



IWK BOARD OF DIRECTORS MEETING

Tuesday February 8, 2022

8:30 am -12:30pm

Director's present: Catherine Woodman, Sonya Fraser, Lois Scott, Thane Stevens, Christopher Fowles, Paul Smith, Julia Inglis, Aldea Landry, Tracey Cutcliffe, Mike Morris, Lindsay Hawker, Justin Ghosn, Sheila Woodcock, John Sylliboy, Darrell White, Ron Smith, Dr. Paul Hong, Ashwin Kutty, Paul Smith, Barry Mason, Mary Ann McMahon

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

Regrets: Cheryl Stewart-Walsh, Dr. Scott Drysdale

Executive present: Steve Ashton, VP, People, Gina Connell, Chief Communications and Public Relations, Jen Feron, General Counsel, Annette Elliott Rose VP Clinical, Amanda Whitewood, Chief Operating Officer,

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

1. Opening Remarks

1.1 Call to Order/Confirmation

Catherine Woodman, Board Chair, called the meeting to order. Quorum was confirmed.

1.2 Declaration of Conflict of Interests

Catherine Woodman will step out for VP Research update.

2. Safety Call

3. Approval of the Agenda

Motion to approve the agenda Justin Ghosn seconded by Ron Smith

APPROVED

4. Consent Agenda

APPROVED

Motion to approve the consent agenda and motions included therein Lois Scott seconded by Aldea Landry

4.1 Approval of November 30 Board Meeting Minutes

Motion: THAT, the minutes of November 30 Board Meeting minutes be approved

4.2 Pre- Privileges and Credentialing

Motion: THAT the Board approve the privileges and credentialing reports

4.3 Board Evaluation – no motion, for review

4.4 MAC Report – no motion, for review

4.5 Role descriptions – Board Chair/Vice Chair/Committee Chair

Motion: THAT the Board approve the role descriptions for the Board Chair, Vice Chair and Committee Chairs

5. Board Chair Report

The IWK Board Chair has taken part in many meetings/events since our last Board meeting.

- Tree lighting with CEO – patient and family and Santa
- Governance meeting to discuss off cycle board recruitment triggered by election of Sonya Fraser to Vice Chair placing a priority on the need to recruit chair of FARM.
- Executive meeting to plan and coordinate this board meeting, address in-camera items discussed at last board meeting, trial monitoring
- Regular meetings with the CEO – focused on strategy, people and financials
- Meetings with the Chair and Interim CEO NSH was postponed

February is African Heritage Month. A time to honor and celebrate the culture, achievement, and legacy of the people of African descent.

Thought provoker... What is the Value of Board?

What % of management teams consider the board adds value? Answer: 25-30% (Institute Corporate Directors)

The Executive team has a lifetime experience, 3000 hours a year, with a singular focus -IWK.

Board – approximately 260 hours a year on IWK matters, “gifted amateurs”, otherwise engaged.

Prudent, probing questions, challenge: Bring perspective - Insight, Monitor – oversight.
Forward thinking - foresight.

Wise Vs. Smart people – knowledge learned every day – wisdom is letting go of something every day.

6. Strategy

Usually, first board meeting of the year focuses on update from fall strategy session, however the strategy work has been more dispersed this year in response to COVID and we reviewed the strategy for 2021-2022 in December. Given current restrictions we were unable to host an event this month and the planned external launch of the strategy will now occur and be the theme of our Annual General Meeting in June.

The Q3 performance results for 2021-2022 strategic priorities will be presented at the March committee and board meetings. Forward progress on all of the initiatives continues despite the competing activities secondary to pandemic response and regular organizational activities.

The development of the provincial health services planning and accountability frameworks of the new government's mandate for health continued despite the increased pandemic response albeit at a slowed pace and members of our team are involved with counterparts at DHW. The release of the report from the "Speak Up for Health" tour in which we participated is expected soon accompanied by the government priorities. The executive team has been working to align the priorities and initiatives within our strategic plan with the government priorities as well as the revised accountability agreement under construction. As part of this process the team is also examining progress on the current IWK priorities and any revisions or changes required for 2022-2023. The proposed new and revised priorities will be brought to the Board later in the spring for input and approval.

Action: A summary of the NS provincial health strategy illustrating the connections to the IWK Health Centre Strategy will be prepared and shared with the board.

7. Committee Updates

7.1 GN&HR

The committee heard from Steve Ashton, VP People regarding human resource covid trends within the health center. Number of staff out with Covid is slowing coming down. The number of staff off on unpaid leave due to vaccine status has dropped to less than 5. Workforce planning is moving forward, a national committee has been created, which the IWK is a part of.

