

**MISSISSAUGA HALTON LOCAL HEALTH INTEGRATION NETWORK  
BOARD OF DIRECTORS MEETING MINUTES**

April 5, 2018 5:30 p.m. –8 p.m.

Mississauga Halton LHIN, 700 Dorval Drive, Suite 500, Oakville, ON

**Attendance**

**Board Members:** Mary Davies, Acting Board Chair  
Louis Girard, Member  
Patrick Hop Hing, Member  
Rick Johnson, Member  
Kimbalin Kelly, Member  
Gulzar Ladhani, Member  
Rhonda Lawson, Member  
Dieter Pagani, Member  
Joanne Rogers, Member

**Staff:** Bill MacLeod, CEO  
Dr. Mira Backo-Shannon, Vice President Clinical  
Angie Burden, Vice President, Health System Strategy, Integration & Planning  
Liane Fernandes, Vice President, Regional Programs  
David Fry, Vice President, Home and Community Care  
Dale McGregor, Vice President Finance, Performance & Corporate Services  
Jutta Schafler-Argao, Vice President, Quality and People  
Nadine Purnell, Recording Secretary

**Regrets:** Sadaf Parvaiz

**Minutes to be approved by the Board on:** May 3, 2018

**1.0 Call to Order**

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Pursuant to public notice and a quorum being present, the meeting was called to order at 5:30 p.m. with Mary Davies chairing the meeting.

The Acting Board Chair advised that agenda item 1.4 would be removed from the agenda and referred to the Quality Committee. The Acting Board Chair called for any other changes or declarations of conflict of interest in respect of any matters in the agenda, as circulated, or with the consent agenda. No changes or conflicts of interest were identified. The Acting Board Chair called for a Motion to approve the agenda.

## **MOTION**

*It was moved by Rick Johnson and seconded by Dieter Pagani that the meeting agenda be approved as presented.*

**CARRIED**

**[Resolution: 2018-0405-01]**

## **2.0 Business Arising**

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### **Review of 2018 Board and Committee Calendar**

The Acting Chair of the Governance and Community Nominations Committee referred to the calendar that was circulated in the meeting package and requested input from the other Board Members on how they would like to see this calendar adjusted.

Following a fulsome discussion with various suggestions made by Board Members, it was agreed that we would move forward with a double-sided, one-page document with a roster of standing committee membership and leadership on one side and a calendar of board and standing board committee meeting dates on the other side. The Governance and Community Nominations Committee would work on the format of this calendar to be brought forward to the June 7, 2018 Board Meeting.

The Acting Chair commended the Governance Liaison on the excellent work and effort that had been put into creating the calendar.

### **CSS Funding Task Force Group**

The CEO provided a brief update to the Board on the creation of a task force working group to address strategies to ease the Community Service Sector (CSS) and Mental Health and Addictions (MHA) funding pressures. The CSSMHA task force is comprised of the CEO, the CFO and thirteen Board Members and Executive Directors from the CSS and MHA health service providers.

The first meeting of this task force is set for April 25, 2018.

## **3.0 Chair's Report**

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### **MLAA Update**

The Acting Board Chair advised that the Ministry LHIN Accountability Agreement (MLAA) that was approved at the previous Board Meeting had been signed and submitted with no major changes. It was noted that approval of the MLAA is expected after the writ period and election. The Annual Business Plan is expected to be approved prior to the writ period.

### **February LHIN Chairs Board Retreat**

The Acting Board Chair advised the Board that there was a LHIN Chairs Board Retreat in February, facilitated by Georgina Black of KPMG, to provide insight on the purpose and role of the LHIN Chairs Council and key action items for the Council.

The Acting Board Chair advised that the report from the retreat would be shared with the Board as background information under the resource section of the Board Portal.

### **March LHIN Chairs Meeting**

The Acting Board Chair gave a brief report on the LHIN Chairs Meeting in March, and advised that the Ministry is putting forward terms of reference guidelines for all LHIN Quality Committees in order to ensure consistency across the province. It was noted that these are guidelines, not policies. The Chair of the Quality Committee has received a copy of these terms of reference and will table them for discussion at the Quality Committee meeting on May 10, 2018.

It was noted that the Chair of the Quality Committee has agreed to be one of four Quality Committee Chairs to look at the establishment of a LHIN-wide Quality Chairs Forum with consideration that the Mississauga Halton LHIN has one of the longest standing Quality Committees in the province.

