

20241216 Meeting Book - KHSC Board of Directors - Open Meeting

KHSC Board of Directors Meeting - December 16, 2024 - Open Agenda

1600 / 05 min

1.0 CALL TO ORDER, CONFIRMATION Of QUORUM, CONSENT AGENDA & APPROVAL OF AGENDA

1.1 Welcome, Call to Order, Quorum confirmation, Conflict of Interest, Chair's Remarks

McCullough

1.2 Indigenous Acknowledgement

Reflect

All

We are grateful for the opportunity to meet today and are thankful to all the generations of people who care for these lands and waters. KHSC is located on the ancestral lands and waters of the Anishinaabeg, Haudenosaunee and serve a wider geographical area that encompasses many Indigenous communities including Tyendinaga, Katarokwi as well as communities within the Weeneebayko Area Health Authority. As we partner in care, discovery and learning to achieve better health outcomes for our communities, KHSC is committed to actively advocating for and acting upon the Truth and Reconciliation Committee's calls to Action on Health.

1.3 Opening Value Statement (Compassion, Respect, Partnership, Excellence, Innovation)

Reflect

Leslie

Verbal

1.4 Consent Agenda Items

Decide/Amend

McCullough

- a) Briefing: Summary of Consent Items - December 2024
- b) Minutes: Open Board Meeting Draft - October 28, 2024
- c) Report: Q2 Access & Flow
- d) Report: Q2 Quality Improvement Plan (QIP)
- e) Briefing: Approach to Development of 2025-26 QIP
- f) Report: Q2 Patient Experience Report
- g) Report: Q2 Patient Safety & Quality Report
- h) Report: Annual Patient & Family Advisory Council (PFAC) Update
- i) Briefing: Update to Governance Committee Composition
- j) Q2 KHSC Strategic Performance Reporting
 - Briefing: Q2 KHSC Strategic Performance Report Summary
 - [Link: Strategic Performance Report \(SPR\) F25 Q2 - Full Report](#)
 - [Link: Service Accountability Agreement \(SAA\) F25 Q2 - Full Report](#)
 - [Link: Strategic Performance Index \(SPI\) F25 Q2](#)
- k) Revised Integrated Risk Management Approach
 - Briefing: Revised Approach to Integrated Risk Management
 - [Link: Presentation - Revised Integrated Risk Management - November 2024](#)
- l) Briefing: Leadership Development & Succession Planning

1.5 Approval of the Open Agenda

Decide/Amend

McCullough

2.0 BOARD EDUCATION & LEADERHSIP DEVELOPMENT

1605 / 5 min	2.1 Approach to Board & Executive Education Session - Jan 27, 2025 Verbal	Inform/Discuss	Ilse
1610 / 05 min	2.2 Proposed Framework for Annual Board Chair 1:1 meetings (January 6 & 7)	Inform/Discuss	McCullough

3.0 BUSINESS ARISING FROM THE MINUTES

No Business Arising from the Minutes

4.0 MATTERS REQUIRING DECISION

1615 / 5 min	4.1 KHSC Board & Committee Size & Structure	Decide/Amend	Fell / Ilse
1620 / 5 min	4.2 Nominations/Selection Process for 2025-26 Briefing: Nominations/Selection Process for 2025-26 Link: Board Policy II-A-3 Responsibilities of Individual Directors Link: Board policy II-A-6 Position Description for Board Officers & Committee Chairs	Decide/Amend	Fell / Ilse
1625 / 5 min	4.3 Selection Process for Patient Experience Advisors to Board Committees	Decide/Amend	Fell / Ilse

5.0 MATTERS FOR DISCUSSION

1630 / 10 min	5.1 CEO Report to the Board - December 2024	Inform/Discuss	Pichora
1640 / 5 min	5.2 Chief of Staff Report & November MAC Meeting	Inform/Discuss	Fitzpatrick
1645 / 5 min	5.3 Update from the President of the Medical Staff Association (MSA) Verbal	Inform/Discuss	Kain
1650 / 5 min	5.4 UHKF President & CEO Update	Inform/Discuss	Zsolnay

6.0 REORTING & UPDATES

1655 / 30 min	6.1 Board Committees - November Meeting Highlights a) Executive Committee b) People, Finance & Audit Committee c) Patient Care & Quality Committee Program Presentation - KidsInclusive Briefing: Program Presentation: KidsInclusive Presentation: KidsInclusive d) Research Committee e) Governance Committee	Presentation & Verbal Update at meeting	McCullough Talbot-Allan Leslie Cosford Fell
1725 / 10 min	6.2 Governance Self-Assessment Results June 2024 (Accreditation Canada) Briefing: Governance Self-Assessment Results June 2024 (Accreditation Canada) Survey Results June 2024	Inform/Discuss	Ilse

