

**Hamilton Health Sciences
Board of Directors**

Minutes

DATE: October 11, 2018

TIME: 4:00 to 8:00 PM

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

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

GUESTS: Michele Beals, Mark Farrow, Dr. Peter Fitzgerald, Aaron Levo, Dave McCaig, Dr. Richard McLean, Sharon Pierson, Sandra Ramelli, Rebecca Repa, Dr. Ted Scott, Teresa Smith, Dr. Michael Stacey, Dr. Wes Stephen, Pearl Veenema

REGRETS: Dr. O'Byrne and Kurt Whitnell

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

It was moved by Charles Criminisi 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 June 21, 2018 Meeting

It was moved by Dave Lazzarato and seconded by Mary Volk that the minutes from the June 21, 2018 meeting be approved as distributed.

CARRIED

2. Strategy

2.1 Strategy View - Presentation

Rob Maclsaac presented the Strategy Update outlining the Strategic Directions, (i) Operational Excellence, (ii) Enterprise Approach, (iii) Strategic Partnerships, and (iv) Population Health. He also reported on the Q1 2018/19 Pillar Results.

An overview was provided on Operational Excellence advising that the view is aligning HHS' strategy systems, tools and culture in order to deliver value and create value for our patients. He noted the organization launched an additional 15 CQI units in September and another 15 CQI units will be launched in February 2019 with training completed in early May.

Rob provided an update on the launch of the other views: Enterprise Projects View and the Operations View. He noted that the target is to have all three views operational by December 2018. The Strategy View is fully operational and has undergone a series of improvements since its initial launch. The Enterprise Projects View is currently up and running but is still in the stages of refinement. The Operations View is currently in development and is expected to go live by December and will be presented to the Board by Dr. Wes Stephen at the next Board meeting.

Rob advised that the Sustainability Committee presented the surge plan at the October 10th Medical Advisory Committee meeting. The plan is focused on managing patient flow across all HHS sites.

An update on the initiatives under the Strategy View was shared by the VPs, updates included information on MES+, population health and working with strategic partners to benefit patients.

Rob reported on indicators reflected as red and highlighted initiatives targeted at the performance of such indicators. He noted that HHS is performing well against Budget and that the forecast is hopeful but will be influenced by the coming flu season. He noted that the Attendance Management Indicator results is 4.3 percent against a target of 4.0 percent and he highlighted the work being done to address the results. Discussion ensued on obstacles facing the organization, including continual declining resources and the increase in volume and lack of funding.

3. Communications and Public Affairs – 2018 10 BD-010

Aaron Levo presented an update on the ongoing work of the Communications and Public Affairs department. He reviewed the timelines regarding presentations to the Board over the course of the 2018/19 Board year, including communications, government relations and stakeholder relations.

Aaron provided an update on the website and intranet redevelopment and the ongoing work behind the scenes to launch the new sites by Q2 and Q4 2019 respectively. The future state of the projects was shared and there was discussion highlighting the benefits of such redesigns, including cost savings and a more engaged workforce, as well as facilitated and enhanced team collaboration.

An update was provided on Staff Social Media Engagement including #myHHS as a way to engage staff online. Statistics from staff engagement were shared and it was noted that MyHHS celebrated its one-year anniversary and is used as a culture-building tool to engage employees.

Aaron provided an update on the brand journalism approach of the department, recognizing the work of this team on sharing stories of the work going on at HHS via HHSShare.ca.

Highlights were shared from the We Are Explorers campaign, which is a hub for research stories, thought leadership blogs and discovery announcements. He recognized Ted Scott for his support regarding research marketing promotions by HHS and noted that the next print distribution of the We Are Explorers supplement is scheduled for December 2018.

There was discussion about monitoring of social media and Aaron confirmed that the Communications & Public Affairs department is constantly and systematically monitoring social media and responding as appropriate and as required. Discussion ensued on aspects of privacy and data security noting that patient health information is protected and is not publicly accessible, as well that the majority of information shared is from a corporate perspective.

