

CHATHAM-KENT HEALTH ALLIANCE
Boards of Directors
Open Board Meeting Minutes

Date: Thursday, May 31, 2018
Time: 4:00 pm to 5:00 pm
Place: Chatham-Kent Health Alliance
Frank and Mary Uniac Auditorium, 80 Grand Ave. W., Chatham, ON

Members: Greg Aarssen (Chair), Kathryn Biondi, Robert Dye (Vice Chair & Treasurer), Brian Glover, Deborah Hook, Rita Mezei, Dan Miskokomon, Geetu Pathak, Sharon Pfaff (Vice Chair), April Rietdyk, Betty Schepens

Ex-Officio: Lori Marshall, President & Chief Executive Officer; Dr. Pervez Faruqi, Chief of Staff ; Dr. Allison Morand, President Medical Staff; Lisa Northcott, VP, Chief Nursing Executive, Chief, Professional Practice; Gaye Thompson, CKHA Foundation Board Chair

Guests: Ken Deane, Governance Coach; Deb Ancocik, VP, Chief Human Resources Officer; Jerome Quenneville, VP, Chief Financial Officer and Chief Information Officer; Zoja Holman, Director, Chief Strategy and Privacy Officer; Fannie Vavoulis, Director, Chief Communications & Community Engagement Officer; Nancy Kay, Director, Quality, Risk, Professional Practice and Medical Affairs

Recorder: Annette Zimmer, Senior Executive Assistant, Governance Coordinator

Regrets: Deborah Hook

1.0 Call to Order

1.1 Quorum

Greg Aarssen, Chair, Chatham-Kent Health Alliance presides. He called the meeting to order at 4:00 pm and welcomed everyone present. It was noted that Dr. Pervez Faruqi, Chief of Staff and Kathryn Biondi were in attendance by teleconference.

1.2 Conflict of Interest and Confidentiality Declarations

No member declared a conflict of interest or confidentiality declarations regarding any items on the agenda.

1.3 Approval of Agenda

The Board of the Chatham-Kent Health Alliance reviewed the agenda.

Moved by: Brian Glover

Seconded by: Sharon Pfaff

THAT the Board of the Chatham-Kent Health Alliance approve the agenda as presented.
CARRIED.

2.0 Board Education

2.1 Nancy Kay, Director, Quality, Risk, Professional Practice and Medical Affairs provided a presentation entitled CKHA's Accreditation: Quality, Safety, Efficiency. Highlights of the presentation included What is Accreditation, Why Accreditation, Standards, What is an ROP, Instruments available, What is a Tracer, Input from and partnership with Patient and Family-centered care and final thoughts with 122 days out from the on-site Accreditation Canada

Surveyors. Nancy Kay answered questions from the Board throughout the presentation. Greg Aarssen, Chair thanked Nancy Kay for her presentation.

The Board requested that Administration provide an update on the results of the last Accreditation survey process for a baseline comparison at a future meeting.

- 2.2** Annette Zimmer provided a step by step approach for the Board of the Chatham-Kent Health Alliance on Accessing PDF Documents on the Board Portal. Board Portal tips will be made available on the Board Portal.

3.0 Patient Story

- 3.1** A Patient Story was presented and discussed.

4.0 Approval of Consent Agenda Items

- 4.1** The Board of the Chatham-Kent Health Alliance reviewed the consent agenda.

Moved by: Robert Dye
Seconded by: Betty Schepens

THAT the Board of the Chatham-Kent Health Alliance accept the consent agenda as presented and endorse the acceptance, receipt and filing of information contained therein including the following:

- (i) CKHA Open Board meeting Minutes of the meeting held on March 28, 2018.
- (ii) Report of the President and Chief Executive Officer Report dated Thursday, May 24, 2018.
- (iii) Report of the Chief of Staff dated Thursday, May 24, 2018.
- (iv) Draft Resources Committee Meeting minutes from the meeting held on Thursday, May 17, 2018
- (v) Draft Governance & Nominating Committee Meeting minutes from the meeting held on Tuesday, May 8, 2018. **CARRIED.**

5.0 Standing Committee Reports

- 5.1 Standing Committee report from the Resources Committee from the meeting held on Thursday, May 17, 2018.**

Robert Dye, Chair, Resources Committee reviewed the Standing Committee report from the Resources Committee of the Whole meeting held on Tuesday, May 17, 2018.

