

BOARD OF DIRECTORS MEETING MINUTES

North West LHIN Office
975 Alloy Drive, Thunder Bay ON

December 13, 2016
9:01 am (Eastern)

Present	Dan Levesque, Interim Chair Gil Labine, Vice Chair Cathy Farrell Tim Berube Herbert ZoBell Darryl Allan Tina Copenace Carol Neff	Staff	Laura Kokocinski Susan Pilatzke Brian Ktytor Robert Servais
		Recording Secretary	Robin Orr

Regrets

Item #	To Be Accomplished	Action
1.0	PROCEDURAL ITEMS	
1.1	Call to Order The meeting was called to order at 9:01 am (Eastern) by Chair D. Levesque. Jim Restall, Board Vice Chair of the North West CCAC, and North West LHIN staff were introduced and welcomed to the meeting.	
1.2	Declaration of Conflict of Interest None declared.	
1.3	Approval of Agenda The agenda was approval as presented.	
1.4	Business Arising An update on action items from the October 25, 2016 Board of Directors meeting was provided as follows: <ul style="list-style-type: none"> • A Joint North West LHIN / Thunder Bay District Health Unit meeting has been scheduled for December 14th. Participants will include the Board Chairs, CEOs and Medical Officer of Health. • The CHRIS OACCAC Education session presentation has been added to the Board portal. • The 2016-2017 Annual Business Plan has been posted to the North West LHIN website in both English and French. • Wrongdoing materials have been added to the Board portal. 	

Item #	To Be Accomplished	Action
2.0	BOARD EDUCATION None	
3.0	BOARD LINKAGES	
3.1	<p>North West CCAC Board Meeting Update</p> <p>G. Labine provided the Board with an update from the North West CCAC Board meeting which he attended on November 9, 2016 with the following items being noted:</p> <ul style="list-style-type: none"> • The NWCCAC is on targets with respect to goals. • An overview of performance indicators was shared. • A deficit of \$700,000 was projected and the delay of the opening of Hogarth Riverview Manor in relation to this deficit. • Risks were raised with the passing of the Patients First Bill and the ability to maintain high quality services during the transition. • The NWCCAC Board discussed the ability of the LHIN to meet the requirements of accreditation Canada for home health care, and passed a motion to discontinue the accreditation process. • Concerns were raised regarding future state of staff. <p>G. Labine was thanked for his report.</p>	
3.2	<p>Open House Debrief</p> <p>Members provided feedback on the Open House. It was noted there was low attendance from regional health services providers which may have been due to a scheduling issue. Overall attendance was good, and interaction with attendees was positive and meaningful. It was agreed the event went well, and that there was good representation from health service providers.</p>	
3.3	<p>Chair Report</p> <p>The Interim Board Chair provided an update on recent activities including:</p> <ul style="list-style-type: none"> • On November 17, 2016 the Interim Board Chair and B. Ktytor attended a Catholic Health Sponsors of Ontario Regional Forum. • LHIN Leadership and LHIN Chair Council - The Minister is targeting mid-January 2017 for the implementation of the Shared Services Entity. • A meeting was held with the Board Chair of Geraldton District Hospital to discuss the future direction of the further system planning and integration directions. • CCAC/LHIN Joint Meeting - It was noted an invitation would be forthcoming to attend a Patients First webinar. 	
4.	CONSENT AGENDA	
4.1	Board of Directors Meeting Minutes October 28, 2016 and November 17, 2016	

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	<p>D. Levesque identified the one item on the consent agenda.</p> <p><u>Resolution #2016 - 86</u> Moved by C. Farrell and seconded by D. Allan that the North West LHIN Board of Directors approve the Consent Agenda as presented. CARRIED</p>	
5.0	BOARD ENDS DISCUSSION	
5.1	ENDS Education None	
5.2	ENDS Discussion None	
5.3	ENDS Monitoring	
5.3-1	<p>Ministry LHIN Accountability Agreement (MLAA) Indicator Report The Q2 Ministry LHIN Accountability Agreement Indicator Report was provided to the Board for discussion. Improvements were noted in eight of the fourteen indicators, and four are generally unchanged.</p>	
5.3-2	<p>Ministry LHIN Draft Accountability Framework and Work Plan A high level overview of the draft Ministry LHIN Accountability Framework and work plan was shared with the Board. Work outlined in the accountability framework is being discussed between the LHIN Board Chairs, LHIN CEOs and the Ministry. It was noted that new indicators will be more system focused and that it will change the work of the LHIN. Board members will be responsible to ensure indicators targets are being met.</p> <p>It was further noted that once the LHIN receives a mandate letter from the Ministry a Board Strategic Planning Session may be required to review expectations.</p> <p>Discussion ensued, questions were addressed.</p>	
5.4	Generative Discussion None	
6.0	BOARD DECISIONS/PROCESSES	
6.1	Committee Reports	
6.1-1	<p>Audit & Finance Committee The Audit and Finance Committee meeting package from December 6, 2016 was pre-distributed to the Board. A brief overview of the materials was provided.</p> <p>The Board was asked to support a recommendation to accept the 2017 Audit Service Plan.</p>	