The following motion was moved by Dave Lazzarato and seconded by Shirley Thomas-Weir:

THAT the Board of Directors receives this thematic presentation on the communications initiatives of the Communications and Public Affairs Department of HHS as outlined in Appendix A to Report 2018 10 BD-010;

AND THAT the Vice President of Communications and Public Affairs bring subsequent presentations at future meetings of the Board to outline work on government relations (February 2019) and stakeholder relations (May 2019).

CARRIED

COMMITTEE REPORTS

4. Research & Innovation Committee – September 25, 2018

Richard Koroscil presented the items arising from the September 25, 2018 Research & Innovation Committee meeting.

4.1 Introduction to HHS Research – 2018 09 RIC-001

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

THAT the Board of Directors receives Report 2018 09 RIC-001 being an Introduction to HHS Research for information.

CARRIED

4.2 Review of Research Enterprise - 2018 09 RIC-002

Richard advised that the Committee received the Report on the Review of Research Enterprise at HHS noting that the peer review will assist with the Committee work going forward. The recommendations arising from the review of research enterprise will be brought back to the Board in due course.

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

THAT the Board of Directors receives an overview of the Research Review process as set out in Report 2018 09 RIC-002.

CARRIED

4.3 Research & Innovation Committee Terms of Reference – 2018 09 RIC-003

Richard advised that the Committee is seeking the Board's approval on the Research & Innovation Committee's Terms of Reference.

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

THAT the Board of Directors approves the Research & Innovation Committee's Terms of Reference as amended in Appendix A to Report 2018 09 RIC-003.

CARRIED

5. Quality Committee – September 26, 2018

Mary Volk presented the items from the Quality Committee meeting held on September 26, 2018.

5.1 Quality Committee Terms of Reference – 2018 09 QC-031

Mary provided an overview of the revisions to the Quality Committee Terms of Reference noting that the declaration of values has been removed and the reference to the number of meetings has been updated.

The following motion was moved by Mary Volk and seconded by Indy Butany-DeSouza:

THAT the Board of Directors approves the revisions to the Quality Committee's Terms of Reference as attached in Appendix A to Report 2018 09 QC-031.

CARRIED

5.2 Patient Experience / Relations Annual Report – 2018 09 QC-029

Mary advised that the Committee received the Patient Experience / Relations Annual Report as required under the *Excellent Care for All Act*. She highlighted the top three concerns as set out in the Report.

The following motion was moved by Mary Volk and seconded by Richard Koroscil:

THAT the Board of Directors receives for information an overview of patient relations activity for fiscal year 2017/2018 in accordance with the *Excellent Care for All Act* as set out in Report 2018 09 QC-029.

CARRIED

Bill Laidlaw and Keith Monroe depart the meeting.

6. Resource Committee – September 27, 2018

Dave Lazzarato presented the items from the September 27, 2018 Resource Committee meeting.

6.1 FY 18/19 Operating Results, Q1 – 2018 09 RC-001

Dave Lazzarato provided an overview of the FY 18/19 Operating Results for Q1, which revealed a moderate positive surplus. He noted that volume and capacity pressures continue at historic levels. Management continues to carefully monitor drug costs, which have seen increases across specific sites and patient populations. He added that HHS has received its cash advance from the LHIN and is awaiting the working capital funding.

The following motion was moved by Dave Lazzarato and seconded by Charles Criminisi:

THAT the Board of Directors receives for information the first quarter financial report for the period ended June 30th, 2018, as set out in Report 2018 09 RC-001.

CARRIED

6.2 HITS Activity

6.2.1 FY 17/18 HITS Annual Report – 2018 09 RC-007

Dave Lazzarato advised that the Committee received the 2017/18 HITS Annual Report noting that HITS continues to pursue a robust and diverse platform of services.

