

MINUTES OF PROCEEDINGS

NORTH EAST LOCAL HEALTH INTEGRATION NETWORK BOARD OF DIRECTORS MEETING

Wednesday, March 22, 2017



By teleconference



10:00 to 11:28 am

PARTICIPANTS: <u>Board of Directors :</u> <ul style="list-style-type: none"> • Santina Marasco • Denis Bérubé (<i>left at 11:11</i>) • John Febbraro • Toni Nanne-Little • Rick Cooper 		<u>NE LHIN Staff:</u> <ul style="list-style-type: none"> • Louise Paquette • Kate Fyfe • Terry Tilleczek 	<u>REGRETS:</u> <ul style="list-style-type: none"> • Dawn Madahbee Leach
		<u>Public Participants:</u> <ul style="list-style-type: none"> • Shannon Rentelis 	<u>SECRETARY:</u> <ul style="list-style-type: none"> • Carole Berthiaume
AGENDA ITEM	DISCUSSION	ACTION	LEAD
1.0 Call to order	The Interim Chair, Rick Cooper, called the meeting to order at 10:04 am.		
2.0 Declaration of Conflict of Interest	No conflicts of interest were declared.		
3.0 Approval of Agenda	Members of the Board approved the agenda as presented. <i>MOTION {2017-BD0015}</i> <i>That the agenda for the Board of Directors meeting of Wednesday, March 22, 2017 be approved as presented.</i> <i>MOVED: John Febbraro</i> <i>SECONDED: Denis Bérubé</i> <i>{UNANIMOUSLY CARRIED}</i>		
4.0 Approval of Consent Agenda	The Board of Directors unanimously approved the items contained in the Consent Agenda. <i>MOTION {2017-BD0016}</i> <i>RESOLVED THAT:</i>		

	<p><i>The consent agenda for the Board of Directors meeting of Wednesday March 22, 2017 be approved as presented including:</i></p> <ul style="list-style-type: none"> • <i>Board Attendance</i> • <i>Chair and Board Members' Community Engagements</i> • <i>Approval of Minutes of Board meeting held on February 28, 2017.</i> <p><i>MOVED: <u>Santina Marasco</u></i> <i>SECONDED: <u>Toni Nanne-Little</u></i></p> <p><i>{ UNANIMOUSLY CARRIED }</i></p>		
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REGULAR AGENDA:

<p>8.0</p> <p>Adoption of By-Law No. 1 by Special Resolution</p>	<p>A draft of a proposed new By-law No. 1 of the Corporation relating generally to the conduct of the affairs of the Corporation was submitted to the meeting and discussed.</p> <p>Louise provided an overview of the revisions made since the December 16, 2016 draft. She noted that most changes were due to formatting and highlighted revisions in subsections 3.01 head office and 3.10 annual report.</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  Draft By-law No 1 English </div> <div style="text-align: center;">  Draft By-Law No 1 French </div> </div> <p>On motion duly made and seconded and unanimously carried the following resolution was passed:</p> <p><i>MOTION {2017-BD0017}</i></p> <p><i>BE IT RESOLVED THAT:</i></p> <ol style="list-style-type: none"> 1. <i>A new By-law No. 1, in the form which has been presented to this meeting and attached to the minutes of this meeting is hereby enacted as a By-law of the Corporation to replace the previous By-law No.1, and the previous By-law No. 1 is hereby revoked; and</i> 		
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	<p>2. <i>the Chair and Secretary are hereby authorized and directed to sign the said By-law as so enacted as evidence of the foregoing and to insert the same in the front portion of the minute and record book of the Corporation and remove the revoked By-law No.1.</i></p> <p><i>MOVED BY: Dawn Madahbee Leach</i> <i>SECONDED BY: Toni Nanne-Little</i></p> <p><i>{ UNANIMOUSLY CARRIED }</i></p>		
<p>9.0</p> <p>Adoption of No. 2 by Special Resolution</p>	<p>A draft of a proposed new By-law No. 2 of the Corporation relating generally to the conduct of Board and Board Committee Meetings of the Corporation was submitted to the meeting and discussed.</p> <p>Louise provided an overview of the revisions made since the December 13, 2016 draft. She noted that the majority of changes were due to formatting.</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  Draft By-law No. 2 English </div> <div style="text-align: center;">  Draft By Law No 2 French </div> </div> <p>On motion duly made and seconded and unanimously carried the following resolution was passed:</p> <p><i>MOTION {2017-BD0018}</i></p> <p><i>BE IT RESOLVED THAT:</i></p> <ol style="list-style-type: none"> 1. <i>A new By-law No. 2, in the form which has been presented to this meeting and attached to the minutes of this meeting is hereby enacted as a By-law of the Corporation to replace the previous By-law No.2, and the previous By-law No. 2 is hereby revoked; and</i> 2. <i>the Chair and Secretary are hereby authorized and directed to sign the said By-law as so enacted as evidence of the foregoing and to insert the same in the front portion of the minute and record</i> 		

