

**MINUTES of the Southern Health-Santé Sud Governing Board Meeting held
Wednesday November 30, 2016
Southport Regional Office, Southport, MB**

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Present	Board:	Staff:	Guests:
	Abe Bergen, Chair Cheryl McKitrick Ramona Coey Elin Czeranko (phone) Debbie Iverson (phone) Guy Lévesque Konrad Narth Vi Peters Terrie Porter Judith Siemens	Kathy McPhail, CEO Trish Braun Jane Curtis Paulette Goossen (phone) Cheryl Harrison (phone) Ken Klassen Marie Lacey Martin Montanti René Ouellette (phone) <i>Jane Saunders, Recording Secretary</i>	Kathy Kowalchuk, Regional Privacy & Access Officer
Regrets:	Patricia Brennan Dr. Desmond Leen		

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.*

Ms. Cheryl McKitrick shared a YouTube video entitled: 'A New Day' by Ernesto Cortazar - a montage of inspirational pictures and quotes encouraging starting each new day afresh:

<https://www.youtube.com/watch?v=SN5c-m45fxs>

Action

1. Welcome & Call to Order
The Chair called the meeting to order at 1:35 p.m. and welcomed everyone to the table and apologized for the late start.
2. Approval of proposed Agenda
MOTION:
THAT the Southern Health-Santé Sud Board of Directors approves the agenda as presented.
MOVED BY: Judith Siemens
SECONDED BY: Konrad Narth CARRIED
3. Approval of Minutes of Board Meeting
The Board approved the minutes of the meeting held October 26, 2016 as presented.

MOTION:
THAT the Southern Health-Santé Sud Board of Directors approves the minutes of the meeting held October 26, 2016 as presented.
MOVED BY: Debbie Iverson
SECONDED BY: Elin Czeranko CARRIED

4. In-Camera – Report No Report.

5. Board Committees

5.1. Audit Committee

No report.

5.2. Community Engagement Planning Committee - Report

No report.

5.3. Finance Committee of the Whole - Report

MOTION:

THAT the Southern Health-Santé Sud Board of Directors approves the report of Statement of Operations and Financial Position, as presented by the Southern Health-Santé Sud CEO/Chief Finance Officer, for the period to October 31, 2016, which indicates a Year-to-Date Operating deficit of \$800,883.

MOVED BY: Konrad Narth

SECONDED BY: Vi Peters CARRIED

MOTION:

THAT the Southern Health-Santé Sud Board of Directors approves the following definitions for payment of hours: meetings timed between 1 and 5 hours at 20\$ per hour (a 4 hour meeting will constitute a half day meeting at 80\$), the hourly rate will apply; where meeting time exceeds 5 hours this is considered a full day rate at \$150.00; evening is considered after 5:00pm and paid \$80.00. In addition board members are paid for mileage at the provincial rate and any meals without alcohol or gratuities. Members receive no remuneration for preparatory work or driving time to meetings.

MOVED BY: Ramona Coey

SECONDED BY: Konrad Narth CARRIED

5.4. Quality & Patient Safety Committee of the Whole – Report

No report.

5.5. Policy Review Committee

No report.

6. Board Work

6.1. Election of Officers

Vice-Chair: Ms. Cheryl McKittrick was appointed to the position of Board Vice-Chair by the Minister of Health, Seniors and Active Living, until March 31, 2019.

Treasurer:

MOTION

THAT the Southern Health-Santé Sud Board of Directors elects Mr. Guy Lévesque to the position of Treasurer.

MOVED BY: Cheryl McKittrick
SECONDED BY: Terrie Porter CARRIED

Recognizing the benefit of succession planning, the Board agreed that Mr. Konrad Narth would also support the Treasurer role.

Secretary: At its meeting held April 29, 2015 the Board approved that the CEO be appointed to the position of Secretary for a three (3) year term: 2015-2016; 2016-2017; 2017-2018. Given that this motion remains current, no election for the position of Secretary was held. However, in light of the current CEO's notice of retirement, effective April 28, 2017, this item will be brought forward at the Board's April 2017 inaugural meeting.