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

THAT the Board of Directors receives for information Report 2018 09 RC-007, the Annual Health Information Technology Services Annual Report for Fiscal Year 2017/18.

CARRIED

6.3 Trust Account Updates

6.3.1 FY 18/19 Trust Account Update, Q1 – 2018 09 RC-010

An overview of the Trust Account Update Report was provided regarding a recommendation to the Board approving the transfer of \$20,000 from the Corporate Trust to the HHS Scholarship Fund for 2019.

The following motion was moved by Dave Lazzarato and seconded by David Collie:

THAT the Board of Directors approves a transfer of \$20,000 from the Corporate Trust to the HHS Scholarship Fund for F2019 as requested in Report 2018 09 RC-010.

AND THAT the Board of Directors accepts for information the FY 2018/19 Annual Trust Accounts Update for the period ending June 30, 2018.

CARRIED

6.4 Approval Authority Schedule Review – 2018 09 RC-014

Dave Lazzarato provided an overview of the recommended changes to the Approval Authority Schedule noting such changes are the result of an extensive environmental scan of other similar healthcare providers as well as an internal assessment. Changes to delegation of authority and levels requiring Board approval were also amended.

The following motion was moved by Dave Lazzarato and seconded by Terry Shields:

THAT the Board of Directors approves the changes to the Approval Authority Schedule (AAS) as set out in report 2018 09 RC-014, highlighted in Appendix 1 (Appendix A & B), and Appendix 2 Section 3.3.

CARRIED

6.5 Committee Terms of Reference – 2018 09 RC-015 and 2018 09 HR-004

Dave Lazzarato advised that the Committee Terms of Reference for the Resource Committee and Human Resources Subcommittee are being brought forward to the Board for approval.

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

THAT the Board of Directors approves the Resource Committee's Terms of Reference as set out in Appendix A of Report 2018 09 RC-015, and the Terms of Reference from its subcommittee, the Human Resources Subcommittee as set out in Report 2018 09 HR-004.

CARRIED

6.6 People Plan – 2018 09 HR-001

Julia Kamula advised that the People Plan was presented to the Human Resources Subcommittee at its September 27th meeting noting that a lot of work has been done on the People Plan. Significant work continues on the initiatives within the plan leading to transformational change.

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

THAT the Board of Directors receives an update on the HHS People Plan (2019-2021) for information as set out in Report 2018 09 HR-001.

CARRIED

7. Executive Committee / Compensation Subcommittee

7.1 Committee Terms of Reference

The Board Chair advised that the Executive Committee approved via email changes to its Terms of Reference effective prior to the October 3rd Compensation Subcommittee meeting. Julia provided an overview of the changes to the Terms of Reference and noted the changes to the composition of the Executive Committee to include all the Committee Chairs for a more robust Executive Committee. She advised that the Executive Committee would only be used in extreme circumstances.

In addition to the approval of the recommendation regarding the Terms of Reference, it was noted that the Compensation Subcommittee received an update on the CEO performance and development plan at its October 3rd meeting and that such report has been included in the link to the other committee materials.

The following motion was moved by Richard Koroscil and seconded by Mary Volk:

RESOLVED THAT the Executive Committee and the Compensation Subcommittee recommend to the Board of Directors approval of the amendments to the Terms of Reference attached hereto effective as of June 21, 2018.

CARRIED

8. Governance Committee – October 3, 2018

David Collie presented the items from the Governance Committee meeting held on October 3, 2018. He thanked Terry Shields and Anna Ventresca for their dedication and for leading the work of the Governance Committee, which included the extensive review of the Corporate By-law, and Board of Directors Governance Policies. He advised that the Committee discussed Board orientation approach as well as leadership development on the Board, including priming members

for leadership positions on the Board. Board Members were encouraged to reach out to their networks to identify potential candidates for the 2019/20 Board recruitment.

