



IWK BOARD OF DIRECTORS MEETING

Thursday Jun 23, 2022

9:00 am -10:30pm

Directors present: Catherine Woodman, Sonya Fraser, Barry Mason, Cheryl Stewart-Walsh, Lois Scott, Christopher Fowles, Julia Inglis, Tracey Cutcliffe, Justin Ghosn, Sheila Woodcock, John Sylliboy, Dr. Scott Drysdale, Paul Smith, Mike Morris, Ron Smith, Dr. Teressa Fortuna

Ex-Officio (nonvoting) Directors: Dr. Krista Jangaard, President and CEO

Regrets: Darrell White, Lindsay Hawker, Thane Stevens, Aldea Landry, Ashwin Kutty, Gina Kinsman

Executive present: Steve Ashton, VP, People, Gina Connell, Chief Communications and Public Relations, Jen Feron, General Counsel, Annette Elliott Rose VP Clinical, Dr. Doug Sinclair, VP Medicine, Jennifer Gillivan, CEO IWK Foundation, Mary Lynn VanTassel, Director (do we need titles? I prefer not)

Staff present: Penny Skidmore, Executive Assistant to President and CEO

1. Opening Remarks and Land Acknowledgment

1.1 Call to Order/Confirmation of Qorum

Catherine welcoming Dr. Teressa Fortuna to her first board meeting.

1.2 Declaration of Conflict of Interests

2. Approval of the Agenda

Motion: THAT the agenda for the June 23,2022 be approved.

Mike Morris seconded by Justin Ghosn

APPROVED

3. Consent Agenda

Motion to approve the consent agenda and motions included therein Lois Scott seconded by Julia Inglis

APPROVED

3.1 Approval of May 17, 2022, Minutes

Motion: THAT the IWK Board of Directors approve the minutes of May 17, 2022

3.2 Pre-Approval Annual Reports

Motion: THAT the Board approve the annual reports to go forward to the AGM.

3.3 Q4 Compliance Report

Motion: THAT the Board approve the Q4 compliance report.

4. Committee Reports

4.1 FA&RM

Motion: That the IWK Board of Directors review and approve the 2022-23 business plan. Sonya Fraser seconded by Chris Fowles **APPROVED**

4.2 Quality

Julia presented that committee reviewed one Serious Safety Event and one Serious Reportable Event which had occurred in the quarter. A brief description of “Nursing Administration of Drugs at the Bedside Program” under development was provided. Performance on the 2021-2022 QIP showed six of eight performance targets were met. The proposed 2022-2023 QIP was included in the package for review and two new priorities – reduction in surgical long waiters and improved health centre wayfinding were highlighted. Electronic surveys launched in May at the IWK and going well. Reports from family leadership and the youth council were reviewed at the committee meeting.

Motion: That the 2022/23 QIP be approved.
Julia Inglis seconded by Tracey Cutcliffe

APPROVED

5. Annual Financial Statements

5.1 Audited Financial Statements (Fiscal 2021-22), The Annual Audit Results and Statement of Compensation for the Public Sector Compensation Disclosure Act of the IWK Health Centre for fiscal year ended March 31, 2022

Motion: That the IWK Board of Directors approve the Audited Financial Statements, the Annual Audit Results and the Statement of Compensation for the Public Sector Compensation Disclosure Act for the fiscal year ended March 31, 2022 to move forward to AGM for approval.

Sonya Fraser seconded by Justin Ghosn

APPROVED

Sonya reported excellent conversations with the OAG, findings originating from the December 11, 2018 performance review have substantially been resolved. Communications from the Office Auditor General will be released in the Fall.

5.2 Management Discussion & Analysis

Motion: That the Board accepts the draft Management, Discussion and Analysis Report as information.

Sonya Fraser seconded by Julia Inglis

APPROVED

5.3 Annual Verification Report of Significant Unbudgeted Expenditures

Motion: That the Board accepts the Annual Verification Report.

Sonya Fraser seconded by Tracey Cutcliffe

APPROVED

6. Governance

6.1 Board Members

Motion: That the Board approve the slate of directors for 2022/2023 to move forward to the AGM for approval.

Tracey Cutcliffe seconded by Cheryl Stewart-Walsh

APPROVED

Tracey outlined that material was included in the meeting package. The committee has selected two new directors, David Lavigne and Monica Foster. The skills matrix and the composition of the Board committees were considered during the interview process. Monica has project management experience, part of her role at NSCC was overseeing large construction projects. David brings experience in finance and community experience from New Brunswick.

Motion: The Board approves the slate of directors for reappointment, Catherine Woodman, Chris Fowles and Michael Morris, to stand for appointment to the IWK Board, for a second three-year term, at the Annual General Meeting.

Tracey Cutcliffe seconded by Lois Smith

APPROVED

Chris Fowles, Catherine Woodman and Mike Morris abstained

Motion: To approve the appointment of Community Members to serve on IWK Board committees
Tracey seconded by Ron Smith **APPROVED**

Community Members – Jane McKay-Nesbit, Charlene Milner, Ryan Brothers.
Community members are very valuable members of committees and also broaden the IWK's governance reach.

6.2 Board Committees

Motion: The Board approves the Board Committee composition as proposed minus the two new directors who are to be appointed at AGM.
Tracey Cutcliffe seconded by Mike Morris **APPROVED**

Committee Selections are informed by 1:1 meeting with the Chair and directors and the skills matrix.

7.0 In Camera

CEO performance review process

Motion to adjourn – Paul Smith
Meeting adjourned at 10:00am

Respectfully Submitted,



Catherine J. Woodman
Board Chair