

Ontario Health Board of Directors Meeting

Date: November 23, 2022

Minutes

Directors Present: Bill Hatanaka (Chair), Elyse Allan (Vice Chair), Jay Aspin, Alex Barron, Jean-Robert Bernier, Adalsteinn Brown, Lynda Hawton Kitamura, Gillian Kernaghan, Jackie Moss, Paul Tsaparis

Directors not in Attendance: Anju Virmani

Ontario Health: Matthew Anderson (Chief Executive Officer), Anne Corbett (General Counsel and Executive Lead, Legal, Privacy and Risk, via videoconference), Ashley Potts (Program Manager, Legal, Privacy, Risk and Governance), Christine Gan (Executive Assistant, Legal, Risk, Privacy & Governance), Phuong Truong (Governance Coordinator), Louise Verity (Strategic Advisor, Office of the CEO), Angela Tibando (Digital Excellence in Health Executive- for item 10, via videoconference), Elham Roushani (Chief Financial Officer – for item 12), April Gamache (Chief Human Resource Officer – for item 13 via videoconference)

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 12:25 p.m.		
1.2	Recognition of Quorum	With quorum present, the meeting was formally constituted.		
1.3	Declarations of Conflict	Dr. Kernaghan declared a conflict with item 4.2 in the FARC Report Out.		
1.4	Approve Agenda		Upon motion duly made and seconded, and unanimously carried, the Agenda was approved as	

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			presented.	
1.5	Dedication – Jay Aspin	<p>Mr. Aspin dedicated the meeting to everyone working tirelessly in Ontario's health care system including administrative professionals, health care executives, practitioners, health care providers, Ontario Health Team members and home and community care providers.</p> <p>Mr. Tsaparis will dedicate the next Board meeting.</p>		
1.7	Review Follow-Up Items	The Chair noted there were no follows-ups due in November		
2.	Consent Agenda			
2.1	Approve September 14, 2022 Board Minutes		Upon motion duly made and seconded, and unanimously carried, the minutes of the September 14, 2022 Board meeting were approved.	
		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.	Governance and Nominating Committee (GNC) Report	<p>The Committee Chair reported on the November 22, 2022 meeting, including:</p> <ul style="list-style-type: none"> • Open Consent Agenda: <ul style="list-style-type: none"> ○ Board Appointee Per Diem Policy • Feedback on Board Orientation for New Directors 	<p>Upon motion duly made and seconded, and unanimously carried, the Board of Directors of Ontario Health approved the following resolution:</p> <p>BE IT RESOLVED THAT:</p> <p>The Board approve the changes to the Board Appointee Per Diem Policy as outlined.</p>	
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		The Board returned to an open session.		
10.	Innovation and Transformation Committee (ITC) Report	<p>The Committee Chair reported on the November 22, 2022 meeting, including:</p> <ul style="list-style-type: none"> • Open Consent Agenda: <ul style="list-style-type: none"> ○ Cyber Security Report 		
		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.		
11.	Quality Committee (QC) Report	<p>The Committee Chair reported on the November 22, 2022 meeting, including:</p> <ul style="list-style-type: none"> • Management Update • First Nations, Metis and Urban Indigenous Health • Equity, Inclusion, Diversity and Anti-Racism • French Language Services 		
		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.		
12.	Finance, Audit and Risk Committee (FARC) Report	<p>The Committee Chair reported on the November 23, 2022 meeting, including:</p> <ul style="list-style-type: none"> • Ontario Health Financial Statements for the Period Ended September 30, 2022 		
		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.		

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13.	Human Resources and Compensation Committee (HRCC) Report	<p>The Committee Chair reported on the November 23,2022 meeting, including:</p> <ul style="list-style-type: none"> • OH Equity, Inclusion, Diversity & Anti-Racism Quarterly Update 		
		<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>.</p>		
	Termination of meeting	The meeting was adjourned at 5:00 p.m.	Upon motion duly made, seconded and unanimously carried the meeting was adjourned.	



William Hatanaka, Board Chair



Anne Corbett, Corporate Secretary