

BOARD OF DIRECTORS - OPEN MEETING

Date: Monday, June 8, 2015
 Time: 16:00 – 18:30 hours
 Location: Fenwick Conference Room, Watkins 2

Start	Time	Item	Topic	Lead	Purpose	Attachment
1. CALL TO ORDER, CONFIRMATION OF QUORUM & PRESENTATIONS						
1600	10 min	1.1	Approval of Agenda & Chair's Remarks	Carson	Decision	Draft agenda
		1.2	Approval of Previous Minutes: April 29, 2015	Carson	Decision	Draft minutes
		1.3	KGH Auxiliary Annual Report	Thompson/Raymond	Inform	Briefing note & written report
2. CEO UPDATE						
1610	5 min	2.1	CEO Report	Thompson	Inform	Verbal
1615	30 min	2.2	Health Research New Venture Presentation	Thompson/Deeley Thomson	Decision	Briefing note & presentation
3. INTEGRATED BUSINESS						
1645	15 min	3.1	KGH Q4 Reporting and KGH This Year	Thompson	Discuss	Briefing note & strategy index & KGH This Quarter - Q4 presentation
1700	30 min	3.2	Five Year Strategy Report – Our Journey Towards Outstanding Care, Always: The Last Five Years	Thompson	Inform	Presentation @ mtg
1730	15 min	3.3	Board Committee Annual Reports <ul style="list-style-type: none"> Finance and Audit Committee Governance Committee Patient Care and People Committee 	Thomson Janiec Thomson Hytonen	Discuss	Briefing note & committee reports
4. PATIENT CARE & PEOPLE COMMITTEE						
1745	5 min	4.1	Occupational Health & Safety Annual Report	Hytonen	Decision	Briefing note & annual report
5. MEDICAL ADVISORY COMMITTEE						
1750	5 min	5.1	COS Report – May MAC Meeting & Annual Report	Zelt	Discuss	Briefing Note
1800	5 min	5.2	President Medical Staff Association Annual Report	Thain	Inform	Written report
6. FINANCE & AUDIT COMMITTEE						
1805	5 min	6.1	Annual Audited Financial Statements & MD&A	Janiec	Decision	Briefing Note
1810	5 min	6.2	Appointment of the Auditors for Fiscal 2016	Janiec	Decision	Briefing Note
1815	5 min	6.3	Broader Public Sector Accountability Act – Compliance	Janiec	Decision	Briefing note & attestation

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BOARD OF DIRECTORS: OPEN MEETING OF JUNE 08, 2015

A regular meeting of the Board of Directors of Kingston General Hospital was held on Monday, June 08, 2015 in the Fenwick Conference Room, Watkins 2, of Kingston General Hospital from 16:00 to 19:35 hours. The following are the open minutes.

Elected Members Present (voting): Lynn Bowering, Scott Carson (Chair), Peng-Sang Cau, Wendy Forsythe, Timo Hytonen, Donna Janiec, Diane Kelly, Susan Lounsbury, Geoff Quirt, Bill Robertson, George Thomson (by phone).

Ex-officio Members Present (voting): Richard Reznick.

Ex-officio Members Present: Leslee Thompson, David Zelt.

Guests: Axel Thesberg.

Regrets: Annette Bergeron, Silvie Crawford, Al Orth, Kishore Thain.

Administrative Staff: Mary Pope (Recording Secretary), Brenda Carter, J'Neene Coghlan, Jim Flett, Chris Gillies, Shannon Graham, Troy Jones, John Lott, and Theresa MacBeth.

1.0 CALL TO ORDER & CONFIRMATION OF QUORUM

The Chair called the meeting to order and confirmed quorum. The Chair reminded board members that the Board Meeting & Recognition Dinner for departing board members is being held on Monday, June 22, 2015. Location for the dinner is Olivea, 39 Brock Street, Kingston. Also on Monday, June 22 starting at 13:00 hours there will be a KGH New Board Member orientation. The master board and committee meeting schedule will be emailed to your offices to ensure your calendars capture all board and your committee meeting dates.