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	<p><u>Resolution #2016 - 87</u> Moved by G. Labine and seconded by D. Allan that the North West LHIN Board of Directors accept the 2017 Audit Service Plan as presented. CARRIED</p> <p>Discussion ensued regarding the ability to detect fraudulent activities. It was noted a fraud element at the LHIN is extremely unlikely as funding flows directly from the Ministry and is monitored through a Transfer Payment Accountability Directive. Funding to health service providers is monitored through compliance reporting requirements.</p> <p>Additional items will be addressed later in the agenda.</p>	
6.1-2	<p>Governance & Nominations Committee The Governance and Nominations Committee meeting package from December 6, 2016 was pre-distributed to the Board. A brief overview of the materials was provided as follows.</p> <ul style="list-style-type: none"> • <i>Governance and Nominations (G & N) Committee Terms of Reference (ToR)</i> <p>The Governance and Nominations Committee ToR was shared with the Board for discussion and to seek consensus if the Board Chair should be an Ex-officio - non-voting member to align with voting capacity set out in the Audit and Finance Committee ToR.</p> <p>It was noted that historically the Board Chair was deemed a voting member of the Governance and Nominations Committee as the Chair participates in Ministry meetings and has an impact on Governance. Following further discussion it was agreed that both Committees should be consistent in their approach and that the Board Chair would be designated as an Ex-Officio with voting rights on both the Governance and Nominations Committee and the Audit and Finance Committee.</p> <p><u>Resolution #2016 - 88</u> Moved by G. Labine and seconded by T. Berube that the North West LHIN Board of Directors approve that the Board Chair will be designated as an Ex-Officio Voting Member on both the Governance and Nominations, and the Audit and Finance Committees, and that Committee Terms of References will be amended to reflect this change. CARRIED</p>	G & N and A&F Committees

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	<p><u>Resolution #2016 - 90</u> Moved by G. Labine and seconded by T. Berube that the North West LHIN Board of Directors approve that:</p> <ul style="list-style-type: none"> • Where the LHIN has concluded negotiations with the hospital for the 2017-18 fiscal year prior to March 31, 2017: the LHIN execute the proposed H-SAA Amending Agreement to be made as of April 1, 2017, and amending the 2008/17 H-SAA by extending its term to March 31, 2018 and by replacing the 2016/17 Schedules with 2017/18 Schedules; or • Where the LHIN has not concluded negotiations with the hospital for the 2017-18 fiscal year prior to March 31, 2017: the LHIN execute the proposed H-SAA Amending Agreement to be made as of April 1, 2017, and amending the 2008/17 H-SAA by extending its term to March 31, 2018; and • 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 templates attached to the minutes of this meeting. <p>CARRIED</p>	
6.3-2	<p>2016/19 L-SAA Amendment The Board was asked to support a recommendation to approve the use of the revised 2016/19 L-SAA Amendment. It was noted, the only change was a slight amendment of wording that would not impact the overall agreement.</p> <p><u>Resolution #2016 - 91</u> Moved by H. ZoBell and seconded by T. Berube that the North West LHIN Board of Directors approve that:</p> <ul style="list-style-type: none"> • The LHIN execute the proposed LSAA Amending Agreement to be made as of April 1, 2017 and amend certain Schedules and Section 6.2(c) of the 2016 - 2019 LSAA; and • The Board Chair and LHIN CEO be authorized to execute L-SAA amendment on behalf of the LHIN provided that each execution version of the L-SAA amendment is substantially the same as the draft template attached to the minutes of this meeting. <p>CARRIED</p>	
6.3-3	<p>2017/18 M-SAA Extension The Board was asked to support a recommendation to extend the M-SAA to March 31, 2018 until a final agreement is signed.</p> <p><u>Resolution #2016 - 92</u> Moved by G. Labine and seconded by C. Farrell that the North West LHIN Board of Directors approve that:</p>	