7.0 IN-CAMERA SEGMENT (Members of the Public/Guests depart meeting/break)

1735 / 15 min	7.1 Motion to Move In-Camera / Refreshment Break Verbal		McCullough
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12.0 REPORT ON IN-CAMERA MATTERS

1815 / 5 min	12.1 Motion to Report on Decisions Approved In-Camera Verbal	Decide/Amend	McCullough
1820 / 5 min	13.0 MEETING SURVEY, DATE OF NEXT MEETING & TERMINATION Verbal	Inform	McCullough

[Link: Meeting Effectiveness Survey - December 2024 Board](#)

[Link: Expression of Interest for KHSC Board & Committee Work for 2025-26](#)

Date of Next Meeting/Education Session: Monday, January 27, 2025 16:00 to 19:00 hours

Motion to Terminate the Meeting

INFORMAL IN-CAMERA SESSION OF ELECTED DIRECTORS

As per policy II-B-6 Board Meetings. At the conclusion of each Board meeting and at the call of any two directors, an informal session of elected directors may be conducted without the presence of the ex-officio directors. The CEO and COS may be invited to participate in a part of the meeting upon the invitation of the Chair before being excused. This process provides an opportunity to the Chair to discuss areas where performance of the directors could be strengthened. Any matters pertaining to specific meeting agenda items, or all other aspects of the Board's roles and responsibilities must not be discussed in such a meeting. No decisions will be made, and no minutes will be prepared. Following the informal session, the Chair will discuss matters arising, as appropriate with the CEO and COS.

BOARD OF DIRECTORS OPEN MEETING: DECEMBER 16, 2024

A regular meeting of the Board of Directors of the Kingston Health Sciences Centre was held in-person at Kingston Health Sciences Centre, Hotel Dieu Site, 166 Brock Street in the Henderson Board Room on Monday, December 16, 2024 from 1600 to 1900 hours. The following are the open minutes.

Elected Members Present (voting): Alan Cosford, Mélanie Josée Davidson, David Fell, Sahiza Hossenbaccus, Patrick Johnston, Emily Leslie, Sherri McCullough (Chair), Mona Rahman, Margaret Shepherd, Kevin Snedden, Laura Talbot-Allan, and Sandy Wilson.

Ex-officio Members Present (voting): Karen Humphreys-Blake, Stephen Vanner

Ex-officio Members Present (non-voting): Mike Fitzpatrick, Jason Hann, and David Pichora, Danielle Kain

Regrets: Anne Desgagnés, Jane Fitzgerald

Staff: Nick Anand, Heather Bullock, Tracey Cuddington (Recording Secretary), Val Gamache-O'Leary, Chris Gillies, Renate Ilse, Indira Naraine, Steve Smith, Mary Lou Toop and Tom Zsolnay.

1.0 CALL TO ORDER, CONFIRMATION OF NOTICE, QUORUM, CONFLICT DECLARATIONS, AGENDA APPROVAL

1.1 Welcome, Call to Order, Confirmation of Quorum, Conflict Declarations, Agenda Approval

Sherri McCullough called the meeting to order and confirmed quorum and that everyone was able to hear the proceedings. No declarations of conflict were recorded. The Chair welcomed Stephen Vanner to the meeting, who is joining the KHSC Board of Directors as the Principal of Queen's University Representative.

1.2 Indigenous Acknowledgement

The Indigenous Acknowledgement was included on the agenda in advance of the meeting for Board members to reflect upon as they reviewed the materials.

1.3 Opening Value Statement (Compassion, Respect, Partnership, Excellence, Innovation)

Emily Leslie provided the opening value statement speaking on the importance and value of compassion, recognizing distress in others and having a desire to alleviate it. There is always room to strengthen compassion for others by listening, being patient, offering to help. Compassion is like a muscle the more we practice the stronger it becomes. We should always practice and strengthen our compassion for our patients, for one another and ourselves.

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1.4 Consent Agenda Items

Agenda materials were posted on the board portal on December 11, 2024. The following items were provided as part of the consent agenda:

- a) Briefing: Consent Agenda Items Summary – Open Agenda – December 2024
- b) Minutes: Draft KHSC Board of Directors Open Minutes - October 28, 2024
- c) Report: Q2 Access and Flow
- d) Report: Q2 Quality Improvement Plan (QIP)
- e) Briefing: Approach to Development of 2025-26 QIP
- f) Report: Q2 Patient Experience Report
- g) Report: Q2 Patient Safety & Quality Report
- h) Report: Annual Patient & Family Advisory Council (PFAC) Update
- i) Briefing: Update to Governance Committee Composition
- j) Briefing: Q2 KHSC Strategic Performance Reporting
- k) Briefing: Revised Approach to Integrated Risk Management
- l) Briefing: Leadership Development & Succession Planning

Moved by Sandy Wilson, seconded by Emily Leslie:

THAT the consent agenda be approved as circulated.

