

**Hamilton Health Sciences
Board of Directors**

Minutes

DATE: June 20, 2019

TIME: 3:00 to 6:00 PM

LOCATION: Royal Botanical Gardens, Plains Road West, Rooms 1 and 2, Mezzanine Level, Burlington, ON

IN ATTENDANCE: Julia Kamula (Chair), Indy Butany-DeSouza, David Collie, Charles Criminisi, Richard Koroscil, Bill Laidlaw, Dave Lazzarato, Scott Maki, Keith Monrose, Dr. Terry Shields, Shirley Thomas-Weir, Mary Volk, Kurt Whitnell, Dr. Dereck Hunt, Kirsten Krull, Rob MacIsaac, Dr. Paul Miller, Anna Ventresca (General Counsel), Adrianna Bogris (Recording Secretary), Tanya Cunliffe (Law Clerk)

GUESTS: Michele Beals, Kelly Campbell, Mark Farrow, Dr. Stephen Kelly, Michele Leroux, Aaron Levo, Dr. Barry Lumb, Dave McCaig, Dr. Ralph Meyer, Sharon Pierson, Sandra Ramelli, Rebecca Repa, Teresa Smith, Dr. Michael Stacey, Dr. Wes Stephen, Victoria Brzozowski (*partial*), Anita Lamond (*partial*)

REGRETS: Dr. Paul O'Byrne

1. Opening

The Chair called the meeting to order.

1.1 Quorum

Meeting quorum was established.

1.2 Declarations of Conflict of Interest

There were no conflicts of interest declared.

1.3 Adoption of the Agenda

It was moved by Terry Shields and seconded by Scott Maki that the Board adopt the Agenda for the open portion of the meeting as distributed.

CARRIED

1.4 Approval of the Minutes from the May 30, 2019 meeting

It was moved by Charles Criminisi and seconded by Dave Lazzarato that the Board approves the minutes from the May 30, 2019 meeting as distributed.

CARRIED

2. Education Session

2.1 Adult Regional Care – Quality Presentation

Teresa Smith presented the Quality Education Session on Adult Regional Care providing statistics on vascular disease and heart disease. She provided highlights of the work going on at the Hamilton General Hospital noting that the HGH is the Regional Centre for Cardiac, Vascular and Stroke care. She noted that complexity is added due to acuity and the aging population. The Centre has five disciplines under one administration. She provided an overview of the clinical mission noted that improved access with gain way to an improved patient experience. Areas of focus were provided including shared care, coordinated patient-centred care and investing in collaborative learning and research thereby leading to new discoveries in clinical practice, education and research. Teresa was thanked for providing an excellent and informative presentation to the Board.

3. Strategy

3.1 2019/20 Strategic Plan – 2019 06 BD-005

Rob Maclsaac provided an overview of the 2019/20 Strategic Plan advising that the Report contains the North Star Metrics for the 2019/20 year. He noted that focus remains on reducing Central Line Infections. Significant advances have been made in getting patients involved in hospital affairs and HHS is aiming for a 25 percent improvement this year. The organization has seen an improvement in sick time. Management is proposing a 5 percent improvement on the 2018/19 Lost Time Injury result of 1.20 for a proposed target of 1.14. The definition of LTI will be revisited for the 2020/21 QIP and Strategic Plan given that it currently captures lost time due to communicable diseases. The Pulse Survey results were reported for MUMC noting a very positive 70 percent engagement rate. The next pulse survey will be sent to the staff at the Hamilton General Hospital. Kirsten Krull noted that there will be focus on the advisor hours indicator in the 2019/20 year, proposing a target of 1216 hours.

The following motion was moved by Mary Volk and seconded by Terry Shields:

THAT the Board of Directors approves the 2019/20 North Star Metrics and Targets attached as Appendix A to Report 2019 06 BD-005: Proposed 2019/20 Strategic Plan North Star Metrics Report.

CARRIED

4. CEO Report

Rob MacIsaac provided his CEO Report to the Board, including updates on Accreditation, Ontario Health Teams, Managed Equipment Services, the Health Information System, CEO Forum, Pride Celebration, Sustainability Awards and the HHS Scholarship Event.

Rob noted that Accreditation was a major undertaking with a number of meetings going on this week. The Board Chair, Vice Chair and some of the Committee Chairs were involved in the meetings. Rob thanked the Board for their active involvement in preparation for the survey and specifically for their participation in the governance interview.

The Ontario Health Team timelines were reviewed. It was noted that more applications were received than anticipated and that HHS together with St. Joseph's Healthcare Hamilton and other partners will have until September to submit the full application assuming we are selected as a successful proponent. He highlighted the work underway noting that Sandra Ramelli and Sharon Pierson together with Jeff Wingard continue to move this forward. He noted that HHS and partners have selected mental health and addiction as an area of focus. Digital health will play a key role in this.

There was discussion on key learnings from peers with respect to Ontario Health Team proposals. It was noted that HHS is in good shape and is well prepared. Work will continue over the summer months. Aaron's team is working on a webinar to form partnerships. Rob reported on a meeting with Cancer Care Ontario.