1. The Committee reviewed the Capital Plan for 2018-19.

Moved by: Robert Dye
Seconded by: Brian Glover

THAT the Board of the Chatham-Kent Health Alliance approves the capital budget of \$1.5M for the 2018/19 year. **CARRIED.**

2. The Committee reviewed the Financial Update as of March 31, 2018.

Moved by: Robert Dye

Seconded by: Geetu Pathak

THAT the Board of the Chatham-Kent Health Alliance receive report from Jerome Quenneville, Vice President and Chief Financial Officer and Darlene Tetzlaff, Director of Finance dated May 7, 2018 regarding the financial update for the period ending March 31, 2018 for information.

CARRIED.

5.2 Standing Committee report from the Governance & Nominating Committee from the meeting held on Tuesday, May 8, 2018.

Greg Aarssen, Board Chair noted that item 2 of the Standing Committee report from Governance & Nominating Committee required an amendment to include the recommendation from the Resources Committee.

April Rietdyk, Vice Chair, Governance & Nomination Committee reviewed the Standing Committee report from the Governance & Nominating Committee from the meeting held on Tuesday, May 8, 2018.

1. The Committee reviewed the Governance & Nominating Committee Charter.

Moved by: April Rietdyk

Seconded by: Kathryn Biondi

THAT the Board of the Chatham-Kent Health Alliance endorse the recommended changes to Section 2.2.1 Composition of the Governance & Nominating Committee Charter as follows:

The Committee shall consist of:

- (a) at least four (4) elected Directors, one (1) of whom shall be appointed Committee Chair;
- (b) the Board Chair;
- (c) the Chief Executive Officer; and
- (d) the Chief of Staff. **CARRIED.**

2. The Committee reviewed the Chatham-Kent Health Alliance Strategic Planning Process: Recommended Goals. It was noted that the Resources Committee at its meeting held on Thursday, May 17, 2018 directed Administration to amend the wording in the CKHA: Strategy Map, Measures of Success under "We will ensure value an optimize our operating performance," to read as follows: Line of Credit is less than or equal to \$5M.

Moved by: April Rietdyk

Seconded by: Kathryn Biondi

THAT the Board of the Chatham-Kent Health Alliance approve the 2018-2021 Strategic Plan including the Strategic Directions, Strategic Enablers and Goals be approved as presented by the Chief Executive Officer and **FURTHER THAT** the Board direct Administration to amend the wording in the CKHA: Strategy Map, Measures of Success under "We will ensure value an

optimize our operating performance,” to read as follows: Line of Credit is less than or equal to \$5M. **CARRIED.**

3. The Committee reviewed the Chatham-Kent Health Alliance Board Evaluation.

Moved by: April Rietdyk

Seconded by: Sharon Pfaff

THAT the Board of the Chatham-Kent Health Alliance endorse the following:

- (i) That the Accreditation Canada “Governance Functioning Tool” be administered in June 2018 to assess Board performance and that the results be reviewed by the Governance & Nominating Committee in September; and
- (ii) That Board members be encouraged to complete the OHA Individual Director survey for their own development; and
- (iii) That a more fulsome approach to Board self, peer, Chair and Committee evaluation be adopted for 2019. **CARRIED.**

4. The Committee reviewed the Board Education Sessions for 2018-2019.

Moved by: April Rietdyk

Seconded by: Betty Schepens

THAT the Board of the Chatham-Kent Health Alliance approve the proposed continuing education plan for the 2018/19 Board year as presented. **CARRIED.**

5. The Committee reviewed the Accreditation Update report.

Moved by: April Rietdyk

Seconded by: Sharon Pfaff

THAT the Board of the Chatham-Kent Health Alliance support the following:

- i) having reviewed the Administrative Self-Assessment of the Governance Standards, that a column including evidence be added and that targeted work be completed in areas to improve Board performance by September; and
- ii) that the Board Chair and the Chairs of Quality, Resources and Governance & Nominating Committees participate in the on-site survey representing the Board.
CARRIED.