CARRIED.

1.5 Approval of Agenda

The Chair drew attention to the pre-circulated agenda.

Moved by Alan Cosford, seconded by Karen Humphreys-Blake:

THAT the agenda be approved as circulated.

CARRIED.

2.0 BOARD EDUCATION & LEADERSHIP DEVELOPMENT

2.1 Board & Executive Education Session – January 27, 2025

Renate Ilse provided a brief overview of the Board education session in January, which will focus on Risk Management, beyond the scope of our regular integrated risk profile, focusing on operational and strategic risks and the boards role, risks in labour and delivery, the highest liability for hospitals, followed by a discussion on strategic and emerging risks, and strategies for identifying risks that lack historical precedence. Followed by a refresh on the ASSIST ethical framework with generative discussion on the cost of preventing emerging risks. The education session will be followed by a brief in-camera board meeting.

2.2 Proposed framework for the Annual Board Chair 1:1 meetings in January

Sherri McCullough provided an overview of the framework for the annual Board Chair 1:1 fireside chats slated for January 6-7, 2025. The meetings are intended to garner input from individual directors on the overall work

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of the board and committees, ideas and building on the board's strengths as well as providing an opportunity for individual directors to reflect on their performance over the past year and identify goals for the coming year. It is hoped that these meetings can take place in person, however video conferencing can be arranged for those who may be unable to attend in person. Tracey Cuddington will be reaching out to Directors to schedule a time.

3.0 BUSINESS ARISING FROM THE MINUTES

No items identified.

4.0 MATTERS REQUIRING DECISION

4.1 Board Committee Size and Structure

The Chair drew attention to the pre-circulated briefing note and recommendations from the Governance Committee. David Fell, Chair of the Governance Committee provided a brief overview of the key considerations as discussed at the November Governance Committee meeting around board size, committee structure and frequency of meetings for 2025-26.

Moved by David Fell, seconded by Patrick Johnston:

THAT, as recommended by the Governance Committee, the KHSC Board of Directors endorse that the overall size of the Board remain at 20 (14 elected directors and 6 ex-officio directors); and

THAT, as recommended by the Governance Committee, the KHSC Board of Directors, endorse the continuance of the same meeting frequency for 2025-26 for the board and committees, recognizing the potential for additional meetings if required.

CARRIED.

4.2 Nominations/Selection process for 2025-26

Further to the Board's endorsement in October of the critical path for 2025-26 Board Nominations, members received copies of the Expression of Interest Survey, Updated Skills Matrix and Individual Director Self-Reflection tool as recommended by the Governance Committee.

Moved by David Fell, seconded by Emily Leslie:

As recommended by the Governance Committee,

THAT the KHSC Board of Directors endorse the Expression of Interest Survey for 2025-26; and

THAT the KHSC Board of Directors endorse the Updated Skills Matrix Tool for 2025-26; and

THAT the KHSC Board of Directors endorse the Individual Director Self-Reflection Tool for 2025-26.

CARRIED.

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Members were asked to complete the survey by December 31, 2024. For ease of access, a link was provided at the bottom of the open agenda, on the home page of BoardEffect. An email with a link to the survey will also be distributed following the meeting.

4.3 Selection Process for Patient Experience Advisors to Board Committees

David Fell provided an overview of the select process to appoint Patient Experience Advisors (PEAs) to for committees, noting that of the four PEAs currently serving on a board committee, only one is eligible to return in 2025-26, the others have reached the maximum allowable term as outlined in the board policy manual. At the November Governance meeting, discussion focused on the challenges of recruiting PEA's to board committees in recent years, it is hoped that at least three PEAs will be identified this year through the recruitment process to ensure that the patient and family voice is represented at each of the Board's standing committees. It was confirmed that exit interviews will be undertaken by the individual committee chair with their respective PEAs who will be completing their tenure in June 2025.

Moved by David Fell, seconded by Margaret Shepherd:

THAT, as recommended by the Governance Committee, the KHSC Board of Directors endorse the annual process for identification of Patient Experience Advisors to serve on board committees be undertaken as outlined in Board Policy II-B-0.

CARRIED.

