

Board of Directors Meeting (OPEN SESSION)

R.Joyce Ctr, DeGroot School of Business, 4350 S. Service Rd

Wednesday, 5/31/2023

1:00 - 2:40 PM ET

1. STANDARD ITEMS

- | | | | |
|---|--------|---------|---------------------------|
| a. Call to Order | 1:00pm | | Board Chair, R. Smallbone |
| i. Board Norms & Behaviours* | | | |
| <i>BOARD NORMS AND BEHAVIOURS - Page 5</i> | | | |
| ii. Land Acknowledgement* | | | |
| <i>Land Acknowledgement - Town Hall Version - Page 6</i> | | | |
| b. Declaration of Conflict | | | Chair |
| c. Approval of Agenda | | Approve | Chair |
| d. Chair's Remarks | | | Chair |
| e. DEI Considerations for Agenda Items | 1:05pm | Discuss | Corrine Kennedy |
| **New item on each agenda** | | | |
| f. Approval of Minutes from Previous Meeting & Business Arising from the Minutes | | Approve | Chair |
| *Minutes from March 29, 2023 Meeting Attached | | | |
| *Action Item from Previous Meeting Attached | | | |
| <i>Open Session Minutes March 29 2023 - DRAFT - Page 7</i> | | | |

2. TOP OF MIND

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|--|--------|---------|--------------|
| a. President & CEO Report* | 1:10pm | Discuss | E. Vandewall |
| *Report & Appendix Attached | | | |
| <i>President and CEO Report to the Board May 31 2023 FINAL - Page 14</i> | | | |
| <i>Board Communications Update - May 2023 - Page 20</i> | | | |
| b. Professional Practice Report* | 1:15pm | Discuss | Leslie Motz |
| *Report Attached | | | |
| <i>Professional Practice Report May 2023 - Page 23</i> | | | |

3. EDUCATION SESSION: JBH Compliance with Accessibility for Ontarians with Disabilities Act (AODA)*

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|--|--------|---------|--------------|
| 3. EDUCATION SESSION: JBH Compliance with Accessibility for Ontarians with Disabilities Act (AODA)* | 1:20pm | Present | Peter Osgood |
| *Attachment | | | |
| <i>JBH- Board Presentation- Accessibility Compliance Report May 312023 - Page 29</i> | | | |

4. PATIENT STORY

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|--|--------|---------|---------|
| 4. PATIENT STORY | 1:40pm | Approve | L. Motz |
| MOTIONS TO GO IN-CAMERA & TO RESUME OPEN SESSION | | | |

5. UPDATES

- | | | | |
|--|--------|---------|--|
| a. DEI Update* | 1:50pm | Discuss | E. Vandewall/L. Martuscelli/C. Kennedy |
| *Letter provided in the Exhibit folder for information | | | |

6. COMMITTEE REPORTS

<p>a. Digital Health Strategy Committee (DHSC)* *DHSC report Attached (to be continued In-Camera) <i>DHSC Report to Board - May 29 2023 - FINAL - Page 39</i></p>	<p>1:55pm Discuss Paul Clarke, DHSC Chair</p>
<p>b. Quality Committee (QC)* *QC Report Attached (APPROVAL ITEM BELOW) <i>QC Report to Board - May 31 2023 - FINAL (Open Session) - Page 42</i></p> <p style="margin-left: 20px;">i. 2022/23 Quality Improvement Plan (Final Report) (QC Recommendation)</p>	<p>2:00pm Approve Deanna Williams, QC Chair</p> <p style="margin-left: 20px;">Approve D. Williams</p>
<p>c. Finance & Audit (FAC)* *FAC (Open Session) Report Attached (FAC Report continues In-Camera) (APPROVAL ITEMS BELOW & ON CONSENT AGENDA) <i>FAC Report to Board - May 30 2023 - FINAL Open Session - Page 45</i></p> <p style="margin-left: 20px;">i. Hospital Sector Accountability Agreement (H-SAA)</p> <p style="margin-left: 20px;">ii. Multi-Sector Accountability Agreement Attestation (M-SAA)</p> <p style="margin-left: 20px;">iii. Appointment of External Auditors</p> <p style="margin-left: 20px;">iv. Audited Financial Statements (2022/23)</p> <p style="margin-left: 20px;">v. Financial Update</p>	<p>2:00pm Approve Dave Wagstaff, FAC Chair (Randy to Present)</p> <p style="margin-left: 20px;">Approve</p> <p style="margin-left: 20px;">Approve</p> <p style="margin-left: 20px;">Approve</p> <p style="margin-left: 20px;">Approve</p> <p style="margin-left: 20px;">Approve M. Terlevic</p>
<p>d. Governance & Nominating Committee (GNC)* *GNC Report Attached (APPROVAL ITEMS BELOW & ON CONSENT AGENDA) <i>GNC Report to Board - May 31 2023 - FINAL (May 31 - Open Session) - Page 48</i> <i>2b 69936502_1_Board Resolution re_ By-law 2023-1 and Articles of Amendment - Page 52</i></p> <p style="margin-left: 20px;">i. Form of Amendment (Articles of Incorporation)* *Resolution provided above <i>70168451_1_2b(ii) 68495003_1_Articles of Amendment - Page 55</i></p> <p style="margin-left: 20px;">ii. Administrative By-laws (ONCA-Compliant)* *Copy provided in the Exhibit Folder *Resolutions for the Administrative By-laws & Form of Amendment are attached to the GNC Report</p> <p style="margin-left: 20px;">iii. 2023/24 Board Size (GNC Recommendation)</p> <p style="margin-left: 20px;">iv. New Appointments to the Board (GNC Recommendation)</p> <p style="margin-left: 20px;">v. 2023/24 Community Representatives & Patient Family Advisor Appointments/Re-Appointments* *Attached <i>Appointment & Re-Appointment of Community Representative & PFA 2023-2024 - Page 57</i></p> <p style="margin-left: 20px;">vi. 2023/24 Nominations Report* *Attached <i>6d 2023-2024 Nominating Report - for the Board Meeting - FINAL - Page 58</i> <i>6d(i) 2023-2024 Nominating Report - for the Annual Meeting -</i></p>	<p>2:10pm Approve Anjlee Patel, GNC Chair</p> <p style="margin-left: 20px;">Approve</p> <p style="margin-left: 20px;">Approve</p> <p style="margin-left: 20px;">Approve</p> <p style="margin-left: 20px;">Approve</p> <p style="margin-left: 20px;">Approve</p> <p style="margin-left: 20px;">Approve</p>

