



North West Local Health
Integration Network

BOARD OF DIRECTORS MEETING

North West LHIN Boardroom
975 Alloy Drive, Suite 201
Thunder Bay, Ontario

January 26, 2010
8:30 a.m. (Eastern)

<p><u>Present:</u> Kevin Bähm, Ennis Fiddler Judy Morrison Tom Sarvas Gary Phillips Jan Beazley, t/c Bob Gregor, t/c Dianne Miller</p> <p><u>Guests:</u> Joy Warkentin</p>	<p><u>Staff:</u> Gwen DuBois-Wing Laura Kokocinski Andy Gallardi Brian Ktytor</p> <p><u>Recording Secretary:</u> Heidi Smith</p>	<p>Attendance</p>
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<p>1.0</p>	<p>Procedural Items</p> <p>1.1 Call to Order The meeting was called to order at 8:35 a.m. (Eastern) by Acting Chair, Mr. K. Bähm. Mr. Bahm welcomed Mr. G. Phillips, Board Director and Ms. H. Smith, Corporate Coordinator to their first North West LHIN Board meeting.</p> <p>1.2 Declaration of Conflict of Interest None declared.</p> <p>1.3 Approval of Agenda The agenda was presented for approval.</p> <p><u>Resolution # 2010 - 1</u></p> <p>Moved by Mr. G. Phillips and seconded by Ms. D. Miller that the agenda be approved as presented. Carried.</p>	<p>Call to Order</p> <p>Conflict of Interest</p> <p>Approval of Agenda</p>
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	<p>1.4 Minutes of Previous Meeting Minutes of the meeting of December 11, 2009 were pre-circulated.</p> <p>Ms. G. DuBois-Wing noted that under Item 3.2.2 IHSP – Final Update, release date should read November 30 and not November 3.</p> <p><u>Resolution # 2010 - 2</u></p> <p>Moved by Mr. B. Gregor and seconded by Mr. T. Sarvas that the minutes of the Board of Directors meeting of December 11, 2009 be approved with the amendment as noted. Carried.</p>	
<p>2.0</p>	<p>CONSENT AGENDA</p> <p>2.1 Consent Agenda Items</p> <p>Chair, Mr. K. Bahm asked Ms. J. Beazley to present items on the consent agenda. Following general comments about the consent agenda, Ms. J. Beazley asked if there were any requests to move items from the Consent Agenda in order to facilitate further discussion.</p> <p>With no requests forthcoming, the Consent Agenda was presented for approval.</p> <p><u>Resolution # 2010 - 3</u></p> <p>Moved by Mr. T. Sarvas and seconded by Ms. D. Miller that the consent agenda be approved as presented. Carried.</p>	<p>Consent Agenda</p>
<p>3.0</p>	<p>NEW BUSINESS</p> <p>3.1 <u>Planning</u></p> <p>3.1.1 Moderate Surge Capacity Plan</p> <p>Ms. Pilatzke provided an overview of the Moderate Surge Capacity Plan pre-circulated in the Board package which outlines how critical care services in the region will respond to a major event. Next steps include education sessions with hospitals and the development of a test of the plan.</p> <p>3.1.2 Voluntary Integration</p> <p>Mr. A. Gallardi provided information regarding the proposed voluntary integration of Health Services. Discussion ensued concerning the wording of the proposed resolution.</p> <p><u>Resolution # 2010 - 4</u></p> <p>Moved by Ms. D. Miller and seconded by Ms. J. Beazley</p>	<p>New Business</p>

verbal update on three items:

- Ms. J. Beazley, Ms. G. DuBois-Wing and Mr. A. Gallardi attended a Northwestern Ontario Municipal Association Board of Directors meeting during which discussions were held related to non-urgent medical transportation.
- Ms. Beazley will be attending the Integration Consensus Conference.
- Ms. Beazley highlighted that there will be an upcoming Board vacancy with the expiration of Ms. Morrison's position on the Board of Directors in June 2010.

4.2 CEO Report

The CEO Report was pre-circulated. Ms. G. DuBois-Wing discussed two additional items:

- An Integration Consensus Conference is being held on February 11th, 2010. LHINs were asked to forward names of up to 10 representatives to attend the conference. The North West LHIN has received overwhelming interest from potential attendees.
- Staff of the North West LHIN have been in discussions with Mr. Goran Hendricks, Chief Executive of Learning and Innovation at the Qulturum in the County Council of Jonkoping, Sweden regarding his speaking at the North West LHIN in June about quality improvement. Further information will be provided.

