

## BOARD OF DIRECTORS MEETING MINUTES

North West LHIN Office  
975 Alloy Drive, Thunder Bay ON

May 31, 2016  
9:30 am (Eastern)

<b>Present</b>	Dan Levesque, Chair Cathy Farrell Tim Berube Herbert ZoBell Gil Labine Darryl Allan t/c Dennis Gushulak t/c Tina Copenace t/c	<b>Staff</b>	Laura Kokocinski Susan Pilatzke Brian Ktytor Rebecca Swick
		<b>Recording Secretary</b>	Robin Orr

### Regrets

Item #	To Be Accomplished	Action
<b>1.0</b>	<b>PROCEDURAL ITEMS</b>	
1.1	<b>Call to Order</b> The meeting was called to order at 9:30 am (Eastern) by Chair D. Levesque.	
1.2	<b>Declaration of Conflict of Interest</b> None declared.	
1.3	<b>Approval of Agenda</b> The agenda was approval as presented.	
1.4	<b>Business Arising</b> None	
<b>2.0</b>	<b>BOARD EDUCATION</b>	
2.1	<b>Palliative Care</b> H. Mehta, Senior Planning and Integration Consultant provided a high level overview of Palliative Care as outlined in the previously distributed presentation. Key points included: <ul style="list-style-type: none"> <li>• an explanation of palliative care</li> <li>• priority areas and key recommendations</li> <li>• current and future state</li> <li>• strengths in the North West LHIN</li> <li>• achievements to date, and</li> <li>• ongoing plans.</li> </ul> Discussion ensued; questions were addressed.	

Item #	To Be Accomplished	Action
3.0	<b>BOARD LINKAGES</b>	
3.1	<p><b>Dryden and Kenora Governance to Governance Sessions Debrief</b></p> <p>Members provided feedback on the Dryden Governance to Governance Session. W. Petranik, CEO Dryden Regional Health Centre and his staff were acknowledged for their assistance with arranging logistics required from Dryden due to the last minute need to reschedule the session via videoconferencing.</p> <p>Board members who attended the session in person, provided a general update and noted the following:</p> <ul style="list-style-type: none"> <li>• overall participants were generally engaged</li> <li>• attendees request materials be provided more in advance</li> <li>• participants were seeking clarification of what is a Local Health Hub</li> <li>• participants expressed disappointment that the North West LHIN Board were not able to attend the session in person.</li> </ul> <p>Additionally, The Northwestern Health Unit requested their Governance to Governance Session with the North West LHIN Board be rescheduled at a later date.</p> <p><i>A break was observed from 10:20 am - 10:30 am.</i></p>	
3.2	<p><b>Rural and Northern Health Care Conference Update</b></p> <p>Members were provided with an outline of the Rural and Northern Health Care Conference which took place May 4 - 6, 2016. D. Gushulak provided an update on the conference, including the May 4, 2016 Governance Workshop which he attended and participated as a speaker.</p> <p>D. Gushulak was thanked for presenting. Discussion ensued; questions were addressed.</p>	
3.3	<p><b>Chair Report</b></p> <p>D. Levesque noted that he and L. Kokocinski presented at the NOMA Conference on April 28, 2016.</p>	
4.	<b>CONSENT AGENDA</b>	
4.1 4.2 4.3 4.4	<p>Board of Director Meeting Minutes April 26, 2016</p> <p>Audit and Finance Meeting</p> <p>Governance and Nominations Meeting</p> <p>Joint Action Plan - North West LHIN, North East LHIN and Réseau du mieux-être francophone du Nord de l'Ontario</p> <p>D. Levesque presented the items on the consent agenda.</p>	

