

Joseph Brant Hospital  
Board of Governors Meeting

Minutes of the Open meeting of the **Board of Governors** held on **Wednesday September 24, 2014** at **3:00 p.m.** in the **Gordon Room**.

<b>PRESENT:</b>	Don Dalicandro (C) Mae Radford Michael Pautler Dominic Mercuri Eric Vandewall Sylvia Leonard Krista Attwood	Kathryn Osborne (VC) Debra Carey Rob Hamilton Don Wray Nancy LaBelle  Christine Thomson (Recording)	Dave Dean Brent Scowen Sandra Edrupt Patrick Killorn MD Paul Faulkner MD Randy Smallbone
<b>STAFF:</b>	Tess Romain Florine Lobo	Anissa Hilborn Mario Joannette	Arlene Yam
<b>REGRETS:</b>			
<b>GUESTS:</b>			

**1. Call To Order – Welcome and Introductions**

The Chair called the meeting to order at 3:00 p.m.

**2. Declaration of Conflicts**

There were no declarations of conflict.

**3. Approval of Agenda**

It was,

**Moved by:** Don Wray

**Seconded by:** Sylvia Leonard

*That the agenda be approved as presented.*

...CARRIED

**4. Approval of Previous Minutes – May 28, 2014, June 4, 2014**

The minutes of the May 28, 2014 and June 4, 2014 meetings of the Board of Governors were presented.

It was,

**Moved by:** Mae Radford

**Seconded by:** Debra Carey

*That the minutes of May 28, 2014 and June 4, 2014 be approved as presented.*

...CARRIED

**5. Chair's Remarks**

D. Dalicandro reported that the Hospital has been focused on completing the donor agreement that was announced at the Crystal Ball and finalizing the Chief of Staff recruitment. The Hospital is on track for ground-breaking on phase 2 of the JBH Redevelopment & Expansion Project in the first quarter of next year, and the Board is looking forward to celebrating this milestone in 2015.

Mr. Dalicandro welcomed Randall Smallbone to the meeting. Mr. Smallbone is the new representative from the Hospital Foundation. Mr. Dalicandro also welcomed Marianne Meed Ward as a guest to the meeting, and Dr. Teresa DeSantis, who will be taking an executive role in the Medical Staff Association.

Mr. Dalicandro noted to the Board the new photo of Don Wray that has been placed on the Board Chair Wall, and thanked Mr. Wray for his leadership last year as Board Chair.

## 6. Committee Chairs' Report

Kathryn Osborne (Quality Committee)

- A document will be emailed to the Board that outlines the purpose of reading a patient story at each Board meeting.

Don Dalicandro (Building & Facilities Committee)

- Nothing to report

Michael Pautler (Governance & Nominating Committee)

- Mr. Pautler thanked the Board for completing and submitting the annual learning plans. Mr. Pautler noted the distribution of Annual Term Agreements and peer assessments to each Governor.

Dave Dean (Finance Committee)

- Mr. Dean referenced the CFO report included in the Finance Committee material. The report highlights the patient flow and operating challenges experienced during the first quarter, and the negative impact it has had on the Q1 financial results. The report also addresses the steps being taken by the Hospital to manage costs and mitigate the risk of a deficit.

Don Wray (Audit Committee)

- Mr. Wray reported receipt of the KPMG audit letter and was pleased to report there are no deficiencies in the Hospital's internal control.

## 7. Consent Agenda

The Chair queried as to whether any member wished to have a specific item contained within the Consent Agenda, as presented, removed for further discussion. There were no items removed for further discussion.

It was,

**Moved by:** Dave Dean                      **Seconded by:** Michael Pautler

*That the motions of the Consent Agenda (Items 7.a, 7.c, 7.d and 7.e) be approved as presented.*

...CARRIED

### a) Quality Committee

The minutes of the September 18, 2014 meeting were presented for information and included the following attachments:

- QC – Terms of Reference – Sep 2014
- QC – ED Annual Quality Report Slides
- QC – Critical Care Annual Report Slides
- QC – Quality Safety IPAC Annual Quality Report Slides

- QC – May 2014 High Harm Report
- QC – June 2014 High Harm Report

The following motion was presented:

*That the Quality Committee recommends to the Board of Governors approval of the Terms of Reference, as presented.*

**b) Building & Facilities Committee**

The minutes of the August 20, 2014, July 14, 2014 and June 9, 2014 meetings were presented for information.

