

**MINUTES OF A MEETING (“MEETING”)
OF THE BOARD OF DIRECTORS (THE “BOARD”)
OF THE PROVINCIAL HEALTH SERVICES AUTHORITY (“PHSA”)
HELD ON WEDNESDAY, FEBRUARY 14, 2019 AT
CONFERENCE ROOM A
PHSA CORPORATE OFFICE
7TH FLOOR – 1380 BURRARD STREET
VANCOUVER, BC
AT 10:10 A.M.**

In Attendance:

Directors:	Tim Manning, Chair Sandra Martin Harris Robert Kiesman Sharon Stromdahl	Dr. Ken Bassett Suki Gill Gary Pooni David Turchen	Donisa Bernardo Dr. Kerry Jang Allan Ritchie
Regrets:	Lorianna Bennett	Chief Clarence Louie	
Guests:	Kathy Steegstra, Senior Provincial Executive Director, Virtual Health, Trauma Services BC, Mobile Medical Unit Wendy Alston, Patient Experience Representative		
Management:	Carl Roy Kendra McPherson Dr. Lynn Stephenson Cathy Prentice, Recorder	Thomas Chan Elaine McKnight Donna Wilson	Linda Lupini Dr. Maureen O'Donnell

CALL TO ORDER

Mr. Tim Manning, Board Chair, called the Meeting to order at 10:10 a.m. It was established that a quorum of the Board was present. Ms. Cathy Prentice was appointed recording secretary of the Meeting.

AGENDA

Upon Motion, duly seconded, the Meeting agenda was approved as circulated.

PUBLIC PRESENTATION

There were no public presentations.

QUESTIONS FROM THE PUBLIC:

A number of questions from the public were received and the Chair invited any other members of the public to submit questions.

Responses were as follows:

- Responding to a query regarding the Complex Chronic Diseases Program (CCDP), the Chair advised that as the question was related to operations rather than governance, Mr. Carl Roy, President & CEO would respond. Mr. Roy addressed that the question stated that “*nothing has changed in five years*”, and advised that the CCDP is a provincial program and PHSA is the sole provider. The program was established five years ago and, while time is required to continue to build and grow the program, during the past five years, the program has assisted many British Columbians who suffer from the symptoms of CCDP. Dr. Lynn Stevenson, Interim Executive Vice President, Clinical Service Delivery, was requested to follow-up directly with the questioner following the Meeting.

A number of questions were submitted related to the public presentation portion of Open Board Meetings and the posting of PHSA’s Open Board Meeting minutes and policies on the PHSA website. The Chair responded to the questions in part, and advised that a detailed response to all questions would be provided in due course following the Meeting.

1.0 APPROVAL OF THE MINUTES

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the minutes of the open Board meeting held November 29, 2018, in the form presented to the Meeting, be approved.

2.0 PRESENTATION

Virtual Health

Ms. Linda Lupini introduced Ms. Kathy Steegstra, Senior Provincial Executive Director, Virtual Health, Trauma Services BC, Mobile Medical Unit, PHSA, to present on Virtual Health. Ms. Steegstra introduced Ms. Wendy Alston, Patient Experience Representative and Virtual Health Advisory Committee member.

Ms. Alston provided background on her family and personal health journeys which were positively impacted by the ability to communicate with health professionals via PHSA's Virtual Health program. Ms. Alston emphasized how Virtual Health can assist patients throughout the Province.

Ms. Steegstra summarized the content of the briefing materials and PowerPoint presentation contained in the Meeting materials.

Responses to questions and comments were provided as follows:

- The difference between Virtual Health/Virtual Care was queried. Ms. Steegstra expanded on "health" and "care" noting care implies treatment and health speaks to the earlier end of the continuum where monitoring their own health with assistance can prevent diseases.
- Patients learning to monitor their health with coaching and mentoring was raised and noted to be a strong factor in Virtual Health.
- Responding to a query, Ms. Steegstra advised the program has been in operation for 18 months.
- Noting that some remote areas of the Province have no internet or cell services, Ms. Steegstra advised that in these areas, Community Paramedics are very helpful and discussions are underway with the Ministry of Citizens Services to partner, identify areas of connectivity and capitalize on opportunities.
- Responding to a query regarding primary care, Ms. Steegstra advised this area is a focus of the Ministry of Health.

