

**Hamilton Health Sciences
Board of Directors**

Minutes

DATE: February 22, 2018

TIME: 4:00 to 7:30 PM

LOCATION: 100 King Street West, 23rd Floor, Conference Rooms 23-009 / 23-010, Hamilton, ON

IN ATTENDANCE: Julia Kamula (Chair), Norm Col, David Collie, Charles Criminisi (*by phone – partial*), Richard Koroscil, Bill Laidlaw, Dave Lazzarato, Keith Monrose, Dr. Terry Shields, Shirley Thomas-Weir (*by phone - partial*), Mary Volk, Kurt Whitnell, Dr. Dereck Hunt, Kirsten Krull, Rob MacIsaac, Dr. Paul Miller, Anna Ventresca (General Counsel), Adrianna Bogris (Recording Secretary)

GUESTS: Tanya Cunliffe, Mark Farrow, Dr. Peter Fitzgerald, Mark Haley, Aaron Levo, Dave McCaig, Dr. Richard McLean, Dr. Ralph Meyer, Sharon Pierson, Sandra Ramelli, Rebecca Repa, Dr. Ted Scott, Teresa Smith, Dr. Wes Stephen, Pearl Veenema

McMaster Student Attendees: Krish Bilimoria, Danya Elahmed, Abeera Shahid

REGRETS: Scott Maki, Dr. Paul O'Byrne

Education Session: How HHS Is Improving Seniors Health and Outcomes

Sharon Pierson presented the Education Session on How HHS Is Improving Seniors Health and Outcomes. She shared a patient story and discussion ensued on the various enhancements to seniors care at HHS. Sharon was thanked for providing an excellent presentation to the Board.

Charles Criminisi and Shirley Thomas-Weir depart the meeting.

1. Opening

The Chair welcomed everyone to the open portion of the Board meeting. Three students from McMaster University – Health Forum Practicum introduced themselves to the Board.

1.1 Quorum

Quorum was established.

1.2 Declarations of Conflict of Interest

There were no conflicts of interest declared.

1.3 Adoption of the Agenda

The Chair requested a motion to adopt the open portion of the agenda, as distributed.

It was moved by Kurt Whitnell and seconded by Richard Koroscil that the Board adopt the Agenda for the open portion of the meeting, as distributed.

CARRIED

1.4 Approval of the Minutes from the December 7, 2017 meeting

It was moved by Bill Laidlaw and seconded by Mary Volk that the minutes from the December 7, 2017 meeting be approved as distributed.

CARRIED

2. Strategy

2.1 Strategy Refresh 2018-19 Update - Presentation

Ted Scott presented the 2018-19 Strategy Refresh slide deck. He advised that no changes to the Vision, Mission and Values or Goals of the organization are being proposed at this time. . A series of meetings have been held to create impactful and meaningful metrics. Each of the goals and metrics were reviewed. The number of metrics are being reduced to three per goal. Discussion ensued, including an ALC metric given that ALC is one of the largest issues facing the organization. The results from the employee engagement survey are expected to impact the people strategy goal and will be subsumed within the Strategy Refresh once results become available.

Rob presented the Strategy at a Glance and thanked Dave McCaig and Aaron Levo for their work in creating the graphics. He highlighted the four strategic frameworks, or approaches represented as an overlay of the four pillars of the corporate strategy.

2.2 Quarterly Report of Corporate Strategic Results – Q3 2017/18 – 2018 02 BD-002

Ted Scott presented the Quarterly Report of Corporate Strategic Results – Q3 2017/18. Dr. Wes Stephen advised that work is ongoing to address the patient flow at the Juravinski Hospital and the Hamilton General Hospital. Sharon Pierson advised that clinical teams continue to work with home and community care / long term care to ensure that patients are receiving the right care at the right place at the right time. Dave McCaig provided an overview of the hospital operating results noting that HHS is \$7.5M behind budget due to patient volume and increased expenses. Kirsten Krull reported on the learners' satisfaction rate noting that parking rates were among the issues flagged by students.

The following motion was moved by David Collie and seconded by Keith Monroe:

THAT the Board of Directors receives for information the Corporate Strategy Update for Q3 FY2017/2018 as set out in Report 2018 02 BD-002 Corporate Strategy Results 2017/18 Q3.

CARRIED

3. Hamilton Community Health Working Group – 2018 02 BD-003

The following motion was moved by Norm Col and seconded by Richard Koroscil:

THAT the Board of Directors receives for information an update on the progress and work of the Hamilton Community Health Working Group (HCHWG) as set out in Report 2018 02 BD-003.

CARRIED

4. HHS Strategic Partnership Framework – 2018 02 BD-004

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

THAT the Board of Directors receives for information an update on the HHS Strategic Partnership Framework as set out in Report 2018 02 BD-004.

CARRIED

5. Compensation Subcommittee Meeting – September 12, 2017

5.1 Approve Terms of Reference – 2017 09 CC-012

The Chair deferred approval of the Terms of Reference for the Executive Committee / Compensation Subcommittee due to the ongoing amendments to the Board of Directors Governance Policies.

6. Quality Committee – January 25, 2018

Mary Volk provided an overview of the items that were on the agenda for the Quality Committee meeting held on January 25, 2018. Mary advised that the Committee is seeking Board approval on one item and receiving two items.

