NOTICE OF MEETING ☐ **MINUTES** ☒

Title of meeting:	Board of Directors	**Date and time:**	June 25, 2024, from 1:32 to 2:29 pm
Purpose of meeting:	Public Meeting	**Location**	Four Points by Sheraton, in Moncton Room: Rendez-vous
Chairperson: **Administrative Assistant:**	Thomas Soucy Sophie Legacy		

Participants

Members

Julie Cyr	✓	Yves Francoeur	✓	Claire Savoie	✓
Réjean Després	✓	Jacques Doucet	✓	Johanne Thériault Paulin	✓
Ex officio members					
Dr. France Desrosiers	✓	Dr. Eric Levasseur	✓	Annie Carré	✓
Leadership Team					
Ghislaine Arsenault	✓	Jenny Toussaint	A	Patrick Parent	✓
Dr. Natalie Banville	✓	Sharon Smyth Okana	✓	Brigitte Sonier Ferguson	✓
Frédéric Finn	✓	Pierre Michaud			
Permanent guests					
Marc-André LeBlanc	✓	Alain Lavallée	✓		

MINUTES

1. **Opening protocol by Thomas Soucy**
The Chairperson of the Board of Directors recited the opening protocol of the public meeting:

We respectfully acknowledge that the territory on which we are gathered is part of the traditional lands of the Malecite and Mi'kmaq. We are striving to build respectful partnerships with all peoples of the province, as we embark on a path of collective healing and true reconciliation and as we honour these magnificent lands together.

2. **Call to order**
The public meeting was called to order at 1:32 pm.

3. **Declaration of conflicts of interest**
The Chairperson of the Board of Directors asked the members if they had any conflicts of interest relating to the items on the agenda to be discussed at this public meeting. No conflicts of interest were declared.

4. **Adoption of the agenda**
The agenda was presented for adoption.

MOTION 2024-06-25 / 01P
Moved by Réjean Després
Seconded by Yves Francoeur
That the Board of Directors adopt the agenda for the June 25, 2024 public meeting as presented.
Motion carried unanimously

5. **Submission for adoption**
5.1 Minutes of the April 23, 2024 public meeting
The minutes of the April 23, 2024 meeting were presented for adoption.

MOTION 2024-06-25 / 02P
Moved by Yves Francoeur
Seconded by Claire Savoie
That the Board of Directors adopt the minutes of the April 23, 2024 public meeting as presented.
Motion carried unanimously

6. **Committee reports**
6.1 Joint Care Quality and Patient Safety and Governance and Nomination Committee
6.1.1 **QUALITY** section
Claire Savoie presented the report of the June 6, 2024 meeting of the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Quality section.

For information purposes
- Review of the decision items agreed upon at the previous meeting
- Performance reports by learning client program and cross-disciplinary clinical sector
- Summary report on quality, patient safety and patient experience (Q4)
- Summary report from the Organizational Risk Office (Q4)
- Privacy Office Annual Report (2023–2024)

MOTION 2024-06-25 / 03P
Moved by Jacques Doucet
Seconded by Julie Cyr
That the Board of Directors receive the report on the June 6, 2024 meeting of the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Quality section.
Motion carried unanimously

6.1.2 **GOVERNANCE** section
Claire Savoie presented the report on the June 6, 2024 meeting of the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Governance section.

For information purposes
- Appointment letter of Board Chairperson
- Appointment to the Board of Directors for the position vacant as of July 1, 2024
- Evaluation of performance of the President and CEO
- Evaluation of the Chief of Staff and the Chairperson of the Professional Advisory Committee
- Evaluation of the Chairperson of the Board of Directors
- Evaluation of co-chairpersons of the Board of Directors' committees
- Evaluation of Board of Directors' meetings
- Progress on By-Law update
- Appointment of Vice-Chairperson and Treasurer

- Appointment of co-chairpersons and members of all Board of Directors' committees
- Appointment of Regional Chief of Staff
- Appointment of members of the Medical Advisory Committee
- Appointment of members of the Local Medical Advisory Committees
- Appointment of Chairperson of the Professional Advisory Committee
- Appointment of members of the Professional Advisory Committee
- Appointment of members of the Research Ethics Committee
- Requests for training by Board of Directors' members
- In camera meetings of the Board of Directors

