

WRHA BOARD OF DIRECTORS MEETING MINUTES

Approved

DATE: Tuesday, January 16, 2018
TIME: 7:30 am
PLACE: WRHA Board Room - 4th Floor - 650 Main Street

PRESENT: **Board Members**

Karen Dunlop, Chair	Kiran Kumedan
Bill Baines	Donald Lepp (arrived 7:35)
Jan Byrd (arrived 8:40)	Bryce Matlashewski
Victor Giesbrecht	Dr. Judith Scanlan (arrived 7:38)
Raquel Godin (arrived 7:38)	Gord Steeves
Stuart Greenfield	Shannon Stefanson
Major Catherine Harris	Dr. Alaa Awadalla (arrived 8:35) (ex-officio)

Management Members

Réal Cloutier	Dr. Bruce Roe
Ingrid Botting	Shelley Hopkins
Dan Ryall	Leah Janzen
Lori Lamont	Lorri Dahl, Recorder

REGRETS: Dawn Daudrich
Derek Johannson

GUEST: Dave Leschasin

1. Call to Order

The Chair called the meeting to order at 7:31 a.m.

2. Statement of Acknowledgement of Indigenous Ancestral and Territorial Lands

Victor Giesbrecht read the Statement of Acknowledgement of Indigenous Ancestral and Territorial Lands.

3. Declaration of Conflict of Interest

In the interest of transparency, and due to a potential conflict in interest, Donald Lepp and Gord Steeves advised they will recuse themselves from the meeting when item #8.1.1 "Children's Foundation - Variety Centre Heart

Clinic” is discussed. There were no other conflicts of interest declared, potential or perceived with respect to the discussions anticipated at this Board meeting.

4. Approval of Agenda

MOVED by Stuart Greenfield, SECONDED by Shannon Stefanson, that the WRHA Board hereby accepts the agenda as circulated.

Motion CARRIED Unanimously

5. Board Chair’s Remarks

The Chair directed the Board to her Executive and Governance Committee Report as submitted with the agenda. The report highlights the focus of the Chair’s work over this past month.

6. Reporting

6.1 Performance Dashboard

A copy of the Performance Dashboard was distributed with the revised agenda for review and information. Questions were asked about pressure points and that the Region should be tracking in budget for next year. The Board requested that the dashboard be submitted with consistent columns, in particular, that each column consistently indicate what is a “positive” and what is a “negative” attribute.

6.2 Sustainability Plan Financial Update

A copy of the above-noted report was distributed with the revised agenda for review and information. It was noted that the WRHA is on track to balance its budget at year end.

7. In Camera

The meeting moved from the Open Session to the In Camera Session at 8:12 a.m. and reconvened to the Open Session at 11:07 a.m.

8. Approval

8.1 List of Resolutions

8.1.1 Children’s Variety Heart Health Centre Relocation

Donald Lepp and Gord Steeves recused themselves from the meeting at 11:08 a.m., prior to any discussion on this subject.

RESOLVED that the WRHA Board hereby approves The Children’s Hospital Foundation of Manitoba completing a

project design to relocate and renovate the outpatient Variety Centre Heart Clinic from the Community Services Building to the Diagnostic Centre of Excellence Building at the Health Sciences Centre, with said design to be fully funded by The Children's Hospital Foundation of Manitoba, subject to Ministerial approval.

FURTHER RESOLVED that final approval of the project is required once design and costing are refined.

MOVED by Bill Baines and SECONDED by Stuart Greenfield.

Discussion ensued on the requirement for Board approval on all capital endeavours over \$25,000.00. Corrections will be made to ensure the correct title, "Variety Children's Heart Centre (VCHC)", is denoted throughout the supporting documentation as submitted with the agenda.

Motion CARRIED Unanimously

Donald Lepp and Gord Steeves returned to the meeting at 11:14 a.m.

8.1.2 OSI Clinic - SPA with Saskatoon RHA

RESOLVED that the WRHA Board hereby approves the Service Purchase Agreement between the WRHA and the Saskatchewan Regional Health Authority for services related to the Operational Stress Injury Clinic operated by Deer Lodge Centre, which agreement was effective as of November 1, 2017 and conditional upon WRHA Management, WRHA Board and Manitoba Health approval and consent, with said service to be fully funded by Veterans' Affairs Canada.

MOVED by Stuart Greenfield and SECONDED by Raquel Godin.
Motion CARRIED Unanimously

It was noted that on a go-forward basis, agreements will not be signed off prior to Board approval.

