

**Ontario Health, TGLN and all 14 LHINs  
Board of Directors Meeting (by Teleconference)**

**Date: September 23, 2020**

**Minutes**

**Directors Present:** Bill Hatanaka (Chair), Elyse Allan (Vice Chair), Jay Aspin, Andrea Barrack, Alex Barron, Jean-Robert Bernier (and as advisor to the 14 LHIN Boards), Adalsteinn Brown, Rob Devitt, Garry Foster (left meeting from 2:25 – 4:08 p.m.), Shelly Jamieson, Jackie Moss, Paul Tsaparis, Anju Virmani (until 5:34 pm)

**Directors not in Attendance:** N/A

**Ontario Health:** Matthew Anderson (CEO), Ashley Dent (Acting General Counsel, Corporate Secretary and Interim Chief Privacy Officer), Christine Gan (Board Assessor), Steven Johansen (Board Coordinator), Ashley Potts (Office of the Board Chair), Phuong Truong (Board Assessor), Louise Verity (Strategic Advisor, Office of the CEO), Anna Greenberg (President, Quality – for items 2 & 8), Donna Marafioti (Interim HR Lead – for item 10), Angela Tibando (Digital & IT Lead – for item 9), Elham Roushani (CFO – for item 7)

**Invited Guest(s):** Camille Orridge (Corpus Sanchez – for item 2), Nash Syed (Corpus Sanchez – for item 2)

Item	Topic	Key Discussion Points	Decision	Action Items/Next Steps
1.	Chair's Opening Remarks	The Chair welcomed Board Members to the meeting.		
1.1	Call to Order	The meeting was called to order at 1:55 p.m.		
1.2	Recognition of Quorum	With quorum present for Ontario Health, TGLN and all 14 LHINs, the meeting was formally constituted.		
1.3	Declarations of Conflict	Mr. Foster informed the Chair that he had the appearance of a potential conflict of interest with one of the closed items as part of		

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		the Finance, Audit and Risk Committee closed Report Out and would recuse himself accordingly.		
1.4	Approve Agenda	The Board reviewed the Agenda as presented.	Upon motion duly made and seconded, and unanimously carried, the Agenda was approved as presented.	
1.5	Dedication – Dr. Brown	<p>Dr. Brown dedicated the meeting to a family member and to all patients who do not have the means and/or ability to switch care to a provider who listens to their wishes as a patient.</p> <p>Ms. Virmani will dedicate the next regular Board meeting.</p>		
1.6	Approve August 19, 2020 Board Minutes	Members reviewed the minutes of the August 19, 2020 Board meeting.	Upon motion duly made and seconded, and unanimously carried, the minutes of the August 19, 2020 Board meeting were approved.	
1.7	Review Follow-Up Items	Follow-up items were reviewed by Ms. Dent.		
1.8	Consolidated Board Evaluation Review	The Chair and Ms. Jamieson reviewed the consolidated board evaluation from the August 19, 2020 Board meeting and stressed the importance that members continue to complete these surveys as the surveys provide valuable feedback.		
2.	Ontario Health Equity, Inclusion, Diversity and Anti-Racism Framework	<p>Ms. Orridge, Mr. Nash and Ms. Greenberg joined the meeting and provided Members with an update regarding the current state of the Equity, Inclusion, Diversity and Anti-Racism framework development, further to the pre-read materials.</p> <p>Ms. Orridge noted the eagerness from within the healthcare field for this initiative based upon the many and varied stakeholder consultations which have taken place to date.</p> <p>Member's inquired as to the Board's role and responsibilities with respect to this initiative.</p> <p>Members expressed their support for the work being undertaken and the development of an action plan, including presentation of the final plan at the October Board meeting.</p>		Presentation of the Final Plan at the October Board meeting

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3.	CEO Report	<p>Mr. Anderson took Members through the CEO Report, further to the pre-read materials.</p> <p>Mr. Anderson provided updates in the following areas: (1) status of ongoing leadership role recruitment; (2) implementation of the integrated organization structure and associated changes to the senior leadership team; (3) the Marrocco Commission; (4) Ontario Health's upcoming Anti-Black racism townhall; and (5) Ministry of Health updates.</p> <p>Mr. Anderson also provided an update on the COVID-19 response, including: (1) the number of cases to date ; (2) lab testing strategy and network; (3) approach to managing the outbreak in the long-term care sector; (4) personal protective equipment; and (5) health human resources.</p> <p>A detailed question and answer period followed.</p>		
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
6.	Governance and Nominating Committee (GNC) Report	<p>The Committee Chair reported on the September 22<sup>nd</sup> GNC meeting, including:</p> <ul style="list-style-type: none"> <li>• Consent Agenda: <ul style="list-style-type: none"> <li>• Board Planning Calendar</li> <li>• Ethical Conduct Policy and Board of Directors Code of Conduct Re-attestation</li> </ul> </li> <li>• Summary of Feedback from Board on Agency Performance</li> <li>• Enterprise Risk Management &amp; Mandate Letter Reporting</li> </ul>	<p><b>Ethical Conduct Policy and Board of Directors Code of Conduct Re-attestation</b></p> <p>Upon motion duly made and seconded, and unanimously carried, the Board of Directors of Ontario Health approved the following resolution:</p> <p><b>BE IT RESOLVED THAT:</b></p> <p>The Ontario Health Board of Directors re-affirm their commitment and adherence to the Board of Directors Code of Conduct further to the</p>	