The Chair advised that he will be away for the period June 19, 2015 to July 15, 2015 and George Thomson will have signing authority during this time.

1.1 Approval of Agenda & Chair's Remarks

Moved by Bill Robertson, seconded by Wendy Forsythe:

THAT the agenda be approved as circulated.

CARRIED

1.2 Approval of Previous Minutes

The April 29, 2015 draft open meeting minutes were pre-circulated with the agenda.

Moved by Diane Kelly, seconded by Peng-Sang Cau:

THAT the open minutes of the KGH Board of Directors meeting held on April 29, 2015 be approved as circulated

CARRIED

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1.3 KGH Auxiliary Annual Report

The Chair welcomed Jenny Raymond, President of the KGH Auxiliary to speak to her report which was pre-circulated in the agenda package. Jenny Raymond reviewed the Auxiliary report and highlighted accomplishments of the Auxiliary:

- September saw the installation of the new Auxiliary Gift Shop sign and lighting;
- In September the Auxiliary recommended support for the purchase of the new C-arm for the OR at a cost of \$25,000 and also the Clarity dose reduction technology for the Imaging Department at a cost of \$156,000;
- The annual Christmas Bazaar was well attended and raised over \$6,000;
- The Teddy Bear campaign was a great success and raised over \$24,000. This money was used to purchase a Linear Array Scanner for Pediatrics;
- The Millennium Endowment Fund received eleven applications and of these seven were supported wholly or in part for a total of \$11,207;
- The sales in the café and Gift/Tuck shops are down slightly, however they have \$408,000 this year to support the purchase of an item(s) from the Capital Equipment list.

Scott Carson thanked Jenny Raymond and noted that the Auxiliary is not only caring for families with their many projects at the hospital, they have also made donations to the KGH capital budget providing significant financial support.

2.0 CEO UPDATE

2.1 CEO Report

Leslee Thompson did not present a report, deferring this time in the agenda to the Health Research New Venture Presentation.

2.2 Health Research New Venture Presentation

Dr. Roger Deeley introduced the topic and introduced Aaron Smith of Ernst and Young (EY) to the Board. Aaron Smith then reviewed the pre-circulated Kingston Academic Partners – KGH Board Briefing document with board members. The plan that is being developed will enhance the coordination, visibility and collaboration of health research of the founding Academic Partners, providing a base to grow our capacity to enhance research, while maintaining ethical and social values of the founding Academic Partners. It will bring together the four organizations, leveraging collective benefits and strengths and optimizing potential to raise additional research revenue. EY has worked with stake holders to validate the plans against leading practices and established frameworks as they develop the business plan for the New Venture. The integrated model for this New Venture will be unique when compared to Canadian peer Research Institutes. The report outlined the benefits in forming an incorporated entity including for example: naming rights; fundraising; funding opportunities; limiting liability; tax credits; collaboration; and creating independent oversight for research activities. Members discussed the limitation of a joint venture model, which had at one point been contemplated for research and Mr. Smith explained the reasoning for the change of focus to a legal entity which charitable status as the preferred model for the New Venture Research Institute.

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Dr. Deeley shared that next steps include continuing to socialize the findings summarized in the presentation with Academic Partner stakeholders; for endorsement so that planning can continue. It was noted that once more work is completed, it will be brought back to the Academic Partners for further endorsement and approval.

It was moved by Geoff Quirt, seconded by Susan Lounsbury:

THAT the Board of Directors are supportive of moving forward to the next steps with the New Venture planning for research.

CARRIED

3.0 INTEGRATED BUSINESS

3.1 KGH Q4 Reporting and KGH This Year

The briefing note and report were pre-circulated in the board package. Leslee Thompson invited John Lott to review the overall progress at Q4.

