

**Board of Directors Meeting (Open Session)**

**MINUTES OF MEETING**

March 26, 2024

St. Catharines Site

	Sept 26/2023	Dec 11/2023	Jan 30/2024	Mar 26/2024		
Simon Akinsulie (ex-officio)	✓	✓	✓	✓		
Ray Archer	✓	✓	✓*	R		
Satish Chawla (ex-officio)	-	✓	✓	✓		
Gervan Fearon	✓*	✓*	R	✓*		
Susanne Flett	✓	✓	✓*	✓		
Jennifer Li	✓	✓	✓*	✓		
Lynn Guerriero (ex-officio)	✓	✓	✓	✓		
Alison MacTavish (ex-officio)	✓	R	✓	✓		
Shane Malcolm	✓*	R	✓	✓		
Bill Maurin	✓	✓*	✓*	R		
John McKinley	✓	✓	✓	✓		
Stephen Murdoch	✓	✓	✓*	✓*		
Catherine Novick	✓*	✓	✓	✓		
Marylee O’Neill, Chair	✓	✓	✓	✓		
Charlie Rate	✓	✓	✓	✓		
Anthony Reitboeck	✓	✓*	✓	✓		
Carmen Rossiter	✓	✓	✓	✓		
Janice Thomson	✓	✓	R	✓		
Elisabeth Zimmermann	✓*	✓	✓	✓		
<b>Staff and Guests in Attendance:</b>						
Harpreet Bassi	✓	✓	✓	✓		
Linda Boich	✓	✓	✓	✓		
Sonali Kohli	✓	✓	✓*	✓		
Heather Paterson	✓	✓	✓	✓		
Fiona Peacefull	✓	✓	✓	✓		
Angela Zangari	✓	✓	✓	✓		

\*Virtual Attendance

**Guests:**

- Mayor Frank Champion – Delegate Addressing the Board
- Rob Axiak, Delegate Addressing the Board
- Mary and Mia Maida – Patient Partner
- Sabrina Piluso – Niagara Ontario Health Team – Équipe Santé Ontario Niagara (NOHT-ÉSON)
- Andrea Scott – Niagara Health Foundation
- Kevin Wilson – Niagara Health Foundation

**1. CALL TO ORDER**

Board Chair Marylee O’Neill welcomed fellow Directors, staff and guests and called the meeting to order at 4:02 p.m.

### 1.1 Land Acknowledgement

Lynn Guerriero acknowledged the lands that the Board was gathered on and shared reflections having attended the recent Annual Mid-Winter Powwow held in Fort Erie.

### 1.2 Quorum

There was quorum and the meeting was properly constituted for the transaction of business.

### 1.3 Delegations/Persons Addressing the Board – City of Welland

Welland Mayor Frank Campion and CAO Rob Axiak attended the meeting to present a request for temporary use of a portion of the Welland Site property for 2024 and 2025. The Board thanked Mayor Campion and Mr. Axiak for their time and presentation, noting that the request will be taken under advisement.

### 1.4 Approval of the Agenda

#### **MOTION B24-014:**

**It was MOVED by S. Flett and SECONDED by J. McKinley that the Niagara Health System Board of Directors approves the Open Session Agenda for the March 26, 2024 Meeting as presented. CARRIED.**

### 1.5 Declaration of Conflicts

There were no conflicts declared with the subject matter contained within the agenda.

### 1.6 Chair's Comments

The Chair extended thanks to staff for organizing a pre meeting tour, and to Directors for their participation in the community engagement sessions. Directors were reminded that Board evaluations will be conducted during the month of April.

### 1.7 Patient Story

Mary Maida shared the story of the challenges and struggles during her daughter Mia's healthcare journey. Mary has used her experiences to become a Patient Partner with the Niagara Health Engagement Network. As part of the Network, she participates in projects and Committees to lend her expertise and the patient voice with a goal of improving the patient experience of others.

## 2. EDUCATION

### 2.1 Niagara Ontario Health Team – Équipe Santé Ontario Niagara (NOHT-ÉSON)

Linda Boich and Sabrina Piluso provided the Board with a general overview of Ontario Health Teams which were established as the provincial model for delivering healthcare services under the *Connecting Care Act, 2019*. The Niagara context was also shared focusing on the NOHT-ÉSON strategic pillars, clinical pathways, patient facing initiatives and engagement with primary care. The Board discussed the complexities associated with funding and the process for becoming a 'designated' OHT.