5.0 MATTERS FOR DISCUSSION

5.1 President & CEO Update

A written report was posted to the board portal on December 11, 2024 as part of the open agenda materials for review in advance of the meeting. David Pichora provided a presentation at the meeting on Lumeo Key Performance Indicators, and the status of the project one week following the successful go-live on December 6th. Key performance indicators to date show KHSC's performance is above average compared against other Oracle clients in North America. The efforts of Val Gamache-O'Leary and the Lumeo project teams were instrumental in ensuring such a smooth transition. There has been incredible engagement across the organization from staff and physicians. A significant achievement in support of patient care. The old systems will continue to run in tandem as read only as a back-plan and as we continue to transfer data. The patient safety, quality and clinical risk team are looking at any challenges that arise, to ensure any impacts to patient care and clinical risk are addressed and communicated in a timely manner.

5.2 Chief of Staff / MAC Report – September 2024

The Chief of Staff report was circulated in advance of the meeting. Mike Fitzpatrick provided a brief summary of the main meeting discussions and outcomes from the Medical Advisory Committee (MAC) meetings held in October and November. There were no questions.

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5.3 Update from the President of the Medical Staff Association (MSA)

Danielle Kain, President of the Medical Staff Association provided an overview of the MSA and an update on their November meeting which focused on wellness and workforce stability, and the impact of physician burnout and ways to promote and maintain wellness. The next meeting will be in January, focus is on increasing engagement and attendance of members of the MSA to ensure physicians feel connected. An update was also provided on the opening of the 10-bed hospice in early 2025 and run through Queen's palliative medicine.

5.4 UHKF President & CEO Report – December 2024

Tom Zsolnay, President of the University Hospitals Kingston Foundation, drew attention to the written report, highlighting the foundation is on track to meet its obligations by the end of the fiscal year, in spite of the postal strike. There was a door-to-door campaign in November, the recent flyer in the Kingstonist for those wishing to make a donation, and staff are increasing their email outreach to offset the impact of the postal disruption. The town of Gananoque has voted to include support for the hospitals as part of their municipal budget process this year. A business case is being drafted for the feasibility study to determine the communities capacity to support the local share of the redevelopment project.

6.0 REPORTING & UPDATES

6.1 Board Committee Meetings (Highlights from November 2024)

The Board Chair invited each of the Committee Chairs to provide an overview of discussions from their November meetings. KHSC Board committee meetings are held in-camera, and the minutes are provided to the Board as part of the in-camera agenda. Each committee received a summary report on strategic performance for Q1, including the strategic performance report (SPR), service accountability agreement (SAA), and the strategic performance index (SPI), also included in today's open consent agenda materials for information.

A slide presentation was provided, and the committee chair provided highlights of recent committee work.

a) Executive Committee.

Sherri McCullough, Chair of the Executive Committee reported on the activities of the November 20, 2024 meeting. The committee discussed the proposed performance and compensation framework for 2024-25, reviewed the CEO and Chief of Staff role descriptions as well as the approach to Executive Team succession planning. An update was also provided on the OHA Special Committee on Hospital Leadership Recruitment and Retention. Committee recommendations on the items discussed have been included in the in-camera agenda for the Boards consideration.

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b) People, Finance & Audit Committee

Laura Talbot-Allan, Chair of the Finance & Audit Committee reported on the activities of the People, Finance & Audit Committees November 18th meeting, highlighting receipt of second quarter reporting on Major Capital Development & Infrastructure projects, Major Information Technology Projects, Information Security, 2024-25 Capital Budget, HSAA/MSAA financial indicators, human resources, and occupational health & safety scorecards. The committee also received an overview of risk management insurance coverage and claims, briefing on long-term debt. The committee discussed Leadership Talent Development, the September 2024 financial results as well as the Q2 forecast and funding, an update on the Lumeo project, and a briefing on financial oversight and governance. The committee's recommendation regarding Lumeo Capital financing has been included in the in-camera agenda for the Boards consideration.

c) Patient Care & Quality Committee

Emily Leslie, Interim Chair of the Patient Care and Quality Committee reported on the activities of the Patient Care & Quality Committee, providing highlights from the November 18th meeting. The committee received a number of Q2 reports including Access and Flow, Patient Safety & Quality, Patient Experience, Quality Improvement Plan, and the Annual Report of the Patient & Family Advisory Committee (PFAC). Discussion focused on the approach to the development of the Quality Improvement Plan (QIP) for 2025-26, a presentation on critical incidents, and update on integrated risk management and the Lumeo project. The program presentation and patient story were on KidsInclusive, which has been posted to the portal.