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 purchases or commitments up to \$500,000.00. For the following exceptions, any contract, document, or instrument with a value of five hundred thousand dollars (\$500,000.00) 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

The Board was apprised that the following two Senior Leaders are the CEO's designated signing authorities:

Mr. Ken Klassen, Vice President Finance & Capital
Mr. Martin Montanti, Vice President Corporate Services

6.2. Board Committee Membership

Committee of the Whole: At its July 19, 2012 meeting, the Board agreed to meet as 'Committee of the Whole' for the following three (3) 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).

At its meeting held April 6, 2016, the Board further agreed that a meeting of the Audit Committee would be held annually, on the same day as the inaugural Board meeting, as a Committee of the Whole to review/approve the Scope of Audit. This to provide opportunity for all Board Members to hear the Auditor's presentation and understand the audit process.

MOTION

THAT in accordance with Governance Process (GP-12) Board Committee Structure, the Southern Health-Santé Sud Board of Directors approves to continue meeting as 'Committee of the Whole' for the following three (3) committees: Executive Committee; Finance Committee and Quality and Patient Safety Committee; also for Audit at the inaugural meeting when the Scope of Audit is reviewed/approved.

AND

Approves the following committee membership:

Audit Committee - Mr. Guy Lévesque (Chair); Mr. Konrad Narth, Ms. Terrie Porter (by way of their offices Mr. Abe Bergen and Ms. Cheryl McKitrick are automatically members of the Audit Committee).

Community Engagement Planning Committee – Mr. Guy Lévesque (Chair); Ms. Elin Czeranko; Ms. Cheryl McKitrick, Ms. Vi Peters.

Policy Review Committee – Ms. Judith Siemens, (Chair); Ms. Ramona Coey; Ms. Debbie Iverson.

Ad-Hoc CEO Recruitment Committee – Mr. Abe Bergen; Ms. Ramona Coey; Ms. Cheryl McKitrick; Mr. Konrad Narth.

AND

WHEREAS the Regional Medical Advisory Committee has extended an invitation for a Board Member to attend its meetings, approves Ms. Judith Siemens for this role.

MOVED BY: Ramona Coey

SECONDED BY: Konrad Narth CARRIED

6.3. Health Sustainability and Innovation Review

The following Board Members will join the Board Chair in meeting with the KPMG consultants on December 8, 2016 following the Provincial Board Orientation session: Ms. Cheryl McKitrick; Ms. Debbie Iverson.

7. Board Monitoring

7.1. Summary of Board Meeting Evaluation – Report

Ms. Cheryl McKitrick provided a review of the summary of Board Meeting Evaluation report for October 26, 2016 noting that the overall average remains high despite some individual rating differences.

7.2. Governance Process (GP-13) Code of Conduct

Ms. Cheryl McKitrick provided a review of the Board's policy: Governance Process (GP-13) Code of Conduct and reported compliance.

The Board Chair reminded Board Members to consider/disclose any actual or potential conflict of interest either prior to or during Board meetings.

7.3. Board-CEO Linkage (BC-5) CEO Appraisal
Given that the Board has accepted the current CEO's retirement notice, effective April 28, 2017, and given that, in accordance with policy, regular monitoring has occurred throughout the year, the Board agreed that, apart from the CEO providing a status report on achievement of the prior year's key goals and objectives, the formal process of CEO performance appraisal would be set aside for this year.

MOTION

THAT the Southern Health-Santé Sud Board of Directors approves the formal process of CEO Performance Appraisal to be set aside for the year 2016-2017.

MOVED BY: Debbie Iverson
SECONDED BY: Terrie Porter CARRIED

7.4. Governance Dashboard

Recognizing that not all Board Members were familiar with the Governance Dashboard method of presenting monitoring information, Ms. Jane Curtis provided a review of the Governance Dashboard presented at the October Board meeting.

8. 8.1. Insightful Discussion : *The Personal Health Information Act (PHIA)*

Ms. Kathy Kowalchuck was welcomed to the table (via telephone) and provided the required Personal Health Information Act (PHIA) education.

