

**Ontario Health, TGLN and all 14 LHINs  
Board of Directors Meeting (by Teleconference)**

**Date: November 18, 2020**

**Minutes**

**Directors Present:** Bill Hatanaka (Chair), Elyse Allan (Vice Chair), Jay Aspin, Andrea Barrack (at 2:10 p.m.), Alex Barron, Jean-Robert Bernier (and as advisor to the 14 LHIN Boards), Adalsteinn Brown, Rob Devitt, Garry Foster, Shelly Jamieson, Jackie Moss, Paul Tsaparis, Anju Virmani

**Directors not in Attendance:** N/A

**Ontario Health:** Matthew Anderson (CEO), Anne Corbett (General Counsel and Executive Lead, Legal, Privacy and Risk), Christine Gan (Board Assessor), Steven Johansen (Board Coordinator), Ashley Potts (Office of the Board Chair), Phuong Truong (Board Assessor), Louise Verity (Strategic Advisor, Office of the CEO), Angela Tibando (Digital & IT Lead – for item 6), Elham Roushani (CFO – for item 8), Cindy Morris (Interim HR Lead – for item 9)

**Invited Guest(s):** N/A

Item	Topic	Key Discussion Points	Decision	Action Items/Next Steps
1.	Chair's Opening Remarks	The Chair welcomed Board Members to the meeting.		
1.1	Call to Order	The meeting was called to order at 12:35 p.m.		
1.2	Recognition of Quorum	With quorum present for Ontario Health, TGLN and all 14 LHINs, the meeting was formally constituted.		
1.3	Declarations of Conflict	No conflicts of interest were declared.		
1.4	Approve Agenda	The Board reviewed the Agenda as presented. The Chair advised Members that the order of items and their allotted time was being adjusted.	Upon motion duly made and seconded, and unanimously carried, the revised Agenda was approved.	

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1.5	Dedication – Mr. Foster	Mr. Foster dedicated the meeting to the children of Ontario. Mr. Bernier will dedicate the next regular Board meeting.		
1.6	Approve October 21, 2020 Board Minutes	Members reviewed the minutes of the October 21, 2020 Board meeting.	Upon motion duly made and seconded, and unanimously carried, the minutes of the October 21, 2020 Board meeting were approved.	
1.7	Review Follow-Up Items	Follow-up items were reviewed by Mr. Anderson.		
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
5.	Governance and Nominating Committee (GNC) Report	The Committee Chair reported on the November 17 <sup>th</sup> GNC meeting, including: <ul style="list-style-type: none"> <li>The Board Meeting Evaluation</li> </ul>		
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
6.	Innovation and Transformation Committee (ITC) Report	The Committee Chair reported on the November 17 <sup>th</sup> ITC meeting, including: <ul style="list-style-type: none"> <li>Ontario's COVID-19 Action Plan for a People-Focused Government: Overview of Digital Components</li> <li>Healthcare Navigation Service Overview</li> <li>TGLN: IT Overview of the Organ Donation Process</li> <li>TGLN: OATS (formerly known as TOTAL) Demo</li> <li>Transforming Digital Service Delivery Through a Regional Model</li> </ul>		

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		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
8.	Finance, Audit and Risk Committee (FARC) Report	<p>The Committee Chair reported on the November 18<sup>th</sup> FARC meeting, including:</p> <ul style="list-style-type: none"> <li>• Auditor General of Ontario Audit Plan for OH for Year Ending March 31, 2021</li> <li>• Deloitte Audit Plan for LHINs for Year Ending March 31, 2021</li> <li>• Role of Internal Audit at Ontario Health</li> <li>• Ontario Health Financial Statements for the Period Ending September 30, 2020</li> <li>• TGLN Procurement for External Financial Audit Services</li> <li>• TGLN Procurement for GPS Asset Tracker Devices and Service</li> <li>• Assignment of Service Accountability Agreements between LHINs</li> <li>• Consent Agenda: <ul style="list-style-type: none"> <li>• Amendment to Mississauga Halton LHIN By-Law No.1 - Head Office</li> <li>• East Region-Long Term Care Home Emergency Cash Advance</li> <li>• East Region Hospital Cash Advance – Almonte General Hospital</li> </ul> </li> </ul> <p>As well, the decisions below were recommended by FARC to the Boards.</p>		

### Decisions (FARC Recommended)

#### **Auditor General of Ontario Audit Plan for OH for Year Ending March 31, 2021**

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of Ontario Health approved the following resolution:

#### **BE IT RESOLVED THAT:**

The Board of Directors of Ontario Health approves the audit plan presented today by the Auditor General, for the year ended March 31, 2021.

#### **Deloitte Audit Plan for LHINs for Year Ending March 31, 2021**

Upon motion duly made and seconded, and unanimously carried, the Boards of Directors of all 14 Local Health Integration Networks (LHINs) approved the following resolution:

#### **BE IT RESOLVED THAT:**

The Boards of Directors of all LHINs approve the audit plan presented today by Deloitte LLP, for the year ended March 31, 2021.

