

**Hamilton Health Sciences
Board of Directors**

Minutes

DATE: June 18, 2020

TIME: 4:00 to 6:55 PM

LOCATION: Via Zoom

IN ATTENDANCE: Charles Criminisi (Chair), Indy Butany-DeSouza, David Collie, Richard Koroscil, Bill Laidlaw, Dave Lazzarato, Scott Maki, Andrea McKinney, Keith Monrose, Dr. Terry Shields, Shirley Thomas-Weir, Mary Volk, Dr. Smita Halder, Kirsten Krull, Rob MacIsaac, Dr. Catherine Ross, Anna Ventresca (General Counsel), Adrianna Bogris (Recording Secretary)

GUESTS: Michele Beals, Duane Bender, Jonathon Bingeman, Kelly Campbell, Leslie Gauthier, Gillian Kafka, Dr. Stephen Kelly, Donna LaForce, Michelle Leafloor, Michele Leroux, Aaron Levo, Dr. Barry Lumb, Dave McCaig, Dr. Ralph Meyer, John Morala, Sharon Pierson, Dr. Ted Scott, Bruce Squires, Dr. Michael Stacey, Dr. Wes Stephen, Pearl Veenema, Cheryl Williams

REGRETS: Dr. Paul O'Byrne

1. Opening

The Chair called the open portion of the Board 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 Dave Lazzarato and seconded by Andrea McKinney 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 28, 2020 meeting – deferred to October Board meeting

1.5 Chair's Remarks

The Chair noted the item of focus that will be covered during the in-camera session following the open session.

- 10.2 Corporate Strategy Results 2019/20 – 2020 06 CC-005

The Board Chair turned the meeting over to Sharon Pierson and Danielle Petruccelli to present the education session.

2. Education Session

2.1 Orthopaedic Program – Quality Presentation

Sharon Pierson and Danielle Petruccelli presented the Quality Education Session on the Orthopaedic Program. A number of improvements to the Orthopaedic Program over the past five years were highlighted. Sharon and Danielle were thanked for providing an interesting and informative presentation.

3. Strategy

3.1 Strategy View – Presentation

Rob MacIsaac provided an overview of the Strategy View highlighting patient indicators for fiscal year to date. A Hospital Harm Steering Committee is being formed to propose targets. The time to inpatient bed indicator result is the best HHS has ever seen in a month at approximately two hours less than typical. Reducing occupancy to prepare for COVID surge, as well as a significant reduction in ED visits led to this positive result.

An overview of the indicators under the People pillar was provided. Continuous Quality Improvement (CQI) training was cancelled due to COVID, a total of 96 units have been trained in CQI as at April 2020.

The indicators under the Sustainability pillar were highlighted. HHS is experiencing a deficit as at April 2020. HHS is working on a budget strategy for the coming year. Expenses have been incurred due to COVID.

An overview of the indicators under the Research pillar was provided. It was noted that the amount of Research Grant Dollars is reported quarterly as such there will be no report until Q1 is tabulated. The Number of A3 Trained People was zero in April as all training was cancelled due to COVID19. On-line A3 training is being offered over the next several months.

It was noted that funding has been refocused to prioritize COVID-19 related research. HHS will continue to support new COVID-19 Research Studies that have emerged as priorities over the last

two months, which will ultimately generate publications. For Learner Placement Days, the FYTD as of January is on target.

Rob provided commentary on the big directions through a COVID lens noting that operational excellence has advanced significantly. He noted that new processes and new approaches were quickly developed due to COVID. On a regional level HNHB is acting together as a system.

On the Enterprise approach front cross functional task forces were deployed enterprise wide to think and act as a system achieving impressive results. HHS has reached out profoundly to the community. He recognized Sharon Pierson and her team for their continued work on population health initiatives working with long term care homes and retirement homes regarding congregate settings. Lots of significant work has been done with respect to Infection Prevention and Control Canada practices. Strategic Partnerships have helped develop a triad model involving the Hospital, the City and Public Health.

3.2 Operations View – Presentation

Dr. Wes Stephen presented an overview of the Operation View noting that the number of patients in unconventional spaces has decreased to zero. Dr. Stephen noted that there are currently 17 COVID positive patients at the Hamilton General Hospital in 8W. An overview was provided on the length of stay noting lower numbers. An overview was provided on the COVID-19 dashboard series noting that new rollouts and enhancements are underway.

Enterprise Project View – Presentation

Rob Maclsaac provided an update on the Enterprise Project View noting that good progress is being made. An overview was provided on each of the ongoing projects. The readiness assessment has been completed with respect to the Health Information System project. The Unified Data Architecture project purpose was highlighted noting that the project aims to bring all HHS data together in one place, creating a single source of truth. The UDA allows HHS to have in place strong data hygiene practices.