Item #	To Be Accomplished	Action
	<p><b><u>Resolution #2016 - 40</u></b>  <b>Moved by H. ZoBell and seconded by G. Labine that the North West LHIN Board of Directors approve the Consent Agenda as presented.</b>  <b>CARRIED</b></p>	
5.0	<b>BOARD ENDS DISCUSSION</b>	
5.1	<b>ENDS Education</b> None	
5.2	<b>ENDS Discussion</b>	
5.3	<b>ENDS Monitoring</b>	
5.3-1	<p><b>Ministry LHIN Accountability Agreement (MLAA) Indicator Report</b>  The Q3 Ministry LHIN Accountability Agreement Indicator report was provided to the Board for discussion. The Q4 report will be shared at the next Board meeting.</p>	
5.4	<b>Generative Discussion</b>	
6.0	<b>BOARD DECISIONS/PROCESSES</b>	
6.1	<b>Committee Reports</b>	
6.1-1	<p><b><i>Audit and Finance (A &amp; F) Committee</i></b>  S. Stewart, Deloitte joined the Board meeting via teleconference. It was noted the Audited Financial Statements were vetted through the Audit and Finance Committee. S. Stewart, noted no issues were found, management`s estimates are sound and adequate controls are in place to manage risks, and provided clarification to question related to fraud risk. The Board was asked to support a motion to approve the financial statements of the North West LHIN for the year ending March 31, 2016.</p> <p><b><u>Resolution #2016 -41</u></b>  <b>Moved by H. ZoBell and seconded by D. Gushulak that the North West LHIN Board of Directors approve the Audited Financial Statements for the year ending March 31, 2016.</b>  <b>CARRIED</b></p> <p><i>S. Stewart left the meeting following this discussion.</i></p> <p>As a procedural item the Board was also asked to support a motion to approve the re-appointment of Deloitte as Auditors for the year ending March 31, 2017.</p> <p><b><u>Resolution #2016 - 42</u></b>  <b>Moved by C. Farrell and second by G. Labine that the North West LHIN Board of Directors approves Deloitte as the Auditors for the year ending March 31, 2017.</b></p>	

Item #	To Be Accomplished	Action
	<b>CARRIED</b>	
6.1-2	<p><b>Governance and Nominations (G &amp; N) Committee</b> A revised Board of Directors Meeting Evaluation form was presented to the Board. Questions 9 and 10 and a new column identified as N/A were added to the form. The Board was asked to approve a motion to adopt the updated form.</p> <p><b>Resolution #2016 - 43</b> <b>Moved by C. Farrell and second by G. Labine that the North West LHIN Board of Directors approve the adoption of the updated Board of Directors Meeting Evaluation form as presented.</b> <b>CARRIED</b></p>	
<b>6.2</b>	<b>Policy Review</b>	
6.2-1	<p><b>EL-108 Budget Development</b> Policy EL-108 Budget Development was reviewed, no changes were recommended.</p>	
6.2-2	<p><b>GP-102 Consent Agenda</b> Policy GP-102 Consent Agenda was reviewed, no changes were recommended.</p>	
6.2-3	<p><b>GP-103 Board Job Description</b> Policy GP-103 Board Job Description was reviewed, no changes were recommended.</p>	
6.2-4	<p><b>BC-102 CEO Performance Evaluation</b> Policy BC-102 CEO Performance Evaluation was reviewed, no changes were recommended.</p>	
<b>6.3</b>	<b>LHIN Operations</b>	
6.3-1	<p><b>2016/17 H-SAA Extension Agreement Templates</b> B. Ktytor presented a Briefing Note and supporting documentation related to the H-SAA Extension Agreement. The Board was asked to support a motion to approve the extension of the 2016/17 H-SAA Extension Agreement as outlined in the briefing note.</p> <p><b>Resolution #2016-44</b> <b>Moved by G. Labine and seconded by T. Berube that the North West LHIN Board of Directors approve that:</b></p> <ul style="list-style-type: none"> <li>• <b>The LHIN utilize the draft extension to the Hospital Service Accountability Agreement (H-SAA) templates for the period of July 1, 2016 - March 31, 2017 as presents to this Board; and</b></li> <li>• <b>The Board Chair and LHIN CEO be authorized to execute H-SAA extensions on behalf of the LHIN provided that each execution version of the H-SAA extensions are substantially the same as the draft template attached to the minutes of this meeting.</b></li> </ul> <p><b>CARRIED</b></p>	

