

**Ontario Health Board of Directors Meeting
(by Teleconference)**

Date: February 23, 2022

Minutes

Directors Present: Bill Hatanaka (Chair), Elyse Allan (Vice Chair), Jay Aspin, Jean-Robert Bernier, Adalsteinn Brown, Garry Foster, Jackie Moss (from 12:15pm until 1:00pm) Lynda Hawton Kitamura, Paul Tsaparis, Anju Virmani

Directors not in Attendance: Alex Barron

Ontario Health: Matthew Anderson (Chief Executive Officer), Anne Corbett (General Counsel and Executive Lead, Legal, Privacy and Risk), Christine Gan (Executive Assistant, Legal, Risk, Privacy & Governance), Ashley Potts (Office of the Board Chair & Program Manager, Legal, Risk, Privacy & Governance), Phuong Truong (Board Coordinator), Louise Verity (Strategic Advisor, Office of the CEO)

Invited Guest(s): N/A

Item	Topic	Key Discussion Points	Decision	Action Items/Next Steps
1.	Chair's Opening Remarks	The Chair welcomed Board Members to the meeting.		
1.1	Call to Order	The meeting was called to order at 12:30 p.m.		
1.2	Recognition of Quorum	With quorum present, the meeting was formally constituted.		
1.3	Declarations of Conflict	No conflicts were declared.		
1.4	Approve Agenda	The Board reviewed the Agenda as presented.	Upon motion duly made and seconded, and unanimously carried,	

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			the Agenda was approved as presented.	
1.5	Dedication – Mr. Foster	<p>The Chair noted that this was Mr. Foster’s last Ontario Health Board meeting and on behalf of the Board of Directors expressed thanks and appreciation for his contributions, dedication, and commitment as an inaugural Ontario Health Board member.</p> <p>Mr. Foster dedicated the meeting to health care innovators including frontline workers, researchers, policy makers and administrators – who have developed new or improved health policies, systems, products, technologies, services and care delivery methods that help improve people’s health. Dr. Brown will dedicate the next Board meeting.</p>		
1.6	Approve December 15, 2021 Board Minutes	Members reviewed the minutes of the December 15, 2021 Board meeting.	Upon motion duly made and seconded, and unanimously carried, the minutes of the December 15, 2021 Board meeting were approved.	
1.7	Review Follow-Up Items	The Chair noted there were no follows-ups due in February.		
2.	CEO Report	<p>Mr. Anderson provided a summary of the CEO report, further to the pre-read materials. He highlighted the progress on Ontario Health’s organization design and the employee engagement survey results. He also provided an update on Ontario Health’s response to the COVID- 19 pandemic and the health system recovery plan.</p> <p>Mr. Anderson expressed his best wishes to Mr. Foster, Chair of Finance, Audit and Risk Committee and thanked him for his contributions.</p>		
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
7.	Governance and Nominating	<p>The Committee Chair reported on the February 22, 2022 meeting, including:</p> <p>Appointment of Finance, Audit and Risk Committee Chair</p>	Upon motion duly made and seconded, and unanimously carried, the OH Board approved the following resolution:	

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	Committee (GNC) Report		<p>BE IT RESOLVED THAT:</p> <p>The Board of Directors approves the appointment of Lynda Hawton Kitamura as</p> <ul style="list-style-type: none"> (i) Chair of Finance, Audit & Risk Committee effective March 7, 2022 and (ii) New member of Innovation & Transformation Committee effective immediately. 	
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
8.	Finance, Audit and Risk Committee (FARC) Report	The Committee Chair reported on the February 22, 2022 meeting and advised there were no items in the open agenda.		
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the <i>Freedom of Information and Protection of Privacy Act</i> .		
		The Board returned to an open session.		
9.	Quality and Engagement Committee (QEC) Report	<p>The Committee Chair reported on the February 22, 2022 meeting, including:</p> <ul style="list-style-type: none"> Trillium Gift of Life Network Overview Mental Health and Addictions Board and Senior Leadership Team Retreat Report-Out 		

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		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the Freedom of Information and Protection of Privacy Act.		
		The Board returned to an open session.		
10.	Innovation and Transformation Committee (ITC) Report	The Committee Chair reported on the February 23, 2022 meeting and advised there were no items in the open agenda.		
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the Freedom of Information and Protection of Privacy Act.		
		The Board returned to an open session.		
11.	Human Resources and Compensation Committee (HRCC) Report	The Committee Chair reported on the February 23, 2022 meeting, including: Equity, Inclusion, Diversity and Anti-Racism Policy Review	Upon motion duly made and seconded, and unanimously carried, the OH Board approved the following resolution: BE IT RESOLVED THAT: The Board of Directors approves the renewal of the Equity, Inclusion, Diversity, and Anti-Racism policy as presented, and the proposed revision.	
		The Board moved to a closed session due to the discussion of topics that are or may be subject to exemptions under the Freedom of Information and Protection of Privacy Act.		
	Termination of meeting	The meeting was adjourned at 4:45pm	Upon motion duly made, seconded and unanimously carried the meeting was adjourned.	

William Hatanaka

William Hatanaka, Board Chair

Anne Corbett

Anne Corbett, Corporate Secretary