

Wellington-Dufferin-Guelph Public Health
MINUTES OF BOARD OF HEALTH
Wednesday April 6, 2016

The Board of Health of Wellington-Dufferin-Guelph Public Health Unit met at 4:00 p.m. at the FERGUS Office.

Members in attendance were: Mr. Doug Auld (Chair), Ms. Margaret Abbink, Mr. William Baxter, Ms. Christine Billings, Mr. Guy Gardhouse, Ms. June Hofland, Mr. Dennis Lever, Mr. Ken McGhee, Mr. Keith Perron, Ms. Nancy Sullivan and Mr. Allen Taylor.

Member(s) with regrets: Mr. George Bridge, Ms. Rose Ann Doyle, Mr. Mark MacKinnon and Mr. Chris White.

Ex-officio member(s) in attendance: Dr. Mercer, Medical Officer of Health & CEO.

Staff members in attendance were: Ms. Elizabeth Bowden, Ms. Andrea Roberts, Mr. Rob Thompson, Mr. Tom Craig, Mr. Chuck Ferguson, Ms. Shanna O'Dwyer and Ms. Sylvia Muir (Recording Secretary).

Guests in attendance were: Matthew Betik and Brendan D. Hall, KPMG (Auditors).

1.0 Call to Order

D. Auld called the meeting to order at 4:00 p.m.

Skills Matrix for BOH

D. Auld advised the BOH that the Ad Hoc Working Group identified the need for a skills matrix to aide in the process of succession planning. This item will be placed on the BOH Agenda for the May 4, 2016 meeting in order to have a full discussion and to finalize the document. alPHa is also recommending a skill matrix document be implemented for BOHs.

Skills Matrix to be placed on BOH Agenda for May 4, 2016 meeting.

2.0 Disclosure(s) of Pecuniary Interest

There are no disclosures of pecuniary interest declared at this time.

3.0 Approval of Agenda **with the following addition(s):**

- ▶ **Addition of Correspondence from Deb Matthews, Deputy Premier Response Letter to WDGPH re Poverty and Food Insecurity – Under #10 – Correspondence.**

MOTION: “To approve the Agenda and any Addendums distributed for the April 6, 2016 BOH meeting, as amended.

Moved:
Seconded:

J. Hofland
A. Taylor

CARRIED

4.0 Approval of Minutes

MOTION: “To approve the Minutes of March 2 2016 – not including the March 2, 2016 Closed Session Minutes.”

Moved: K. Perron
Seconded: W. Baxter **CARRIED**

4(a) MOH Updates

Dr. Mercer provided updates on the following matters:

Syrian Refugees

- The government is expecting approximately 10,000 more refugees by the end of 2016.
- WDGPH continues to provide immunizations.
- WDGPH is seeing significant dental requirements.

RMG

- WDGPH went into IMS mode to deal with this incident. Process went smoothly.
- WDGPH sent out a media release on March 14, 2016. 14 media stories resulted from the release resulting in 1.6 million potential readers.
- Within 7 minutes of media release, media started sharing the information via social channels.
- To date, WDGPH has provided 550 negative results.

(4:25) D. Lever arrived.

Strategic Plan Process & Status Update

- Item brought forward from BOH Ad Hoc Working Group meeting of March 16, 2016 (Recommendation #5).
- 4 Strategic Directions were approved by the BOH in December 2015.
- The Strategic Planning Committee has been meeting regularly since December 2015.
- Committee working towards drafting specific objectives and key performance indicators for each of the 14 Goals within the 4 Strategic Directions.
- An interactive electronic version of the Strategic Plan has been developed by Communications.
- Process to be finalized in June 2016.

5.0 Presentation(s)

Audit Committee Report:

J. Hofland, Audit Committee Chair, provided an update advising that the Audit Committee met on April 6, 2016 to review/discuss the following post-Audit matter(s) with the Auditors:

S. O'Dwyer, Finance Manager, provided a high-level review of the 2015 Draft Audited Financial Statements, in detail:

- Year-ended December 31, 2015.
- All cost-shared and 100% funded programs are included in the statements.
- WDGPH has not yet received the results of the One-Time Grants and the MOH compensation monies which may alter the Financial Statements.

BOH consensus that if WDGPH receives the results of the One-Time Grants, prior to April 28th, the Executive Committee will meet to approve the finalized 2015 Draft Audited Financial Statements.

The following Motion(s) were passed in Open Session at the Audit Committee meeting of Apr 06/16:

2015 Draft Audited Financial Statements:

(a) MOTION: "That the Audit Committee make recommendation to the Board of Health to receive the 2015 Draft Audited Financial Statements, as presented."

