



**WRHA BOARD OF DIRECTORS
MEETING MINUTES**

DATE: Tuesday, June 23, 2015
TIME: 8:00 am
PLACE: Board Room – 4th Floor – 650 Main Street

PRESENT: Board Members

Dr. J. Gray, Chair	Dr. J. Friesen (arrived 9:56)
Maj. J. Biggs	Mr. S. Greenfield
Ms. E. Bishop	Mr. R. Kliewer
Ms. S. Carter (left at 10:25 am)	Ms. D. Koop
Mr. J. Cook	Mr. D. Rondeau (arrived at 8:19 am – due to parkade issues)
Ms. J. Dawkins	Mr. R. Santos (arrived at 9:14 am)
Dr. T. Fatoye	Mr. C. Stahlke
Ms. V. Flett	Mr. B. Thompson
Mr. R. Freedman	

Management Members

Ms. L. Lamont	Mr. G. McLennan
Mr. R. Cloutier	Ms. C. Tolton
Mr. J. Hildebrand	Ms. L. Dahl, Recorder

REGRETS: Dr. M. Ballard
Ms. J. Faulder
Ms. C. Krahenbil

ABSENT:

GUESTS: Lynda Tjaden	Mohamed Yusuf
Dr. Maureen Heaman	Ian Harkness
Adel Compton	Rejean LaBossiere
Rosie Jacuzzi	
Anna Maria Magnifico	

1. Call to Order

The Chair called the meeting to order at 8:06 a.m. As has been the practice at several Board meetings, Mohamed Yusuf, Ian Harkness and Rejean LaBossiere arrived before the meeting started to assist Board members with any iPad issues. The Chair invited Mr. Yusuf, Mr. Harkness and Mr. LaBossiere to remain for the start of the meeting while he advised the Board of Mr. Yusuf's upcoming departure from the WRHA as he moves on to another position. Mr. Yusuf has been an important part of transitioning the Board to a paper-less agenda. The Board thanked Mr. Yusuf for his efforts and valued assistance throughout the transition and for his ongoing support to them as issues arose. Mr. LaBossiere, who will be replacing Mr. Yusuf, was introduced at the meeting. Mr. Yusuf, Mr. Harkness and Mr. LaBossiere then left the meeting.

2. Regrets

Regrets were received from Dr. Ballard, Ms. Faulder and Ms. Krahenbil.

3. Approval of Agenda

The agenda was approved as distributed.

RESOLVED that the Board hereby approve the agenda as presented.

*Moved by Mr. Thompson, Seconded by Ms. Dawkins
Carried*

4. Declaration of Conflict of Interest

No declarations were made.

5. Approval of Consent Agenda

The consent agenda was distributed for review and approval.

5.1 For Approval or Ratification

5.1.1 Minutes: Board of Directors Meeting of May 26, 2015

The minutes of the Board of Directors meeting of May 26, 2015 were distributed for review and approval.

5.2 For Information

5.2.1 Minutes: Audit Committee Meeting of April 29, 2015

The minutes of the Audit Committee Meeting of April 29, 2015 were distributed with the agenda and received for information.

5.2.2 Minutes: Resources Committee Meeting of January 27, 2015

The minutes of the Resources Committee Meeting of January 27, 2015 were distributed with the agenda and received for information.

5.2.3 Minutes: Resources Committee Meeting of April 14, 2015

The minutes of the Resources Committee Meeting of April 14, 2015 were distributed with the agenda and received for information.

5.2.4 Minutes: Resources Committee Meeting of May 11, 2015

The minutes of the Resources Committee Meeting of May 11, 2015 were distributed with the agenda and received for information.

RESOLVED that the WRHA Board hereby approves the Consent Agenda as presented.

*Moved by Mr. Cook, Seconded by Ms. Bishop
Carried*

6. In Camera Session

The meeting was adjourned to an In-Camera Session at 8:15 a.m. and reconvened to the Open Session at 9:15 a.m.

A break in the meeting was taken at 9:15 a.m. and reconvened at 9:29 a.m.

The Chair introduced Anna Maria Magnifico (who joined the meeting after the In Camera session) who is a member of the CancerCare Manitoba (CCMB) Board and the Chair of the Quality Patient Safety Committee of the CCMB Board. Ms. Magnifico requested the opportunity to attend a WRHA Board meeting as the Chair of the CCMB Patient Safety

Committee. Ms. Magnifico was welcomed to the meeting and advised that should any further In Camera discussion arise, she would need to be excused from the meeting during that discussion.

7. Board Chair's Remarks

The Chair advised the Board that today is Dr. Fatoye's last Board meeting, as his term has come to an end. Dr. Fatoye was thanked for his participation on the Board and for his valuable input throughout his term. Dr. Pravin Mehta will join the Board as the Medical Staff representative commencing July 1, 2015.