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			<p>annual review and attestation requirements of the Ontario Health Ethical Conduct Policy.</p> <p><b>Enterprise Risk Management</b></p> <p>Upon motion duly made and seconded, and unanimously carried, the Board of Directors of Ontario Health approved the following resolution:</p> <p><b>BE IT RESOLVED THAT:</b></p> <p>The Board of Directors approve the establishment of a task force on enterprise risk management to be made up of all Committee Chairs which will be supported by the CEO and his designates. The task force will determine the Board's role in ERM, including review and approval of the enterprise risk register and the interface with Management.</p>	
		<p>The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i>.</p>		
		<p>The Board returned to an open session.</p>		
10.	Human Resources and Compensation Committee (HRCC) Report	<p>This item was heard before items 7-9.</p> <p>The Committee Chair reported on the September 23<sup>rd</sup> HRCC meeting, including:</p> <ul style="list-style-type: none"> <li>• OH Equity, Inclusion, Diversity and Anti-Racism Framework</li> <li>• Consent Agenda:</li> </ul>		

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		<ul style="list-style-type: none"> <li>• North East Non-Urgent Patient Transportation Phase 1 - Voluntary Integration - Report Back</li> </ul>		
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
8.	Quality and Engagement Committee (QEC) Report	<p>This item was heard before item 7.</p> <p>The Committee Chair reported on the September 22<sup>nd</sup> QEC meeting, including:</p> <ul style="list-style-type: none"> <li>• Consent Agenda: <ul style="list-style-type: none"> <li>• Update: Mental Health and Addictions Centre of Excellence</li> <li>• Gillese Commission - Long-Term Care Home Public Inquiry - LHIN Working Group Update</li> <li>• Update: Community, Patient and Stakeholder Engagement</li> </ul> </li> <li>• COVID-19 Testing Capacity &amp; Operational Dashboard</li> <li>• Ontario Health Public Reports: Chronic Disease Prevention Strategy &amp; Prevention System Quality Index</li> </ul>		
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
9.	Innovation and Transformation Committee (ITC) Report	<p>This item was heard before item 7.</p> <p>The Committee Chair reported on the September 23<sup>rd</sup> ITC meeting, including:</p> <ul style="list-style-type: none"> <li>• Case and Contact Management Update</li> <li>• Digital Health: Enabling a Modern Health Care System</li> </ul>		

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		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
7.	Finance, Audit and Risk Committee (FARC) Report	<p>The Committee Chair reported on the September 22<sup>nd</sup> FARC meeting, including:</p> <ul style="list-style-type: none"> <li>• Procurement for Cancer Patients Accommodations and Meals</li> <li>• TGLN Procurements - Laptops, Accessories and MS Software</li> <li>• Contract Amendment for the Telehomecare/ Remote Care Management Program</li> <li>• Ontario Health Financial Statements for the Period Ended July 31, 2020 – Members noted they were hopeful that a fiscal year 20/21 budget would be received soon.</li> <li>• Information Session on Workday</li> <li>• Consent Agenda, including: <ul style="list-style-type: none"> <li>• Cash Advance - Windsor Regional Hospital</li> <li>• Cash Advance - Villa Columbo Home for the Aged</li> </ul> </li> </ul>	<p><b>Procurement for Cancer Patients Accommodations and Meals</b></p> <p>Upon motion duly made and seconded, and unanimously carried, the Board of Directors of Ontario Health approved the following resolution:</p> <p><b>BE IT RESOLVED THAT:</b></p> <p>The Board of Directors of Ontario Health approves that Ontario Health (Cancer Care Ontario) Management proceed with an open competitive procurement for accommodations for cancer patients receiving pre-treatment diagnostic testing or active treatments at either the Princess Margaret Cancer Centre or Sunnybrook Odette Cancer Centre for a 3-year term, plus a 2-year optional renewal.</p> <p><b>TGLN Procurements - Laptops, Accessories and MS Software</b></p> <p>Upon motion duly made and seconded, and unanimously carried, the Board of Directors of the Trillium Gift of Life Network approved the following resolution:</p> <p><b>BE IT RESOLVED THAT:</b></p>	

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			<p>The Board of Directors of TGLN approves TGLN entering into contracts following competitive procurements with:</p> <ol style="list-style-type: none"> <li>1. 7917805 Canada Incorporated for Microsoft Visual Studio Enterprise licenses</li> <li>2. The successful vendor under a Vendor of Record (VOR) arrangement for laptops and accessories</li> </ol> <p><b>Contract Amendment for the Telehomecare/ Remote Care Management Program</b></p> <p>Upon motion duly made and seconded, and unanimously carried, the Board of Directors of Ontario Health approved the following resolution:</p> <p><b>BE IT RESOLVED THAT:</b></p> <p>The Board of Directors of Ontario Health approve Ontario Health Management to proceed with execution of Amendment D to the Master Services Agreement between Ontario Health and Vivify Health Canada, Inc. to leverage the first extension option, for a two-year period, available through the Master Services Agreement and to make other amendments to mitigate risk.</p>	
		<p>The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i>.</p>		

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	Termination of meeting	The meeting was adjourned at 6:08 p.m.	Upon motion duly made, seconded, and unanimously carried the meeting was adjourned.	




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William Hatanaka, Board Chair




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Anne Corbett, Corporate Secretary