Moved: D. Auld
Seconded: G. Gardhouse CARRIED

(b) MOTION: "That the Audit Committee make recommendation to the Board of Health to approve the finalized 2015 Audited Financial Statements, with the additional information received from the MOHLTC (One-Time Grants & MOH Compensation Monies) and to report back to the May 4/16 BOH meeting."

Moved: D. Auld
Seconded: G. Gardhouse CARRIED

KPMG Audit Findings Report (2015):

(a) MOTION: "That the Audit Committee make recommendation to the Board of Health to receive the KPMG Audit Findings Report (2015), as presented."

Moved: G. Gardhouse
Seconded: W. Baxter CARRIED

Motions passed at the Apr 06/16 BOH Meeting:

(a) MOTION: "That the Board of Health receive the 2015 Draft Audited Financial Statements, as presented."

Moved: J. Hofland
Seconded: C. Billings CARRIED

(b) MOTION: "That the Board of Health refers, to the Executive Committee, the draft 2015 Audited Financial Statements, for approval, once the outstanding financial information (One-Time Grants & MOH Compensation Monies) is received from the MOHLTC and to report back to the BOH at the May 4, 2016 BOH meeting. Executive Committee to also review process and timeline of reviewing the Audited Financial Statements."

Moved: N. Sullivan
Seconded: K. Perron **CARRIED**

KPMG Audit Findings Report (2015)

The Auditors reviewed their Audit Findings Report (2015):

- Auditors are in a position to table a “clean audit”.
- BOH requested that the Audit Report be amended to include a note on Page 1 identifying that information from the MOHLTC was not available at the time of the audit report being drafted and presented to the BOH.

Revised Audit Findings Report to be provided to the BOH.

MOTION: “That the Board of Health approve the KPMG Audit Findings Report (2015) to WDGPH, as presented, subject to the note that the Auditors will be adding regarding the missing MOHLTC information (One-Time Grants & MOH Compensation Monies).”

Moved: J. Hofland
Seconded: N. Sullivan **CARRIED**

5.0(a) Closed Session

Closed Session BOH Discussion with Auditors Without Staff

Auditors met with the BOH without the presence of WDGPH Staff:

(4:55)

MOTION: “To move into Closed Session for BOH Discussion with Auditors without the presence of WDGPH Staff.”

Moved: K. Perron
Seconded: J. Hofland **CARRIED**

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CLOSED SESSION

Members in attendance were: Mr. Doug Auld (Chair), Ms. Margaret Abbink, Mr. William Baxter, Ms. Christine Billings, Mr. Guy Gardhouse, Ms. June Hofland, Mr. Dennis Lever, Mr. Ken McGhee, Mr. Keith Perron, Ms. Nancy Sullivan and Mr. Allen Taylor.

Member(s) with regrets were: Mr. George Bridge, Ms. Rose Ann Doyle and Mr. Mark MacKinnon and Mr. Chris White.

Ex-officio member(s) in attendance were: NONE.

Staff member(s) in attendance were: Ms. Sylvia Muir (Recording Secretary).

Guest(s) in attendance were: Matthew Betik and Brendan D. Hall, KPMG (Auditors).

CLOSED SESSION MINUTES TO BE PROVIDED UNDER SEPARATE COVER.

(5:03) Returned to Open Session.

(5:04) Auditors left meeting.

6.0 Business Arising

Appointment(s) to Standing Committee(s)

- D. Auld advised that K. McGhee has indicated that he would like to sit on the Facilities Committee for the 2016 year.

MOTION: “To amend the membership of the Facilities Committee to include K. McGhee.”

Moved: M. Abbink
Seconded: J. Hofland **CARRIED**

7.0 Consent Agenda

- Receipt of Safe Food – Interim Program Report (Jan - Dec 2015).
 - ▶ Request for Interim Program Report to be revised and brought back to the May 4/16 BOH meeting.
- Receipt of Oral Health – Interim Program Report (4th Quarter 2015).

MOTION:

- (a) **“That the Board of Health receive the Consent Agenda items, which have been given due consideration, for information.”**

Moved: N. Sullivan
Seconded: K. McGhee **CARRIED**

8.0 BOH Report(s)

- NONE.

9.0 Committee (Verbal) Report(s)

Personnel Committee Report:

- No update.

Facilities Committee Report:

- No update.