An update on the Managed Equipment Services (MES) was provided. The evaluation team had a meeting to review the corporate profiles on MES and pricing. HHS has retained some professional assistance to assist with the evaluation phase. Negotiations will continue over the summer with an aim to award the contract in January 2020. There was discussion on the scale and scope of work and it was noted that diagnostic imaging has been scoped regarding equipment.

Rob noted that Dave Lazzarato provided an update on the Health Information System (HIS) during the in-camera meeting noting that the plan is to come back to the October Board meeting with an update on the HIS.

Rob advised he will be Chair of Canada's Health CEO Forum. The CEO Forum includes hospital CEOs from across the Province. On behalf of the Board, the Board Chair congratulated Rob for his appointment as Chair.

The official launch of Signs of Welcome took place on June 13th attended by retired VP, Pat Mandy, representing New Credit together with elected Chief Ava Hall. He noted that key markers will be in all of HHS' sites to welcome and support indigenous culture. Cynthia Janzen was recognized for her part in drafting the key messages.

Rob advised that HHS celebrated Pride Month and highlighted the importance of feeling valued and respected. He noted that gender-neutral washrooms have been created at each HHS site and that there are several other initiatives underway to help foster work in diversity and inclusion.

An update was provided on the HHS Scholarship Awards. Rob noted that a number of Board Members were in attendance and thanked Terry Shields for her work in recruiting the judges.

5. 2018 Sustainability Report

Kelly Campbell introduced Victoria Brzozowski and Anita Lamond to meeting to present the 2018 Sustainability Report. Kelly advised that the public version of the Report was provided to the Board via an updated link distributed earlier today. An additional infographic was provided to the Board providing background information on the Sustainability Report. The Sustainability Report provides an update on the development of sustainability (Environmental and Social) initiatives undertaken at HHS. Victoria noted that sustainability reporting is a detailed technical report. Two awards were received in 2018 for the Best First Time Sustainability Report and Environmental Initiative Award for work with Operating Room and Nutrition Services recycling. Sustainability has partnered with the Human Resources team to focus on the Social indicators. Highlights from the Report were provided including earth day activities, reduction in green house gas emissions and the opening of Makayla's Room at McMaster Children's Hospital. HHS was acknowledged at the Sustainability Hamilton Burlington Annual General Meeting on June 5, 2019 receiving awards for both Best Sustainability Report and Best Social Initiative for the work on Makayla's Room at MCH. Victoria provided highlights on the areas of focus for 2019 including initiatives such as The Working Mind, recycling, and communication and engagement. Sustainability continues to work closely with the Public Relations Team and engage staff regarding various initiatives.

There was discussion on the in-house green bin program and the garden program. It was noted that the HGH and PHRI has partnered with Victory Gardens to build a community vegetable garden on the downtown hospital campus. The produce grown is donated to local food banks and meal programs. Discussion ensued on the economic aspects contained in the Report including the use of co-gen energy, which is cost effective and sustainable. The Board thanked Kelly and her team for their work on environmental and social sustainability.

The following motion was moved by Dave Lazzarato and seconded by Richard Koroscil:

THAT the Board of Directors receives for information the second annual HHS 2018 Sustainability Report as set out in Appendix A to Report 2019 06 BD-006.

CARRIED

COMMITTEE REPORTS

6. Quality Committee Meeting – May 14, 2019

Mary Volk provided a report to the Board on the Quality Improvement Plan and Quality Monitor Report. She noted that 10 out of the 23 metrics were green. The Committee reviewed actions arising from the underperforming indicators. She noted that the Alternate Level of Care target was achieved and that Kirsten Krull and Tim Dietrich continue to focus efforts on addressing indicators that are underperforming. It was noted that a fulsome discussion took place at the Quality Committee meeting to ensure that indicators continue to be monitored and addressed.

6.1 2018/19 Q4 Monthly Quality Committee Monitor Dashboard – 2019 05 QC-018

The following motion was moved by Mary Volk and seconded by Bill Laidlaw:

THAT the Board of Directors receives the FY 2018/19 Q4 Monthly Quality Committee Monitor Dashboard and related interpretations and actions for indicators not meeting target as set out in Report 2019 05 QC-018.

CARRIED

6.2 Quality Improvement Plan 2018/19: Q4 Performance – 2019 05 QC-014

The following motion was moved by Mary Volk and seconded by Charles Criminisi:

THAT the Board of Directors receives for information the fourth quarter, year end performance report of the 2018/19 Quality Improvement Plan as set out in Report 2019 05 QC-014.

CARRIED

7. Audit Committee Meeting – June 11, 2019

Dave Lazzarato provided a Report to the Board on the June 11, 2019 Audit Committee meeting noting that the Committee is bringing three items forward to the Board. He noted that KPMG provided a verbal and written report, and that a clean opinion was issued.

7.1 Audit Report and Draft Audited Statements – 2019 06 AC-010

Dave noted that the Committee reviewed the Financial Statements and is recommending the approval of the Financial Statements to the Board.

The following motion was moved by Dave Lazzarato and seconded by Kurt Whitnell:

THAT the Board of Directors approves the Audited Financial Statements, as reported in Appendix 1 of Report 2019 06 AC-010 for fiscal year ending March 31st, 2019.

