

Meeting of the Board of Directors

Monday, May 31, 2021

3:30 pm start time

Via WebEx Video/Tele-conference

MINUTES

Call to Order – Howard Rundle

The reflection was provided by Gary West.

1. Full Agenda / Consent Agenda

1.1 Adoption of Full Agenda

It was MOVED and SECONDED the agenda be adopted as circulated. CARRIED.

1.2 Approval of Consent Agenda

N. Tahir declared a conflict with Consent Agenda C2 and refrained from voting.
P. Dugsin declared a conflict with Consent Agenda item B4.

It was MOVED and SECONDED that the Consent Agenda for the May 31, 2021 Board meeting, consisting of the recommendations and reports found in Appendix 1, be approved and/or received for information by St. Joseph's Board of Directors. CARRIED.

2. Reports

2.1 Board Chair Remarks

Notice of Meetings – June 17, 2021

H. Rundle referenced the three meetings scheduled to occur on June 17th. He explained who is to participate in which meeting and invited Members to connect with T. Cook with any further logistical questions.

2020/21 Draft Board Work Plan

A draft work plan of the Board was circulated with the agenda package. H. Rundle invited feedback to the draft. Question arose whether the Foundation-Hospital Memorandum of Understanding (MOU) should be on next year's work plan. Reply was given the MOU is anticipated to be completed at the June 17th Board meeting which is why it does not appear on next year's work plan.

H. Rundle invited Members to submit any further comments or questions off-line and confirmed a final draft will be presented at the June meeting for approval.



2020/21 Membership

VOTING

Howard Rundle, PhD (Chair)
Jonathan Batch (Vice-Chair)
Michael Cooney
Lesley Cornelius
*Paul Dugsin, MBA
Mary Gillett
Phil Griffin, CPA, CA
Hanny Hassan
Margaret Kellow, PhD
Maria Knowles
Donna Ladouceur
Don MacDonald, FCPA, FCA
Stephanie Marentette – di Battista
Fr. Frank O'Connor
Nawaz Tahir
Gary West, CPA

NON-VOTING

*Lulu Bursztyn, MD
*Richard Corneil
*Darren Drosdowech, MD
*Gillian Kernaghan, MD
*Karen Perkin
*Brian Rotenberg, MD (R)
*John Yoo, MD
*ex-officio

Guests

St. Joseph's Senior Leaders

LHSC

Jackie Schleifer Taylor, PhD, Interim
President & CEO (R)
Matthew Wilson, Vice-Chair (R)
Jeff Wright, Lawson Board Chair

Recorder

Terri-Lynn Cook

Follow-up from Board Retreat

H. Rundle took a moment to thank Members for their participation at the Board Retreat and shared that copies of the presentations are now available on the Board's secure governance website for reference.

2.2 President and Chief Executive Officer

Dr. Kernaghan responded to questions raised from the written report that had been pre-circulated. In addition, she highlighted areas of current developments and issues, which included the following:

- Regionally, COVID case numbers are decreasing however the challenge continues to be the high occupancy in intensive care units (ICU);
- Ontario has been supporting ICU patients from Manitoba. Work has now started related to transferring these patients back to Manitoba when they no longer need ICU;
- St. Joseph's has re-introduced ambulatory surgery as capacity allows and there is focus on addressing the surgical back-log in the system;
- Home and Community Care Services (HCCS) will be established as a provincial agency with an independent Board and CEO. Effective July 1st the 14 HCCS will be pulled out of Ontario Health West and established into this new agency. It will be an agency of the Ministry of Health; and
- Western Ontario Health Team work continues to move forward.

Ontario Structured Psychotherapy (OSP) Program

J. Younger recalled for Members the public announcement of Roadmap to Wellness, Ontario's new mental health and addiction strategy, to expand OSP across the province. The aim of OSP is to make publicly funded, evidence-based psychotherapy and related approaches available to people across Ontario with mild to moderate depression, anxiety, and anxiety-related conditions (OCD and PTSD).

St. Joseph's Health Care London (SJHC) and St. Joseph's Healthcare Hamilton (SJHH) collaborated on a proposal to the Ministry and were successful in being granted co-leads for the regional development. The Mental Health Centre of Excellence will provide oversight of OSP. As lead organizations, SJHC and SJHH have a number of accountabilities. There was an intentional decision made to have two funding agreements however SJHC and SJHH will work in an integrated way to deliver the services.

J. Younger described the core components of the model and offered to bring updates to the Board as OSP develops.

2.3 Medical Advisory Committee Chair

No update at this time.

2.4 Quality Report

(a) Patient, Resident, Caregiver story

As part of the Board's focus on Quality, the Board has been receiving updates/stories from the senior leaders at St. Joseph's. L. Higgs, VP Clinical Support and Chief Financial Officer, read a story with permission of her assistant who shared from a caregiver's perspective of the "above and beyond" care both her mother-in-law and father-in-law have/are receiving at Mount Hope.

(b) 2020/21 Q4 Corporate Scorecard

D. Ladouceur reference the fourth quarter results and commented although the majority of results are trending in the right direction there are still indicators being impacted by the pandemic. Quality Committee, as a whole, is pleased with these results in light of the pandemic. Based on the detailed information reviewed at Quality Committee, D. Ladouceur and the Committee are confident the teams at St. Joseph's are working very hard to advance these targets.

Question arose related to lost time injuries. It was confirmed there have been more lost time injuries and some of these are related to mandatory reporting of COVID which is seen as a WSIB incident. The severity however has not increased nor has the duration of time away from work. It was highlighted there has been a decreased the code whites (violent persons) during the pandemic and this is largely in part to how staff have been responding to situations, in a positive and effective way.