	<p><i>book of the Corporation and remove the revoked By-law No.2.</i></p> <p><i>MOVED BY: <u>John Febraro</u></i> <i>SECONDED BY: <u>Denis Berube</u></i></p> <p><i>{ UNANIMOUSLY CARRIED }</i></p>		
<p>10.0</p> <p>Approval of LHIN Readiness Assessment</p>	<p>A summary report containing the North East LHIN readiness assessment functional categories and key findings was reviewed and discussed. The Board approved the LHIN Readiness Assessment and the following resolution was passed:</p> <p><i>MOTION {2017-BD0019}</i></p> <p>BE IT RESOLVED THAT:</p> <p><i>After conducting appropriate due diligence and in accordance with the LHIN Readiness Board Sign Off Protocol (“Protocol”), the Board authorizes the Board Chair to formally provide notice in accordance with the Protocol to the Minister of Health and Long-Term Care and the Ministry of Health and Long-Term Care that the LHIN believes that, subject to the Minister’s Transfer Order issued under the Local Health System Integration Act, 2006, it will be ready to assume the rights and obligations of the North East Community Care Access Centre.</i></p> <p><i>MOVED BY: <u>John Febraro</u></i> <i>SECONDED BY: <u>Toni Nanne-Little</u></i></p> <p><i>{UNANIMOUSLY CARRIED}</i></p>		
<p>11.0</p> <p>Proceed to Closed Session</p>	<p>The Board of Directors proceeded to a closed session meeting.</p> <p><i>Motion {2017-BD0020}</i></p> <p>BE IT RESOLVED THAT:</p>		

	<p><i>The members attending this meeting move into a Closed Session pursuant to the following exceptions of LHINS set out in s.9(5) of the Local Health Integration Act, 2006.”</i></p> <p><i>☒ Labour relations</i></p> <p><i>BE IT FURTHER RESOLVED THAT; the following persons be permitted to attend: For the discussion regarding Matters prescribed by regulations:</i></p> <ul style="list-style-type: none"> <i>• Louise Paquette</i> <i>• Kate Fyfe</i> <i>• Terry Tilleczek</i> <i>• Carole Berthiaume</i> <p><i>MOVED: <u>Santina Marasco</u></i> <i>SECONDED: <u>Denis Bérubé</u></i></p> <p><i>{ UNANIMOUSLY CARRIED }</i></p>		
<p>16.0</p> <p>Closed Session Report</p>	<p>Report of matters of labour relations pertaining to Patients First.</p> <p><i>Motion {2017-BD0021}</i></p> <p><i>RESOLVED THAT:</i></p> <p><i>The Board of Directors of the North East LHIN received the report of its Closed Session meeting of Wednesday, March 22, 2017.</i></p> <p><i>MOVED: <u>John Febraro</u></i> <i>SECONDED: <u>Toni Nanne-Little</u></i></p> <p><i>{UNANIMOUSLY CARRIED}</i></p>		
<p>17.0</p> <p>Next Meetings</p>	<p>Schedule of upcoming meetings are as follows:</p> <ul style="list-style-type: none"> <i>• March 30 (Governance & Board of Directors) in person</i> <i>• April 25 (Board of Directors) – in person</i> <i>• May 9 (Board of Directors) – in person</i> <i>• May 16 (Audit & Governance) – by teleconference</i> <i>• June 13 (Board of Directors) – in person</i> 		

<p>18.0</p> <p>Adjournment of Board Meeting</p>	<p>The meeting was adjourned at 11:28 am</p> <p><i>Motion {2017-BD0022}</i></p> <p><i>RESOLVED THAT:</i></p> <p><i>The North East LHIN Board of Directors meeting of Tuesday, February 28th, 2017 be adjourned at 1:58 pm.</i></p> <p><i>MOVED: <u>Santina Marosco</u></i> <i>SECONDED: <u>John Febbraro</u></i></p> <p><i>{ UNANIMOUSLY CARRIED }</i></p>		
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Approved on March 30, 2017



Rick Cooper
Interim Board Chair