Finance Committee Report:

- D. Lever, Finance Committee Chair, provided an update advising that the Finance Committee met on March 10, 2016 to review/discuss the following Reports/Matter(s):

BH.04.MAR1016.R01 – Financial Cycle for the Board of Health

BH.04.MAR1016.R02 - Procurement

- Report outlines the BOH's requirements for oversight of the administration's procurement function.

BH.04.MAR1016.R03 – 2016 Insurance Renewal

- Report provides an overview of the Agency's insurance coverage; changes to the coverage; annual fees paid for the coverage; and the increase over the previous year.

BH.04.MAR1016.R04 – Facilities Reserve Funds

- Report provides assurance that the organization is in compliance with both Section 6.9 of the Ontario Public Health Organizational Standards and the BOH's By-Law No. 3 – Relating to the Property of the BOH.

BH.04.MAR1016.R05 – One-Time Grants 2016

- Report outlines the requirements for One-Time Grants as per the MOHLTC's Program Based Grants User Guide for 2016.

Terms of Reference (Finance Committee)

- Terms of Reference were reviewed.
- Amendments include:
 - (i) Addition of Quorum wording from the BOH By-Law No. 1.

The following Motion(s) were passed in Open Session at the Finance Committee meeting of Mar 10/16:

BH.04.MAR1016.R01 – Financial Cycle for the BOH:

(a) MOTION: “That the Finance Committee make recommendation to the Board of Health to receive Finance Committee Report BH.04.MAR1016.R01 – Financial Cycle for the Board of Health, as amended, for information.”

Moved: C. White
Seconded: N. Sullivan CARRIED

BH.04.MAR1016.R02 - Procurement:

(a) MOTION: “That the Finance Committee make recommendation to the Board of Health to receive the Finance Committee Report BH.04.MAR1016.R02 – Procurement, as amended, for information.”

Moved: D. Auld
Seconded: N. Sullivan CARRIED

BH.04.MAR1016.R03 – 2016 Insurance Renewal:

(a) MOTION: “That the Finance Committee make recommendation to the Board of Health to receive Finance Committee Report BH.04.Mar1016.R03 – 2016 Insurance Renewal, for information.”

Moved: K. Perron
Seconded: D. Auld CARRIED

(b) MOTION: “That the Finance Committee make recommendation to the Board of Health to authorize and direct the WDGP MOH/CEO to (i) obtain an independent risk analysis of the Agency’s insurance coverage exemption clauses to clearly define what is not covered and (ii) obtain an independent risk assessment of these exemptions to ensure the Agency is adequately protected.”

Moved: K. Perron
Seconded: D. Auld CARRIED

BH.04.MAR1016.R04 – Facilities Reserve Funds:

(a) MOTION: “That the Finance Committee make recommendation to the Board of Health to receive Finance Committee Report BH.04.MAR1016.R04 – Facilities Reserve Funds, for information.”

Moved: C. White
Seconded: C. Billings CARRIED

BH.04.MAR1016.R05 – One-Time Grants 2016:

(a) MOTION: “That the Finance Committee make recommendation to the Board of Health to receive Finance Committee Report BH.04.MAR1016.R05 – One-Time Grants 2016, for information.”

Moved: K. Perron
Seconded: D. Auld CARRIED

BH.04.MAR1016.R07 – 2015 Fourth Quarter Financials:

(a) MOTION: “That the Finance Committee make recommendation to the Board of Health to receive Finance Committee Report BH.04.MAR1016.R07 – 2015 Fourth Quarter Financials, as amended, for information.”

Moved: C. Billings
Seconded: D. Auld CARRIED

Terms of Reference:

(a) MOTION: “That the Finance Committee make recommendation to the Board of Health to accept the Finance Committee Terms of Reference, as amended.”

Moved: N. Sullivan
Seconded: D. Auld CARRIED

Motions passed at the Apr 06/16 BOH Meeting:

(a) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and receives Finance Committee Report BH.04.MAR1016.R01 – Financial Cycle for the Board of Health, as presented, for information.”

Moved: D. Lever
Seconded: C. Billings CARRIED

Discussed the possibility of sending a letter to the MOHLTC strongly indicating that the BOH cannot meet these deadlines when it meets monthly and the MOHLTC does not meet its own deadlines (eg. one-time grants).

(a) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and receives Finance Committee Report BH.01.MAR1016.R02 - Procurement, as presented, for information.”

Moved: D. Lever
Seconded: C. Billings CARRIED

(a) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and receives Finance Committee Report BH.04.MAR1016.R03 – 2016 Insurance Renewal, as presented, for information.”