- vii. **2023/24 IRM Corporate Risk Register*** Approve
*Copy provided in the Exhibit Folder
- viii. **Professional Staff By-laws (Refreshed)*** Approve
*Copy of By-law provided in the Exhibit Folder below
(GNC Recommendation)
- ix. **2023/24 Board Expenses Budget** Approve
(GNC Recommendation)

e. **Motion to Accept the Committee Reports** Approve Chair

7. CONSENT AGENDA

2:20pm Approve Chair

Please refer to the Consent Agenda list below & Motions provided
BOARD MOTIONS - Consent Agenda - May 31_2023 - Open Session - Page 62

8. OPERATIONS UPDATE

- a. **Medical Staff Association Update*** 2:22pm Discuss Dr. Charland
*Attached
MSA Report to the Board- May 2023 - Page 67

9. OTHER BUSINESS

- a. **Review of Action Items** 2:25pm Chair
- b. **Next Meeting: Annual Members Meeting (Monday June 26, 2023 @ 4:00pm)** Chair
- c. **Motion to Adjourn @ 2:30pm** 2:30pm Approve Chair

10. CONSENT AGENDA BELOW

a. GNC Report (May 30 GNC Report)

i. 2023/24 Committee Work Plans*

3a(i) DHSC Work Plan 2023-2024 - DRAFT - CLEAN VERSION - Page 69

3a(ii) FAC Work Plan 2023-2024 - DRAFT - CLEAN VERSION - Page 72

3a(v) QC Work Plan 2023-2024 - DRAFT - CLEAN VERSION - Page 75

3a(iv) HRPCC Work Plan 2023-2024 - DRAFT FOR DISCUSSION - CLEAN VERSION-amended - Page 78

3a(iii) GNC Work Plan 2023-2024 - DRAFT - CLEAN VERSION-amended - Page 82

ii. ONCA Related Policy & Terms of Reference

Amendments*

(NOTE: THERE WERE ALSO ONCA-RELATED AMENDMENTS TO SOME PROCEDURES WHICH WERE ENDORSED BY THE GNC. THE BOARD DOES NOT APPROVE PROCEDURES)

67218020_1_Comparison - G-C-22 Conflict of Interest Policy v1 - v2 - Page 86

67218151_1_Comparison - G-C-25 Attendance Policy v1 -v2 - Page 91

67218208_1_Comparison - G-C-27 Board Standing Committee Principles -v1-v2 - Page 95

67218272_1_Comparison - G-C-28 Annual Term Agreement Director and Community Representative -v1 -v2 - Page 102

67218721_1_Comparison - G-D-34 In Camera Meetings-v1-v2 - Page 108

67218817_1_Comparison - G-D-40 Resignation and Removal of

a Director v1 -v2 - Page 115
68553374_1_Comparison - G-E-44 Board Chair Role Description
- Approved (January 2022)-66955889-v2 and v3 - Page 119
68553307_1_Comparison - G-E-45 Board Vice Chair Role
Description - Approved (January 2022)-66955890-v2 and v3 -
Page 127
67219079_1_Comparison - G-E-51 Community Representative
Role Description v1 -v2 - Page 132
67219184_1_Comparison - FAC - Terms of Reference 2022-23 -
Approved (June 2022)-669545 v.1v2 - Page 137

iii. Non-ONCA related Policy Amendments*

3d(i) G-C-24 Statement of Board Roles and Responsibilities -
Approved (January 2022) - proposed amendment-V2 - Page 143

b. FAC Report (May 30 FAC Report)

i. Internal Y/E Financial Statements @ March 31, 2023*

3b - Financial Statements March 2023 - Page 149

ii. BPSAA Compliance Attestation*

BPSAA Attestation Letter - JBH 2023 - Page 152

11. INFORMATION TO THE BOARD

a. Legislative Financial Compliance Reporting*

Appendix A - Financial Statutory Declaration - Mar 2023 - Page 154

b. Executive Expense Reporting*

Exec Expense Reporting BN - Page 155