

**Hamilton Health Sciences  
Board of Directors**

**Minutes**

**DATE:** June 21, 2018

**TIME:** 3:00 to 6:30 PM

**LOCATION:** Royal Botanical Gardens, 680 Plains Road West, Rooms 1 and 2, Burlington, ON

**IN ATTENDANCE:** Julia Kamula (Chair), Norm Col, David Collie, Charles Criminisi, Richard Koroscil, Bill Laidlaw, Dave Lazzarato, Scott Maki, 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)

**GUESTS:** Michele Beals, Kelly Campbell, Tanya Cunliffe, Mark Farrow, Dr. Peter Fitzgerald, Mark Haley, Aaron Levo, Dave McCaig, Dr. Richard McLean, Dr. Ralph Meyer, Sandra Ramelli, Rebecca Repa, Ted Scott, Teresa Smith, Dr. Wes Stephen

**PARTIAL GUESTS FOR PEOPLE PLAN:** Nicole Bonenfant, Rosanne Zimmerman, Aaron Groulx - Deloitte

**REGRETS:** Keith Monrose, Dr. Paul O'Byrne

**Education Session: Board Quality and Safety Presentation**

Dr. Peter Fitzgerald presented the Education Session on Quality and Safety at McMaster Children's Hospital (MCH). He provided information and examples of Hospital Acquired Conditions (HAC) noting that healthcare teams at McMaster are working toward achieving zero preventable harm to patients by employing high-reliability concepts that use a data driven use of a best evidence approach to patient care. MCH is a member of Quality and Patient Safety collaboratives, including membership to Children's Hospitals' Solutions for Patient Safety, benefits to being a member of such collaboratives were highlighted. An overview of the Quality and Safety Structure at MCH was provided. Ward 3C Continuous Quality Improvement initiatives and successes were shared. Dr. Fitzgerald was thanked for sharing an excellent and informative presentation.

**1. Opening**

The Chair welcomed everyone to the open portion of the Board meeting.

**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.

**It was moved by Charles Criminisi and seconded by Richard Koroscil that the Board adopt the Agenda for the open portion of the meeting.**

**CARRIED**

## 1.4 Approval of the Minutes from the May 31, 2018 meeting

**It was moved by Mary Volk and seconded by Terry Shields that the minutes from the May 31, 2018 meeting be approved as distributed.**

**CARRIED**

## 2. Strategy

### 2.1 Strategy Refresh 2018/19 Approval – 2018 06 BD-008

Rob MacIsaac presented the Strategy Refresh for 2018/19 fiscal year to the Board.

The following motion was moved by Bill Laidlaw and seconded by David Collie:

**THAT the Board of Directors approves the refreshed strategic plan as set out in Appendix A to Report 2018 06 BD-008: 2018-19 Strategy at a Glance.**

**CARRIED**

### 2.2 Proposed 2018/19 Strategic Plan North Star Metrics Report – 2018 06 BD-009

Ted Scott advised that the proposed 2018/19 Strategic Plan North Star Metrics Report has been included in the package for the Board's approval.

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

**THAT the Board of Directors approves the 2018-19 North Star Metrics and Targets attached as Appendix A to Report 2018 06 BD-009: Proposed 2018/19 Strategic Plan North Star Metrics Report.**

**CARRIED**

### 3. Performance Monitoring Committee Ad hoc Meeting – June 7, 2018

Richard Koroscil provided an overview of the June 7, 2018 Performance Monitoring Committee ad hoc meeting.

*Rosanne Zimmerman, Nicole Bonenfant and Aaron Groulx joined the meeting.*

#### 3.1 People Plan – 2019-2021 - Presentation

Mark Haley presented the People Plan – 2019-2021, providing an overview of the key areas of focus. He advised that work will continue over the summer months and into the fall to establish work plans to implement the People Plan. There was discussion on the People Plan and it was noted that the People Plan is fulsome and focuses on specific areas within the organization in order to align with HHS' refreshed strategy. Discussion ensued on next steps and timelines.

Mark Haley and his entire team, including members from Deloitte, were recognized for their hard work, dedication and efforts for bringing the People Plan to the Board. Mark recognized Sharon Pierson, Rosanne Zimmerman and Nicole Bonenfant for their expertise in driving the plan forward.

The following motion was moved by Richard Koroscil and seconded by Bill Laidlaw:

**THAT the Board of Directors receives for approval the HHS People Plan (2019-2021) as set out in Appendix A to Report 2018 06 PMC-015.**

**CARRIED**

*Rosanne Zimmerman, Nicole Bonenfant and Aaron Groulx departed the meeting following the presentation.*

### 4. Audit Committee Meeting – June 11, 2018

Scott Maki provided a Report to the Board from the June 11, 2018 Audit Committee meeting.

#### 4.1 Audit Report and Draft Audited Financial Statements – 2018 06 AC-001

The following motion was moved by Scott Maki and seconded by Charles Criminisi:

**THAT the Board of Directors approves the Audited Financial Statements, as reported in Appendix 1 for fiscal year ending March 31st, 2018 as outlined in report 2018 06 AC-001.**

**CARRIED**

**4.2 Appointment of External Auditors, FY2018/19 – 2018 06 AC-002**

Scott advised that the Committee is seeking the Board's approval on the appointment of KPMG as the auditors of the Corporation for the fiscal year 2018/19 noting that KPMG is in year three of a five-year term.