The Chair went on to advise of the following:

- The Chair met with the Non-Proprietary PCH Board Chairs for a second meeting on May 27th. The Chair will meet with the Non-Proprietary PCH Board Chairs on a quarterly basis.
- As requested by the Minister, the Chair and Ms. Lamont met with the Minister on June 12th to discuss the ED wait times at Grace Hospital.
- On June 15th, the Chair met with Bob Kent, Board Chair of the Heart & Stroke Foundation, to discuss the feasibility of a stroke unit.
- Board members were reminded to complete the Board Self-Assessment survey by June 30th. Ms. Dahl will send a reminder to the Board for this purpose.
- The Board agreed to not meet in July. The next Board meeting will be held on August 25, 2015.

8. Items for Review/Discussion

8.1 PIIPC Project

Lynda Tjaden and Dr. Maureen Heaman attended this portion of the meeting to provide an overview of the PIIPC Project (Partners in Inter-City Integrated Prenatal Care). A copy of the presentation was distributed with the agenda.

A break in the meeting was taken at 10:30 a.m. and reconvened at 10:39 a.m.

9. Generative Discussion

9.1 Spiritual Health Services

Rosie Jacuzzi and Adel Compton, Regional Director, Spiritual Care, attended this portion of the meeting to provide the generative discussion on Spiritual Health Services across the region. A copy of the information relating to the subject matter, along with a copy of the three questions for dialogue, were distributed with the agenda. With regard to reviewing the ability to have a Spiritual Health assessment included in the intake process, Ms. Compton will bring this issue forward to the Professional Advisory Committee and the regional Ethics Committee for further dialogue. The Board is supportive of the need to continue the dialogue throughout the region to bring about better understanding of the values that are important to the patient.

10. For Approval

10.1 Summary of Resolutions

10.1.1 Seven Oaks General Hospital Operating Agreement

Background

Representatives of SOGH and WRHA have successfully negotiated a new Operating Agreement between the WRHA and Seven Oaks General Hospital ("SOGH"). On behalf of the WRHA Board, WRHA Board Chair and Vice-Chair signed the

Operating Agreement on June 3, 2015. At its June 10, 2015 meeting the SOGH Board approved and signed the Operating Agreement on behalf of SOGH.

RESOLVED that the WRHA Board hereby approves and ratifies the entering into of the Operating Agreement with Seven Oaks General Hospital, as recommended by the Board negotiating committee, and approves and ratifies the signing of the Operating Agreement by the WRHA Board Chair and Vice-Chair on behalf of the WRHA Board.

***Moved by Mr. Thompson, Seconded by Ms. Bishop
Carried***

10.1.2 WRHA CEO Signing Authority – Amendment

Background

The WRHA Board would like to repeal the September 23, 2014 resolution specific to the WRHA Chief Operating Officer and pass a new resolution to more specifically delegate the WRHA President and Chief Executive Officer's authority in her/his unexpected absence.

RESOLVED the WRHA Board repeals the below resolution passed on September 23, 2014:

RESOLVED that the WRHA Board hereby appoints the WRHA Chief Operating Officer to assume the CEO's responsibilities, if the CEO is unavailable.

FURTHER RESOLVED that the WRHA Board, in accordance with General By-law No. 1, Clause 63, hereby appoints the WRHA Chief Operating Officer as a person designated by the Board, by resolution, to sign contracts, documents or instruments in writing on behalf of the WRHA together with one of the Chair or Vice-Chair of the Board, or if neither is available, a member of the Governance Committee.

FURTHER RESOLVED that the WRHA Chief Operating Officer may also sign on his own, contracts, documents or instruments in writing up to a total amount per document or instrument no greater than or equal to \$5 million dollars, as set out in the WRHA Signing Authority Limits Policy, as a Level 2 limit applicable to the Chief Executive Officer.

FURTHER RESOLVED where the WRHA President and Chief Executive Officer is absent the WRHA President and Chief Executive Officer's responsibilities and signing authorities shall be delegated during the absence on an interim basis in the following priority:

- 1. to the WRHA Vice President and Chief Operating Officer;***
- 2. should the WRHA Vice President and Chief Operating Officer be absent or unable to assume the delegation, then to the WRHA Vice President and Chief Financial Officer;***

3. *should the WRHA Vice President and Chief Financial Officer be absent or unable to assume the delegation, then to the WRHA Senior Vice President and Chief Medical Officer;*
4. *should the WRHA Senior Vice President and Chief Medical Officer be absent or unable to assume the delegation, then the to an available WRHA Vice President .*

FURTHER RESOLVED that the WRHA Board, in accordance with General By-law No. 1, Clause 63, hereby appoints the WRHA Chief Operating Officer as a person designated by the Board, by resolution, to sign contracts, documents or instruments in writing on behalf of the WRHA together with one of the Chair or Vice-Chair of the Board, or if neither is available, a member of the Governance Committee.