4. CEO Report

Rob Maclsaac provided an Annual Report for the 2019/20 year end highlighting a number of milestones and achievements as set out in the Board presentation. He thanked the entire HHS staff for their contributions to reach these goals.

COMMITTEE REPORTS

5. Special Quality Committee Meeting – June 9, 2020

Keith Monroe provided an overview of the June 9, 2020 Special Quality Committee meeting.

5.1 Compensation Quality Improvement Plan and North Star Metrics 2019/20 Executive Compensation Assessment – 2020 06 CC-004

Keith Monrose provided an update on the Compensation Quality Improvement Plan and North Star Metrics 2019/20 Executive Compensation Assessment noting that the Quality Committee had a special meeting to review the Report as an information item prior to the same being recommended to the Board by the Compensation Subcommittee. This item will come forward to the Board for approval during the in-camera session following this open session.

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

THAT the Quality Committee receives for information the Compensation Subcommittee Report 2020 06 CC-004 Compensation Quality Improvement Plan (QIP) and North Star Metrics 2019/20 Executive Compensation Assessment that provides the final performance results of the 2019/20 QIP indicators.

CARRIED

6. Audit Committee Meeting – June 9, 2020

Dave Lazzarato provided a summary of the June 9, 2020 Audit Committee meeting.

6.1 Audit Report and Draft Audited Statements – 2020 06 AC-008

An overview was provided on the Audit Report and draft Audited Statements. It was noted that there were two changes to the audit plan as reported in November 2019. There were no financial impacts on the financial statements with respect to the MES. COVID-19 will materially impact fiscal year 2020/21. KPMG has issued an unqualified opinion in all material respects. The Board commended Management for adhering to the original schedule despite challenges caused by the pandemic.

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

THAT the Board of Directors approves the Audited Financial Statements, as reported in Appendix 1 of report 2020 06 AC-008 for fiscal year ended March 31st, 2020.

CARRIED

6.2 Appointment of External Auditors – 2020 06 AC-009

Dave Lazzarato advised that the Committee received the Appointment of External Auditors Report and is recommending to the Board that KPMG LLP be appointed as the auditors of the Corporation for fiscal year 2020/21.

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

THAT the Board of Directors recommend the appointment of KPMG LLP as the auditors for HHS for the fiscal year 2020/21 as outlined in report 2020 06 AC-009.

CARRIED

7. Resource Committee Meeting – June 9, 2020

Dave Lazzarato provided a Report to the Board on the June 9, 2020 Resource Committee meeting.

7.1 FY 19/20 BPSAA Attestation – 2020 06 RC-051

The following motion was moved by Dave Lazzarato and seconded by Andrea McKinney:

THAT the Board of Directors approves the Annual BPSAA Attestation Submission (Appendices A to F) as prepared by the CEO as set out in Report 2020 06 RC-051;

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. Medical Advisory Committee

Dr. Smita Halder provided a Report to the Board on the June 10, 2020 MAC meeting.

8.1 MAC Board Report – June 10, 2020

- **New timelines for credentialing**

Dr. Smita Halder provided an overview of the June 10, 2020 MAC meeting. Dr. Halder also provided an overview of the new timelines for credentialing noting that certain timelines have been extended due to COVID-19. This credentials report will now be presented to the MAC and SJHH at a meeting scheduled in July. This report will now be brought to the Board at the December 2020 meeting. Re-appointments have been extended to December 2020.

The following motion was moved by Terry Shields and seconded by Indy Butany-DeSouza:

THAT the Board of Directors receives for information the June 10, 2020 MAC Board Report.

CARRIED.

9. Foundation Report to the Board

The Board received the HHS Foundation Report. Rob MacIsaac expressed his gratitude to Pearl Veenema for her work this past year on a number of successful initiatives.

The following motion was moved by Shirley Thomas-Weir and seconded by Richard Koroscil:

THAT the Board of Directors receives for information the Foundation Report.

CARRIED

Motion to move in-camera

It was moved by Mary Volk and seconded by Bill Laidlaw that the meeting move in-camera.

All Management departs the meeting, the Independent Directors and CEO remain to discuss the Compensation Reports.

10. Compensation Subcommittee Meeting – June 9, 2020

Refer to in-camera minutes

Motion to move out of in-camera

It was moved by Indy Butany-DeSouza and seconded by Scott Maki that the meeting move out of in-camera.

11. Adjournment

The meeting adjourned at 7:15 pm.

It was moved by Mary Volk and seconded by Bill Laidlaw that the meeting be adjourned.

CARRIED

12. Independent Directors Session and CEO

13. Independent Directors Session

13.1 Board Self-Assessment Survey Results

13.2 Board Meeting Evaluation

13.3 Annual Performance Evaluation Results of CEO for 2019/20

Annual General Meeting and Special Organizational Meeting to follow.

Charles Criminisi
Chair

Anna Ventresca
Corporate Secretary