Document and would then ask Board Members to work in small groups to answer some of the pre-determined stakeholder consultation questions, with a report back at the end of the session. The five key categories, which will be tested at the upcoming Governance and Leadership Forum and public consultation forums will focus on the following:

1. More effective integration of services and greater equity;
2. Timely access to primary care, and seamless links between primary care and other services;
3. More consistent and accessible home and community care;
4. Stronger links between population and public health, and other health services;
5. A path forward.

Board Members then formed small groups for a Generative discussion, and provided a formal report-back at the end of the session. Scott advised that the feedback received would be incorporated into a summary document and attached to the January Board minutes.

Action: Scott McLeod

5.0 Strategy Dialogue

5.1 Auditor General's Report – Recommendations on LHINs

Board Members reviewed the summary of recommendations received from the 'Value for Money Audit of Local Health Integration Networks', undertaken by the Auditor General of Ontario. Scott advised that overall, the Central West LHIN is in a generally good spot but asked for some feedback from Board Members with respect to key areas they felt the LHIN should focus on. A brief discussion followed. Most Members felt that while the Central West LHIN was doing quite well, overall, there needs to be vigilance with respect to assessing and evaluating projects that are within our control. There was also a general consensus that LHINs should only be held accountable for the things that they actually have a say in, or some control over.

John requested that it be noted for the record, that he feels the Central West LHIN is doing extremely well and that is due, in no small part, to the leadership of the CEO and the staff of the LHIN.

5.2 Health Quality Ontario – 'Measuring Up' Overview

Brock advised that this item had been brought to the Board as a follow up to the last Quality Committee meeting where it had been agreed that further discussion should involve the entire Board. Staff Member Elizabeth Salvaterra then provided an overview of key findings from the 'Measuring Up 2015' report from Health Quality Ontario. She noted that overall and comparatively, the Central West LHIN is performing very well. She then provided an overview of some of the areas with poor performance, as well as some of the bright spots highlighted in the report for the Central West LHIN.

5.3 Accountability Agreements: Long Term Sector Accountability Agreement (LSAA) Template

Brock advised that the 2016-2019 LSAA Template Agreement is being presented for Board approval. He noted that all LHINs will be asking their Boards to approve this template and that the LHIN Board Chairs and CEOs be authorized to execute the LSAs on behalf of their respective LHINs, providing that the LSAA is substantially the same as the draft templates that have been attached to the minutes of this meeting.

MOVED by Lorraine Gandolfo and SECONDED by John McDermid, that the Central West LHIN Board of Directors approves the LHIN's use of the draft Long-Term Care Service Accountability Agreement (LSAA) templates for 2016-2019 as presented to this Board; and

That the Central West LHIN Board Chair and CEO be authorized to execute the LSAs on behalf of the LHIN, provided that each executed version of the LSAA is substantially the same as the draft templates attached to the minutes of this meeting.

CARRIED

5.4 **Accountability Agreements: Hospital Sector Accountability Agreement (HSAA) – Amending Agreement**

Brock advised that the LHINs have not had a new Hospital Sector Accountability Agreement (HSAA) since the very first one was negotiated in 2007. Since then, the LHINs have updated the schedules annually but the main contract has never successfully been re-negotiated. He advised that the OHA negotiates the contract on behalf of all hospitals. The OHA Negotiating Team and LHIN Negotiating Team have been challenged for the last number of years to negotiate effectively and negotiations had actually broken down for over a year. Recently, however, there has been significant process and the LHIN Negotiating Team believes they are now close to resolving all outstanding issues and expect to finalize a new agreement within the first quarter of 2016-2017.

The LHINs are proposing to extend the current contract for three (3) months, anticipating that the contract will be finalized and available for LHIN and Hospital Board approval by the first quarter of 2016-2017. After a brief discussion, the following motion resulted:

MOVED by Suzan Hall and SECONDED by Adrian Bitá, that the Central West LHIN Board of Directors approve the proposed HSAA Amending Agreement, to be made as of April 1, 2016 and amending the 2008-2016 HSAA by extending its term to June 30, 2016 and by replacing the 2015-2016 Schedules with 2016-2017 Schedules, as presented.

CARRIED

6.0 **Fiduciary Dialogue**

6.1 **Verbal Report of the Governance Committee Meeting held Thursday, January 14, 2016**

Lorraine provided a verbal update on discussions held at the Governance Committee meeting of Thursday, January 14, 2016 and noted that the Committee had received an overview of the results of the recent Whole Board Evaluation from members of the Deloitte team. Overall, the Committee had been very pleased with the results which were included within the Consent Agenda for this meeting. She advised that the Committee will be developing an 'Opportunities for Development' document which will be discussed and populated, as appropriate, at the next Governance Committee meeting and brought to the Board for review and approval. She further advised that the governance policy on Decision Making and Priority Setting Framework had been reviewed and will require an extensive re-write. Once finalized, the policy will be brought back for Board approval.

Lorraine also noted that the date for the next Governance and Leadership Forum had been changed from February 18th to February 10th, and that the focus had also changed to the *Patients' First Discussion Document*, with keynote speaker, Dr. Bob Bell, Deputy Minister of Health and Long-Term Care.

Finally, Lorraine advised that the Boardlink Portal had recently been purchased by 'Diligent', which will require Board Members to download a new app on their iPads and will require some additional training. Further information will be provided to Board Members once the internal training and migration of existing files is complete.

6.2 Verbal Report of the Finance & Audit Committee Meeting held Monday, January 25, 2016

Gerry Merkley provided a verbal update on discussions held at the Finance & Audit Committee meeting of Monday, January 25, 2016 and noted that she would require Board approval of the 2015-2016 Third Quarter (Q3) Report as circulated. She noted that as had been requested by Committee Members at the previous meeting, much more detail had been included in some of the breakdowns in this quarterly report. Committee Members had been pleased to see where the additional funding for HSPs had been allocated.

MOVED by Adrian Bitá and SECONDED by Ken Topping, that the Central West LHIN Board of Directors approves the 2015-2016 Third Quarter (Q3) Report, as circulated.

CARRIED

6.3 CEO Quarterly Attestation for 2015-2016

Scott presented his quarterly CEO Attestation for the Third Quarter (Q3) of 2015-2016, noting one existing Exception with respect to a LHIN-wide acquired insurance breach, which the LHINs are endeavoring to resolve with a submission by the Toronto Central LHIN, on behalf of all LHINs, to the Ministry of Health and Long-Term Care. He noted that the LHINs are still awaiting a response from the Ministry with respect to this breach.

MOVED by John McDermid and SECONDED by Jeff Payne, that the Central West LHIN Board of Directors approves the CEO Quarterly Attestation for the Third Quarter (Q3) of 2015-2016, as circulated.

CARRIED

7.0 In-Camera Session

MOVED by Lorraine Gandolfo and SECONDED by Suzan Hall, that at 8:20 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 Scott McLeod, Brock Hovey, David Colgan and Michele Williams be invited to stay for this portion of the meeting.

CARRIED

MOVED by Gerry Merkley and SECONDED by Ken Topping, that at 9:20 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 Adrian Bitá and SECONDED by Pardeep Singh Nagra, that there being no further business for discussion, that the Central West LHIN Board of Directors' Meeting of Wednesday, January 27, 2016 be adjourned at 9:20 p.m.

Maria Britto, Board Chair

Scott McLeod, CEO