*Moved by Ms. Dawkins, Seconded by Mr. Stahlke
Carried*

10.1.2.1 Financial Commitments Authorization Policy

Background

Section 63 of the WRHA General By-Law No. 1 permits the WRHA Board of Directors to delegate to any Director or Directors, Officer or Officers or any person or persons, on behalf of the Authority either to sign contracts, documents or instruments in writing generally or to sign specific contracts, documents or instruments in writing. The attached Financial Commitments Authorization policy contains the delegations as recommended by the Resource Committee of the Board.

RESOLVED that the WRHA Board hereby approves the Financial Commitments Authorization policy and delegations therein.

*Moved by Mr. Thompson, Seconded by Ms. Koop
Carried*

10.1.3 Consolidated Financial Statements

Background

The Audited Financial statements have been reviewed and recommended by the Audit Committee for approval to the Board.

RESOLVED that the WRHA Board hereby approves the Consolidated and Summarized Consolidated Financial Statements audited by Ernst & Young LLP for the year ending March 31, 2015.

*Moved by Mr. Thompson, Seconded by Mr. Freedman
Carried*

The following resolution was added at the meeting:

10.1.4 Public Sector Compensation Disclosure Report

Background

In accordance with the Canadian Audit Standards 700, the WRHA's draft Report on Public Sector Compensation Disclosure for 2014 is provided to the WRHA Board for its review and approval prior to obtaining the opinion from WRHA's Auditor. The WRHA Audit Committee reviewed the report and recommended its approval to the Board.

RESOLVED that the WRHA Board hereby accepts the recommendation of the Audit Committee and approves the draft Public Sector Compensation Disclosure Report for 2014 and directs that it be provided to our auditors for their review and opinion .

*Moved by Mr. Kliewer, Seconded by Mr. Stahlke
Carried*

10.1.5 LHIG Membership 2015-16

Background

The Local Health Involvement Group Selection Committee has interviewed applicants for the Local Health Involvement Group (LHIG) positions in each of Downtown/Point Douglas, River East/Transcona, River Heights/Fort Garry, Seven Oaks/Inkster, St. Boniface/St. Vital and St. James-Assiniboia/Assiniboine South. The Committee recommends the Board approves the attached list of new members and alternates for these LHIGs for 2015-16.

RESOLVED that the WRHA Board hereby approves the proposed membership for the Local Health Involvement Groups 2015-16 as per the attached list of proposed members.

*Moved by Mr. Cook, Seconded by Ms. Bishop
Carried*

10.1.6 Potential LHIG Topics – 2015-16

RESOLVED that the WRHA Board hereby approves the list of proposed topics for 2015-16 as per the attached briefing note.

*Moved by Mr. Kliewer, Seconded by Dr. Friesen
Carried*

10.2 LHIG Board Liaisons/Alternates - 2015-16

The Board reviewed the list of LHIG Board liaisons for 2015-16. As Ms. Carter is stepping down as liaison for RiverEast/Transcona, Ms. Koop agreed to assume the role. The Board then approved the list of LHIG Board liaisons as presented. The Board will determine the list of alternates at its next meeting.

11. Report of the Interim President and Chief Executive Officer

The Interim President and CEO provided her monthly report on activities related to the implementation of the Board's strategic priorities.

12. Updates

12.1 CancerCare Manitoba Board Update

An update from the recent CCMB Board meeting was provided.

12.2 Churchill Update

An assisted living meeting was held on Monday.

12.3 Nunavut Update

There was no report received for this meeting.

13. Reports to the Board

13.1 Patient Safety Report

A copy of the Patient Safety Report was received for information. Discussion on the report was deferred to the next meeting. The Quality, Patient Safety and Innovation Committee Work Plan will be reviewed for approval by the Board at the Board meeting in September.

Ms. Magnifico suggested that a joint patient safety meeting be held between the CancerCare Manitoba Patient Safety Committee of the Board and the WRHA Quality Patient Safety and Innovation Committee of the Board, to review mutual issues and/or concerns. The Board agreed with this suggestion.

14. Adjournment

The meeting was adjourned at 11:50 a.m.

15. Private Meeting of the Board and President & CEO – In Camera Session

A private session of the Board and CEO commenced.

16. Private Meeting of the Board – In Camera Session

A private meeting of the Board was held.