Trillium Health Partners
Board of Directors Meeting Minutes
Thursday, September 24, 2015

Mississauga Hospital, Clinical and Administrative Building, 4th Floor, Large Boardroom
15 Bronte College Court, Mississauga, Ontario

In Attendance:

Elected Directors	Mr. Edward Sellers (Chair); Mr. Wayne Bossert; Ms. Michele Darling; Ms. Sally Daub; Mr. Chitwant Kohli*; Mr. Alan MacGibbon; Ms. Stacey Mowbray*[1]; and Ms. Karen Wensley
Ex-Officio Directors	Ms. Michelle DiEmanuele; Ms. Kathryn Hayward-Murray; Dr. Jerome Levesque; Dr. Dante Morra; Dr. Joseph Noora; Dr. Colin Saldanha; and Dr. Trevor Young
Senior Management	Ms. Patti Cochrane; Ms. Karli Farrow; Ms. Krista Finlay; Dr. Alison Freeland; Mr. Steve Hall; Dr. Norman Hill; Mr. Steve Hoscheit; Ms. Marilyn Knox; Mr. Dean Martin; and Ms. Tara McCarville
Resource	Ms. Kate Anderson; and Mr. Eric Joyce
Guest	Ms. Nicole Vaz, General Counsel
Regrets:	Mr. Mohamed Lachemi; Ms. Christine Magee; Mr. Perry Miele; Mr. Nicholas Zelenczuk; and Dr. C. McFadyen

* By teleconference *[1] initially joined by teleconference and later in person, as indicated

1.0 Call to Order

The Chair called the Board of Directors ("Board") meeting to order at 4:05 p.m. He indicated that items for approval would be discussed first and that, once quorum had been confirmed, he would ask the Board to ratify items presented for its approval.

The Chair advised the Board that there would be a change to the order of the Agenda, including agenda item 4.2, the Financial Statements as at July 31, 2015, which would be presented ahead of the Consent Agenda by Mr. Kohli.

1.1 Approval of Agenda

The Board members reviewed the agenda. No revisions were made.

MOVED by Mr. Sellers and seconded by Mr. Bossert, that the Agenda for the September 24, 2015 Board of Directors meeting, be approved, subject to ratification once quorum is confirmed.

CARRIED

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1.2 **Declaration of Conflict of Interest**

The Chair reminded the Board that conflicts are to be declared as the agenda item arises. The Chair indicated that Mr. MacGibbon and he would recuse themselves from the meeting for agenda item 6, Reprocessing Update. No other conflicts were declared.

2.0 Finance and Audit Committee ("F&AC")

Approval of Financial Statements as at July 31, 2015

The Chair invited Mr. Kohli to review the Financial Statements as at July 31, 2015.

Mr. Kohli then discussed the Financial Statements. He noted that: (i) Pricewaterhouse Coopers LLP had been appointed as the new external Auditors; (ii) the F&AC had reviewed and approved the Audit Plan; and that (iii) financial performance was flat, with revenue and expenses being $6 million favourable/unfavourable respectively, prior to building depreciation and amortization of associated deferred capital grants and contributions. Mr. Kohli then advised that the forecast was for balanced results of operations in the range of $0 to $6 million and year end results of approximately $2.5 million.

Mr. Kohli concluded his report by noting that a variance within the capital budget of approximately $42.5 million reflected a delay in the Ministry of Health's approval process. He indicated that planned capital projects would start once related funding had been received.

Mr. Martin and Ms. DiEmanuele responded to questions related to the external Auditors and the challenges associated with the delayed funding.

MOVED by Mr. Kohli and seconded by Mr. Bossert, that the Board approve the Financial Statements as at July 31, 2015, subject to ratification once quorum is confirmed.

CARRIED

3.0 Consent Agenda

The Chair invited Dr. Morra to discuss several items within the Consent Agenda regarding the Medical Advisory Committee's ("MAC") recommendations.

Dr. Morra reviewed the MAC's request for a restriction of privileges; the transitioning of a senior physician to retirement; and the appointment of the Chief of Quality position as a voting member of the MAC.

MOVED by Mr. MacGibbon and seconded by Dr. Levesque, that the Consent Agenda for the September 24, 2015 Board of Directors meeting, be approved, subject to ratification once quorum is confirmed.

CARRIED

Ms. Daub then joined the meeting. The Chair welcomed Ms. Daub to the meeting.

The Chair confirmed that quorum had now been obtained. He indicated to Ms. Daub that, prior to her

arrival, the Board had discussed several agenda items which required approval, including the Financial Statements as at July 31, 2015, but whose approval had been contingent upon quorum being reached. Ms. Daub indicated her support for the approval of the Financial Statements and the Chair then declared the aforementioned items to be ratified and approved by the Board.

4.0 Quality and Program Effectiveness Committee Report

Patient Story

Ms. McCarville provided the Board with a video presentation on a Patient Story.

The Chair commented that the video illustrated the result of a change of process implemented within Diagnostic Imaging which had resulted in this positive outcome for the patient. The Board and management discussed the lessons learned, the support provided to staff, the culture of working together, disclosure and the peer review selection process (which reflected best practices).