<u>For decision purposes</u>
- Adoption of the Board of Directors' meeting schedule (MOTION 2024-06-06 / 04CMQG)
- Adoption of the terms of reference of Board of Directors' committees (MOTION 2024-06-06 / 05CMQG)
- Review and adoption en bloc of Board of Director policies (MOTION 2024-06-06 / 06CMQG)
- Adoption of the By-Laws of the Volunteer Association of the Dr. Georges-L.-Dumont University Hospital Centre (MOTION 2024-06-06 / 14CMQG)
- Adoption of the terms of reference of the Medical Advisory Committee (MOTION 2024-06-06 / 15CMQG)
- Adoption of the annual general meeting evaluation form (MOTION 2024-06-06 / 16CMQG)

<u>MOTION 2024-05-25 / 04P</u>
Moved by Julie Cyr
Seconded by Réjean Després
That the Board of Directors receive the report on the June 6, 2024 meeting of the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Governance section.
Motion carried unanimously

<u>MOTION 2024-06-25 / 05P</u>
Moved by Yves Francoeur
Seconded by Johanne Thériault Paulin
That the Board of Directors adopt the following motions:
- MOTION 2024-06-06 / 04CMQG;
- MOTION 2024-06-06 / 05CMQG;
- MOTION 2024-06-06 / 06CMQG;
- MOTION 2024-06-06 / 14CMQG;
- MOTION 2024-06-06 / 15CMQG;
- MOTION 2024-06-06 / 16CMQG;

from the June 6, 2024 meeting of the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Governance section.
Motion carried unanimously

6.2 Joint Strategic Research and Training and Finance and Audit Committee – Research and Training section

6.2.1 **RESEARCH AND TRAINING** section

Julie Cyr presented the report on the June 4, 2024 meeting of the Joint Strategic Research and Training and Finance and Audit Committee – Research and Training section.

For information purposes

- 2023–2024 annual summary – University Mission

MOTION 2024-06-25 / 06P
Moved by Claire Savoie
Seconded by Julie Cyr
That the Board of Directors receive the report on the June 4, 2024 meeting of the Joint Strategic Research and Training and Finance and Audit Committee – Research and Training section.
Motion carried unanimously

6.2.2 **FINANCE** section

Réjean Després presented the report on the June 4, 2024 meeting of the Joint Strategic Research and Training and Finance and Audit Committee – Finance section.

For information purposes

- Policy CA-330, revised and translated terms of reference of the Finance and Audit Committee
- Financial projections

For decision purposes

- 2024–2027 Regional Health and Business Plan and Preliminary operating budget for 2024–2025 (MOTION 2024-06-04 / 04CMRFF)
- Financial statements for the period ended March 31, 2024 (MOTION 2024-06-04 / 05CMRFF)
- Auditor General's investigation (communications strategy) (MOTION 2024-06-04 / 06CMRFF)
- Family Medicine Unit – Agreement (MOTION 2024-06-04 / 07CMRFF)
- Auditors' reports 2023–2024 (MOTION 2024-06-04 / 08CMRFF)

MOTION 2024-06-25 / 07P
Moved by Julie Cyr
Seconded by Johanne Thériault Paulin
That the Board of Directors receive the report on the June 4, 2024 meeting of the Joint Strategic Research and Training and Finance and Audit Committee – Finance section.
Motion carried unanimously

MOTION 2024-04-23 / 08P
Moved by Claire Savoie
Seconded by Jacques Doucet
That the Board of Directors adopt the following motions:

- MOTION 2024-06-04 / 04CMRFF;
- MOTION 2024-06-04 / 05CMRFF;
- MOTION 2024-06-04 / 06CMRFF;
- MOTION 2024-06-04 / 07CMRFF;
- MOTION 2024-06-04 / 08CMRFF;

from the June 4, 2024 meeting of the Joint Strategic Research and Training and Finance and Audit Committee – Finance section.
Motion carried unanimously

6.3 Medical Advisory Committee

Dr. Éric Levasseur, Chairperson of the Medical Advisory Committee, presented the report on the May 21, 2024 meeting of the Medical Advisory Committee, as well as the current medical staff files.