The integrated Q4 Strategy Performance Report summarizes progress on our key performance indicators which was included in the board package. Also included were:

- A summary presentation of Q4 performance highlights;
- The Fiscal 14/15 Target Explanations that provides commentary about how targets are set as well as peer data comparison;
- A briefing note that provides an overview of the structure and content of the Strategy Performance Report.

In the summary John Lott, noted that the reporting document is our commitment to transparency and accountability, which describes our performance against our Annual Corporate Plan, as well as the work underway to achieve our 27 targets, in simple, accessible language that is easily understood by the general public.

Big wins at KGH reported for the fourth quarter were:

- Hand Hygiene
- C.diff – outbreak free for 3 years
- HEART Program staff training exceed its target
- 2084 employees have had performance reviews completed exceeding plan
- Get Out of Gridlock (GOOG) under Brenda Carter's

3.2 Five Year Strategy Report – Our Journey Towards Outstanding Care, Always: The Last Five Years

An overview of the report was provided by Theresa MacBeth. Members were advised that the final report will be available on the KGH web site, and access will be available through your mobile devices such as phone and tablets. The report will be presented at a number of events at KGH during the week of June 22, 2015 (including a Town Halls, Strawberry Social, media release, and announcements to the public). The members

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commended Theresa MacBeth and her team on the report, in particular the professional appearance and quality.

3.3 Board Committee Annual Reports

The Chair reviewed the briefing note that was pre-circulated in the board package. It is one of the responsibilities of the governance committee to: 1) Establish for board approval, the annual board work plan process and ensure Standing Committees develop an annual work plans that reflect their terms of reference and board work plan. There being no questions from the members,

It was moved by Bill Robertson, seconded by Peng-Sang Cau:

THAT the Board of Directors receive the annual reports of the board committees for 2014-15.

CARRIED

4.0 PATIENT CARE & PEOPLE COMMITTEE

4.1 Occupational Health & Safety Annual Report

The report was circulated in the Board package. Timo Hytonen reviewed the report and requested questions from members. In response to a query regarding the increase in workplace violence, Shannon Graham advised that the increase in workplace violence is partially attributable to: increased reporting in the last 2 years as staff learn the reporting tools; adding in with mental health patients that was new to KGH as it transferred from HDH; increased dementia as the population ages; and changing societal norms as nurses are saying 'no' to the violence from patients. To address the increase, KGH is providing considerable training on how to deal with patient violence. In respect to responding to the concern regarding mandatory staff vaccination or wearing a mask, Shannon Graham advised that it is the intent to implement the vaccine/mask this year and the issue is being taken to the Planning & Performance Committee in July for their discussion and decision.

It was moved by Diane Kelly, seconded by Lynn Bowering:

THAT the Board of Directors receive the Occupational Health & Safety Report 2014-15.

CARRIED

5. MEDICAL ADVISORY COMMITTEE

5.1 Chief of Staff Report – May MAC Meeting & Annual Report

The written report of the Chief of Staff was pre-circulated in the agenda package. Key highlights from the May MAC meeting included endorsement of the major issues and activities being address.

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5.2 President Medical Staff Association Annual Report

The report submitted by Kishore Thain was included in the pre-circulated Board package. There was no discussion of the report.

6.0 FINANCE & AUDIT COMMITTEE

6.1 Annual Audited Financial Statements & MD&A

Donna Janiec reviewed the briefing note and draft format of the consolidated audited statements and the wording of the notes accompanying. The Board discussed the Management Discussion and Analysis document which was included in the pre-circulated board package. Congratulations were extended to hospital staff and leadership for reaching the surplus in working capital for the first time in 16 years. The CEO noted that the MD&A report is a great document that captures the many changes that have taken place at KGH and shows that the financial management is really extraordinary.