8.1 Governance Committee Terms of Reference – 2018 10 GC-009

The following motion was moved by David Collie and seconded by Indy Butany-DeSouza:

THAT the Board of Directors approves the Governance Committee's Terms of Reference as attached in Appendix A to Report 2018 10 GC-009.

CARRIED

8.2 2018/19 Board Work Plan – 2018 10 GC-012

David noted that the Committee is seeking the Board's approval on the 2018/19 Board Work Plan.

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

THAT the Board of Directors approves its 2018/19 Workplan as set out in Appendix A to Report 2018 10 GC-012.

CARRIED

9. Medical Advisory Committee Meeting

9.1 MAC Board Report – September 12, 2018

Dr. Miller provided highlights from the September 12, 2018 meeting noting that changes have been made to the Medical Assistance In Dying (MAID) program, noting that such program has been normalized under complex care and is overseen by Dr. Seeley.

The following motion was moved by Dave Lazzarato and seconded by Terry Shields:

THAT the Board of Directors receives for information the September 12, 2018 MAC Board Report.

CARRIED

10. CEO's Report

Rob MacIsaac presented his Report to the Board. He congratulated Dr. Stacey on his recent appointment as Executive Vice President and Chief Medical Executive of HHS and thanked Dr. McLean for his outstanding dedication and leadership as EVP and CME.

Rob advised that he and the Board Chair attended the Ontario Hospital Association Healthcare Leadership Summit, which focused on leadership and leadership development. He provided key messages delivered at the summit including the health system transformation anticipated from the new provincial government. Possible changes to the reporting structure and possible changes to

the broader public sector were highlighted. Messages on key themes were delivered by Dr. Devlin including system transformation, following patients home and work with home care providers aimed at facilitating bundled services.

An update was provided on Local Share Planning, and Rob advised that the Joint HHS/HHSF Board meeting has been cancelled as the size and scope of a fundraising campaign has yet to be determined. Additional work will need to be done before canvassing potential donors and getting into local share. The Board will be kept apprised on next steps regarding the local share.

Rob provided highlights on the Reimagining Leadership in a Complex System offered by the Centre for People Development. Sandra Ramelli advised that applications to attend this leadership program was well received. The feedback on the program was positive including from the medical staff leaders who were provided the opportunity to work with hospital administration leaders.

Information was provided on Bay Area Climate Change Council noting that an HHS nominee was invited to sit on the Bay Area Health Trust to oversee the environmental management plan recognizing the importance of these issues affecting the environment.

Rob advised that he and Ted Scott had the opportunity to attend at the North America Healthcare Forum in Dublin.

Rob advised that he and Dr. Peter Fitzgerald attended at the Solutions for Patient Safety Conference where they met with colleagues across North America that are committed to improvements in patient safety.

Positive feedback was received from the Community Influencers lunches noting that advancements are being made.

11. Foundation Report to the Board (Verbal Update)

Pearl Veenema provided an update on the Foundation Report to the Board. She advised that the Foundation received a generous gift to JHCC to support \$1.5M for an endowed fund toward nurse practitioners in the hematology unit. The gift was donated by a patient that received care from a nurse practitioner in the unit.

Pearl and the Board Chair encouraged the Board to follow Code Trauma outlining the regional role of the Trauma Team at the Hamilton General Hospital. Appreciation was expressed by the Trauma Team for being recognized.

Board Members were encouraged to purchase tickets for the March 2, 2019 Foundation Gala, The Greatest Show, being held at Liuna.

12. WLMH CAC Report to the Board

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

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

CARRIED

13. Adjournment

It was moved by Richard Koroscil and seconded by Dave Lazzarato that the meeting be adjourned.

The meeting adjourned at 7:20 pm.

14. Independent Directors Session and CEO

Following the adjournment, the Independent Directors met with the CEO.

15. Independent Directors Session

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

Julia Kamula
Chair

Anna Ventresca
Corporate Secretary