4.3 Governance Committee Report

4.3.1. Orientation Plan

Mr. B. Gregor presented the Board of Directors Orientation Plan as pre-circulated.

Resolution # 2010 - 5

It was moved by Mr. B. Gregor and seconded by Mr. T. Sarvas that the North West LHIN Board of Directors approve the Orientation Plan as recommended by the Governance and Nominations Committee at the meeting of January 18, 2010. Carried.

4.3.2 Policy Review

Mr. Gregor reported that the Governance and Nominations Committee met on January 18, 2010. The following policies were developed and reviewed:

Executive limitations/boundaries

- General Executive Restraint
- CEO Emergency Succession
- Communication and Support to the Board

Governance Process

- Governance Approach
- CEO Succession Planning Process
- Code of Conduct
- Board Roles and Responsibilities

Ms. J. Beazley thanked Mr. B. Gregor for his leadership in formulating policies. She highlighted that the Code of Conduct policy came out of the Effectiveness Review and Governance Approach policy came directly from our Strategic Directions document.

Ms. D. Miller questioned if there was a review process for policies and procedures. Mr. B. Gregor reported that a policy to determine timing and logistics of review will be developed.

Mr. Gregor asked if there were any questions related to policies presented.

Ms. D. Miller questioned the monitoring of policies. Mr. B. Gregor indicated that this is a priority and will be developed in the near future.

Resolution #2010 - 6

It was moved by Mr. B. Gregor and seconded by Mrs. D. Miller that the North West LHIN Board of Directors approves the following policies as recommended at the Governance and Nominations Committee meeting held on January 18, 2010. Carried.

Executive limitations/boundaries

- General Executive Restraint
- CEO Emergency Succession
- Communication and Support to the Board

Governance Process

- Governance Approach
- CEO Succession Planning Process
- Code of Conduct
- Board Roles and Responsibilities

Mr. B. Gregor also reported on feedback from board meeting evaluations. In general, evaluations are positive, however, several responses suggested the need to ensure that meetings are on time. Members were asked for their attention to this.

	<p>4.4 Audit and Finance Committee Report</p> <p><u>Resolution #2010 - 7</u></p> <p>It was moved by Mr. T. Sarvas and seconded by Mr. E. Fiddler that the North West LHIN Board of Directors approves the appointment of Ms. Dianne Miller and Mr. Gary Phillips to the Audit and Finance Committee. Carried.</p> <p>4.5 Statement of Financial Position</p> <p>Mr. A. Gallardi presented the Statement of Financial Position as pre-circulated.</p> <p>He pointed out the North West LHIN is forecasting of a surplus and the Ministry will recover on a one time basis.</p> <p>Mr. Chris Wcislo presented an overview of variances along with explanations.</p> <p>Mr. E. Fiddler asked for an explanation relating to diabetes expense line.</p> <p><u>Resolution #2010- 8</u></p> <p>It was moved by Mr. T. Sarvas and seconded by Ms. D. Miller that the North West LHIN Board of Directors approve the financial statement for the month ending November 30, 2009. Carried.</p>	
<p>5.0</p>	<p>Other Business</p> <p>5.1 Correspondence</p> <p>No comments or questions were forthcoming.</p>	<p>Other Business</p>
<p>6.0</p>	<p>IN-CAMERA SESSION</p> <p><u>Resolution #2010- 9</u></p> <p>It was moved by Ms. D. Miller and seconded by Mr. B. Gregor that at 9:40 a.m. (Eastern) the Board consider financial, personal or other matters, and personnel matters in a closed session pursuant to the exceptions set out in s. 9 (5) of the Local Health System Integration Act (LHSIA), 2006, and indicated below:</p>	<p>In-Camera</p>

	<p>(a) financial, personal or other matters may be disclosed of such a nature that the desirability of avoiding public disclosure of them in the interest of any person affected or in the public interest outweighs the desirability of adhering to the principle that meetings be open to the public.</p> <p>Carried.</p>	
7.0	<p>MEETING EVALUATION Members were asked to complete evaluations and return to Ms. H. Smith.</p>	Meeting Evaluation
8.0	<p>NEXT MEETING & ADJOURNMENT</p> <p>The next meeting of the Board of Directors of the North West LHIN is scheduled for February 23, 2010 in Fort Frances, ON.</p> <p><u>Resolution #2010 – 17</u></p> <p>It was moved by Mr. D. Miller that the meeting be adjourned at 11:40 a.m. Carried.</p>	Next Meeting Adjourn
	<p>Acting Chair _____</p> <p>Secretary _____</p>	