d) Research Committee

Alan Cosford, Chair of the Research Committee provided an update on the committees discussions at their November 19, 2024 meeting. The committee received updates on the KGHRI Board Policies, KHSC-Queen's University Affiliation Agreement, confirmation that research conducted at the HDH site complies with the Catholic mission, and researcher profile of Stephen Vanner.

e) Governance Committee

David Fell, Chair of the Governance, provided a brief overview of the committees activities at the November 19, 2024 meeting. The committee received confirmation of the UHKF Cross-Appointment to the Board for 2024-25. The committee discussed board and committee size and structure for the coming year as well as the proposed nominations process. The committee discussed the approach to the Board Chair 1:1 meetings in early January, and the selection process for Patient Advisors to Board committees and the approach to the Board Education session in January. The Governance Self-Assessment Survey results were reviewed and will be discussed in more depth in item 6.2 of today's agenda. Emphasis was placed on the importance reviewing the results in detail as a group and as

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individuals to ensure there is a good understanding of how the Board fulfills its obligations under the 84 governance criteria as we prepare for Accreditation in April 2026.

6.2 Governance Self-Assessment Results June 2024 – Accreditation Canada

Renate Ilse presents an overview of the Governance Self-Assessment Survey results completed in June 2024. Overall response was 95%, results show that most board members are confident that the accreditation criteria are being met. The Governance Committee discussion focused on those criteria where more than one respondent answered, "not met," "unmet" or "don't know," in particular sections 5 and 6 where responses were most varied around how we are addressing systemic racism and Indigenous systemic racism. While there is a lot of work within KHSC that addresses these criteria, much of the work is discussed at the committee level, and therefore many board members may have a limited line of sight to these initiatives. The two components needed to support the Boards awareness around the organization's activities relative to systemic racism are the development of a governance framework for acknowledging systemic racism, and board education and continuous learning on cultural safety, humility, and systemic racism. Management is compiling details on the 84 criteria to be reviewed at Governance committee meetings to determine how best to reassure Board members the work is well in hand, and where identified, recommendations on how to strengthen performance.

Discussion focused on opportunities to use staff training around unconscious bias that could be used by the board as a mechanism to increase peoples understanding around their own pre-conceived notions as a starting point. Renate Ilse will review what training is available to staff that can also be used by the board.

7.0 IN-CAMERA SEGMENT (Members of the Public/Guests depart / BREAK)

7.1 Motion to Move In-Camera

Moved by Margaret Shepherd, seconded by Alan Cosford:

THAT the Board move to an in-camera session.

CARRIED.

12.0 REPORT ON IN-CAMERA MATTERS

12.1 Motion to Report on Decisions/Discussion from In-Camera Segment

The Chair provided the following report on in-camera items:

- The board approved the closed minutes of the October 28, 2024 meeting;
- The board received the most recent final board committee minutes;
 - from the Executive Committee (October 9th),
 - People, Finance & Audit Committee (October 7th),
 - Patient Care & Quality Committee (October 7th),
 - Governance Committees (October 8th),
 - Research Committee (October 8th),

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- The Board approved the role accountabilities for the CEO and Chief of Staff Position Profiles;
- The Board approved the pay for performance measurable metrics for fiscal year 2025, confirming pay at risk link to the Quality Improvement Plan;
- The Board received an update on the Approach to Executive Team Succession Planning;
- The Board received the Q2 Human Resources & Occupational Health & Safety Scorecards;
- The board received the financial results for the month ended September 2024;
- The Board received the 2024-25 Q2 Forecast & Funding Update;
- The board received an update on the Lumeo project;
- The Board received a report on Debt Obligations and Repayment Planning;
- The board received a briefing on Financial Oversight and Governance;
- The board approved a number of appointments and reappointments to the professional staff;
- The board approved a number of housestaff appointments;
- The Board endorsed Dr. Michaela Mates as Deputy Head, Department of Oncology;
- The Board endorsed Dr. David Good as Deputy Head, Department of Pathology & Molecular Medicine;
- The Board confirmed Dr. Stephen Vanner as the Representative of the Principal of Queen's University to the KHSC Board for the remainder of the 2024-25 Board year;
- The Board approved the Lumeo Capital Financing Options;
- The Board received an update from the President and CEO.

13.0 DATE OF NEXT MEETING, MEETING SURVEY & TERMINATION

13.1 Date of Next Meeting: Monday, January 27, 2025 at 1600 hours.

The Chair drew attention to the survey link available on the event card and linked to the meeting agenda. Members were encouraged to complete the survey immediately following the meeting.

Members were also reminded to complete the Expression of Interest Survey for 2025-26 by December 31, 2024.

The meeting terminated at 15:54 hours on motion of Emily Leslie.

Sherri McCullough
Chair