5.0 Reporting

5.1 President & CEO Report

Ms. DiEmanuele welcomed Dr. Alison Freeland to the meeting and noted that another resource, Dr. Robert Reid, had also recently joined the organization as Chief Scientist of THP's Institute for Better Health.

Ms. DiEmanuele thanked the senior leadership team for continuing to build relationships and for their support during the recent Code Greys which had occurred during the summer. She discussed other matters, including the status of the Hospital Information System which the Priorities and Planning Committee had recently reviewed; funding challenges; and the need to continue to invest in education.

Ms. DiEmanuele responded to questions from the Board including those related to funding, government relationships, the challenges and risks associated with an ageing infrastructure, projected growth trends, capacity issues, the financial position of THP and that of the peer group of hospitals, and the hospital's flu vaccination and mask policy for the coming season. She concluded her report by noting that she had recently attended many staff meetings and shared with the Board the sense of pride, teamwork and enthusiasm of the staff. She also noted that workload continues to be a key issue for staff, given the volumes.

Mr. Kohli left the meeting. Ms. Mowbray joined the meeting by telephone.

5.2 Chief of Staff Report

Dr. Morra then reviewed the Chief of Staff Report. He reported on the: (i) Mississauga Academy of Medicine's fifth cohort of medical students; (ii) Operational Effectiveness and specifically the Medical Leaders Skills day planned for mid-October, and medical leadership transition; (iii) Unplanned Care and the ER Task Force; and (iv) the recent recruitment of Dr. Joan Murphy as Chief and Medical Director of Women's and Children's Health.

He concluded his report by discussing the recent mandated reduction in fees invoiced by the physicians and the implementation of the Medical Quality of Care Policy which would require Professional Staff members to track and complete a standardized quality program.

5.3 Chief Nursing Executive Report

Ms. Hayward-Murray reviewed the Chief Nursing Executive Report. She discussed the recent success of the Interviewing/Shadowing the Interprofessional Team event which had been held to demonstrate the importance of inclusion, dialogue, and conflict resolution.

Ms. Mowbray joined the meeting in person.

5.4 President, Professional Staff Association

Dr. Noora then provided the Professional Staff Association ("PSA") Report. He reported that PSA meetings were now held in person at the Mississauga site and via teleconference to the Credit Valley hospital site. Dr. Noora expressed his gratitude for Dr. Ginzburg's assistance in creating a compelling forum and agenda, which now included education and external speakers, which had resulted in a doubling of attendance levels. Dr. Noora also indicated that encouraging feedback had been received following a staff event. Dr. Noora then discussed the reduction in physician billings and the impact that this may have on the profession.

Ms. DiEmanuele commented on physician compensation as it compared to other provinces and fiscal and financial pressures. The Board and management then discussed costs associated with unplanned care; the need to work cooperatively and pay equitably; the need to continue to fund education and research; and the organization's compensation structure.

Ms. Darling left the meeting.

5.5 Chair's Report

The Chair thanked the Board members who had met with him during the summer months and indicated that he looked forward to meeting with the other Directors, too. He noted that he had also discussed various topics with the CEO, including November's Board retreat, capacity, government relations and communication. He expressed his gratitude for the leadership team's handling of the recent Code Grey associated with the breakdown of the cooling system at the Mississauga site. The Chair reported that the management and quality teams would be focused on the priorities and challenges, including the measurement of performance and related compensation.

Mr. Kohli re-joined the meeting by telephone.

6.0 Committee Report – Priorities and Planning Committee

Mr. Bossert referred the Board to agenda item 4.3, Government Relations: Capacity Planning Update, which had been discussed by the Priorities and Planning Committee.

Ms. DiEmanuele reviewed the report and discussed a presentation which had been made to the Ministry of Health to highlight a projected acute bed shortage, as a result of high growth, insufficient community capacity and ageing facilities, in the next fifteen to twenty years. She discussed the importance of developing partnerships with both government and community representatives, together with effective communication, prioritization of planning and projects and execution.

Management and the Board discussed next steps, project prioritization, the bed shortage, and working together with the Local Health Integration Network, the Mayor of Mississauga and Friends of Trillium.

Dr. Young left the meeting.

7.0 Trillium Health Partners Foundation

Chair Report

Dr. Saldanha, as Chair of the THP Foundation, provided a report on the Foundation. He discussed the financial position, donor commitments, community initiatives and fund-raising events. Mr. Hoscheit, President of the Foundation, reported on two recent gifts which demonstrated the credibility of the work done by the Foundation with the support of the Board members. He also remarked that the Foundation's performance to date had been robust and that management was cautiously optimistic that targets would be reached.

8.0 Other Business

There was no other business to address.

Ms. Darling re-joined the meeting by telephone.

9.0 Adjournment

MOVED by Dr. Noora and seconded by Ms. Wensley, that the meeting be adjourned at 6:40 p.m.

CARRIED

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10. In-camera Session

An in-camera session was held following adjournment of the Board meeting.

BOARD APPROVED: November 26, 2015