Mr. Roy advised PHSA will provide the Provincial Government Ministries with sensible policy advice to support digital connectivity and growth for Virtual Health around the Province.

The Chair thanked Ms. Steegstra and Ms. Alston for presenting on this transformational platform and confirmed the importance of Health Authorities moving forward in concert as one integrated health system across the Province.

3.0 BOARD COMMITTEE REPORTS

3.1 Quality & Access Committee

Mr. Allan Ritchie, Chair, Quality & Access Committee, advised of two items for approval.

BC Mental Health and Substance Use Services – Quality and Medical Committee Structure
The current quality structure within BC Mental Health and Substance Use Services (BCMHSUS) includes several quality committees which operate at a local level. An integral part of best practice quality care is to share and learn from experiences across the care continuum. BCMHSUS leadership recommends the consolidation of existing committees by establishing a program-wide quality structure that includes committees and subcommittees established by the Board.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the establishment of:

- a) the BC Mental Health and Substance Use Services (BCMHSUS) Executive Leadership Team Quality Patient Safety Committee, and,
- b) as subcommittees of the Quality Patient Safety Committee:
 - i) a BCMHSUS Quality Committee; and
 - ii) a BCMHSUS Medical Advisory Committee;

for the purposes of studying, investigating or evaluating the medical hospital practice of, or care provided by, health care professionals in any BCMHSUS hospital or during transportation to or from such hospital; and such additional purposes, in relation to the quality of care at any BCMHSUS facility, or otherwise, as shall be determined by the Quality Patient Safety Committee, be approved.

Appointment of “Director” for Burnaby Centre for Mental Health and Addictions and Forensic Psychiatric Hospital

Burnaby Centre for Mental Health and Addictions and the Forensic Psychiatric Hospital are designated mental health facilities under the Mental Health Act (BC). Under that Act, each designated facility is required to have a “Director” to carry out specific responsibilities under the Act. An interim Director has been in place since September 30, 2018 when the previous Director left PHSA and a review and restructure of mental health and forensic psychiatric services was undertaken during that period.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the appointment of Lynn Pelletier, Vice President, Mental Health & Substance Use Services, PHSA, to be the “Director” in respect of the Burnaby Centre for Mental Health and Addictions and in respect of the Forensic Psychiatric Hospital (including its out-patient clinics) pursuant to the Mental Health Act and its Regulations, be approved.

3.2 People & Governance

Mr. Robert Kiesman Chair, People & Governance Committee, advised of two items for approval.

Committee Composition 2019

Based on the Chair’s discussions with existing and new Directors, a revised Board Committee Membership roster for April 1, 2019 was discussed at the February 13, 2019 Committee meeting and recommended to the Board of Directors.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT effective April 1, 2019, the PHSA Board committees be comprised of, and chaired by, the following Directors:

People & Governance Committee:

Chair: Robert Kiesman

Members: Ken Bassett, Lorianna Bennett, Clarence Louie, Donisa Bernardo, Sandra Harris

Audit Committee

Chair: Suki Gill

Members: Gary Pooni, David Turchen, Donisa Bernardo

Finance Committee

Chair: David Turchen

Members: Suki Gill, Robert Kiesman, Gary Pooni

Research & Innovation

Chair: Sharon Stromdahl

Members: Ken Bassett, Suki Gill, Clarence Louie, Kerry Jang

Quality & Access

Chair: Lorianna Bennett

Members: Ken Bassett, Clarence Louie, Sharon Stromdahl, Kerry Jang, Sandra Harris

Annual Review of Board Governance Guidelines and Policies

In accordance with the Board Policy Framework which requires all Board approved policies to be reviewed on an annual basis, the Committee reviewed the Code of Ethics, Fostering a Culture of Respect and the Standards of Conduct policies.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the following Board Governance Guidelines and Policies, in the form presented in the Meeting materials, be approved:

- Code of Ethics;
- Fostering a Culture of Respect;
- Standards of Conduct.

3.3 Finance Committee

Mr. David Turchen, Chair, Finance Committee, advised of five items for approval.

Capital Fund

In September 2018, the PHSA Board of Directors approved the 2018/19 PHSA Capital Fund of \$57M. PHSA has since received \$9.1M of additional targeted capital funding. Management has requested approval of the updated 2018/19 PHSA Capital Fund of \$66.1M.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the updated 2018/19 PHSA Capital Fund of \$66.1M, in the form presented to the Meeting, be approved.