## 3. CONSENT AGENDA

#### **MOTION B24-015:**

**It was MOVED by C. Rate and SECONDED by C. Rossiter that the Niagara Health System Board of Directors approves the Consent Agenda for the March 26, 2024 Open Session meeting as presented, including the motions listed below:**

- **That the Minutes of the January 30, 2024 Open Session Meeting of the Niagara Health System Board of Directors be approved as presented.**

- **That, on the recommendation of the Governance and People Committee, the Niagara Health System Board of Directors approves the Executive Goal-Setting and Performance Evaluation policy and procedure as amended.**
- **That, on the recommendation of the Governance and People Committee, the Niagara Health System Board of Directors approves the Role of the Board Chair policy as amended.**
- **That, on the recommendation of the Finance and Audit Committee, the Niagara Health System Board of Directors endorse management to issue the RFP and subsequent award of the vendor for the replacement endoscopy equipment purchase as presented.**
- **That, on the recommendation of the Finance and Audit Committee, the Niagara Health System Board of Directors approve Niagara Health's Signing Authorities Policy as amended. CARRIED.**

#### **4. REPORTS**

##### **4.1 Report of the President and CEO**

Lynn Guerriero provided highlights from the March 2024 President and CEO's report with a focus on the community engagement sessions which began with a presentation to Regional council and an online webinar. A number of questions have been received both during these sessions and via email. There continues to be misunderstandings related to the role of primary care and the function of Urgent Care Centres. Both will continue to be clarified through open communications. Presentations will be refined and tailored for each community session.

##### **4.1.1 Strategic Plan Scorecard**

The Board was provided with the third quarter data for the Strategic Plan initiatives with a focus on areas where performance is not as expected. Action plans have been developed to ensure there is a concentrated effort to improve, however it was noted that external factors outside of Niagara Health (i.e. outbreaks in Long Term Care) can impact performance.

##### **4.2 Report of the Niagara Health Foundation**

Andrea Scott and Kevin Wilson provided highlights from the March 2024 report including the February Hustle for Healthcare Gala which raised approximately \$450,000 and the meetings underway to mobilize the recent transformational gift. The process for recognizing all levels of giving was discussed.

#### **5. BUSINESS ARISING**

5.1 There were no business arising items for discussion.

#### **6. MATTERS FOR DECISION/DISCUSSION**

##### **6.1 Report of the Quality and Patient Experience Committee**

Elisabeth Zimmermann, Quality and Patient Experience Committee Chair, provided highlights from the Committee's March meeting as outlined in the Committee report to the Board.

##### **6.1.1 2024/25 Quality Improvement Plan Narrative and Workplans and 2023/24 Progress Report**

The Board was provided with the proposed Quality Improvement Plan Narrative, Workplans and Progress Reports which were prepared based on the indicators and targets approved in January. The Quality Improvement Plan will be submitted to Ontario Health and posted on Niagara Health's website by the April 1<sup>st</sup> deadline.

**MOTION B24-016:**

**It was MOVED by E. Zimmermann and SECONDED by S. Flett that, on the recommendation of the Quality and Patient Experience Committee, the Niagara Health System Board of Directors approves the 2024/25 Quality Improvement Plan and 2023/24 Progress Reports for the Hospital and Extended Care Unit for submission to Ontario Health. CARRIED.**

**6.1.2 Indigenous Health Services and Reconciliation Plan**

The Board was provided with the Indigenous Health Services and Reconciliation Plan which was co-created with the Niagara Health's Indigenous Health Services Reconciliation Team. Consultation with Interested and Affected Parties has been undertaken to validate the Plan.

**MOTION B24-017:**

**It was MOVED by E. Zimmermann and SECONDED by S. Malcolm that, on the recommendation of the Quality and Patient Experience Committee, the Niagara Health System Board of Directors approves the Indigenous Health Services and Reconciliation Plan for Niagara Health as presented. CARRIED.**

**6.1.3 Niagara Health Knowledge Institute Strategic Plan**

The Board was provided with the Niagara Health Knowledge Institute Strategic Plan for 2024-2028. An operational plan has been developed to guide Institute activities and align objectives with this Strategic Plan.

**MOTION B24-018:**

**It was MOVED by E. Zimmermann and SECONDED by J. Thomson that, on the recommendation of the Quality and Patient Experience Committee, the Niagara Health System Board of Directors approves the Niagara Health Knowledge Institute 2024-2028 Strategic Plan as presented. CARRIED.**

**6.2 Report of the Governance and People Committee**

John McKinley, Governance and People Committee Vice-Chair, provided highlights from the Committee's March meeting as outlined in the Committee report to the Board.

**6.2.1 Recruitment Plan: Chief of Staff/EVP Medical Affairs**

The Board was provided with an outline of the process to recruit the permanent Chief of Staff and EVP Medical, as well as the draft profile for the position. The national recruitment process will be supported by an external search firm and be conducted in keeping with the applicable legislation and the processes set out in the Professional Staff By-Law.

The Terms of Reference for the Selection Committee were developed based on the requirements set out in Niagara Health's By-Laws. An expression of interest will be issued following the March Board meeting to identify the Independent Director representatives to serve on this Selection Committee.