Board effectiveness surveys will be sent out very shortly as well as committee survey. Surveys will be due March 7. It is critical these are completed and returned to Penny. The Accreditation Canada survey will be going out in May. The IWK website is being updated. The committee reviewed the Governance pages. The web site is expected to be completed by end of March early April.

The committee reviewed the upcoming needs for new directors. following discussion at the previous board meeting the committee proceeded with off-cycle recruitment for the chair of the FA&RM committee, following the appointment of the current committee chair to the Board Vice Chair position. Two candidates interviewed for this position by Chris Fowles and Krista Jangaard. Gina Kinsman has experience in internal/external audit experience with public/government organizations, experience in the health sector as well. and has time to commit to the IWK Board.

Motion: The Board appoints Gina Kinsman as a director of the IWK Board for a term of three years.

Motion: The Board appoints Gina Kinsman to serve as a member of the Board Finance, Audit & Risk Management Committee

Tracey Cutcliffe, seconded by Mike Morris

Approved

The committee also reviewed and interviewed a possible community member candidate for the Building and Infrastructure committee but after discussion determined that further appointments will be considered in the regular cycle. At the March committee meeting there will be a review of upcoming vacancies and areas of need from review of the skills matrix. Follow up with candidates interviewed in the off cycle will be coordinated by Governance Chair.

Action: Penny will send Gina Kinsman and Ashwin Kutty's CV's to Board members.

Action: Penny to send reminder to Board members who have not yet completed skills matrix

Action: Penny to send all members Board effectiveness and committee evaluations to be completed by March 7

Catherine turned the meeting over to the Vice Chair and stepped out.

The recruitment for the VP Research and Innovation has started. The search is national/international, KBRS is leading the recruitment. 36 formal applications currently received. Executive search firm has said 5-6 are very strong candidates. Long list review is booked for March 2 and first round interviews are booked; goal is to have an offer out by end of April. The committee members are Krista Jangaard, Doug Sinclair, Annette Elliott-Rose, David Anderson, Brenda Merritt, Alice Aiken, Ron El-Hawary. This is the same committee that the IWK used when recruiting Jeannie Shoveller. Is there a voice from the external community? The external community was heavily involved in the creation of the Research Strategy. EDIR committee has been involved.

8. Foundation Report

Foundation is busy as usual. First annual Jody Appeal will launch soon, more information to follow. 100hrs for kids will start March 21-25, one of the major fundraisers for the Foundation, \$62,000 has already been raised by sponsors. IWK telethon is coming up soon, June 4-5, like last year it will be based at the CTV studios. The foundation and the IWK health center are working very well with each other. Strategy meetings are very helpful. CEO and Board chair meetings are also working very well. The foundation is looking to have a bit more presence in the Health Centre, perhaps a satellite office, working on this. Covid has changed the way that the Foundation does business. Great Big Dig event is still scheduled for November. Less fall out from the CEO trial than expected, hopeful that the same will be true for the next trial. In December average amount of donations are \$4250, this December the Foundation had over \$6000 in donations. The IWK Board is reminded that the goal is 100% donation from directors. At the last meeting we agreed that Jennifer Gillivan will be asked to join the Board as a support member. Jennifer will be invited to the March meeting.

9. CEO Report

Report included in meeting package. The IWK continues to be very busy with Covid response however has been able to keep most services operating at full capacity with the exception of some services in the woman's program due to staffing challenges. The delivery of pediatric surgical services at Scotia Surgery began last week as a step to reducing wait lists. A major planned power outage will take place on February 9 to provide the permanent repair department of health is aware. The contract for helideck upgrades has been issued and work will happen as soon as possible. OPOR readiness work is still underway as the procurement phase continues.

10. Cyber Security Presentation

Denise Lalanne, Katie Smith, Ted Doane, Carolyn McKenzie, and Tracy Fiander Trask presented. Full Presentation will be shared with the Board. Questions focused on who approves ransom payments, how is coordination between various partners managed, what were key learnings from Nfld experience?

11. In Camera

Court matters – guests included Stan MacDonald, Kristen Hines, Terri Fraser

Motion to adjourn – Mary Ann McMahon

Meeting adjourned at 11:38AM

Respectfully Submitted,

A handwritten signature in blue ink, appearing to read 'CJ Woodman', with a long horizontal flourish extending to the right.

Catherine J. Woodman
Board Chair