

**MINUTES of the Southern Health-Santé Sud Governing Board Meeting held
Tuesday, May 26, 2020**

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Present	Board:	Staff:	Guests:
	Abe Bergen, Chair Terrie Porter, Vice Chair Bill Osachuk Dr. Desmond Leen Pat Brennan Justin Bohemier Ramona Coey Pam Plaster Todd Nichols Peter Veldhuis Dawn Coubrough	SLT: Jane Curtis, CEO Ken Klassen Dr. Denis Fortier Other: Trish Braun, Regional Manager – Planning & Engagement Lyndsay Olson, Recording Secretary	
Regrets:	Adam Monteith	Marianne Woods Marie Lacey Cheryl Harrison Noreen Shirliff René Ouelette	

The Southern Health-Santé Sud Board of Directors (the Board) acknowledges that the land on which it gathers is Treaty 1 territory and the traditional territory of Anishinaabeg, Ojibway, Cree, Oji-Cree, Assiniboine, Dakota, and Dene peoples, and the homeland of the Métis Nation. The Board also acknowledges that Southern Health-Santé Sud has multiple cultures and is a designated bilingual region.

Sacred Moment: *At a Board workshop on People Centeredness, it was decided that, at the start of each regular day of Board meetings, the Board would take a moment to pause and reflect on its mission and on the people it serves throughout the region - to stop and look at the consequences whenever changes or decisions are made about services or programs, and be aware of how it affects the people whom that service or program was made for in the first place.*

Welcome & Call to Order	The Chair called the meeting to order at 9:08 a.m.						
Introductions	The Board of Directors, members from the Senior and Regional Leadership Team introduced themselves.						
1. Approval of proposed Agenda	The Southern Health-Santé Sud Board of Directors approved the agenda by consensus.						
Approval of Minutes of Board Meeting	MOTION THAT The Southern Health-Santé Sud Board of Directors approve the minutes of the meeting held April 28, 2020.						
	<table style="width: 100%;"> <tr> <td style="width: 33%;">MOVED BY:</td> <td style="width: 33%;">Dr. Desmond Leen</td> <td style="width: 33%;"></td> </tr> <tr> <td>SECONDED BY:</td> <td>Justin Bohemier</td> <td>CARRIED</td> </tr> </table>	MOVED BY:	Dr. Desmond Leen		SECONDED BY:	Justin Bohemier	CARRIED
MOVED BY:	Dr. Desmond Leen						
SECONDED BY:	Justin Bohemier	CARRIED					

MOTION THAT :

The Southern Health-Santé Sud Board of Directors approve a restriction of \$360,000 on accumulated operating surplus to renovate the Karen Devine Safe House into a RAAM Clinic.

MOVED BY: Justin Bohemier
SECONDED BY: Terrie Porter CARRIED

MOTION THAT

The Southern Health-Santé Sud Board of Directors approves the 2020/2021 Strategic and Operational Plan (formerly known as the Annual Health Plan) as presented.

MOVED BY: Dr. Desmond Leen
SECONDED BY: Ramona Coey CARRIED

2. In-Camera Report

Mr. Abe Bergen noted that the Board of Directors approved the Strategic and Operational Plan as presented.

3. Board Committees

Community Engagement Planning Committee (CEPC) – Report

Dr. Desmond Leen provided the following updates from the May 12 committee meeting:

- Reported that a Board member has attended all stakeholder group meetings since a decision the decision was made for Board to participate.
- M. Braun has connected with the LHIGs to touch base and seek their opinion on how we can continue to engage them moving forward.
- The CEPC supports keeping the APM regional and moving it to a virtual platform. The committee will work towards finding a suitable platform.
- The CEPC will work towards developing a strategic direction on People-Centred Care and report back to the Board in the fall.
- Jane will be working with Directors to reach out to stakeholder groups to reconnect and offer to connect virtually to provide an update on the current pandemic situation

4. Board Education

Governing for Quality and Patient Safety

Ms. Pat Brennan shared her experience with the Governing for Quality and Patient Safety course. She noted that it provided a lot of the background that Ms. Kristine Hannah has been providing to the Board over the years. Her last assignment was really quite interesting. It required her to take everything she's learned and benchmark it against the Board. She expressed thanks to Ms. Hannah and Ms. Debbie Iverson for agreeing to phone interviews with her to complete the project. Ms. Brennan reported that our Board benchmarked very highly.

Overall, the course was really good and she recommends it to anyone who might be interested.

5. Board Monitoring

Board-CEO Linkage (BC-5) Monitoring CEO Performance & CEO Performance Appraisal - Update

Ms. Terrie Porter reported that the CEO Performance Appraisal is now complete. Ms. Porter, Mr. Bergen and Ms. Brennan met with Jane on May 5 via teleconference to provide feedback and complete the appraisal.

6. Other Board Work

Election of Officers & Signing Authority

MOTION THAT

The Southern Health-Santé Sud Board of Directors move into In-Camera

MOVED BY: Ramona Coey

SECONDED BY: Terrie Porter CARRIED

In accordance with By Law No. 1 Section 28 (b) (c) (e) and (g) the Board of Directors elected officers to the following positions: Vice Chair, Secretary/Treasurer and Signing Authority.

Board Vice Chair: Ms. Terrie Porter accepted the position of Vice Chair as appointed by the Minister of Health, Seniors and Active Living.