The following motion was moved by Scott Maki and seconded by Bill Laidlaw:

**THAT the Board of Directors recommends the appointment of KPMG as the auditors for HHS for the fiscal year 2018/19 as outlined in report 2018 06 AC-002.**

**CARRIED**

**4.3 Internal Audit Plan Update – 2018 06 AC-003**

The following motion was moved by Scott Maki and seconded by Norm Col:

**THAT the Audit Committee receives for information the June 2018 Internal Audit Plan update in report 2018 06 AC-003.**

**CARRIED**

**5. Finance Committee Meeting – June 12, 2018**

Scott Maki provided a Report to the Board from the June 12, 2018 Finance Committee meeting including an overview of items 5.1 to 5.4.

**5.1 FY 17/18 BPSAA Attestation – 2018 06 FC-016**

The following motion was moved by Scott Maki and seconded by Terry Shields:

**THAT the Board of Directors approves the Annual BPSAA Attestation Submission (Appendices A to F) as prepared by the CEO in report 2018 06 FC-016;**

**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**

**5.2 HHS Sustainability Report – 2018 06 FC-018**

The following motion was moved by Scott Maki and seconded by David Collie:

**THAT the Board of Directors receives for information the first annual HHS Environmental Sustainability Report as outlined in report 2018 06 FC-018.**

**CARRIED**

**5.3 WLMH Infrastructure Project – 2018 06 FC-019**

The following motion was moved by Scott Maki and seconded by Norm Col:

**THAT the Board of Directors approves the contract award for the West Lincoln Infrastructure project to Merit Contractors Niagara up to a maximum value of \$7,784,000 as set out in report 2018 06 FC-019. This motion is contingent on Ministry of Health approval to award the contract following the provincial election.**

**CARRIED**

**5.4 HGH Hybrid OR Project – 2018 06 FC-020**

The following motion was moved by Scott Maki and seconded by Bill Laidlaw:

**THAT the Board of Directors approves the Hybrid Operating Room project at the Hamilton General Hospital at a total cost of \$6.35M funded by the Foundation and an HHS 2017-18 capital allocation as set out in report 2018 06 FC-020.**

**CARRIED**

**6. Governance Committee Meeting – May 24, 2018**

**6.1 Amendments to the HHS Corporate By-law – 2018 05 GC-004**

Terry Shields provided an overview of the amendments to the HHS Corporate By-law noting that the by-law has been revised to return to the structure of having one Vice Chair. Anna Ventresca advised that the By-law was presented to the MSA consistent with the terms of the By-law. There was some feedback and questions regarding the proposed changes. Subsequent to management's responses, no concerns remained with the proposed changes. Terry and Anna were recognized for their efforts in amending the By-law.

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

**THAT the Board of Directors approves the amendments to the HHS Corporate By-law 6 as set out in Appendix A to Report 2018 05 GC-004;**

**AND THAT the Board of Directors repeal HHS Corporate By-law 5.**

**CARRIED**

## **7. Medical Advisory Committee Meeting**

### **7.1 MAC Board Report – June 13, 2018**

Dr. Paul Miller advised that the June 13, 2018 MAC Report has been included in the package.

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

**THAT the Board of Directors accepts the June 13, 2018 MAC Report to the Board.**

**CARRIED**

## **8. CEO Report**

Rob MacIsaac presented the CEO Report to the Board reporting on the government relations goals and key messages to the new Premier and MPPs. HHS will continue to advocate for support of re-development projects, such as the emergency department at the Hamilton General Hospital as well as support for the capital renewal strategy and near term capacity planning for HNHBLHIN. Three key themes were identified relating to transformation and value creation including care in the community, operational excellence and research and innovation. HHS is currently servicing 2.5M people on an annual basis, the population in Hamilton is approximately 600K, and infrastructure is a key component to meet surge needs.

An update on Our Healthy Future was provided. It was noted the stage 1B is under review by the Ministry of Health and funding for stage 2 planning is contingent on 1B approval. HHS is currently working on refreshing data collection from 2016 for planning purposes to inform Stage 2.

An update on the recruitment process for Executive Vice President and Chief Medical Executive was provided noting that consultations with key stakeholders has been completed and candidate identification will be provided to HHS by the end of July.

The CEO noted that HHS became a member with Sustainable Hamilton Burlington (SHB) in order to enhance HHS's corporate environmental sustainability efforts. HHS was honoured with two awards on May 29, 2018; (i) best first time sustainability report and (ii) best environmental initiative award.

Highlights from the Community Engagement and Capacity Building were provided. The City of Hamilton held a workshop on understanding and working with youth with mental health problems. Health care professionals in attendance delivered positive feedback on the workshop.

## **9. Foundation Report to the Board**

Rob MacIsaac advised that the HHS Foundation Report to the Board has been included in the package for the Board's information.

The following motion was moved by Bill Laidlaw and seconded by Scott Maki:

**THAT the HHS Foundation Report be accepted as distributed.**

**CARRIED**

**10. Adjournment**

It was moved by Richard Koroscil and seconded by Charles Criminisi that the meeting be adjourned.

The meeting adjourned at 5:45 pm.

**11. Independent Directors Session**

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

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Julia Kamula  
Chair

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Scott Maki  
Secretary / Treasurer

## Action List

	<i>Agenda Item</i>	<i>MRP</i>	<i>Reporting Date</i>
March 29, 2018	Revisit ALC rate re: executive comp.	Dr. McLean	January 2019