For information purposes

- Policies and orders recommended by the Medical Advisory Committee
- Appointments of Local Chiefs of Staff
- Recognition/Success

For decision purposes

- Appointments of local department heads (MOTION 2024-05-21 / 07CMC)
- Appointments to the Local Medical Advisory Committees of the Beauséjour, Restigouche and Acadie-Bathurst zones (MOTION 2024-05-21 / 07CMC)

Current medical staff files

- “Choosing Wisely” initiative in the health network
- Collaboration and support for Vitalité Health Network priorities
- Analysis, follow-up and management of medical complaints and incidents
- Collaboration on the “Fair Culture” staff training and promotion of fair culture within Vitalité Health Network analyses
- Promotion and follow-up on medical service quality improvement activities in Vitalité Health Network via PBI
- Collaboration on new models of care
- Participation in better integration of medical leadership with the care quality and patient safety sector
- Participation on the new Physician Wellness Taskforce

MOTION 2024-06-25 / 09P
Moved by Johanne Thériault Paulin
Seconded by Julie Cyr
That the Board of Directors receive the Regional Chief of Staff’s report **and** the report on the May 21, 2024 meeting of the Medical Advisory Committee.
Motion carried unanimously

MOTION 2024-06-25 / 10P
Moved by Yves Francoeur
Seconded by Réjean Després
That the Board of Directors adopt en bloc the appointments of local department heads of the Beauséjour Zone and the appointments of members of the Local Medical Advisory Committees of the Beauséjour and Acadie-Bathurst zones as recommended by the Medical Advisory Committee at its regular May 21, 2024 meeting.
Motion carried unanimously

6.4 Professional Advisory Committee

Annie Carré, Chairperson of the Professional Advisory Committee, presented the report on the May 28, 2024 meeting of the Professional Advisory Committee.

For information purposes

- Committee’s terms of reference
- Members of the Professional Advisory Committee
- Professional Advisory Committee work plan
- Verification of licences to practise
- Policy on endotracheal extubation

- Other topics discussed

<u>MOTION 2024-06-25 / 11P</u>
Moved by Claire Savoie
Seconded by Julie Cyr
That the Board of Directors receive the Professional Advisory Committee report on the November 28, 2024 meeting of the Professional Advisory Committee.
Motion carried unanimously

7. Information

7.1 In camera meetings

It is best practice to announce the in camera meetings of the Board of Directors that were held since the last meetings. Three in camera meetings were held since the last meeting of the Board of Directors of Vitalité Health Network. The meetings and the reasons for them are as follows:

- **In camera meeting held on May 15, 2024**
  - Discussion of information that could compromise the effectiveness with which the regional health authority carries out its duties and responsibilities

- **In camera meeting held on June 9, 2024**
  - Discussion of information that could compromise the effectiveness with which the regional health authority carries out its duties and responsibilities

- **In camera meeting held on June 25, 2024**
  - Discussion of specific information about an identifiable individual on risk management or patient care issues that could compromise the effectiveness with which the regional health authority carries out its duties and responsibilities

8. Report by the President and CEO

Dr. Desrosiers, with the participation of Leadership Team members, presented her report as President and CEO of Vitalité Health Network.

The topics covered included the following:

- Improved access to primary health care;
- Optimized patient flow;
- Child Psychiatry Program standards;
- Opening of the Dieppe Geriatric Health Clinic;
- New partnership for cataract surgery;
- Single-session therapy in mental health and addiction services;
- Choosing Wisely initiative;
- Patient Partner Program;
- Employee experience;
- Building closer ties with communities;
- Health Care Worker Appreciation Weeks.

<u>MOTION 2024-06-25 / 12P</u>
Moved by Yves Francoeur
Seconded by Réjean Després
That the Board of Directors receive the report by the President and CEO for the period April 1 to June 30, 2024.
Motion carried unanimously

9. Adjournment
Julie Cyr moved to adjourn the meeting at 2:29 pm.

10. Evaluation of meeting
The members of the Board of Directors evaluated the meeting.

Thomas Soucy
Chairperson of the Board of Directors

Dr. France Desrosiers
Secretary of the Board of Directors

Appendices

MOTION 2024-06-25 / 05P
Moved by Yves Francoeur
Seconded by Johanne Thériault Paulin
That the Board of Directors adopt the following motions:

- MOTION 2024-06-06 / 04CMQG;
- MOTION 2024-06-06 / 05CMQG;
- MOTION 2024-06-06 / 06CMQG;
- MOTION 2024-06-06 / 14CMQG;
- MOTION 2024-06-06 / 15CMQG;
- MOTION 2024-06-06 / 16CMQG;

from the June 6, 2024 meeting of the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Governance section.
Motion carried unanimously

