



**WRHA BOARD OF DIRECTORS
MEETING MINUTES**

DATE: Tuesday, January 26, 2016
TIME: 8:00 am
PLACE: WRHA Board Room – 4th Floor – 650 Main Street

PRESENT: Board Members

Dr. J. Gray, Chair	Ms. V. Flett
Dr. M. Ballard	Ms. D. Koop
Maj. J. Biggs	Dr. P. Mehta (arrived 8:07 a.m.)
Ms. E. Bishop	Mr. D. Rondeau
Ms. S. Carter	Mr. R. Santos (arrived 10:45 a.m.)
Mr. J. Cook	Mr. C. Stahlke
Ms. J. Dawkins	Mr. B. Thompson (via conference call)

Management Members

Mr. M. Sussman	Ms. L. Lamont
Mr. A. Gunson	Ms. J. Warkentin
Mr. R. Cloutier	Ms. L. Dahl, Recorder
Mr. G. McLennan	

REGRETS: Ms. J. Faulder Mr. R. Freedman
Dr. J. Friesen Mr. S. Greenfield

ABSENT: Ms. C. Krahenbil

GUESTS: Ms. C. Schneider

1. Call to Order

The Chair called the meeting to order at 8:04 a.m.

2. Regrets

Regrets were received from J. Faulder, R. Freedman, J. Friesen and S. Greenfield.

3. Approval of Agenda

Item #7 “LHIG Annual Report” was removed from the agenda as C. Schneider was unable to attend today’s meeting.

RESOLVED that the WRHA Board hereby approves the agenda as amended.

*Moved by D. Rondeau, Seconded by J. Dawkins
Carried*

4. Declaration of Conflict of Interest

There were no conflicts of interest declared for this meeting.

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 December 22, 2015

The minutes of the Board of Directors meeting of December 25, 2015 were distributed for approval.

5.2 For Information

5.2.1 Minutes – Aboriginal Health and Human Resources Committee Meeting of November 23, 2015

The minutes of the Aboriginal Health and Human Resources Committee Meeting of November 23, 2015 were distributed for review and approval.

5.2.2 Minutes – Quality, Patient Safety and Innovation Meeting of December 4, 2015

The minutes of the Quality, Patient Safety and Innovation Committee Meeting of December 4, 2015 were distributed for review and approval.

5.2.3 Minutes – Resources Committee Meeting of November 30, 2015

The minutes of the Resources Committee Meeting of November 30, 2015 were distributed for review and approval.

RESOLVED that the WRHA Board hereby approves the Consent Agenda, as amended.

*Moved by E. Bishop, Seconded by J. Dawkins
Carried*

6. In Camera Session

The meeting was adjourned to an In-Camera Session at 8:06 a.m. and reconvened at 9:50 a.m. A break in the meeting was taken at 9:50 a.m. and reconvened at 10:03 a.m.

7. Presentation: LHIG Annual Report

This item was deferred to a later meeting as C. Schneider was unable to attend today's meeting.

8. Board Chair's Remarks

The Chair provided the following remarks:

- The next meeting of the Board's working committee to review Board Committee structures will be held on February 8, 2016.
- As per the Board Retreat recommendation, the first 'mini-retreat' of the Board will be held on February 17, 2016.
- The Chair attended a meeting with the Long Term Care Association (Proprietary PCH's) on January 22nd.
- The Chair met with members of MARCHE (Non-Proprietary PCHs) on January 22nd.
- Since November, the Governance Committee meetings have been focused on the Governance Accreditation Standards and will continue on until end of March.

9. Reports to the Board

9.1 Report of the President and Chief Executive Officer

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

9.2 Patient Safety Report

There was no report provided at this meeting.

9.3 Patient Flow Reports

A copy of the Patient Flow Reports for December 21, 2015 and January 4, 2016 were distributed with the agenda for information.