#### **TGLN Procurement for External Financial Audit Services**

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of TGLN approved the following resolution:

#### **BE IT RESOLVED THAT:**

The Board of Directors of TGLN approves TGLN to enter into a contract with Ernst & Young LLP for financial audit services.

**TGLN Procurement for GPS Asset Tracker Devices and Service**

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of TGLN approved the following resolution:

**BE IT RESOLVED THAT:**

The Board of Directors of TGLN approves TGLN to enter into a contract with Sky Mobile Corporation for GPS asset tracking devices and service.

**Assignment of Service Accountability Agreements between LHINs**

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of the Toronto Central LHIN approved the following resolution:

**BE IT RESOLVED THAT:**

1) Effective April 1, 2020, the Toronto Central Local Health Integration Network (Toronto Central LHIN) assigns and transfers all of its rights and obligations of each and every service accountability agreement and every amendment thereto currently in effect between Toronto Central LHIN and the health service providers set out below to the local health integration network set out opposite:

- i. Humber River Hospital: Central Local Health Integration Network
- ii. North York General Hospital: Central Local Health Integration Network
- iii. Trillium Health Partners Hospital: Mississauga Halton Local Health Integration Network.

2) Toronto Central Local Health Integration Network Board of Directors directs the Toronto Central Local Health Integration Network CEO and subject matter VP to notify in writing the health service providers and the Local Health Integration Networks set out above of the service accountability agreement assignments and transfers.

**Assignment of Service Accountability Agreements between LHINs**

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of the Central LHIN approved the following resolution:

**BE IT RESOLVED THAT:**

Effective April 1, 2020 the Central Local Health Integration Network Board of Directors agrees to the assignments and transfers from Toronto Central Local Health Integration Network (Toronto Central LHIN) of the rights and obligations of each and every service accountability agreement and every amendment thereto currently in effect between Toronto Central LHIN and Humber River Hospital and North York General Hospital.

**Assignment of Service Accountability Agreements between LHINs**

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of the Mississauga Halton LHIN approved the following resolution:

**BE IT RESOLVED THAT:**

Effective April 1, 2020, the Mississauga Halton Local Health Integration Network Board of Directors agrees to the assignments and transfers from Toronto Central Local Health Integration Network (Toronto Central LHIN) of the rights and obligations of each and every service accountability agreement and every amendment thereto currently in effect between Toronto Central LHIN and Trillium Health Partners Hospital.

**Amendment to Mississauga Halton LHIN By-Law No.1 - Head Office**

Upon motion duly made and seconded, and unanimously carried, the Board of Directors of the Mississauga Halton LHIN approved the following resolution:

**BE IT RESOLVED THAT:**

The Mississauga Halton LHIN Board of Directors approves the amendment of Section 3.01 of Mississauga Halton LHIN By-Law No.1 provided that the Mississauga Halton LHIN consults with the Minister of Health as required by By-Law No.1, by deleting Section 3.01 and replacing it with the following:

“3.01 Head Office. - Until changed by special resolution and in consultation with the Minister, the head office of the Corporation shall be in the city of Mississauga, in the Province of Ontario, Canada, and at such location therein as the Board may from time to time determine.”

Item	Topic	Key Discussion Points	Decision	Action Items/Next Steps
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		

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9.	Human Resources and Compensation Committee (HRCC) Report	<p>The Committee Chair reported on the November 18<sup>th</sup> HRCC meeting, including:</p> <ul style="list-style-type: none"> <li>Consent Agenda: <ul style="list-style-type: none"> <li>Updated Occupational Health and Safety &amp; Respectful Workplace Policies</li> <li>Health Safety Inspection Checklist - Agile Workplace</li> </ul> </li> </ul>	<p><b>Updated Occupational Health and Safety &amp; Respectful Workplace Policies</b></p> <p>Upon motion duly made and seconded, and unanimously carried, the Board of Directors of Ontario Health approved the following resolution:</p> <p><b>BE IT RESOLVED THAT:</b></p> <p>The Board of Directors of Ontario Health approves the further revised Occupational Health and Safety Policy and the Respectful Workplace Policy as presented to be implemented across Ontario Health to replace all legacy policies currently in place. Any further material amendments to the aforementioned policies will be brought back to the HRCC for consideration.</p>	
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
	Termination of meeting	The meeting was adjourned at 3:45 p.m.	Upon motion duly made, seconded, and unanimously carried the meeting was adjourned.	

A handwritten signature in black ink, appearing to read "William Hatanaka".

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William Hatanaka, Board Chair

A handwritten signature in black ink, appearing to read "Anne Corbett".

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Anne Corbett, Corporate Secretary