



**BOARD OF DIRECTORS MEETING MINUTES**

Friday, February 14, 2014 at 9:00 a.m.

Delta Hotel, Winnipeg, MB

**Attendance:**

H. Azzam	P. Baker	S. Gauthier	G. McLennan
L. Manning	S. Neel	M. Perchotte	J. Slater
P. Van Caesele	B. Wright		

**Regrets:**

J. Cox	M. Montanti	J. Stinson	
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**Staff:**

C. Conway	D. Labelle	T. Mangano	G. Whitehill
A. Kabani	P. Penner	P. Brennan	

**APPROVAL**

**1) Call to Order**

The Chair called the meeting to order at 9:05 a.m.

**2) Approval of Agenda**

MOVED: S. Gauthier

SECONDED: H. Azzam

***CARRIED.***

**3) Approval of Board Minutes and Conflict of Interest**

No conflicts were declared.

MOVED: H. Azzam

SECONDED: L. Manning

***CARRIED.***

**4) Strategic Discussion (Leadership)**

Over the course of the next several Board meetings, the five Board strategic priorities will be further discussed. This month’s strategic priority discussion focused on priority two (accountability). Priority one (Patient Safety) will be discussed in April.

The Board asked the Quality and Patient Safety Committee for some direction to set the stage for the April strategic discussion.

### **Performance Measurement – Board Dashboard**

Manitoba Health is developing an Accountability Framework that will require RHAs, including DSM, to develop appropriate measurements and targets. The Planning Accountability Enterprise Risk Management (PAERM) Committee is tasked in developing the framework (DSM has representation). DSM Board should set tangible accountability measures so that DSM can develop a dashboard that best represents Board monitoring of the organizations goals; and indicator(s) that allow the Board to assess risks. Discussion at the Board level will be needed to outline the “big dots”, the drivers and the key projects to report on (including goals, sub-goals).

Examining definitions, such as Quality, will be important in order to set proper benchmarks. Currently, there is no standard definition for Quality and DSM will have to create an appropriate definition. The Board asked that the Senior Management Team develop a framework to identify those system level measurements for the June meeting.

#### **Additional Items:**

Nothing added.

### **5) Standing Reports (Oversight)**

#### **Board Chair Report**

Dr. Patricia Baker, Martin Montanti & Jim Slater will attend the 2014 National Health Leadership Conference in June in Banff, AB on behalf of the DSM Board and organization.

RHAM Board Education Day will be on October 22 at the Delta. On October 21 there will be a MB Centre for Health Policy/RHA day. M. Perchotte encouraged Board members to attend.

#### **CEO Report**

The lease for our corporate office expires in September 2014 and a number of options have been looked at to consolidate our space at 155 Carlton. It is to our cost advantage that corporate office remain where it is, with some changes to the space. DSM is looking at a 5-year extension with an option to renew. Capital Planning will be notified and then be forwarded to the Minister for approval.

RPG is a consultant group funded by MB Health to look at long-term functional planning. DSM expects to have a draft report by the end of February. This was a valuable exercise in developing a culture within DSM of strategic planning.

DSM has entered into a partnership/service agreement with Centre for Healthcare Innovation (CHI) on the choosing wisely, appropriate & effective use priority

initiative. CHI brings a team of knowledge translation, project management, and change management experts to this agreement.

### **Quality and Patient Safety Committee Report**

The Committee has not met since November. The Risk Assessment & Management of Pathology Errors policy requires Board approval. There was Board discussion around the process to inform patients and providers when a critical systemic issue(s) occurs and feels clarification is needed in the document.

AMENEDDED: B. Wright  
MOVED: P. Van Caesele  
SECONDED: P. Baker

*Amendment: Section 4.10 be amended to read "CMO" rather than "CEO".*

*Motion: To approve the Policy with amendment and refer back to the Quality and Patient Safety Committee to discuss when and how best to communicate with key stakeholders when a systemic issue occurs.*

MOVED: B. Wright  
SECONDED: S. Gauthier

**CARRIED.**

P. Van Caesele was nominated and approved for the Chair position of the Quality and Patient Safety Committee.

MOVED: P. Baker  
SECONDED: S. Gauthier

**CARRIED.**

### **Finance Committee Report**

No report. The next meeting will be scheduled in March. The Internal Audit report has been received and thoroughly reviewed by senior management, that there are recommendations for improvement but no significant issues, that DSM is ensuring that all recommendations will be implemented, and that further updates will be provided to the Board.

## **6) Governance (Foundational Factors)**

### **Governance Committee Report**

No report. The next meeting will be on April 16<sup>th</sup>. Dr. Helmut Unrau (CCMB) has been recommended by both CCMB and DSM as the CancerCare Manitoba representative on the Board. Pending Minister approval.

**7) Board Q & A Session**

**Q:** Is the medical staff by-law put forward by the RHAs meant to be a Board endorsed DSM by-law?

**A:** Although it is a RHA by-law, DSM Board is not required to do so. However, DSM should be aware and supportive of the mechanisms put in place. Once finalized, the proposed RHA by-law will be brought back as information to the DSM Board.

**Action:** B. Wright

**8) In-Camera Session** – The Board entered the session at 11:30 a.m.

**9) Adjournment**

**Next Meetings:**

Friday, March 14, 2014 at 9:00 a.m. B. Wright will chair while M. Perchotte is away.