Related to the previous motion

MOTION 2024-06-06 / 04CMQG
Moved by Jacques Doucet
Seconded by Thomas Soucy
That the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Governance section recommend that the Board of Directors adopt the 2024–2025 meeting schedule of the Board of Directors and its committees.
Motion carried unanimously

MOTION 2024-06-06 / 05CMQG
Moved by Johanne Thériault Paulin
Seconded by Jacques Doucet
That the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Governance section recommend that the Board of Directors adopt the amended and translated terms of reference of the Finance and Audit Committee (CA-330) and the Strategic Research and Training Committee (CA-350) as presented.
Motion carried unanimously

MOTION 2024-06-06 / 06CMQG
Moved by Thomas Soucy
Seconded by Jacques Doucet
That the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Governance section recommend that the Board of Directors adopt the following amended and translated policies:

- CA-110: Corporate Image, Purpose and Values;
- CA-120: Board of Directors and Governance Structure;
- CA-135: Code of Conduct and Morals for Members;
- CA-140: Duties of the Chairperson;
- CA-180: Duties of the President and Chief Executive Officer;
- CA-210: Orientation of New Members;
- CA-225: Communications and Public Relations;
- CA-235: President and Chief Executive Officer Succession;
- CA-255: Electronic Documentation;

- CA-300: Board of Directors' committees

as presented.
Motion carried unanimously

MOTION 2024-06-06 / 14CMQG
Moved by Jacques Doucet
Seconded by Thomas Soucy
That the committee recommend that the Board of Directors adopt the By-Laws of the Volunteer Association of the Dr. Georges-L.-Dumont University Hospital Centre.
Motion carried unanimously

MOTION 2024-06-06 / 15CMQG
Moved by Jacques Doucet
Seconded by Johanne Thériault Paulin
That the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Governance section recommend that the Board of Directors adopt Policy GEN.1.40.05 – Terms of Reference of the Medical Advisory Committee as presented.
Motion carried unanimously

MOTION 2024-06-06 / 16CMQG
Moved by Johanne Thériault Paulin
Seconded by Thomas Soucy
That the Joint Care Quality and Patient Safety and Governance and Nomination Committee – Governance section adopt the evaluation form for the Annual General Meeting of the Board of Directors of Vitalité Health Network as presented.
Motion carried unanimously

MOTION 2024-04-23 / 08P
Moved by Claire Savoie
Seconded by Jacques Doucet
That the Board of Directors adopt the following motions:

- MOTION 2024-06-04 / 04CMRFF;
- MOTION 2024-06-04 / 05CMRFF;
- MOTION 2024-06-04 / 06CMRFF;
- MOTION 2024-06-04 / 07CMRFF;
- MOTION 2024-06-04 / 08CMRFF;

from the June 4, 2024 meeting of the Joint Strategic Research and Training and Finance and Audit Committee – Finance section.
Motion carried unanimously

Related to the previous motion

MOTION 2024-06-04 / 04CMRFF
Moved by Yves Francoeur
Seconded by Julie Cyr
To adopt the 2024–2027 Regional Health and Business Plan and the preliminary operating budget for the year 2024–2025 as presented.
Motion carried unanimously

MOTION 2024-06-04 / 05CMRFF

Moved by Yves Francoeur
Seconded by Julie Cyr
To adopt the audited financial statements for the fiscal year ended March 31, 2024 as presented.
Motion carried unanimously

MOTION 2024-06-04 / 06CMRFF
Moved by Yves Francoeur
Seconded by Thomas Soucy
To adopt the key messages presented at the meeting and to submit these to the Board of Directors.
Motion carried unanimously

MOTION 2024-06-04 / 07CMRFF
Moved by Julie Cyr
Seconded by Yves Francoeur
That the Joint Strategic Research and Training and Finance and Audit Committee – Finance and Audit section recommend to the Board of Directors the signing of a ten-year agreement for the local Family Medicine Unit team.
Motion carried unanimously

MOTION 2024-06-04 / 08CMRFF
Moved by Julie Cyr
Seconded by Yves Francoeur
To adopt the auditors' report as presented.
Motion carried unanimously