8.1.3 Transfer of Debt to the Province of MB

RESOLVED that the WRHA Board of Directors hereby approves the transfer of the following approved borrowings to the Manitoba Department of Finance on February 28, 2018:

- *Winnipeg Regional Health Authority in the amount of \$30,998,859.42; and*
- *Health Sciences Centre in the amount of \$16,631,701.34*

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 Manitoba Department of Finance:

- *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 \$30,998,859.42 with interest thereon payable at the rate of 3.375%, and the repayment of such principal sum and interest to be amortized over a period of 15 years; and*
- *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 \$16,631,701.34 with interest thereon payable at the rate of 3.25%, and the repayment of such principal sum and interest to be amortized over a period of 12 years.*

RESOLVED that the WRHA Board hereby authorizes the following officers to sign the Promissory Notes on behalf of the WRHA: any one of the Board Chair or Vice Chair; together with any one of the WRHA Interim President & Chief Executive Officer, WRHA Acting Chief Operating Officer or the WRHA Chief Financial Officer.

***MOVED by Bill Baines and SECONDED by Victor Giesbrecht.
Motion CARRIED Unanimously***

8.1.4 Approval of Topics for LHIGS

RESOLVED that the WRHA Board hereby approves the following LHIG Topic for February and March 2018 meetings, as per the attached Briefing Note: 1) Follow-up on Topic #1 - “Public Perspectives on Accessing and Navigating the Health Care System” and 2) “Public Perspectives on Clinical Consolidation Activities Phase I and Phase II”.

*MOVED by Judith Scanlan and SECONDED by Raquel Godin.
Motion CARRIED Unanimously*

Questions were asked about the status of topic #2 suggested by the LHIG’s on systemic racism in healthcare. The decision to focus on access and system navigation relates to the priorities of the Region this year in implementing clinical consolidation, and ensuring that the Region is listening to the public. The issue of systemic racism is being considered by Senior Leadership as an operational priority and will be informed by high level direction from the provincial transformation work and Shared Health (under the leadership of Dr. Cook) as it evolves.

In April, the Chair will provide a report to the Board regarding the LHIG meetings she has attended over this past year.

8.2 Minutes: WRHA Board Meeting - December 19, 2017

MOVED by Stuart Greenfield, SECONDED by Catherine Harris that the WRHA Board hereby accepts the Board of Directors Minutes of December 19, 2017, as distributed with the agenda.

Motion CARRIED Unanimously

9. Committees of the Board

9.1 Executive /Governance and Nominating Committee of the Board

The Chair submitted a report on the activities of the Executive / Governance and Nominating Committee with the agenda. In addition to the report, the Chair highlighted the following:

- The Chairs of the Board sub committees will continue to provide monthly reports to the Board, with the intent to move to a schedule

whereby the Chairs will provide an in-depth report for their committees on a rotating basis.

- The Governance and Nominating Committee recommended the Board acquire membership in ICD (Institute of Corporate Directors). The ICD is quickly becoming a gold standard for board directors. A plan will be developed on how the Board will access the various components offered through ICD, and how it relates to the Board education, recruitment and development strategy. The plan will be reviewed at an upcoming Board meeting.
- MB eHealth is reviewing the Board's needs for an appropriate meeting tool and has suggested the Board trial the Diligent program. Jan Byrd, Bill Baines and Kiran Kumedan offered to trial the program.
- The Board meeting effectiveness survey will be sent to the members after today's meeting. The Governance and Nominating Committee will review the results of the survey at its next meeting.
- The Minister's office is planning a Board education event for some time in March or April. All Board members will be invited to attend.

9.2 First Nations, Metis and Inuit Health Committee of the Board

Judith Scanlan provided the following update on the FNMIH Committee:

- Indigenous Health is moving to Shared Health on April 1, 2018. The policies for indigenous health will be developed at the Shared Health level, while operational responsibilities will remain with WRHA. WRHA will have a role on the Truth and Reconciliation Committee to ensure the recommendations are honoured and implemented throughout the region.
- A process to identify the gaps and opportunities for Board learning and understanding related to Indigenous health will be developed. Ongoing monitoring plans for TRC recommendations of relevance to the WRHA, are being developed.
- Michael Redhead Champagne, who is Indigenous, has been recruited to participate on the FNMIH Committee as a member of the community. Through the agenda item "Community Views", Mr. Redhead Champagne will bring forward healthcare issues from within the Indigenous community.
- Krista Williams is now the Executive lead for FNMIH.

9.3 Quality, Patient Safety and Innovation (QPSI) Committee of the Board

The committee has been reviewing its role in light of organizational priorities and the role of Shared Health in Quality and Patient Safety.

9.4 Resources Committees

A report will be provided at the next Board meeting.

10. Adjournment

The meeting was adjourned at 12:05 p.m.

11. Private Meeting of the Board and the Interim President & CEO - In Camera Session

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

12. Private Meeting of the Board - In Camera Session

A private meeting of the Board was held.