R. Corneil left the meeting at 4:27pm.

2.5 St. Joseph's Health Care Foundation

On behalf of the Foundation, P. Dugsin congratulated R. Bulter for his appointment as St. Joseph's new CEO. He then provided an overview of the allocations made through the Foundation to support the care, teaching and research at St. Joseph's in 2020/21. He commented it was a memorable year and the Foundation could not be more pleased with the generosity of donors.

P. Dugsin shared the Foundation Board did approve amendments to the Foundation-Hospital MOU at its meeting earlier this month.

2.6 London Health Sciences Centre

No update at this time.

2.7 Western University

J. Yoo echoed the Foundation's sentiment and congratulated R. Butler on his appointment as the incoming St. Joseph's CEO. J. Yoo then reported on the following:

- Development of the started plan continues forward. There is a recurring theme which points to the critical importance of collaboration between Schulich and partner hospitals. This will be highlighted in the new strategic plan;
- From a University standpoint, the academic year has ended. Under the circumstances, it has been a successful year. The President has announced the University will deliver in-person education starting in September;
- The Chair/Chief searches are ongoing. The pandemic has provided some challenges to recruitment, but it will continue over the summer;
- CARMS match is the transition of medical students into Residency programs for their future careers. As a system, students are matched from across Canada and there is a 100% match of all the spots in London and surrounding region. Every single post graduate position connected to Schulich has been matched. Of the students matched, there is a 96% success rate.

3. Business Arising

Standing agenda item, no business arose.

4. New Business

4.1 Resource Planning & Audit Committee Recommendation – St. Joseph's 2020/21 Year End Results and Draft Audited Financial Statements

D. MacDonald reported St. Joseph's continues to have strong working capital and liquidity positions. Factors contributing to the year-end surplus include favourable variances related to realized capital gains on St. Joseph's investment portfolio and Ministry funding.

L. Higgs, Vice President Clinical Support and Chief Financial Officer let the Board through a presentation providing greater detail on the 2020/21 operating results. It was noted the majority of all H-SAA volumes and targets were achieved. St. Joseph's was slightly under in ambulatory care visits because the Ministry reporting

rules do not recognize virtual visits. If virtual visits were recognized, St. Joseph's would have exceeded the target. Rehab volumes were not fully achieved because of the need for infection prevention and control protocols required to meet in person.

It was MOVED and SECONDED St. Joseph's Board of Directors approve a \$20.5 million operating surplus restriction to fund future capital purchases and pandemic recovery costs; and St. Joseph's Board of Directors recommends to the St. Joseph's Health Care Society the approval of St. Joseph's Health Care London's audited financial statements for the year ended March 31, 2021. CARRIED.

The Board of Directors recognized the Finance Team for the extra work put on them to submit detailed reports required by the Ministry as it relates to the pandemic.

4.2 Health Care Ethics and People & Mission Committees – Draft 2020/21 annual Report on Mission, Spiritual Care and Health Care Ethics

M. Kellow, Chair of People & Mission Committee, advised the report was prepared and submitted jointly by the People & Mission Committee of the Board and the Health Care Ethics Committee of the Board for the full Board's review and support. The document demonstrates St. Joseph's continues to uphold the original mission of the Sisters. She acknowledged the support of St. Joseph's leaders Karen Stone, Patricia Hoffer and Karen Perkin and all other staff who provided content to the report. She confirmed the report will be presented to The Society at the Annual Meeting of the members on June 17 and fulfills the Board's accountabilities to its owners, The Society.

H. Hassan, Chair of Health Care Ethics acknowledged the contributions of St. Joseph's leaders who provide support to the Committee.

ACTION: Board Members were invited to provide any additional feedback on the draft report via email to T. Cook by end of day Wednesday June 2nd.

4.3 Chair updates - Standing Committees of the Board

(a) Spotlight Report from Quality Committee of the Board

D. Ladouceur referenced the spotlight report circulated in the agenda package. She confirmed R. Bullas, Director of Privacy & Risk attended the last Quality Committee meeting to bring forward an update on patient relations and privacy. An unintended response from COVID is the increase in calls to patient relations. The Patient Relations team had no additional staff, but have done an outstanding job in responding to the increased demand for support.

5. In-Camera Meeting

It was MOVED and SECONDED the meeting of the Board of Directors move in-camera at 5:09 pm. CARRIED.

The regular meeting of the Board of Directors resumed at 6:18 pm.

Rising from the in-camera meeting, the Chair reported St. Joseph's Board of Directors:

- Approved a new community member to Investment Subcommittee of the Resource Planning and Audit Committee, for a one-year term, commencing June 2021;
- Approved the slate of returning committee members on all Standing Committees of the Board for 2021/22;
- Endorsed amendments to the Board's Administrative By-Law to forward to St. Joseph's Health Care Society for approval; and
- Approved the annual CEO performance-based compensation as outlined via the motion below:
It was MOVED and SECONDED St. Joseph's Board of Directors approve the performance-based pay of \$62,973.59, representing the earned performance-based compensation by Dr. Gillian Kernaghan, President and CEO and based on completion of the 2020/2021 CEO Performance Evaluation Review

by the Executive Committee of the Board which concluded the CEO achieved 84.2% of their measured objectives. CARRIED.

6. Adjournment

The Chair declared the meeting adjourned at 6:20 pm.

Howard Rundle, PhD, Chair

Dr. Gillian Kernaghan, Secretary