Moved: D. Lever
Seconded: N. Sullivan CARRIED

(b) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and authorizes and directs the WDGPH MOH/CEO to (i) obtain an independent risk analysis of the Agency’s insurance coverage exemption clauses to clearly define what is not covered and (ii) obtain an independent risk assessment of these exemptions to ensure the Agency is adequately protected.”

Moved: D. Lever
Seconded: K. Perron CARRIED

Direction was provided to the MOH/CEO to ensure that internal cyber security is assessed as part of the IT consultation planned for 2016.

(a) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and receives Finance Committee Report BH.04.MAR1016.R04 – Facilities Reserve Funds, as presented, for information.”

Moved: D. Lever
Seconded: K. Perron CARRIED

(a) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and receives Finance Committee Report BH.04.MAR1016.R05 – One-Time Grants 2016, as presented, for information.”

Moved: D. Lever
Seconded: C. Billings CARRIED

(5:52) L. Bowden and R. Thompson left meeting.

(a) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and receives Finance Committee Report BH.04.MAR1016.R07 – 2015 Fourth Quarter Financials, as presented, for information.”

Moved: D. Lever
Seconded: C. Billings CARRIED

BOH member request for the Finance Committee to review the input of a chart of the past 5 years of variances for future reports.

(a) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and approve the Finance Committee Terms of Reference, as presented.”

Moved: D. Lever
Seconded: K. Perron CARRIED

Executive Committee Report:

- D. Auld, Executive Committee Chair, provided an update advising that the Executive Committee met on March 14, 2016 and the 2 items for discussion both took place in Closed Session regarding the MOH/CEO’s 2015 Goals & Activities document and to discuss the draft MOH/CEO Performance Appraisal Form without the presence of Staff
- Update to be provided in Closed Session.

Audit Committee Report: SEE #5 above for details

Ad Hoc Working Group:

N. Sullivan, BOH Ad Hoc Working Group Chair, provided an update advising that the Ad Hoc Working Group met on Mar 16/16 to review and prepare a Report on the 2015 BOH Self-Assessment Results, Process & Proposed 2016 Action Plan. **NOTE:** “The Result of the BOH Self-Assessment” document circulated is a Closed Session document.

Report of the Ad Hoc Working Group on the 2015 BOH Self-Assessment Results, Process & Proposed 2016 Action Plan

- There are four (4) substantive Recommendations as a result of the review:
 - ▶ Recommendation #1:
That a questionnaire be developed in 2016 and that each Committee conduct a Committee Self-Assessment;
 - ▶ Recommendation #3:
That the submission process be revised so that BOH members are required to complete the entire questionnaire in order to submit the document.
 - ▶ Recommendation #4:
That the requirement for reporting on the Action Plan occur biannually.
 - ▶ Recommendation #5:
That there be four (4) options for response on the questionnaire rather than five (5). That the “Neutral” option be replaced with a new option of “Don’t Know” or “Not Applicable”.

- There are six (6) “housekeeping” Recommendations as a result of the review:
 - ▶ Recommendation #2:
That revisions be made to BOH Procedure CA.42.02.106, items 8 and 12;
 - ▶ Recommendation #6:
That clearly distinct colours be selected for each of the four (4) response options;
 - ▶ Recommendation #7:
That the word “adequate” be replaced with “timely and complete” in Question 9;
 - ▶ Recommendation #8:
That the words “in the past year” be added and to provide for a “Not Applicable” response option in Question 10.
That the question “Why did you answer this way?” option be added in Question 11.
 - ▶ Recommendation #9:
That the word “sub” be deleted in Question 18; and
 - ▶ Recommendation #10:
That the question “Why did you answer this way?” option be added to Questions 24 & 25.

Motions passed at the Feb 03/16 BOH Meeting:

(a) MOTION: “That the Board of Health accepts the advice of the Ad Hoc Working Group and accepts the four substantive Recommendations being #1, #3, #4 + #5, as presented in the Report of the Ad Hoc Working Group on the 2015 BOH Self-Assessment Results, Process & Proposed 2016 Action Plan.”

Moved: N. Sullivan
Seconded: K. Perron **CARRIED**

(b) MOTION: “That the Board of Health accepts the advice of the Ad Hoc Working Group and accepts the Recommendations on housekeeping being #2, #6, #7, #8, #9 + #10, as presented in the Report of the Ad Hoc Working Group on the 2015 BOH Self-Assessment Results, Process & Proposed 2016 Action Plan.”

Moved: N. Sullivan
Seconded: D. Lever **CARRIED**

(c) MOTION: “That the Board of Health accepts the advice of the Ad Hoc Working Group and receives the Report of the Ad Hoc Working Group on the 2015 BOH Self-Assessment Results, Process & Proposed 2016 Action Plan, as presented.”