### **Board Evaluations**

The Acting Board Chair advised that the Ministry has agreed to delay the LHIN-wide Board Evaluation until 2019 with consideration for the fact that many of the members on the LHIN Boards are new. In light of this, the Governance and Community Nominations Committee will move forward with an in-house Board Evaluation process.

### **Indigenous Training**

The Acting Board Chair commended Mr. Girard on his swift completion of the Indigenous Training and encouraged the other directors to complete the training. It was noted that Board Members are allowed to charge one per diem for the Indigenous training. A memo will be distributed regarding this.

The CEO commented on the value of this training and noted that, although it is geared toward Indigenous cultural sensitivity, there are great life lessons to learn that cover a broad range of safe guidelines for other cultural practices.

## **4.0 CEO's Report**

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The CEO gave a brief overview of the CEO's report that was distributed in the meeting package, explaining that this report is based on the Annual Business Plan and its primary purpose is to keep the public informed on how the LHIN is progressing through the Annual Business Plan. The CEO then offered to address any questions or concerns that the Board may have.

A Board Member commented on the poor wait times for hip and knee surgery. The CEO advised that the two main reasons contributing to the extended wait times are:

- The actual amount of volume that we are able to fund, and
- The pressure that was experienced in 2017 from other acute care resulting in the cancellation of hip and knee surgeries to give preference to more pressing surgeries such as cancer and cardiac care.

## 5.0 Committee Chairs Report

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### ***Governance and Community Nominations Committee Report***

The Acting Chair of the Governance and Community Nominations Committee (“G&CN Committee”) updated the Board on the work that the Committee continues to do on document and policy review. The Acting Chair noted that although some policies were included in the meeting material, policies that may be impacted by the Strategic Plan and the Governance Taskforce work had not been included.

The Acting Chair advised the Board that the revised Annual Board of Director’s Acknowledgement has been updated to reflect the new organization’s mandate and patients first focus. Another member of the G&CN Committee noted that it is important that all Directors be cognizant of their accountabilities in terms of legislative requirements and fiduciary responsibilities. It was decided that the revised Board of Director’s Acknowledgement would be sent out to the Board prior to the May 3, 2018 Board Meeting.

The Acting Chair noted the intent of the Committee to discontinue the use of the word “power” in its policies and documents. Therefore, GP017 “Chair Power Delegation Policy” will now be called “Chair Authority Delegation Policy”.

With the consent of the Acting Board Chair, the Acting Chair of the Governance and Community Nominations Committee pulled the following motion from the Consent Agenda for approval:

### **MOTION**

*It was moved by Rick Johnson and seconded by Gulzar Ladhani that the Board of the Mississauga Halton LHIN adopts the revised GP001 – Code of Conduct Policy, GP010 – Vice Chair Policy, GP011 – Corporate Secretary Position Guidelines, GP017 – Chair Authority Delegation Policy as presented, revised Audit and Finance Committee Terms of Reference, and, Revised Annual Board Acknowledgement.*

**CARRIED**

**[Resolution: 2018-0405-02]**

### **GP024 – Committee Policy**

The Acting Chair of the G&CN Committee reminded the Board that the G&CN Committee had been tasked to create a policy that would address how standing committees of the Board were formed. In response to this, the G&CN Committee had created policy GP024, presented in draft form to garner discussion and feedback from the Board Members who are not on the Committee.

A fulsome discussion followed and the Board gave some very helpful feedback regarding the draft of the new Board Committee Policy. The G&CNC agreed to take these recommendations and comments back for committee review and return to the next regular Board meeting in June with a second draft for consideration.

The following motion was pulled from the Consent Agenda to be brought back to the Board with the amended GP024 Policy for the June 7, 2018 Board Meeting.

### **MOTION**

The Governance & Community Nominations Committee recommends that the Board of the Mississauga Halton LHIN adopt the new GP024 – Committee Policy as presented.

***Quality Committee Report***

The Chair of the Quality Committee did not have anything to report, but noted excitement over the next phase of the quality reporting framework.