Treasurer:

Having adopted governance through policy i.e. Board-CEO Linkage (BC-4) Delegation to the Chief Executive Officer and Executive Limitations, including but not limited to: EL-1 Global Executive Restraint & Risk Management; EL-4 Planning & Budgeting; EL-5 Financial Conditions & Activities and EL-7 Corporate Risk, and given the duties and responsibilities associated with the role of Treasurer, the Board has delegated the role of Treasurer to the Chief Executive Officer and his/her designate to carry out the organization's financial functions and required financial reporting.

The Board is apprised that the Chief Executive Officer's designate for carrying out the organization's financial functions and required financial reporting for the 2020-2021 fiscal year is:

Mr. Ken Klassen, Vice-President Finance & Planning

MOTION THAT :

The Southern Health-Santé Sud Board of Directors delegates the duties of Treasurer to the Chief Executive Officer's designate for the current 2020-2021 fiscal year

AND

Recognizes Mr. Ken Klassen, Vice President – Finance & Planning, as the Chief Executive Officer's designate.

MOVED BY: Pat Brennan
SECONDED BY: Dr. Desmond Leen CARRIED

Secretary: The Board appoints the CEO delegate to the position of Board Secretary for the year of 2020-2021.

MOTION THAT

The CEO delegate be appointed to the position of Board Secretary for the year 2020-2021.

AND

Recognizes the Chief Executive Officer's Assistant position as designate.

MOVED BY: Terrie Porter
SECONDED BY: Dr. Desmond Leen CARRIED

Signing Authority: In accordance with Board-CEO Linkage (BC-4) Delegation to the CEO and Executive Limitation (EL-5) Financial Conditions & Activities, the Chief Executive Officer has signing authority for any single purchase or commitment up to \$500,000. For the following exceptions, any contract, document, or instrument with a value of five hundred thousand dollars (\$500,000) or greater may be signed by two designated senior staff:

- Remittances to meet statutory requirements,
- Transfers to meet payroll requirements,
- Payment of invoices for the general acquisition of goods, supplies, and services relevant for the purposes of day-to-day operations, and
- The execution of Independent Physician Contracts for the provision of medical services as funded by Manitoba Health.
- Payment of invoices for approved capital projects

MOTION THAT

The Southern Health-Santé Sud Board of Directors approves the Secretary/Chief Executive Officer's designated Signing Authority for the 2020-2021 fiscal year.

AND

Recognizes Mr. Ken Klassen, Vice President – Finance & Planning and René Ouellette, Vice President – Human Resources, as the Chief Executive Officer's two Senior Leader designates for the 2019-2020 fiscal year.

MOVED BY: Bill Osachuk
SECONDED BY: Pat Brennan CARRIED

4.7 Board Committee Membership

At its July 19, 2012 meeting, the Board agreed to meet as 'Committee of the Whole' for the following three committees: Executive Committee; Finance Committee and Quality and Patient Safety Committee, until such time as the Board deemed it appropriate to strike a separate committee(s).

The Board also meets as Audit Committee of the Whole to review/approve the Scope of Audit and to receive the Audited Financial Statements.

Audit Committee of the Whole: The Board Chair appoints Ms. Pam Plaster as Audit Committee Chair.

Finance Committee of the Whole: The Board Chair appoints Mr. Adam Monteith as Finance Committee Chair.

Quality & Patient Safety Committee of the Whole: The Board Chair appoints Ms. Ramona Coey as Quality & Patient Safety Chair.

Community Engagement Committee: The Board Chair appoints Dr. Desmond Leen (Committee Chair); Ms. Terrie Porter; Mr. Adam Monteith, Todd Nichols, Peter Veldhuis, Dawn Coubrough

Policy Review Committee: The Board Chair appoints Ms. Pat Brennan (Committee Chair); Ms. Ramona Coey; Mr. Bill Osachuk; Mr. Justin Bohemier, and Dawn Coubrough

Regional Medical Advisory Committee (RMAC): The Board Chair appoints Ms. Ramona Coey as its non-voting representative on the Regional Medical Advisory Committee.

The Board requested that after each RMAC meeting the Board representative provide a report to the Board. Recognizing that some items may be of a confidential nature, the Board representative and the Board Chair will determine whether this report will be 'in-camera' or in the 'public' meeting.

MOTION THAT

The Southern Health-Santé Sud Board of Directors approves the committee slate as listed, noting that adjustments can be made later.

MOVED BY: Bill Osachuk
SECONDED BY: Terrie Porter CARRIED

MOTION THAT:
The Southern Health-Santé Sud Board of Directors move out of In-Camera.

Approved by consensus.

7. Chair's Report Mr. Abe Bergen shared that he continues to serve on the Provincial Clinical Network Advisory Committee. Work is ramping up and he will continue to keep the Board apprised as things progress.
8. Meeting Feedback Board Members were asked to provide feedback about today's Board meeting:
 - The Board agreed to have one call between Board meetings in anticipation of ending these following the June Board meeting.
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8. Date/Location of Next Meeting Tuesday, June 23, 2020: Canadian Mennonite University, Winnipeg
9. Adjournment MOTION THAT 11:40a.m.
The Southern Health-Santé Sud Board of Directors adjourn.

MOVED BY: Bill Osachuk
SECONDED BY: Ramona Coey CARRIED