



**BOARD OF DIRECTORS MEETING MINUTES**

Friday, December 11, 2014 at 9:00 a.m.  
Delta Hotel, Winnipeg, MB

**Attendance:**

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

**Regrets:**

J. Cox	J. Stinson	H. Unruh	
--------	------------	----------	--

**Staff:**

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

**APPROVAL**

**1) Call to Order**

The Brian Sinclair Report was released to the public and contains 63 recommendations. The Board of Directors will review the report at their January meeting to determine which recommendations are applicable to DSM to address.

**2) Approval of Agenda**

Finance Committee Report to occur following the approval of the minutes.

MOVED: H. Azzam  
SECONDED: L. Manning

***CARRIED.***

**Finance Committee Report**

The Committee met with Ernst & Young (Auditors) to determine the 14/15 audit plan. As of September 2014, DSM is forecasting a break even financial position to end the 14/15 fiscal year after applying a one-time only deferred revenue. It is anticipated that in the 15/16 fiscal year, DSM will be in a similar, structural deficit similar to the other RHAs. The Board Chairs of the RHAs, including DSM and CCMB, have requested a meeting with the Minister of Health in January to discuss the provincial structural deficits in health.

Approval required for the second quarter financial statement, as presented.

MOVED: G. McLennan  
SECONDED: H. Azzam

***CARRIED.***

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

Minutes of the November 14, 2014 meeting not reviewed. No conflicts were declared.

### 4) Strategic Discussion (Leadership):

#### Engagement

DSM Board members explored the concept of engagement in order to come to a definition of what engagement means. An exercise on stakeholder mapping occurred to determine areas of focus for the Board. DSM management will summarize the conversation and present a recommended approach to the Board in early 2015.

### 5) Standing Reports (Oversight)

#### Board Chair Report

A draft report from the Board's Annual Strategic Planning Day has been submitted to M. Perchotte. A more in-depth review of the report will occur in early 2015.

M. Perchotte will be away January through March however will be dialing into the Board Meetings from abroad. Vice Chair B. Wright will act in her stead. Where B. Wright is unavailable to chair the meeting, either G. McLennan or P. Van Caesele will act in his stead.

**Action Item:** *D. Humphrey will forward each Strategic Direction to the original author for update based on the discussions held at the November Strategic Planning Session. The Engagement Direction will be updated by J. Slater & T. Mangano as J. Cox is absent for this meeting.*

#### CEO Report

DSM is co-leading a physician driven "change coalition" that has the potential to transform the health system by enabling and supporting more seamless processes for referrals, consults, and diagnostics from primary care through specialities, including emergency departments.

The most significant criteria for success in any "appropriate utilization" plan is physician engagement. In partnership with CHI and as part of our Provincial Strategy for Appropriate and Effective Use of Diagnostics, DSM and CHI will be partnering with the Canadian Agency for Drugs and Technology in Health (CADTH) who will fund a full-day "think tank" strategic engagement session (by invite only) for physicians across the spectrum of health.

The CEO attended a tripartite meeting with Western Deputy Ministers, Colleges and Registrars and representatives from the Western CEO Healthcare Forum to discuss common issues around accreditation and standardization.

#### Quality and Patient Safety Committee Report (QPSC)

The Committee will establish its 2015 meeting schedule.

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

#### Governance Committee Report

Board membership (appointments, reappointments and recommendations) will now be organized through the Governance Committee. The Governance Committee's Terms of Reference will be updated. A replacement for former DSM Board Member Ms. Shelley Neel, (MGEU) has not yet been identified.

Upcoming Renewals in 2015: M. Perchotte (October) and G. McLennan (December). New Board Members will be asked to join board subcommittees. J. Stinson has joined the Finance Committee and Dr. Unruh will be asked to join the Quality & Patient Safety Committee.

The annual board performance review will occur in 2015.

### **7) Board Q & A Session**

Q: How does DSM educate staff on PHIA legislation?

A: All new employees are required to take PHIA training and sign a confidentiality form. DSM's Client Services will look at offering a refresher course for employees. DSM Communications will write a story about PHIA in the DSM Dialogue Newsletter.

February Strategic Discussion: Budget 2015/2016

March Strategic Discussion: To be determined.

### **8) In-Camera Session**

### **9) Adjournment**

Moved by H. Azzam

***Next Meetings: January 9, 2015 at 9:00 a.m. – at RBC Convention Centre***