***Audit and Finance Committee Report***

The Chair of the Audit and Finance Committee referred to the committee report that was included in the meeting package and with the Acting Board Chair's consent brought forward the following motions:

**MOTION**

*It was moved by Joanne Rogers and seconded by Rick Johnson that the Mississauga Halton LHIN Board approves the Financial Statements as of and for the 10 months ended January 31, 2018.*

**CARRIED**

**[Resolution: 2018-0405-03]**

**MOTION**

*It was moved by Joanne Rogers and seconded by Kimbalin Kelly that the Mississauga Halton LHIN Board approves the Delegation of Financial Authority Policy (GP006), including the recommended revisions.*

**CARRIED**

**[Resolution: 2018-0405-04]**

It was noted that the Terms of Reference for both the Audit and Finance Committee and the Governance and Community Nominations Committee conflict with regards to which committee can bring forth policies GP006 and GP007 to the Board for approval. This will be reviewed at the next Governance and Community Nominations Committee meeting.

***Strategic Planning Task Force Report***

The Chair of the Strategic Planning Task Force provided a brief update on the work that the task force has been doing, noting that the task force is on task and on target.

The Chair also noted that the February 28, 2018 Governance to Governance session was very well attended and that we had received positive feedback on the content and format. It was noted that the feedback received was carefully reviewed and mapped well into the key themes and key success factors that had been identified by the Board as important to our strategic planning process.

**6.0 Consent Agenda**

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The Chair called for any agenda items to be withdrawn from the consent agenda for a more fulsome discussion. The Chair requested a motion for approval of the Consent Agenda.

**FOR APPROVAL**

**6.1 Board Meeting Minutes**

- January 18, 2018 Special Board Meeting
- February 1, 2018
- March 1, 2018 Special Board Meeting

## 6.2 Compliance and Attestation

- CEO Certificate of Compliance
- BPSAA

## 6.3 Board-Governed Agency Attestation 2017 – 2018

### **MOTION**

*It was moved by Louis Girard and seconded by Kimbalin Kelly to approve the consent agenda.*

**CARRIED**

**[Resolution: 2018-0405-05]**

## 7 Items Removed from the Consent Agenda

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The motions listed below were removed from the Consent Agenda and addressed in the Chairs' Reports.

### **MOTION**

The Governance & Community Nominations Committee recommends that the Board of the Mississauga Halton LHIN adopt the revised GP001 – Code of Conduct Policy, GP010 – Vice Chair Policy, GP011 – Corporate Secretary Position Guidelines, GP017 – Chair Authority Delegation Policy as presented, revised Audit and Finance Committee Terms of Reference, and, Revised Annual Board Acknowledgement.

### **MOTION**

The Governance & Community Nominations Committee recommends that the Board of the Mississauga Halton LHIN adopt the new GP024 – Committee Policy as presented.

### **MOTION**

The Audit and Finance Committee recommends Board approval of the Financial Statements as of and for the 10 months ended January 31, 2018.

### **MOTION**

The Audit and Finance Committee recommends Board approval of the Delegation of Financial Authority Policy (GP006), including the recommended revisions.

## 8 Closed Session

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### **MOTION**

*It was moved by Joanne Rogers and seconded by Kimbalin Kelly that pursuant to s9(5) of the Local Health Integration Act of 2006, the December 7, 2017 Mississauga Halton LHIN Board Meeting move into Closed Session to discuss items noted in the Closed Session List.*

**CARRIED**

**[Resolution: 2018-0405-06]**

**9 Action Items**

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<b>Action Item</b>	<b>Owner</b>
Share LHIN Chairs Retreat Report with the Board	Mary Davies
Send out memo on Indigenous Training and per diems.	Christina Nemeth
Revise Board Calendar and Standing Committee List to bring forward to June 7 Board Meeting	Christina Nemeth
GP024 – Bring comments to G&CN Committee	Christina Nemeth
GP006 & GP007 – Bring to G&CN Committee	Christina Nemeth

**10 Meeting Adjournment**

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**MOTION**

It was moved by Patrick Hop Hing and seconded by Dieter Pagani that the April 5, 2018 Meeting of the Mississauga Halton LHIN Board of Directors be adjourned, with the next regularly scheduled meeting to be held on May 3, 2018 at the Mississauga Halton LHIN office at 700 Dorval Drive, Suite 503 in Oakville ON.

**CARRIED****[Resolution: 2017-0405-13]**

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*<original signed by>*

Mary Davies, Acting Board Chair

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*<original signed by>*

Bill MacLeod, Secretary