6.0 Matters for Review

6.1 Briefing Note from Lori Marshall, President & Chief Executive Officer dated Thursday, May 24, 2018 regarding Chatham-Kent Health Alliance Communications Plan 2018-2021

The Board of the Chatham-Kent Health Alliance reviewed report from Lori Marshall, President & Chief Executive Officer dated Thursday, May 24, 2018 regarding Chatham-Kent Health Alliance Communications Plan 2018-2021.

After review, discussion, deliberation on the information provided and all questions asked were answered to the satisfaction of the Board of the Chatham-Kent Health Alliance, the Board approve the following:

Moved by: Rita Mezei
Seconded by: Betty Schepens

THAT the Board of the Chatham-Kent Health Alliance approve the Chatham-Kent Health Alliance Communications Plan 2018-2021 as presented. **CARRIED.**

6.2 Briefing Note from Lori Marshall, President & Chief Executive Officer dated Thursday, May 24, 2018 regarding Annual Attestation in Accordance with Relevant Legislation.

The Board of the Chatham-Kent Health Alliance reviewed report from Lori Marshall, President & Chief Executive Officer dated Thursday, May 24, 2018 regarding Annual Attestation in Accordance with Relevant Legislation.

After review, discussion, deliberation on the information provided and all questions asked were answered to the satisfaction of the Board of the Chatham-Kent Health Alliance, the Board approve the following:

Moved by: Robert Dye
Seconded by: Dan Miskokomon

THAT the Board of the Chatham-Kent Health Alliance approve the attestation by the CEO with respect to compliance requirements as set out in the Hospital Service Accountability Agreement 'H-SAA' and the Multi-Sector Service Accountability Agreement 'M-SAA' April 1, 2017 to March 31, 2018. **CARRIED.**

6.3 Briefing Note from Lori Marshall, President & Chief Executive Officer dated Thursday, May 24, 2018 regarding Delegation of Authority in Compliance with Freedom of Information and Protection of Privacy Act (FIPPA) and Reporting to Board/Public.

The Board of the Chatham-Kent Health Alliance reviewed report from Lori Marshall, President & Chief Executive Officer dated Thursday, May 24, 2018 regarding Delegation of Authority in Compliance with Freedom of Information and Protection of Privacy Act (FIPPA) and Reporting to Board/Public.

After review, discussion, deliberation on the information provided and all questions asked were answered to the satisfaction of the Board of the Chatham-Kent Health Alliance, the Board approve the following:

Moved by: Betty Schepens
Seconded by: Sharon Pfaff

THAT the Board of the Chatham-Kent Health Alliance endorse the following:

- i) That the Board Chair delegates the role of "Head" to the Chief Executive Officer (CEO) or the Vice President, Chief Financial Officer in the event that the CEO is unavailable for

reasons of absence or has a conflict of interest in relation to a freedom of information request.

- ii) In addition, the Board Chair delegates the role of “Head” concurrently to the Chief Privacy Officer with the exception of decision-making powers with respect to exemptions for any records relating to finance and procurement matters or human resources matters. **CARRIED.**

7.0 Other Business / Emerging Risks and Trends

- 7.1** Lori Marshall, President & Chief Executive Officer provided a verbal update regarding information to date and has been attending the teleconference calls with the Ontario Hospital Association regarding medium size hospitals.

Dan Miskokomon noted that National Aboriginal Day which June 21, 2018. Walpole Island First Nation is hosting their 3rd Annual Summer Solstice Celebration, which will also be the official Grand Opening of their newly updated Highbanks Park. Board Members will receive an invitation to join in the celebrations on Walpole Island. The hospital will be present with an information booth.

8.0 Next Meeting and Adjournment

- 8.1** The Chatham-Kent Health Alliance Annual Meeting of Members is scheduled for Thursday, June 28, 2018 at 4:00 pm at FMUA, 80 Grand Ave. W., Chatham, ON.

The next regular Open Board meeting is scheduled for Thursday, September 27, 2018 at 4:00 pm at FMUA, 80 Grand Ave. W., Chatham, ON

There being no further business, the Open Board meeting adjourned at 5:20 pm.

Greg Aarssen, Board Chair
Chatham-Kent Health Alliance