

MINUTES OF PROCEEDINGS
NORTH EAST LOCAL HEALTH INTEGRATION NETWORK
AUDIT COMMITTEE MEETING
THURSDAY NOVEMBER 28 2013
1:30PM-2:30PM
TELECONFERENCE

DIRECTORS	Dr. Colin Germond, Chair of the Audit Committee and Board Director Elaine Pitcher, Chair of the Board of Directors Danielle Bélanger-Corbin, Vice Chair of the Board of Directors Cecilia Bruno, Board Director Santina Marasco, Board Director Rick Cooper, Board Director
STAFF	Louise Paquette, CEO (ex-officio) Kate Fyfe, Senior Director (ex-officio) Lynn Despatie, Executive Assistant to the CEO and Board Liaison
REGRETS	
GUESTS	
ITEM 1.0	CALL TO ORDER The meeting is called to order at 1:35pm. Colin welcomed Board members, staff, and guests to the NE LHIN Audit Committee meeting.
ITEM 2.0	DECLARATION OF CONFLICT OF INTEREST No conflict of interest declared.
ITEM 3.0	APPROVAL OF AGENDA {MOTION 2013-AC0014} <i>The agenda for the Audit Committee meeting of Thursday, September 26, 2013, be approved with the following change:</i> <ol style="list-style-type: none"> 1. <i>The date for the next meeting (Item 10) should be changed from 2013 to 2014</i> MOVED: Danielle Bélanger-Corbin / SECONDED: Elaine Pitcher {CARRIED}

<p>ITEM 4.0</p>	<p>APPROVAL OF PAST MEETING MINUTES {MOTION 2013-AC0015} <i>The minutes for the Audit Committee meeting of May 23, 2013 be approved as presented.</i> MOVED: Danielle Bélanger-Corbin / SECONDED: Cecilia Bruno {CARRIED}</p>
<p>ITEM 5.0</p>	<p>BUSINESS ARISING FROM PREVIOUS MEETINGS</p> <ul style="list-style-type: none"> ▪ The group reviewed the audit committee workplan for the remainder of this fiscal year and the draft for next fiscal year. Auditors will be providing an overview for their plan and approach for the audit. A question was raised regarding risk management and control; this is highlighted as part of our compliance review completed with our auditors and through an indept review of our internal protocols. ACTION ITEM: An inventory of potential risks will be identified and prioritized as well as the identification of mitigating factors for each of them. ▪ Q4 Reports – ACTION ITEM: Are there any reporting requirements and if not, we will defer Q4 to end of year audit.
<p>ITEM 6.1</p>	<p>FINANCIAL REPORTS</p> <p>From a risk perspective, the NE LHIN is anticipating confirmation of all the revenue expected in our budget. At this point, the NE LHIN does not have confirmation of IS IT, eHealth funding, these funding sources will be confirmed shortly and consistent with prior years.</p> <p>With regards to expenses, a comparison of the year to date actual compared to the budget for each expense category, the NE LHIN is tracking close to budget for all areas except for the salary line, where the NE LHIN is under budget. Planned salary expense for wages is underutilized.</p>
<p>ITEM 6.2</p>	<p>COMPLIANCE REPORTS</p> <p>Compliance reporting confirms that all requirements through the working funds relief program have been performed. A question was raised regarding the consequences to the NE LHIN should a hospital not reach the obligations. The hospital would not be eligible for work funds and cash flow for that fiscal year. They would be placed on hold and in order to be reaccepted into the program, they would have to meet the obligations and show that the budget can be balanced moving forward. Both hospitals in the program were in a deficit position but have developed measures to ensure they will be in a balanced position before the end of the year to maintain eligibility in the program.</p>
<p>ITEM 7.0</p>	<p>NEW BUSINESS</p> <p>H-SAA extensions and waivers have been completed. All the required documentation is now finalized.</p>
<p>ITEM 7.1</p>	<p>SMALL HOSPITAL FUNDING</p> <p>Small hospital funding update: The NE LHIN has received a funding letter for transformation funding letter from the MOHLTC, which provided an increase to base of 1% to small hospitals as well as a confirmation of the 5.7M to be funded over a three year period.</p>

ITEM 8.0	<p>NEXT MEETINGS</p> <p>The next scheduled Board of Directors meeting will take place on January 23rd 2014 by teleconference.</p> <p>The next scheduled Audit and Governance Committee meeting will take place on February 27th by teleconference.</p>
ITEM 9.0	<p>ADJOURNMENT OF BOARD MEETING</p> <p>{MOTION 2013-AC0016}</p> <p><i>The Audit Committee meeting of November 28, 2013 be adjourned at 2:25pm.</i></p> <p>MOVED: Santina Marasco / SECONDED: Rick Cooper</p> <p>{CARRIED}</p>