Moved: K. Perron
Seconded: J. Hofland **CARRIED**

BOH discussion took place around the procedure for adding items to the BOH Agenda. Consensus that the title “Notice of Motion” (which puts the BOH on notice that a BOH member wants an item discussed at the next BOH meeting) be added to all future BOH Agendas as a standing item. “Notice of Motion” to be placed prior to “Adjournment” on the Agenda.

10.0 Correspondence

- Deb Matthews, Deputy Premier, President of the Treasury Board, Minister Responsible for the Poverty Reduction Strategy Response Letter to WDGPH re Poverty and Food Insecurity.

(a) MOTION: “That the Board of Health received the above-noted Correspondence.”

Moved: J. Hofland
Seconded: K. Perron **CARRIED**

11.0 CLOSED SESSION

- To approve the March 2, 2016 Closed Session BOH Minutes.
- Finance Committee Report from Chair – Mar 10/16:
 - ▶ Closed Session BH.04.MAR1016.R06 – 2015 Year-End Transfers to Reserve Funds.
- Executive Committee Report from Chair – Mar 14/16:
 - ▶ Report from Executive Committee to BOH re Evaluation of the 2015 Performance of MOH/CEO.
- Audit Committee Report from Chair – Apr 06/16 – **see #5(a) above.**
- +VG BOH Direction Update.
- MOH Updates.

(6:30)

MOTION: “To move into Closed Session to approve the March 2, 2016 BOH Closed Session Minutes; to receive/review Closed Session Finance Committee Report BH.04.MAR1016.R06 – 2015 Year-End Transfers to Reserve Funds; to receive/review Closed Session Report from Executive Committee to BOH re Evaluation of the 2015 Performance of MOH/CEO; to receive +VG BOH Direction Update; and to receive MOH Update(s).”

Moved:	J. Hofland	
Seconded:	A. Taylor	CARRIED

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Member(s) with regrets were: Mr. George Bridge, Ms. Rose Ann Doyle, Mr. Mark MacKinnon and Mr. Chris White.

Ex-officio member(s) in attendance were: Dr. Mercer, Medical Officer of Health & CEO.

Staff member(s) in attendance were: Ms. Elizabeth Bowden, Ms. Andrea Roberts, Mr. Rob Thompson and Ms. Sylvia Muir (Recording Secretary).

Guest(s) in attendance were: NONE.

CLOSED SESSION MINUTES TO BE PROVIDED UNDER SEPARATE COVER.

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(7:00) Returned to Open Session.

MOTION: “To Ratify the Closed Session Decisions of the March 2, 2016 Board of Health meeting.”

Moved: K. Perron
Seconded: M. Abbink **CARRIED**

Motion(s) brought forward from Closed Session:

(a) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and receives Closed Session Finance Committee Report BH.04.MAR1016.R06 – 2015 Year-End Transfers to Reserve Funds, as presented, for information.”

Moved: D. Lever
Seconded: K. Perron **CARRIED**

(e) MOTION: “That the Board of Health accepts the recommendation of the Finance Committee and approves other transfers to reserve funds for 2015, as follows:

- (i) Municipal Portion of 2015 One-Time Grants (\$79,804) into the Contingency Reserve;**
- (ii), (iii) + (iv) Litigation or potential litigation and personnel matters (\$219,000) as per Closed Session Finance Committee Report BH.04.MAR1016.R06 – 2015 Year-End Transfers to Reserve Funds;**
- (v) Risk Management Review of IT Systems (\$100,000) into IT Reserve;**
- (vi) Website (\$15,000) into IT Reserve;**
- (vii) Legislatively required training (\$45,000) into the Contingency Reserve; and**
- (viii) Remaining surplus from 2015 into IT Reserve.”**

Moved: D. Lever
Seconded: K. Perron **CARRIED**

(a) MOTION: “That the Board of Health accepts the recommendation of the Executive Committee and receives the Report from the Executive Committee to the BOH re Evaluation of the 2015 Performance of MOH/CEO, as presented, for information.”

Moved: D. Auld
Seconded: K. Perron **CARRIED**

(a) MOTION: “That the Board of Health authorizes and directs the WDGPH MOH/CEO to negotiate a resolution of the matter.”

Moved: J. Hofland
Seconded: G. Gardhouse CARRIED

12.0 Adjournment

The meeting was adjourned at 7:01 p.m.

MOTION: “To adjourn the meeting.”

Moved: J. Hofland
Seconded: G. Gardhouse CARRIED