



Board of Directors Meeting Minutes

May 28, 2020
Via Zoom

Members	Mr. Mark Falbo, Mr. Joseph Amato, Ms. Azi Bolorchi, Mr. Dev Chopra, Mr. Gary D’Andrea, Dr. Shefali Dave, Mr. Peter Hargitai, Mr. Anthony Ianni, Dr. Steven Jackson, Ms. Marion Kirsh, Mr. Len Koroneos, Ms. Fay Lim-Lambie, Dr. Joby McKenzie, Ms. Ruby Philip-Katyal, Mr. Altaf Stationwala, Dr. Robert Wang, Ms. Mary-Agnes Wilson, Ms. Stephanie Zee
Senior Leadership Team	Ms. Stav D’Andrea, Ms. Krista Finlay, Mr. David Stolte, Mr. Richard Tam, Ms. Allison Trenholm, Ms. Terry Villella
Resource	Ms. Cleo Surace
Regrets	Ms. Rina Pillitteri

1.0 Call to Order and Approval of Agenda

Mr. Mark Falbo, Chair of the Board, called the meeting to order at 4:00 p.m. and confirmed quorum.

MOVED by Mr. Tony Ianni and seconded by Ms. Marion Kirsh that the agenda for the May 28, 2020 meeting be approved, as presented.

CARRIED

2.0 Declaration of Conflict of Interest

All those in attendance were reminded of their responsibilities with respect to Conflict of Interest and no conflicts were declared.

3.0 Approval of the Consent Agenda

MOVED by Mr. Len Koroneos and seconded by Mr. Tony Ianni that the consent agenda be approved, as presented.

CARRIED

3.0 Chair's Remark

On behalf of the Board, the Board Chair expressed admiration and appreciation for the incredible effort of all Mackenzie Health staff – management and frontline alike. The senior leadership team has been run off their feet with countless hours of work. PPE shortages, daily or even hourly updates and changes in direction from Public Health and the Ministry of Health, and of course, our core care of patients and actual COVID-19 outbreaks in the hospital, have all contributed to the pressures.

During this crisis, our Board has benefitted from continuous communication regarding preparation and status at the hospital, often delivered in new and creative ways. We will continue to execute our work and hold meetings virtually for the foreseeable future, recent data is encouraging. The Ontario government has announced its framework for a gradual reopening of the province when conditions are right. Planning is underway to ramp up elective surgeries and non-emergent clinical activity. This is the first step in the collective effort to return to more normal hospital operations.

The Chair highlighted activities since the last Board meeting. The Board was invited to attend Mackenzie Health's virtual staff forum on April 8th. Ontario Premier Doug Ford and Minister of Health Christine Elliott attended and brought greetings on behalf of the Province.

The government has called on hospitals to support the long-term care community as well as retirement and congregate homes where the impact of COVID-19 is being felt most at this time. Mackenzie Health has answered that call.

Mackenzie Health and Mackenzie Health Foundation met with Mayor Bevilacqua on April 24th to discuss the Campaign Cabinet and next steps with top prospects.

On April 28th, Altaf had a call with Ontario Health, CEO, Matt Anderson to discuss MVH funding.

The hospital celebrated Doctor's day on Friday, May 1st, and Nursing Week on May 11-15th.

Altaf and I continue to meet with government officials regarding MVH funding. Calls have been held with Minister Lecce and Minister Tibollo.

On May 13, a Virtual Summit was held to provide updates on Mackenzie Health and Mackenzie Health Foundation's response to COVID-19, progress at Mackenzie Vaughan Hospital and how, together, we need to continue the momentum of the Ultimate campaign.

Mackenzie Health was featured in several news outlets in April and May. We want to genuinely thank our amazing nurses, physicians, and staff as they do their best to care for patients during this challenging time.

On May 27, Altaf presented to the Richmond Hill Council. He is hoping to finish the rotation with the King Council and York Region.

5.0 Committee Reports

5.1 Finance and Audit Committee

Mr. Len Koroneos, Chair of the Finance and Audit Committee, referred to the pre-circulated committee report and presented the following resolution items before the Board:

5.1.1 Auditor's Report

MOVED by Ms. Marion Kirsh and seconded by Ms. Azi Bolorchi:

BE IT RESOLVED that the Board of Directors approve the 2020 Auditor's Report.