CARRIED

7.2 Appointment of External Auditors – 2019 06 AC-011

The Committee is recommending the appointment of KPMG as the auditors for fiscal year 2019/20.

The following motion was moved by Dave Lazzarato and seconded by Keith Monroe:

THAT the Board of Directors recommend the appointment of KPMG as the auditors for HHS for the fiscal year 2019/20 as outlined in Report 2019 06 AC-011.

CARRIED

7.3 Internal Audit Plan Update – 2019 06 AC-001

Dave advised that Diana Rozich reviewed the internal audits reports at the Committee meeting. He provided highlights from the discussion including levels of controls to focus on in the coming year including entity controls, individual controls and mandated items. He noted that a two year Internal Audit Plan will be presented at the November Audit Committee meeting.

The following motion was moved by Dave Lazzarato and seconded by Indy Butany-DeSouza:

THAT the Board of Directors receives for information the June 2019 Internal Audit Plan update as set out in Report 2019 06 AC-001.

CARRIED

8. Resource Committee Meeting – June 11, 2019

Dave Lazzarato provided a Report to the Board on the June 11, 2019 Resource Committee meeting noting that the Committee is bringing two items forward to the Board.

8.1 2018/19 BPSAA Attestation – 2019 06 RC-015

Dave advised that the Committee reviewed the 2018/19 BPSAA Attestation and is recommending the same to the Board for approval.

The following motion was moved by Dave Lazzarato and seconded by Bill Laidlaw:

THAT the Board of Directors approves the Annual BPSAA Attestation Submission (Appendices A to F) as prepared by the CEO;

AND THAT the Board Chair be authorized to sign the Annual BPSAA Attestation (Appendix A) on behalf of the Board of Directors.

AND THAT the Board of Directors approves the Annual M-SAA Attestation Submission Schedule G – Form of Compliance Declaration as prepared by the CEO;

AND THAT the Board Chair be authorized to sign the Annual M-SAA Attestation Schedule G – Form of Compliance Declaration on behalf of the Board of Directors.

CARRIED

8.2 HITS Annual Report – 2019 06 RC-016

The Committee received the HITS Annual Report provided by Mark Farrow, noting that the Report was fulsome and focuses on the entire Information Technology function. Dave further noted that good progress is being made on various IT initiatives.

The following motion was moved by Dave Lazzarato and seconded by Keith Monrose:

THAT the Board of Directors receives for information the Annual Health Information Technology Services report, attached as Appendix A: HITS 18/19 Annual Report_FINAL as set out in Report 2019 06 RC-016.

CARRIED

9. Medical Advisory Committee Meeting

9.1 MAC Board Report – June 12, 2019

Dr. Paul Miller provided an update on the June 12, 2019 MAC meeting noting that time was allotted to discussing how to support physicians differently. He highlighted the importance of trust and treating information with respect and confidentially. Responding appropriately to issues that arise were discussed at the MAC. The Board Chair noted that the MAC had a productive discussion.

The following motion was moved by Terry Shields and seconded by Richard Koroscil:

THAT the Board of Directors receives for information the June 12, 2019 MAC Board Report.

CARRIED

9.2 Reflections on the Role of the Chair of the MAC

Dr. Miller provided his reflections on the Role of the Chair of the MAC noting that he was in the role for six years. He expressed his gratitude for the Board having trust in him regarding this position. He recognized the Board Chair for her active involvement with the MAC noting that the MAC requires continued guidance and support from the Board. The Board plays an active role in understanding the role and functions of the MAC and continued contribution to the MAC remains paramount. He highlighted the MAC's role in quality and where the MAC could be helpful. He noted that there is more work to be done on how the MAC could better mesh with the Board. He encouraged the Board to continue to ask probing questions and press forward in order to get answers. It is in these hard questions where learning and growth continues.

The Board Chair recognized Dr. Miller for his contributions to the organization and the Board in his capacity as Chair of the MAC. Rob MacIsaac commended Dr. Miller for his dedication to the organization and for his outstanding leadership.

The Board Chair recognized Dr. Hunt for his contributions to the organization and the Board in his capacity as President of the Medical Staff Association. Rob MacIsaac acknowledged Dr. Hunt for his dedication to the role and the organization and his exceptional leadership.

- 10. **Foundation Report to the Board**
- 11. **WLMH CAC Report to the Board**

The following motion was moved by Dave Lazzarato and seconded by Richard Koroscil:

THAT the Board of Directors receives for information the Foundation Report and the WLMH CAC Report.

CARRIED

- 12. **Adjournment**

The meeting adjourned at 5:56 pm.

It was moved by Indy Butany-DeSouza and seconded by David Collie that the meeting be adjourned.

CARRIED

- 13. **Independent Directors Session and CEO**

- 13.1 **Research Function – Review Survey Results**

- 14. **Independent Directors Session**

- 14.1 **Board Self-Assessment Survey Results**
- 14.2 **Board Meeting Evaluation (discussion)**

Julia Kamula
Chair

Anna Ventresca
Corporate Secretary