



**BOARD OF DIRECTORS MEETING MINUTES**

Friday, February 9, 2018 at 9:00 a.m.  
DSM Boardroom 1905 & Teleconference  
Call 1-866-210-4706; Code 204 926 8005; Leader Pin 3959

**Attendance:**

S. Gauthier	G. McLennan	M. Montanti	P. Van Caeseele
A. Wilgosh	B. Wright		

**Regrets:**

L. Manning	H. Unruh	R. Van Denakker	
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**Staff:**

C. Burns	C. Conway	D. Humphrey	P. Kresta
T. Mangano	J. Slater		

**APPROVAL**

**Call to Order**

**Approval of Agenda**

Agenda approved as distributed. No conflicts were declared.

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

Move to approve the minutes of January 12, 2018.

MOVED: P. Van Caeseele  
SECONDED: M. Montanti

***CARRIED.***

**Strategic Discussion – Continuing Discussion – DSM Transition to SHSM**

**Standing Reports (Oversight)**

Board Chair Report

Shared Health is expected to be established as a legal entity soon. The March 9, 2018 DSM Board meeting is tentative pending direction from legal counsel on the establishment of Shared Health.

Senior Management Team (SMT) Report

Board Approvals:

DSM Finance prepared a Cheque Requisition in the amount of \$4,397,783.10 for a year-end adjustment to clear up and reconcile transactions resulting from the transfer of funding by MHSAL to DSM from WRHA. The reconciliation process was reviewed and agreed to by both DSM and WRHA finance departments, and in an abundance of caution, DSM finance attached back-up documents and “notes to

file” for our auditors; as well as requesting that the DSM Board Executive Committee authorized payment by email – with ratification and minutes at full Board meeting.

Move to ratify the decision of the Executive Committee

MOVED: M. Montanti  
SECONDED: G. McLennan

**CARRIED.**

Contract extension approval: The contract for Complete Food Services covers four regions for food services and delivery and related items. The current contract expires March 31, 2018 and we have already exercised the extensions within the contract. The DSM board authorized a one year extension with the directive that this contract must be tendered within the next year..

Move that the organization place a highest priority on tendering the contract, that a one year extension be approved, and that MHSAL be fully briefed.

MOVED: P. Van Caesele  
SECONDED: M. Montanti

**CARRIED.**

Financial Update:

DSM is currently forecasting a small surplus; and that the forecast has some assurance that there are no major unaccounted or unexpected expenses to come.

The DSM Finance team on behalf of the whole organization was thanked by the Board for their good work.

Quality and Patient Safety (QPS) Committee Report

No report.

Finance Committee Report

No report.

**Governance (Foundational Factors)**

Governance Committee Report

No report.

**Board Q and A Session**

**In-Camera Session**

**Adjournment**

***Next Meetings: (tentatively scheduled) March 9, 2018 – RBC Convention Centre***