CARRIED

5.1.2 2019/20 Year End Audited Financial Statements

The 2019/2020 Fiscal Year ended with a total deficit of \$14.8M representing a Total Margin of -4.% versus the HSAA Total Margin performance target of -4.6%.

MOVED by Mr. Dev Chopra and seconded by Ms. Stephanie Zee:

BE IT RESOLVED that the Board of Directors approve the 2019/20 Year End Audited Financial Statements.

CARRIED

5.1.3 H-SAA Declaration of Compliance

Moved by Ms. Ruby Philip-Katyal and seconded by Ms. Stephanie Zee:

BE IT RESOLVED that the Board of Directors authorize the Board Chair to sign the H-SAA Compliance Declaration, for the period of April 1, 2019 to March 31, 2020, indicating that the hospital has complied with the terms of the agreement without any exceptions identified.

CARRIED

5.1.4 BPSAA Attestation

MOVED by Ms. Stephanie Zee and seconded by Mr. Gary D'Andrea:

BE IT RESOLVED that the Board of Directors grants approval for the Chair and CEO to sign off on the Compliance Report – Attestations for the period of April 1, 2019 to March 31, 2020.

CARRIED

5.1.5 Transfer Payment Annual Reconciliation

MOVED by Mr. Dev Chopra and seconded by Ms. Joby McKenzie:

BE IT RESOLVED that the board of Directors approves the Transfer Payment Annual Reconciliation (TPAR) for the Centre for Behavior Health Sciences Program for submission.

CARRIED

5.1.6 Retail Pharmacy Lease Agreement

MOVED by Ms. Stephanie Zee and seconded by Ms. Marion Kirsh:

BE IT RESOLVED that the Board of Directors approve to finalize the lease agreement with PureHealth as the preferred proponent for the retail pharmacy space at both the Mackenzie Richmond Hill Hospital and the Mackenzie Vaughan Hospital based on the negotiated terms and conditions.

CARRIED

5.1.7 York Region Grant Request

5.1.7.1 Capital Funding up to April 30, 2020

MOVED by Mr. Tony Ianni and seconded by Ms. Fay Lim-Lambie:

WHEREAS, Management has determined that the claim for capital funding meets the definition of eligible costs as outlined in the Memorandum of Understanding (November 2009) with the Regional Municipality of York;

AND WHEREAS, an attestation signed off by the President & CEO has been provided;

AND WHEREAS, detailed supporting information including costs incurred to the end of April 2020 and the cost share portion will be provided to the Region as part of this claim for capital funding;

BE IT RESOLVED that the Board of Directors approves the submission of the claim for capital funding to the Regional Municipality of York for the period up to April 30, 2020.

CARRIED

5.1.7.2 Capital Funding for additional periods

MOVED by Ms. Marion Kirsh and seconded by Ms. Stephanie Zee:

WHEREAS, costs that are deemed eligible for funding from the Regional Municipality of York will be claimed through the months of June, July, August, and September, or as frequent as deemed necessary;

BE IT RESOLVED that the Board of Directors grants approval to the Executive Committee of the Board of Directors to approve the submission of the claim for capital funding to the Regional Municipality of York for the periods of June, July, August and September or as frequent as deemed necessary.

CARRIED

5.1.8 Limited Tendering Procurement

MOVED by Ms. Fay Lim-Lambie and seconded by Mr. Dev Chopra:

BE IT RESOLVED that the Board of Directors ratifies the approval of the Limited Tendering Exemption and waiver of competitive procurement for the purchase of critical Personal Protective Equipment from SS&M/Unican up to a maximum of \$10M, as approved by the Executive Committee on May 14, 2020.

CARRIED

5.1.9 2020/21 SAA Amending Agreement Extension to March 31, 2021 – Executive Committee Authority

MOVED by Ms. Marion Kirsh and seconded by Mr. Dev Chopra:

BE IT RESOLVED that the Board of Directors grant authority to the Executive Committee to approve the 2020/21 Service Accountability Amending Agreements extension to March 31, 2021.

CARRIED

5.2 Governance/Executive Committee

Mr. Gary D’Andrea, Chair of the Governance Committee, reported on the pre-circulated committee report.