Item #	To Be Accomplished	Action
7.0	<b>MONITORING REPORTS</b>	
7.1	<p><b>EL-100 General Executive Constraint</b> Monitoring Report EL-100 General Executive Constraint was presented for approval.</p> <p><b><u>Resolution #2016 - 45</u></b> <b>Moved by D. Allan and seconded by D. Gushulak that the North West LHIN Board of Directors approve Monitoring Report EL-100 General Executive Constraint as presented.</b> <b>CARRIED</b></p>	
7.2	<p><b>EL-101 Communication and Counsel to the Board</b> Monitoring Report EL- 101 Communication and Counsel to the Board was presented for approval.</p> <p><b><u>Resolution #2016 - 46</u></b> <b>Moved by G. Labine and seconded by C. Farrell that the North West LHIN Board of Directors approve Monitoring Report EL-101 Communication and Counsel to the Board as presented.</b> <b>CARRIED</b></p>	
7.3	<p><b>EL-105 Corporate Identity</b> Monitoring Report EL-105 Corporate Identity was presented for approval.</p> <p><b><u>Resolution #2016 - 47</u></b> <b>Moved by T. Berube and seconded by D. Allan that the North West LHIN Board of Directors approve Monitoring Report EL-105 Corporate Identity as presented.</b> <b>CARRIED</b></p>	
7.4	<p><b>EL-109 Financial Conditions and Activity</b> Monitoring Report EL- 109 Financial Conditions and Activity was presented for approval.</p> <p><b><u>Resolution #2016 - 48</u></b> <b>Moved by H. ZoBell and seconded by D. Gushulak that the North West LHIN Board of Directors approve Monitoring Report EL-109 Financial Conditions and Activity as presented.</b> <b>CARRIED</b></p>	
7.5	<p><b>EL-110 Compensation and Benefits</b> Monitoring Report EL-110 Compensation and Benefits was presented for approval.</p> <p><b><u>Resolution #2016 - 49</u></b> <b>Moved by H. ZoBell and seconded by T. Copenace that the North West LHIN Board of Directors approve Monitoring Report EL-110 Compensation and Benefits as presented.</b> <b>CARRIED</b></p>	

Item #	To Be Accomplished	Action
7.6	<p><b>EL-111 CEO Emergency Succession Planning</b> Monitoring Report EL-111 Emergency Succession Planning was presented for approval.</p> <p><b><u>Resolution #2016 - 50</u></b> <b>Moved by C. Farrell and seconded by G. Labine that the North West LHIN Board of Directors approve Monitoring Report EL-111 CEO Emergency Succession Plan as presented.</b> <b>CARRIED</b></p>	
<b>8.0</b>	<b>INFORMATION</b>	
8.1	<p><b>CEO Report</b> The CEO Report was presented to the Board. Additionally, the Board was provided with a copy of the May 30, 2016 press release and related speech given by Premier Kathleen Wynne regarding Residential Schools and Reconciliation with Indigenous Peoples.</p>	
<b>9.0</b>	<p><b>CLOSED SESSION</b></p> <p><b><u>Resolution #2016 - 51</u></b> <b>Moved by H. ZoBell and seconded by G. Labine that at 11:15 am (Eastern) the Board members attending the meeting, specified above, move into a Closed Session pursuant to the following exception(s) set out in s. 9 (5) of the <i>Local Health System Integration Act (LHSIA), 2006:</i></b> <b><i>(i) Personal or Public Interest</i></b> <b><i>(vii) Personnel Matters</i></b> <b>And further that the following persons be permitted to attend:</b> <b>L. Kokocinski, B. Ktytor, S. Pilatzke and R Orr.</b> <b>CARRIED</b></p> <p><i>The meeting reconvened following the Closed Session.</i></p>	
9.1	<p><b>Report out of Closed Session</b> None</p>	
<b>10.0</b>	<b>ADJOURNMENT</b>	
10.1	<p><b>Meeting Evaluation</b> Completed evaluations to be provided to R. Orr.</p>	
10.2	<p><b>Future Agenda Items</b> Agenda items to be forwarded to the Chair or to R. Orr.</p>	All members
10.3	<p><b>Date of Next Meeting</b> The next meeting is scheduled for June 28, 2016.</p>	
10.4	<p><b>Adjournment</b></p> <p><b><u>Resolution #2016 - 55</u></b> <b>Moved by G. Labine and seconded by C. Farrell that at 1:30 pm (Eastern) the meeting be adjourned.</b></p>	

<b>Item #</b>	<b>To Be Accomplished</b>	<b>Action</b>
	<b>CARRIED</b>	
	<b>Chair</b> _____  <b>Secretary</b> _____	