**MOTION B24-019:**

**It was MOVED by J. McKinley and SECONDED by J. Li that, on the recommendation of the Governance and People Committee, the Niagara Health System Board of Directors approves the Chief of Staff/EVP Medical Affairs Search Committee Terms of Reference as presented. CARRIED.**

#### 6.2.2 Director Vacancy, Recruitment and Renewals

It was noted with regret that Board Member Stephen Murdoch will not seeking reappointment at the 2024 Annual General Meeting. The Board was provided an overview of the recruitment process for this upcoming vacancy endorsed by the Committee.

In keeping with Accreditation Canada's recommendation during the November survey, the vacancy will be filled by a Patient Partner to be selected from the Niagara Health Engagement Network. The process will be led by the Governance and People Committee and the interview panel will be comprised of a sub-set of Committee members as outlined in the motions below.

##### **MOTION B24-020:**

**It was MOVED by J. McKinley and SECONDED by S. Malcolm that, on the recommendation of the Governance and People Committee, the Niagara Health System Board of Directors approves that the Director vacancy created by Stephen Murdoch at the June 2024 Annual Meeting be filled by a Patient Partner selected from Niagara Health Engagement Network;**

**And that the interview panel for this recruitment cycle be comprised of Marylee O'Neill, John McKinley, and Lynn Guerriero. CARRIED.**

#### 6.2.3 Chief of Primary Care

The recruitment process for the Chief of Primary Care was conducted in accordance with the Professional Staff By-Law. The Chief will be integral to strengthening partnerships and relationships with primary care providers in the Niagara community.

##### **MOTION B24-021:**

**It was MOVED by J. McKinley and SECONDED by C. Rossiter that on the recommendation of the Medical Advisory Committee and Governance and People Committees, having considered the information provided in accordance with the processes set out in the Niagara Health System By-Law Number 2, Professional Staff By-Law and the Public Hospitals Act, the Niagara Health System Board of Directors approves the appointment of Dr. Jennifer Robert as Chief of Primary Care, effective April 1, 2024 for a five year term. CARRIED.**

#### 6.2.4 Chief of Surgery

The recruitment process for the Chief of Surgery was conducted in accordance with the Professional Staff By-Law. The nominee will continue with clinical responsibilities in addition to the Chief role.

##### **MOTION B24-022:**

**It was MOVED by J. McKinley and SECONDED by E. Zimmermann that on the recommendation of the Medical Advisory Committee and Governance and People Committees, having considered the information provided in accordance with the processes set out in the Niagara Health System By-Law Number 2, Professional Staff By-Law and the Public Hospitals Act, the Niagara Health System Board of Directors approves the appointment of Dr. Helen Caetano as Chief of Surgery, effective April 1, 2024 for a five year term. CARRIED.**

### 6.3 Report of the Finance and Audit Committee

Charlie Rate, Finance and Audit Committee Chair, provided highlights from the Committee's March meeting as outlined in the Committee report to the Board.

#### 6.3.1 Service Accountability Agreements

The Board was provided with the 2023/24 Service Accountability Agreements which include changes to indicators and local obligations aimed at achieving provincial system goals such as ensuring an equitable health system and improving access and flow. Niagara Health was provided with an approved Balanced Budget Waiver in light of funding uncertainties, particularly related to Bill 124 impacts. The Board was also provided with the Service Accountability extensions for the 2024/25 fiscal year.

#### **MOTION B24-023:**

**It was MOVED by C. Rate and SECONDED by C. Novick that on the recommendation of the Finance and Audit Committee, the Niagara Health System Board of Directors approve the 2023-24 Service Accountability Agreements for Hospital (HSAA), Multi-Sector/Mental Health and Addictions vote programs (MSAA) and Long Term Care (LSAA).**

**That, the Niagara Health System Board of Directors approve the 2024-25 Service Accountability Agreement extensions for Hospital (HSAA), Multi-Sector/Mental Health and Addictions vote programs (MSAA) and Long Term Care (LSAA).  
CARRIED.**

### 6.4 Medical Advisory Committee

Dr. Satish Chawla, Interim Chief of Staff/EVP Medical provided the Board with a summary of the Medical Advisory Committee's January and February meetings as outlined in the report to the Board, including recruitment progress and positive uptake with the SCOPE project.

## 7. MATTERS FOR INFORMATION

### 7.1 Report of the Quality and Patient Experience Committee

The March report was provided to the Board for information.

### 7.2 Report of the Governance and People Committee

The March report was provided to the Board for information.

## 8. MOTION TO ADJOURN OPEN SESSION

There being no further business, the Open Session adjourned at 7:25p.m.

#### **MOTION B24-024:**

**It was MOVED by A. Reitboeck that the Niagara Health System Board of Directors Open Session Meeting of March 26, 2024 be adjourned. CARRIED.**

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Marylee O'Neill, Chair

Recording Secretary: D. Dube