5.2.1 Board Renewals

Ms Marion Kirsh and Mr. Len Koroneos recused themselves from the meeting for this matter.

MOVED by Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors recommends the approval of the following Directors for election by the Members at the 2020 Mackenzie Health Annual General Meeting:

- Marion Kirsh be elected for a third term of 3 years
- Len Koroneos be elected for a third term of 3 years

CARRIED

5.2.2 Officers of the Corporation

Mr. Mark Falbo recused himself from the meeting for this matter.

MOVED by Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors appoint Mark Falbo as Chair of the Board for 2020-2021.

CARRIED

Mr. Len Koroneos recused himself from the meeting for this matter.

MOVED Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors appoint Len Koroneos as First Vice Chair of the Board for 2020-2021.

CARRIED

Ms. Fay Lim-Lambie recused herself from the meeting for this matter.

MOVED by Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors appoint Fay Lim-Lambie as Second Vice Chair of the Board for 2020-2021.

CARRIED

Mr. Len Koroneos recused himself from the meeting for this matter.

MOVED by Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors appoint Len Koroneos as Treasurer of the Board for 2020-2021.

CARRIED

Mr. Altaf Stationwala recused himself from the meeting for this matter.

MOVED by Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors appoint Altaf Stationwala as Secretary of the Board for 2020-21.

CARRIED

5.2.3 Board Committee Leadership

In order to maintain a quorum for the following resolution, conflicts of interest inherent in

Directors voting for themselves as Committee Chairs are duly noted.

MOVED by Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors approve the 2020-2021 Board Committee Leadership appointments, as presented.

Executive Committee Chair – Mark Falbo
Finance and Audit Committee Chair – Len Koroneos
Governance Committee Chair – Gary D’Andrea
Human Resources Committee Chair – Marion Kirsh
Medical Advisory Committee Chair – Dr. Steven Jackson
Planning and Development Committee Chair – Stephanie Zee
Quality, Safety & Risk Committee Chair – Fay Lim-Lambie

CARRIED

5.2.4 Board Committee Membership

In order to maintain a quorum for the following resolution, conflicts of interest inherent in Directors voting for themselves either as Committee Chairs or Members, are duly noted.

MOVED by Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors approve the 2020-2021 Board Committee Membership appointments, as presented.

CARRIED

5.2.5 Mackenzie Innovation Institute

Mr. Anthony Ianni recused himself from the meeting for this matter.

MOVED by Ms. Fay Lim-Lambie and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors approve the appointment of Anthony Ianni as Chair to the Mackenzie Innovation Institute (MI²) Board of Directors for the 2020/2021 Board term.

CARRIED

5.2.6 Mackenzie Health Foundation Board

Ms. Rina Pillitteri recused herself from the meeting for this matter.

MOVED by Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors approve the appointment of the Chair of the Board to serve as a Director on the Mackenzie Health Foundation Board of Directors for the 2020/2021 Board term.

CARRIED

Mr. Altaf Stationwala recused himself from the meeting for this matter.

MOVED by Mr. Tony Ianni and seconded by Mr. Joseph Amato:

BE IT RESOLVED that the Board of Directors approve the appointment of the Mackenzie Health President and CEO to serve as a Director on the Mackenzie Health Foundation Board of Directors for the 2020/2021 Board term.

CARRIED

7.0 Comments/Reports

7.1 Chief Executive Officer

There was no business to address under this item.

7.2 Chief Nursing Executive

Ms. Mary-Agnes Wilson, Chief Nursing Executive, reported on leading and trying to achieve quality care during COVID-19. Highlighting the importance of nursing leadership, she explained that this was a poignant month as a nurse because of nursing week. She referred to Florence Nightingale, the founder of modern nursing, whose experiences as a nurse were foundational in her views about the COVID impact. Her efforts to reform healthcare greatly influenced quality of care. The presentation included messages from Nurses, patient stories and initiatives that have been implemented within the last eight-week period and outcomes.

7.3 Chief of Staff

A presentation was included in the distributed materials.

7.4 Professional Staff Association

There was no business to address under this item.

8.0 Other Business

Dr. Robert Wang, Professional Staff Association, presented

9.0 Adjournment

There being no further business, the meeting adjourned at 4:40 p.m.