**c) Governance and Nominating Committee**

The minutes of the September 11, 2014 meeting were presented for information and included the following attachments:

- GNC Work Plan 2014-15
- GNC Terms of Reference – Sep 2014 DRAFT
- Board Budget as of July 2014
- Board Expenses July 2014-15 Breakdown
- GNC Briefing Note – Board Catchment Area for Recruitment in Bylaws
- Document Tracker
- Accreditation Report – Governance

**The following motions were presented:**

*The Governance and Nominating Committee recommends to the Board of Governors approval of the Governance and Nominating Committee Terms of Reference, as amended.*

*The Governance and Nominating Committee recommends to the Board of Governors approval to remove section 4.3.3 of the JBH Bylaws.*

**d) Finance Committee**

The minutes of the August 26, 2014 meeting were presented for information and included the following attachments:

- Finance – 2014-15 Q1 H-SAA
- Finance- CFO Report June 2014
- Finance – Capital Summary – June 30, 2014
- Finance – JBH Balance Sheet June 2014
- Finance – JBH Operating Statement June 2014

The following motion was presented:

*That the Finance Committee recommends to the Board of Governors for approval the First Quarter (2014/15) Financial Statements as presented.*

**e) Audit Committee**

The minutes of the August 26, 2014 meeting were presented for information.

**8. New Business**

**a) Joint Venture Agreement (McMaster University)**

The following documents were pre-circulated with the agenda package:

- JVA – Presentation JBH Board Joint Venture Agreement JBH and McMaster

- JVA – Miller Thomson Summary Document
- JVA – Joint Venture Agreement JBH and McMaster

E. Vandewall welcomed legal counsel from Miller Thomson LLP, Karima Kanani and Bill Dahms.

The Chair queried whether there were any questions regarding the JVA Agreement. There were no questions from the Board.

It was,

**Moved by:** Kathryn Osborne

**Seconded by:** Dom Mercuri

*That the Board of Governors approve the Joint Venture Agreement (JVA) between Joseph Brant Hospital and McMaster University for the construction and occupation of the Halton McMaster Family Health Centre and Hospital administration and clinical building through a leasehold condominium corporation, as presented.*

...CARRIED

**b) 2014-15 Annual Board Work Plan**

The 2014-15 Board Annual Work Plan was pre-circulated with the agenda package.

The Chair queried whether there were any questions or amendments to the Work Plan. There were no questions or amendments regarding the Work Plan.

It was,

**Moved by:** Debra Carey

**Seconded by:** Mae Radford

*That the Board of Governors approve the Board Work Plan for 2014/15, as presented.*

...CARRIED

**c) Strategic Scorecard**

The following documents were pre-circulated with the agenda package:

- Strategic Indicator Summary Q1 2014-15
- Quality and Safety Dashboard Q1 2014-15
- Q1 2014-15 Interpretation Document

D. Dalicandro queried whether there were any questions for management regarding the Q1 2014-15 results.

N. LaBelle reported that the Quality Committee discussed trending of data at its last meeting. There is specific follow up within the Hospital to identify points of delay in processes and the Quality Committee will receive a report on the findings at its next meeting. Ms. LaBelle confirmed that all high-risk needs are being met.

Dr. Faulkner noted that it is standard Emergency Department practice to ask patients upon triage questions that may identify any respiratory illness and questions related to recent travel, in order to proactively identify any patients who may be at risk for illnesses related to any current contagious respiratory illnesses (e.g. endovirus D68) or infectious disease from around the globe.

**d) ED Action Plan**

The ED Action Plan was pre-circulated with the agenda package.

Dr. Faulkner commented that the presentation summarizes the recommendations from the ED Coaching Team provided by the Hamilton Niagara Haldimand Brant (HNHB) LHIN in January 2014 and JBH's response and action plan submitted to the LHIN. The Hospital has requested additional support in order to respond to several of the recommendations, including financial support for process improvement and coaching resources.

Dr. Faulkner noted that the hospital has initiated a process improvement project in the ED to improve time to initial physician assessment. A Kaizen event was held with an interdisciplinary team including front line staff to review the current process and design the future state, identifying and removing non-value added steps for the patient.

A future LEAN process improvement initiative is planned in discharge planning, an area of focus identified by physicians and the ED Coaching Team report.

