

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

Date: December 9, 2020

Minutes

Directors Present: Bill Hatanaka (Chair), Elyse Allan (Vice Chair), Jay Aspin, Alex Barron, Jean-Robert Bernier (and as advisor to the 14 LHIN Boards), Adalsteinn Brown (from 1:15 p.m. – 2:20 p.m. and from 3:50 p.m. – 5:00 p.m.), Rob Devitt, Garry Foster, Shelly Jamieson, Jackie Moss, Paul Tsaparis

Directors not in Attendance: Andrea Barrack, Anju Virmani

Ontario Health: Matthew Anderson (Chief Executive Officer), Anne Corbett (General Counsel and Executive Lead, Legal, Privacy and Risk), 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), Angela Tibando (Interim Executive Lead, Digital Excellence in Health – for item 8), April Gamache (Chief Human Resources Officer – for item 9), Donna Marafioti (Interim HR Lead – for item 9), Elham Roushani (Chief Financial Officer – for item 10), Anna Greenberg (Interim Lead, Clinical Institutes and Quality Programs – for item 11), Donna Kline (Chief Communications and Engagement Officer – for item 11)

Invited Guest(s): N/A

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 12:35 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	Ms. Corbett's conflict of interest for part of agenda item 7 (closed session) was noted and Ms. Corbett advised she will recuse herself accordingly.		

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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 – Mr. Bernier	Mr. Bernier dedicated the meeting to paramedics.		
1.6	Approve November 18, 2020 Board Minutes	Members reviewed the minutes of the November 18, 2020 Board meeting.	Upon motion duly made and seconded, and unanimously carried, the minutes of the November 18, 2020 Board meeting were approved.	
1.7	Review Follow-Up Items	The Chair noted there are no current follow-up items.		
2.	CEO Report	<p>Mr. Anderson took Members through the CEO Report, further to the pre-read materials.</p> <p>Mr. Anderson highlighted recent and upcoming changes related to executive leadership and human resources, as well as recent communications and engagements with select provincial stakeholders.</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.		
4.	COVID-19 Update	<p>Mr. Anderson took Members through the COVID-19 related sections of the CEO Report, further to the pre-read materials.</p> <p>Members asked questions and discussed with Mr. Anderson challenges in long-term care, health human resources staffing and hospital ICU capacity.</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> .		

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		The Board returned to an open session.		
7.	Governance and Nominating Committee (GNC) Report	<p>The Committee Chair reported on the December 8th GNC meeting, including:</p> <ul style="list-style-type: none"> • The Board Meeting Evaluation • Consent Agenda - Open: <ul style="list-style-type: none"> • Roles & Responsibilities Matrix • Annual Review of Board Policies: Board Per Diem and Board Education & Development • Board Charter 	<p>Annual Review of Board Policies: Board Per Diem and Board Education & Development</p> <p>Upon motion duly made and seconded, and unanimously carried, the Board of Directors of Ontario Health approved the following resolution:</p> <p>BE IT RESOLVED THAT:</p> <p>The Ontario Health Board of Directors approve the revisions to the Board Per Diem Policy and Board Education and Development Policy as revised.</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.		
8.	Innovation and Transformation Committee (ITC) Report	<p>The Committee Chair reported on the December 8th ITC meeting, including:</p> <ul style="list-style-type: none"> • Ontario Health Cloud Adoption: Draft Principles & Position Statement • Data Centre Integration Update • Status of IT Procurements Approved in June 2020 • Patient Reported Outcome Measures (PROMS) & Patient Reported Experience Measures (PREMS) • COVID-19 Wave 2 Virtual Care Funding Update 		