The focus of Lori Lamont's role in the region has been modified to concentrate on patient flow issues, and improve wait times in the ER for the next 6 to 8 months. A leadership table with senior management representatives from each of the sites has been established for this purpose. A plan, including project improvements within the first quarter of the Steering Committee's operations, will be provided to the Board. The goal is to see measurable improvement within 3 to 4 months.

10. For Approval

10.1.1 Promissory Notes – Transfer to the Manitoba Department of Finance

Background

From time to time, the Government of Manitoba has requested that the WRHA transfer to the Manitoba Department of Finance, the balance of the WRHA's previously approved borrowings. These borrowings are from the WRHA's financial lenders, and the Department of Finance provides the necessary funds to repay those borrowings. The benefits to the WRHA of this arrangement are that it allows for the consolidation of the borrowings, and provides the WRHA with a lower interest rate than is commercially available. The Department of Finance also provides for execution by the WRHA of one or more Promissory Notes in favour of the Government of Manitoba, represented by the Minister of Finance, to repay the consolidated debt at the lower interest rate. The Government of Manitoba has now requested that a total of \$139,315,445.38 of existing borrowings by the WRHA be transferred to the Manitoba Department of Finance, effective February 29, 2016.

RESOLVED that the WRHA Board hereby approves the transfer to the Manitoba Department of Finance on February 29, 2016 of the following approved borrowings:

- 1. Winnipeg Regional Health Authority, in the amount of \$38,819,479.25; and***
- 2. Winnipeg Regional Health Authority dba Health Sciences Centre, in the amount of \$100,495,966.13.***

***Moved by C. Stahlke, Seconded by D. Rondeau
Carried***

FURTHER RESOLVED that the WRHA Board hereby approves the execution and delivery of the following Promissory Notes as security for the consolidated borrowings being transferred to the Department of Finance:

- 1. Promissory Note payable by the Winnipeg Regional Health Authority to the Government of Manitoba as represented by the Minister of Finance in the amount of \$38,819,479.25, with interest thereon payable at the rate of 3.48%, and***

repayment of such principal sum and interest to be amortized over a period of 30 years; and

2. *Promissory Note payable by the Winnipeg Regional Health Authority to the Government of Manitoba as represented by the Minister of Finance in the amount of \$100,495,966.13, with interest thereon payable at the rate of 3.48%, and repayment of such principal sum and interest to be amortized over a period of 30 years.*

*Moved by C. Stahlke, Seconded by J. Cook
Carried*

FURTHER RESOLVED that the WRHA Board hereby authorizes the following officers to sign and deliver these Promissory Notes on behalf of the WRHA:

- a) *any one of the Board Chair or Vice Chair; together with*
- b) *any one of the WRHA Chief Executive Officer, WRHA Chief Operating Officer or the WRHA Chief Financial Officer.*

*Moved by J. Dawkins, Seconded by E. Bishop
Carried*

11. Items for Review/Discussion

11.1 Board Retreat – Summary/Notes

A copy of the Summary/Notes from the November Board Retreat was distributed with the agenda for information and review. The CEO provided some ideas on the work for learned helplessness transformation, and will bring further information forward at the next Board meeting.

11.2 Deliverables for RFP re: Communication Engagement Strategy

The Communication Engagement Strategy RFP will be closing in a month's time, after which a meeting will be held to review the proposals. An update will be provided at the March Board meeting.

12. Updates

12.1 CancerCare Manitoba Board Update

An update from the recent CancerCare Manitoba Board meeting was received for information. The Chair confirmed that E. Bishop will continue on the CCMB Board as the WRHA Board representative for another term.

12.2 Churchill Update

The CEO advised that he had a meeting with the Mayor of Churchill and the COO of the Churchill Health Centre recently. Another meeting will be held in April with the same group.

13. Adjournment

The meeting was adjourned at 11:20 a.m.

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

A private meeting of the Board and President & CEO commenced.

15. Private Meeting of the Board – In Camera Session

A private meeting of the Board was held.