6.1 Quality Improvement Plan Q2 – 2018 01 QC-001

The following motion was moved by Mary Volk and seconded by Dave Lazzarato:

THAT the Board of Directors receives for information the 2017-18 Q2 performance report on the 2017-18 Quality Improvement Plan (QIP) indicators as set out in Report 2018 01 QC-001.

CARRIED

6.2 ED Return Visits 2017 Annual Audit – 2018 01 QC-006

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

THAT the Board of Directors approves the submission of the Emergency Department Return Visit Audit Results to Health Quality Ontario (HQO) as set out in Report 2018 01 QC-006.

CARRIED

6.3 Annual Review – Credentials Process – 2018 01 QC-007

The following motion was moved by Mary Volk and seconded by Keith Monroe:

THAT the Board of Directors receives for information the annual professional staff credentialing process and activities update for the 2017/18 period as set out in Report 2018 01 QC-007.

CARRIED

7. Finance Committee – February 13, 2018

The Chair provided an overview of the items that were on the agenda for the Finance Committee meeting held on February 13, 2018.

7.1 Operating Results, Q3 – 2018 02 FC-001

The following motion was moved by Bill Laidlaw and seconded by Terry Shields:

THAT the Board of Directors receives for information the third quarter financial report, 2018 02 FC-001 for the period ended December 31st, 2017.

CARRIED

7.2 2018/19 M-SAA – 2018 02 FC-002

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

THAT the Board of Directors receives the CAPS (Community Accountability Planning Submission) update which will form the foundation of the Multi-Sector Service Accountability Agreement (MSAA) 2018/19.

AND THAT the Board authorizes the CFO and CEO to negotiate and execute the MSAA based on the assumptions and directions set forth in this report, 2018 02 FC-002.

CARRIED

8. Governance Committee – February 15, 2018

Terry Shields presented the Governance Committee Report from the February 15, 2018 meeting. She advised that the Committee is commencing the Board Recruitment stage and she encouraged Board Members to reach out to their networks. A communication highlighting recruitment criteria will be provided to the Board in due course.

Terry advised the Board that Anna Ventresca conducted a fulsome review and provided a revised version of the Board of Directors Governance Policies (the "Policies"). A blacklined version of the Policies will be provided to the Board at the March meeting for approval.

Terry noted that the peer and self-assessments for the Directors standing for re-election are underway. Terry further noted the Board package included a brief document outlining best practice for the Independent Directors Sessions reminding the Board which discussions should and should not be held at such sessions. The revised Independent Directors Session policy is part of the revised Policies and will be provided to the Board in March as noted earlier in the meeting.

Board Members were encouraged to sign up to attend CQI Huddles and continue to learn more about the effects of CQI across the organization in driving transformational change.

9. Medical Advisory Committee Meetings

Dr. Miller provided a brief overview of the Reports advising that Dr. Rob Lloyd presented on technological advances that allows patients to have direct access to their medical records.

Upon motion duly made and unanimously carried, the following MAC Board Reports were accepted:

- 9.1 MAC Board Report – December 13, 2017
- 9.2 MAC Board Report – January 10, 2018
- 9.3 MAC Board Report – February 14, 2018

10. CEO's Report

Rob MacIsaac presented his Report to the Board. He advised that HHS ranked 29th on the list of best employers in Canada according to Forbes magazine, an excellent accomplishment.

He reported that HHS received a nomination for outstanding employee campaign of the year for 2017 from the United Way Halton and Hamilton. He congratulated the campaign co-chairs Matthew Kenney and Jennifer Kodis and all employees who supported the campaign.

Rob highlighted the International Innovation in Healthcare Aply and Norwegian Health Ministry visit coming together to present an innovative product that redefines hospital beds. The bed features three main cost-drivers: (1) fall injuries, (2) pressure ulcers and (3) nurse-load. The bed is currently in the beta testing stage.

On January 21, 2018, Rob participated in the 2018 Innovation Nation conference as a key note speaker sharing how healthcare institutions are evolving with new solutions, improved technology, new initiatives and solutions to create better outcomes.

Rob recognized the work of the Board Chair for Board to Board collaboration work with the LHIN Board and provided an overview of the Stage 1A submission and next steps.

In light of the #MeToo movement, sexual harassment in the workplace was discussed. Anna Ventresca advised that incidents are reviewed on a case by case basis and any incidents posing a significant risk, including reputational risk to the organization, will be brought to the attention of the Board.

11. **HHS Foundation Report to the Board**

The Foundation Report to the Board was received. Rob MacIsaac recognized Pearl Veenema and her team for going above and beyond to support HHS.

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

THAT the HHS Foundation Update be accepted as distributed.

CARRIED

12. **Adjournment**

It was moved by Mary Volk and seconded by Terry Shields that the meeting be adjourned.

The meeting adjourned at 7:18 pm.

13. **Independent Directors Session and CEO**

Following the adjournment, the Independent Directors met with the CEO and General Counsel.

14. **Independent Directors Session**

Following the Independent Directors Session and CEO, the Independent Directors met.

Julia Kamula
Chair

Scott Maki
Secretary / Treasurer

Action List

	<i>Agenda Item</i>	<i>MRP</i>	<i>Reporting Date</i>
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