Colin Germond
Chair

MINUTES OF PROCEEDINGS
NORTH EAST LOCAL HEALTH INTEGRATION NETWORK
GOVERNANCE COMMITTEE MEETING
THURSDAY NOVEMBER 28 2013
2:30PM-3:30PM
TELECONFERENCE

DIRECTORS	Danielle Bélanger-Corbin, Chair of the Governance Committee and Vice Chair of the Board of Directors Elaine Pitcher, Chair of the Board of Directors Dr. Colin Germond, Board Director Santina Marasco, Board Director Rick Cooper, Board Director
STAFF	Louise Paquette, CEO (ex-officio) Martha Auchinleck, Senior Director (ex-officio) Kate Fyfe, Senior Director (ex-officio) Lynn Despatie, Executive Assistant to the CEO and Board Liaison
REGRETS	Cecilia Bruno, Board Director
GUESTS	
ITEM 1.0	
ITEM 1.0	CALL TO ORDER The meeting is called to order at 2:38pm. Danielle welcomed Board members, staff, and guests to the NE LHIN Governance Committee meeting.
ITEM 2.0	DECLARATION OF CONFLICT OF INTEREST No conflict of interest declared.
ITEM 3.0	APPROVAL OF AGENDA {MOTION 2013-GC0011} <i>The agenda for the Governance Committee meeting of Thursday, November 28, 2013, be approved with the following change:</i> <ol style="list-style-type: none"> 1. <i>The date for the next meeting (Item 10) should be changed from 2013 to 2014</i> MOVED: Colin Germond / SECONDED: Cecilia Bruno {CARRIED}
ITEM 4.0	APPROVAL OF PAST MEETING MINUTES {MOTION 2013-GC0012}

	<p><i>The minutes for the Governance Committee meeting of September 26, 2013 be approved as presented.</i></p> <p>MOVED: Elaine Pitcher / SECONDED: Colin Germond {CARRIED}</p>
ITEM 5.0	<p>REVIEW OF ORIENTATION MANUAL FOR NEW MEMBERS OF THE BOARD OF DIRECTORS</p> <p>The Board has been provided with a revised orientation manual for new Board members. Items to improve the document would include indicating on the cover page the month the document was revised, adding page numbering, as well as a sample agenda. Also adding tabs or dividers between sections.</p> <p>The Terms of Reference for the Audit and Governance Committees should be brought forward for revision in February.</p>
ITEM 6.0	<p>GOVERNANCE COMMITTEE WORKPLAN</p> <p>Proposed changes include a year-end performance evaluation for the CEO, as well as a 6 month review. Senior management should also be evaluated based on similar criteria.</p>
ITEM 7.0	<p>BOARD OF DIRECTORS WORKPLAN</p> <p>No changes to make to the proposed workplan.</p>
ITEM 8.0	<p>CALENDAR OF MEETINGS FOR 2014/15</p> <p>It is suggested that the face to face meetings alternate locations,</p> <p>March 27th: Sudbury June: Sudbury East (Pine Cove) September: Manitoulin November: Sault Ste Marie or North Bay</p>
ITEM 9.0	<p>PROCEED TO CLOSED SESSION</p> <p>{MOTION 2013-GC0013}</p> <p><i>The members attending this meeting move into a Closed Session pursuant to the following exceptions:</i></p> <p><i>Personnel matters</i></p> <p>MOVED: Colin Germond / SECONDED: Santina Marasco {CARRIED}</p>
ITEM 14.0	<p>REPORT FROM THE CLOSED SESSION</p> <p>{MOTION 2013-GC014}</p> <p><i>The Governance Committee received the report of its closed session meeting of November 28 2013.</i></p> <p>MOVED: Colin Germond / SECONDED: Santina Marasco {CARRIED}</p>
ITEM 15.0	<p>NEXT MEETINGS</p> <p>The next scheduled Board of Directors meeting will take place on January 23 2014 by teleconference.</p>

	The next scheduled Audit and Governance Committee meeting will take place on February 27 by teleconference.
ITEM 16.0	ADJOURNMENT OF BOARD MEETING {MOTION 2013-GC0015} <i>The Governance Committee meeting of November 28, 2013 be adjourned at 3:29pm.</i> MOVED: Elaine Pitcher / SECONDED: Santina Marasco {CARRIED}

Danielle Bélanger-Corbin
Chair