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	<ul style="list-style-type: none"> • The LHIN execute the proposed M-SAA Amending Agreement to be made as of April 1, 2017, and amending the 2014/17 M-SAA by extending its term to March 31, 2018 and by replacing the 2016/17 Schedules with 2017/18 Schedules; and • The Board Chair and LHIN CEO be authorized to execute M-SAA extensions on behalf of the LHIN provided that each execution version of the M-SAA extensions are substantially the same as the draft templates attached to the minutes of this meeting. <p>CARRIED</p>	
7.0	MONITORING REPORTS	
7.1	<p>EL-102 Public Image Monitoring Report EL-102 Public Image was presented for approval.</p> <p><u>Resolution #2016 - 93</u> Moved by G. Labine and seconded by H. ZoBell that the North West LHIN Board of Directors approve Monitoring Report EL-102 Public Image as presented.</p> <p>CARRIED</p> <p>A question was raised as to whom from the North West LHIN is responsible for public relations. Clarification was provided and it was noted public relations is overseen through the Communications department who seeks feedback from various subject matter experts. Although the Board Chair and CEO are authorized LHIN spokespersons, they can delegate an alternate spokesperson based on the information requested.</p>	
8.0	INFORMATION	
8.1	<p>Travel, Meal and Hospitality Expenses Directive and Expenses A copy of the Travel, Meal and Hospitality Expense Directive and Expenses was provided in the Board package. The revised directive will take effect on January 1, 2017. Changes in the directive will affect meal allowances and the North West LHIN will align its practice of reimbursement of meals to match the revised Directive. For safety purposes the North West LHIN will continue to practice its use of renting SUVs in Northwestern Ontario. The North West LHIN Travel Expense Policy is under revision to align with the revised Directive, and shared with the Board at a future date.</p> <p><i>A break was observed from 10:34 am to 10:54 am.</i></p>	
8.2	<p>Board Evaluation Report - Pan LHIN and Local Copies of the Pan-LHIN and Local Board Evaluation Reports were shared with the Board. A letter outlining key strengths and areas of improvement was submitted to the Ministry. A</p>	

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	formalized mentoring system was identified as a need within the Board.	
8.3	<p>Medical Assistance in Dying (MAID) Update The Board was provided with two handouts: <i>Medical Assistance in Dying (MAID) Legislation Introduction and Medical Assistance in Dying: Proposed Legislative Amendments presentation dated December 9, 2016</i>. It was noted Thunder Bay Regional Health Sciences Centre has a policy in place, and have identified physicians who will assist other small hospitals with MAID requirements. Faith based facilities who choose not to offer these services will need to develop and implement a plan to ensure clients have access to MAID services.</p>	
8.4	<p>Patients First Bill 41 Update The Board was advised the Patients First Bill 41 received Royal Assent on December 8, 2016. The transition of CCACs to the LHINs will be managed through a directive issued by the Minister. All LHINs will undergo a third party assessment to determine readiness for the transition. It is expected the third party vendor assessments will begin the first week of January 2017.</p> <p>A communication package is being prepared by the Ministry and will be implemented in the new year.</p>	
8.5	<p>CEO Report The CEO Report was provided to the Board for Information.</p>	
9.0	<p>CLOSED SESSION</p> <p><u>Resolution #2016 - 94</u> Moved by T. Copenace and seconded by H. ZoBell that at 11:07 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> (a) Personal or Public Interest (g) Personnel Matters And further that the following persons be permitted to attend: L. Kokocinski, B. Ktytor, S. Pilatzke and R Orr. CARRIED</p> <p><i>The meeting reconvened following the Closed Session.</i></p>	
9.1	<p>Report out of Closed Session None</p>	
10.0	ADJOURNMENT	
10.1	<p>Meeting Evaluation Completed evaluations to be provided to R. Orr.</p>	

Item #	To Be Accomplished	Action
10.2	Future Agenda Items Agenda items to be forwarded to the Chair or to R. Orr by January 10, 2017.	All members
10.3	Date of Next Meeting The next meeting is scheduled for January 31, 2017.	
10.4	Adjournment <u>Resolution #2016 - 97</u> Moved by T. Copenace and seconded by C. Farrell that at 3:10 pm (Eastern) the meeting be adjourned. CARRIED	
	Chair _____ Secretary _____	