There were no questions regarding the ED Action Plan.

**e) LEAN Education**

D. Dalicandro reported that each Board meeting will consist of different elements of LEAN training. Today's session will be an introduction to LEAN.

T. Romain introduced Erin Swindall, Process Improvement Specialist at JBH.

Ms. Swindall gave a presentation on LEAN education which included the definition, principles, and an overview of common wastes and LEAN tools.

E. Vandewall noted the importance of sustainability in the success of LEAN process improvement. Front line staff will be heavily involved in designing solutions, implementation and managing change. The Hospital recognizes that a commitment to LEAN starts with a commitment from Leadership and this training is underway through the Leadership and Management Forums. LEAN training will be made available to all physician chiefs, and Ms. Swindall will provide education at a future MSA meeting.

Dr. Faulkner will confirm whether there is a CME training credit towards LEAN training for physicians. It was recognized that to allow for physician participation, the timing and scheduling of events will need to be considered.

The Chair thanked Ms. Swindall for her presentation.

**f) President and CEO Report**

The President & CEO Report was pre-circulated with the agenda package. Mr. Vandewall provided a verbal update on the following:

- There have been extraordinary pressures with regards to salary, overtime and agency costs related to the opening of over census beds. Immediate measures have been put in place as a result. The Hospital remains on track to balance its budget for 2014/15.
- The first phase of Redevelopment will see substantial completion by the end of November, and full completion by the end of 2014. McMaster is currently occupying the building and have begun providing services to patients. JBH is pleased that McMaster has partial occupancy of the building and can treat patients.

- A recommendation has been issued by the evaluation team regarding Phase 2 of the Redevelopment. A confidential recommendation will be presented to the Building & Facilities Committee on October 6<sup>th</sup>, and to the Board of Governors on October 22, 2014. The Hospital anticipates completed negotiations and announcement of the preferred proponent in mid-November, however this date will be extended in the event of continued negotiations with the preferred vendor. Construction will begin in spring 2015.
- Flood remediation work is complete other than outstanding work in the Pharmacy. Pharmacy will return to their offices next week. The Hospital has moved to a single source resolution to ensure this does not happen again.

**g) Chief of Staff Report**

The Chief of Staff Report was pre-circulated with the agenda package.

There were no questions regarding the Chief of Staff Report.

**9. Reports**

**a) Vice President Patient Care Services and Chief Nursing Executive Report**

The Vice President Patient Care Services and Chief Nursing Executive Report was pre-circulated with the agenda package.

There were no questions regarding the Vice President Patient Care Services and Chief Nursing Executive Report.

**b) Medical Staff Association Report**

The Medical Staff Association Report was pre-circulated with the agenda package.

Dr. Killorn noted that the new MSA Executive will be endorsed at tomorrow evening's MSA meeting.

There were no questions regarding the Medical Staff Association Report.

**c) Foundation Report**

The Foundation Report was pre-circulated with the agenda package. Mr. Randall noted the following in his report:

- The Hospital received a generous donation from Mr. Michael Lee-Chin at the Crystal Ball. Mr. Lee-Chin also extended his \$1 million matching donation opportunity to the end of 2014.
- The Foundation is hosting many events in the near future including the Amazing Bed Race and looks forward to the Board of Governors continued support at future events.

The Chair congratulated the Foundation on a successful Crystal Ball and the generous donation from Mr. Lee-Chin.

There were no questions regarding the Foundation Report.

**d) Auxiliary Report**

The Auxiliary Report was pre-circulated with the agenda package. K. Attwood noted the following in her report:

- The Auxiliary Board has 2 new members this year: Sherri Chivers and Lisa Brown
- The Auxiliary has begun work on its strategic plan and the creation of a signature fundraising event
- There will be focus on becoming incorporated and becoming a registered charity

There were no questions regarding the Auxiliary Report.

#### **10. Hospital Related**

The following items were pre-circulated for information:

- Media Review June 2014 – JBH in the News
- Media Review July 2014 – JBH in the News
- Media Review August 2014 – JBH in the News

#### **11. Other Business**

There was no other business to report.

#### **12. Adjournment**

It was,

**Moved by:** Don Dalicandro

*That the Open meeting of the Board of Governors be adjourned at 4:15 p.m.*

...CARRIED

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Don Dalicandro  
Chair, Board of Governors

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Christine Thomson  
Recorder