Board Compensation and Expense Policy

In accordance with the Board Policy Framework which requires all Board approved policies to be reviewed on an annual basis, Management has performed a review of the Board Compensation and Expense Policy and has requested an update to Section 4.5 of the Policy to state that Board member retainer compensation will be paid at the end of each quarter, rather than in advance of each quarter.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the revised Board Compensation and Expense Policy, in the form presented to the Meeting, be approved.

Terms of Reference for the Finance Committee

In accordance with the Board Policy Framework which requires all Board approved policies to be reviewed on an annual basis, a review of the Terms of Reference for the Finance Committee was performed and various changes to Section 5 of the policy to align the timing of activities to the schedule of Board meetings for 2019 were recommended.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the Terms of Reference for the Finance Committee, in the form presented in the Meeting materials, be approved.

Banking Policy

In accordance with the Board Policy Framework which requires all Board approved policies to be reviewed on an annual basis, a review of the Banking Policy was conducted and updates to various sections of the Policy to add “Chief Operating Officer” where applicable and remove reference to the terms “branches” and “agencies” in order to align with the new PHSA management and organizational structure were recommended.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the Banking Policy, in the form presented in the Meeting materials, be approved.

Financial Policy Review

In accordance with the Board Policy Framework which requires all Board approved policies to be reviewed on an annual basis, the Borrowing; Loans to Related Members; Investment Management; Capital Asset Governance and Equity Management policies were reviewed and minor edits to naming conventions throughout the policies to align with the new PHSA organizational structure were recommended.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the following Financial Policies, in the form presented in the Meeting materials, be approved:

- Borrowing;
- Loans to Related Members (formerly named “Loans to Member Agencies”);
- Investment Management;
- Capital Asset Governance;
- Equity Management.

3.4 Audit Committee

Ms. Suki Gill, Chair, Audit Committee, advised of one item for information and two for approval.

For information

Safe Reporting Policy

In accordance with the Board Policy Framework which requires all Board approved policies to be reviewed on an annual basis, Internal Audit performed a review of the Safe Reporting Policy. Based on the review, no substantive changes to the policy were deemed necessary.

For approval

Auditor Independence Policy

In accordance with the Board Policy Framework which requires all Board approved policies to be reviewed on an annual basis, Management has performed a review of the Auditor Independence Policy and has requested that the role of Chief Operating Officer be added to Section 3.4 of the policy to align with the new management structure at PHSA.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the revised Auditor Independence Policy, in the form presented to the Meeting, be approved.

Terms of Reference for the Audit Committee

In accordance with the Board Policy Framework which requires all Board approved policies to be reviewed on an annual basis, Management has performed a review of the Terms of Reference for the Audit Committee and has requested various changes to Section 5 of the policy to align the timing of activities to the schedule of Board meetings for 2019.

Upon Motion, duly seconded, the following resolution was passed:

BE IT RESOLVED THAT the revised Terms of Reference for the Audit Committee, in the form presented to the Meeting, be approved.

3.5 Research Committee

Ms. Sharon Stromdahl, Acting Chair, Research Committee, advised of two items for information.

Women's Health Research Institute Strategic Update

The Research Committee received a presentation from Dr. Lori Brotto, Executive Director of the Women's Health Research Institute or WHRI. With 220 investigators and 448 research trainees, the WHRI acts as the research arm of BC Women's Hospital & Health Centre, as well as a virtual institute designed to facilitate women's health research in BC. Dr. Brotto provided an overview of WHRI's updated strategic plan, which aims to enhance collaboration, increase capacity, communicate, translate and implement research to improve women's health care, and establish WHRI as a national leader in championing women's health research.

Inter-Disciplinary Research at the Forensic Psychiatric Hospital

The Committee received a report on an important, patient-centred interdisciplinary research project currently underway at the Forensic Psychiatric Hospital. This nurse-led project is evaluating whether engaging forensic patients in their own care planning strengthens risk assessment and management, and improves quality of care. The Committee looks forward to hearing the results of this research project when it is complete.

4.0 BUSINESS ARISING

No business arising was identified.

5.0 CORRESPONDENCE

Correspondence was referenced for information.

6.0 NEXT MEETINGS

Thursday, April 25, 2019 in Vancouver.

7.0 TERMINATION – the Meeting terminated at 11:35 a.m.