9. Board Education

9.1. Spring Board Workshop

The Board selected the following date for its Spring Board Workshop:

Friday May 12, 2017 – *location and theme to be determined.*

10. Information

10.1. Chair's Report

No report.

10.2. Leadership Report

The CEO highlighted the following items from the Leadership Report:

- Francophone Affairs Advisory Council: Created under the Francophone Community Enhancement and Support Act (Bill 5), in October, the province appointed members to the Francophone Affairs Advisory Council. The Council has a mandate to provide the minister responsible for francophone affairs, advice and recommendations on measures to enhance the vitality of the francophone community in Manitoba and to support its development. The members of the council are each appointed for a renewable term of up to three years and must meet at least

two times per year on convening of the co-chairs. For more details about council composition and/or the Francophone Community Enhancement and Support Act, visit:

<http://web2.gov.mb.ca/bills/41-1/b005e.php>

<http://news.gov.mb.ca/news/?item=39513&posted=2016-10-13>

- Société Franco Manitoabaine (SFM) Board of Directors unanimously adopted its Strategic Plan – “Plan stratégique de la francophonie du Manitoba ... Ensemble vers 2035”. As a designated bilingual region Southern Health-Santé Sud is required to prepare a French Language Services Strategic Plan. The 2016-2021 Strategic Plan is currently being prepared following consultation with many tables and groups. The plan will be presented to the Board for formal approval at its January 2017 meeting.
- Boundary Trails Health Centre’s communities & Rural Municipality are looking at expanding Boundary Trails Health Centre. A multi-stage proposal has been presented to Manitoba Health representatives for consideration.
- Blurring the Lines: a partnership between the seven First Nation communities that lie within the boundaries of Southern Health-Santé Sud, First Nations and Inuit Health Branch and Southern Health-Santé Sud. A commitment to work collaboratively across jurisdictional lines. Implementation is underway with Children & Youth Services, which are now providing services in pre-schools to a second First Nation community – in addition to Swan Lake First Nation, Roseau River First Nation is also receiving Occupational Therapy and Speech Language services.
- The CEO also highlighted the Aboriginal Workforce agreement that has been in place since 2010 and which is demonstrating growing success.
- The Regional Director of Indigenous Health’s work on a Cultural Toolkit has been recognized as a leading practice by Accreditation Canada and is presenting this initiative nationally today through Accreditation Canada via Webex.
- Events: Bethesda Regional Health Centre: Tree Lighting: December 4, 2016.
- Healthy Communities Conference, Days Inn, Winkler: April 19, 2017.

MOTION:

THAT the Southern Health-Santé Sud Board of Directors accepts the CEO’s Leadership Report as presented.

MOVED BY: Guy Lévesque

SECONDED BY: Ramona Coey CARRIED

10.2.1. Staff Newsletter #42

Board Members each received a copy of Staff Newsletter #42 for information.

10.2.2. Manitoba Centre for Health Policy Report – Towards a Brighter Future: *Shedding Light on the Mental Health of Manitoba's Children*

A copy of the summary report was shared for information.

<http://mchp-appserv.cpe.umanitoba.ca/deliverablesList.html>

11. Correspondence

11.1.1. Past Board Member Recognition

The Board was apprised that, in accordance with policy, those Board Members whose terms have just ended will each receive a gift of their choice, to the maximum amount stated.

12. Date/Location of Future Meetings

The Board considered future meeting dates and agreed to hold its January 2017 meeting on January 18 rather than January 25.

MOTION:

THAT the Southern Health-Santé Sud Board of Directors approves moving its meeting date from January 25, 2017 to January 18, 2017.

MOVED BY: Cheryl McKittrick

SECONDED BY: Elin Czeranko CARRIED

13. Board Monthly Meeting Evaluation

Board Members each completed a Board Meeting Evaluation form.

14. Adjournment

MOTION:

THAT the Southern Health-Santé Sud Board of Directors meeting be adjourned.

MOVED BY: Konrad Narth

SECONDED BY: Judith Siemens CARRIED

Adjourned 4:06 p.m.