It was moved by Donna Janiec, seconded by Peng-Sang Cau:

THAT the draft audited Financial Statements, accompanying notes, and the related unaudited Management Discussion & Analysis for the Year Ended March 31, 2015 be approved by the Board of Directors.

CARRIED

6.2 Appointment of the Auditors for Fiscal 2016

Donna Janiec reviewed the pre-circulated briefing note.

It was moved by Donna Janiec, seconded by Timo Hytonen:

THAT the board of directors endorses the recommendation of the Audit Committee regarding the reappointment of KPMG as the Hospital's auditors for Fiscal 2016.

CARRIED

6.3 Broader Public Sector Accountability Act – Compliance

Donna Janiec reviewed the material that was pre-circulated in the board package.

It was moved by Donna Janiec, seconded by Susan Lounsbury:

THAT the Board of Directors approve the Broader Public Sector Accountability Act (BPSAA) Compliance Attestation form for Fiscal 2015.

CARRIED

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7.0 GOVERNANCE COMMITTEE

7.1 Board Slate 2015-16

The material was pre-circulated in the board package.

Moved by Scott Carson, seconded by Peng-Sang Cau:

THAT the following individual are elected by the voting members of the Corporation immediately following the June 8, 2015 board meeting: Lynn Bowering, Scott Carson, Peng-Sang Cau, Wendy Forsythe, Donna Janiec, Diane Kelly, Susan Lounsbury, Allen Orth, Geoffrey Quirt, Axel Thesburg, George Thomson and Bill Robertson.

CARRIED

7.2 Board & Committee Master Schedule 2015-16

The material was pre-circulated in the Board package. The schedule will be sent to members for them to enter the dates in their calendars.

It was moved by Wendy Forsythe, seconded by Susan Lounsbury:

THAT the master 2015-16 board and committee meeting schedule be approved.

CARRIED

7.3 Board & Committee Compositions 2015-16

The amended Board & Committee Composition 2015-16 was provided to members on the table.

It was moved by Donna Janiec, seconded by Susan Lounsbury:

THAT the board approves the proposed board committee compositions for 2015-16.

CARRIED

As outlined in the pre-circulated agenda, the Board adjourned briefly for dinner prior to the in-camera segment.

8.0 IN-CAMERA SEGMENT

8.1 Motion to Move In-Camera

Moved by Bill Robertson, seconded by Susan Lounsbury:

THAT the Board move into an in-camera session.

CARRIED

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12.0 MOTION TO REPORT ON IN-CAMERA DECISION/DISCUSSION ITEMS & TERMINATION

12.1 Motion to Report the Decision Approved In-Camera

Moved by Annette Bergeron, seconded by Susan Lounsbury:

THAT the Board rise from committee of the whole and the Chair report.

CARRIED

The Chair reported on the following in-camera decision/discussion items: the Board approved the in-camera minutes of the April Board meeting; the Board received the final March Patient Care and People and Finance and Audit minutes and April Governance Committee minutes as well as receiving the draft minutes from the March Patient Care and People, Governance, and Finance and Audit Committee meetings; the Board approved a number of medical, midwife and registered nurse extended class staff appointments and reappointments as well as housestaff appointments; the board received an additional briefing on the Healthcare Tomorrow project as well as receiving the Q4 reports from the Chief of Staff and President and Chief Executive Officer. In terms of the next steps in the annual performance feedback and process, it was agreed that the Governance Committee would meet to discuss further and report back to the Board.

12.2 Date of Next Meeting & Termination

The Chair confirmed that the date of the next meeting is: Monday, June 22, 2015 at 16:00 hours.

The meeting terminated at 19:35 hours on motion by Bill Robertson.

13.0 IN-CAMERA ELECTED MEMBERS SESSION & CEO ONLY

A brief session was held.

14.0 IN-CAMERA ELECTED MEMBERS SESSION WITHOUT MANAGEMENT PRESENT

A brief session was held post-meeting with elected members only.

Scott Carson
Chair