

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

Date: March 24, 2021

Minutes

Directors Present: Bill Hatanaka (Chair), Elyse Allan (Vice Chair), Jay Aspin, Andrea Barrack, Jean-Robert Bernier (and as advisor to the 14 LHIN Boards), Adalsteinn Brown (from 2:30 p.m.), Garry Foster, Shelly Jamieson, Jackie Moss, Joe Parker, Paul Tsaparis, Anju Virmani

Directors not in Attendance: Alex Barron

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), Elham Roushani (Chief Financial Officer – for item 7), Angela Tibando (Digital Excellence in Health Executive – for item 9), Anna Greenberg (Chief, Strategy & Planning – for item 10), April Gamache (Chief Human Resources 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. Mr. Parker was welcomed to his first board meeting as a new member of the boards.		
1.1	Call to Order	The meeting was called to order at 12:40 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	No conflicts of interest were declared.		

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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 – Ms. Allan	Ms. Allan dedicated the meeting to the extended Ontario Health family of healthcare organizations and their people. Mr. Aspin will dedicate the next Board meeting.		
1.6	Approve February 4, 2021 Board Minutes	Members reviewed the minutes of the February 4, 2021 Board meeting.	Upon motion duly made and seconded, and unanimously carried, the minutes of the February 4, 2021 Board meeting were approved.	
1.7	Review Follow-Up Items	The Chair noted there were no 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 various items, including the two year anniversary of Ontario Health, the current state of Ontario Health's executive leadership recruitment and portfolio structure, the progress with regard to Ontario Health Teams, the TGLN and LHIN transfers, the work towards health system recovery, and long-term care.</p> <p>A detailed question and answer period followed.</p>		
3.	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 rising ICU admission rates and ICU capacity, system recovery efforts, rising cases of variants of concern, long-term care, the potential role of the provincial lab network post-COVID-19, structures/models/roles that developed in the healthcare system due to COVID-19 that may remain in place post-COVID-19, and infection prevention and control.</p>		

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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 March 24th FARC meeting, including:</p> <ul style="list-style-type: none"> • OH Financial Statements for the Period Ended December 31, 2020 • Review of FARC Terms of Reference • Approval of Execution of Cognitive Behaviour Therapy Statements of Work • Approval of OH Enterprise Risk Management Policy • Lease Extensions for OH Offices • Consent Agenda: <ul style="list-style-type: none"> • Approval of Pension Planning Committee Terms of Reference and Plan Amendment • Approval of OH Revised Delegation of Authority Policy • Approval of OH Revised Travel, Meal and Hospitality Policies • Financial Reporting, Payroll and Banking Post Transfer Regarding LHIN and TGLN Transfer <p>As well, the decisions below were recommended by FARC to the Boards.</p>		

Decisions (FARC Recommended)

Approval of Execution of Cognitive Behaviour Therapy Statements of Work

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 Ontario Health Management to proceed with approval of the execution of the statements of work between Ontario Health and each of Morneau Shepell and MindBeacon from November 2, 2020 and November 17, 2020 respectively to the end of the Master Agreements (December 10, 2022), with an option to extend each statement of work to co-terminate with the extended end date of the Master Agreement should any extension options be leveraged in accordance with the Master Agreements (in no event not beyond December 10, 2024). The ceiling value for each of the contract totals \$6,262,500.

Approval of OH Enterprise Risk Management Policy

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 Ontario Health Board of Directors approves the Ontario Health Enterprise Risk Management Policy as presented

Lease Extensions for OH Offices

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 Ontario Health Board of Directors approves the lease extension for the 505 University Avenue office location for 2 years.

AND

The Ontario Health Board of Directors approves management to notify the landlord of Ontario Health's 525 University Avenue office location that Ontario Health intends to begin negotiations, via Infrastructure Ontario, on the lease extension for the 525 University Avenue office location for 5 years.

Approval of Pension Planning Committee Terms of Reference and Plan Amendment

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 Ontario Health Board of Directors approves:

- 1. The updated Pension Planning Committee Terms of Reference; and
- 2. Amendment Number 4 to amend certain provisions of the Defined Contribution Pension Plan.

Approval of OH Revised Delegation of Authority Policy

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 Ontario Health Board of Directors approves the revisions to the Delegation of Authority Policy as presented.

Approval of OH Revised Travel, Meal and Hospitality Policy

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 Ontario Health Board of Directors approves the revisions to both the Ontario Health Travel, Meal and Hospitality Expenses Policy, and the Ontario Health Board of Directors Travel, Meal and Hospitality Expenses Policy, as presented.

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		The Board returned to an open session.		
8.	Governance and Nominating Committee (GNC) Report	<p>The Committee Chair reported on the March 23rd GNC meeting, including:</p> <ul style="list-style-type: none"> OH Board Meeting Policy and LHIN Board Meeting Policy 	<p>OH Board Meeting Policy and LHIN Board Meeting Policy</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 approves the Ontario Health Board Meeting Policy as amended.</p> <p>Upon motion duly made and seconded, and unanimously carried, the Boards of Directors of all 14 Local Health Integration Networks approved the following resolution:</p> <p>BE IT RESOLVED THAT:</p> <p>The LHINs Boards of Directors approves the Local Health Integration Network Board Meeting Policy as amended.</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.		
9.	Innovation and Transformation	The Committee Chair reported on the March 23 rd ITC meeting, including:		

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	Committee (ITC) Report	<ul style="list-style-type: none"> <li data-bbox="478 310 982 334">• Draft Revised ITC Terms of Reference 		
		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.		
10.	Quality and Engagement Committee (QEC) Report	The Committee Chair reported on the March 23 rd QEC meeting and advised there were no items in the open agenda.		
		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.	Human Resources and Compensation Committee (HRCC) Report	<p data-bbox="428 868 1192 922">The Committee Chair reported on the March 24th HRCC meeting, including:</p> <ul style="list-style-type: none"> <li data-bbox="478 943 1125 997">• Update on OH Equity, Inclusion, Diversity and Anti-Racism 		
		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 4:45 p.m.	Upon motion duly made, seconded, and unanimously carried the meeting was adjourned.	



William Hatanaka, Board Chair



Anne Corbett, Corporate Secretary