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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.		
9.	Human Resources and Compensation Committee (HRCC) Report	<p>The Committee Chair reported on the December 8th HRCC meeting, including:</p> <ul style="list-style-type: none"> • OH Equity, Inclusion, Diversity and Anti-Racism Policy – the Committee Chair noted that all members of the Board will be invited to the next HRCC meeting to discuss a revised draft policy 		
10.	Finance, Audit and Risk Committee (FARC) Report	<p>The Committee Chair reported on the December 9th FARC meeting, including:</p> <ul style="list-style-type: none"> • Appointment of Auditor for the eHealth Ontario Employees' Retirement Plan • TGLN Procurement – Learning Management System (LMS) • TGLN Procurement - Organ and Tissue Recovery Staff Transportation • NW LHIN Kenora Office Lease Renewal • CW LHIN Orangeville Office Lease Renewal • ESC LHIN Sarnia Office Lease Extension • Consent Agenda: <ul style="list-style-type: none"> • Toronto Region Cash Advance - Sinai Health System • East Region Cash Advance - Glengarry Memorial Hospital <p>As well, the decisions below were recommended by FARC to the Boards.</p>		

Decisions (FARC Recommended)

Appointment of Auditor for the eHealth Ontario Employees' Retirement Plan

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of Ontario Health approved the following resolution:

BE IT RESOLVED THAT:

The Board of Directors of Ontario Health approves the appointment of Ernst & Young LLP for the audit of the eHealth Ontario Employees' Retirement Plan for the fiscal years ending on December 31, 2020 and December 31, 2021.

TGLN Procurement – Learning Management System (LMS)

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of TGLN approved the following resolution:

BE IT RESOLVED THAT:

The Board of Directors of TGLN approves TGLN entering into a contract with Dual Code for a learning management system.

TGLN Procurement - Organ and Tissue Recovery Staff Transportation

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of TGLN approved the following resolution:

BE IT RESOLVED THAT:

The Board of Directors of TGLN approves TGLN entering into a contract with King Tours for recovery team road transportation.

NW LHIN Kenora Office Lease Renewal

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of the North West LHIN approved the following resolution:

BE IT RESOLVED THAT:

The Board of Directors of the North West LHIN approves a lease extension negotiated by Infrastructure Ontario for 35 Wolsley St., Kenora, Ontario for a one-year term for the period December 15, 2020 to December 14, 2021, at an estimated annual rate of approximately \$48,941 conditional on the LHIN seeking and receiving approval by the Treasury Board Secretariat as required by Section 28 of the Financial Administration Act.

CW LHIN Orangeville Office Lease Renewal

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of the Central West LHIN approved the following resolution:

BE IT RESOLVED THAT:

The Board of Directors of the Central West LHIN approves a lease extension negotiated by Infrastructure Ontario (IO) for unit 16 - 224 Centennial Road, Orangeville, Ontario for a one-year and seventeen (17) day term from March 15, 2021 to March 31, 2022 at approximately \$56,385 annually. Such approval is conditional on the Central West LHIN seeking and receiving approval by the Treasury Board Secretariat as required by section 28 of the Financial Administration Act.

ESC LHIN Sarnia Office Lease Extension

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of the Erie St. Clair LHIN approved the following resolution:

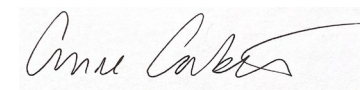
BE IT RESOLVED THAT:

The Board of Directors of the Erie St. Clair LHIN approves a lease extension negotiated by Infrastructure Ontario (IO), currently occupied by the LHIN, for Unit 1, 1150 Pontiac Drive, Sarnia, Ontario for a two (2) year term from January 1, 2021 to December 31, 2022 at approximately \$245,568.40 annually. Such approval is conditional on the ESC LHIN receiving approval by the Treasury Board Secretariat as required by section 28 of the Financial Administration Act.

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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.		
11.	Quality and Engagement Committee (QEC) Report	The Committee Chair reported on the December 9 th QEC meeting, including: <ul style="list-style-type: none"> • Mental Health and Addictions Centre of Excellence Update 		
		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> .		
	Termination of meeting	The meeting was adjourned at 5:30 p.m.	Upon motion duly made, seconded, and unanimously carried the meeting was adjourned.	



William Hatanaka, Board Chair



Anne Corbett, Corporate Secretary