



## Board of Directors Meeting

### Minutes

**Thursday January 19, 2012  
4:00-8:00 p.m.**

The Credit Valley Hospital Site  
Auditorium  
2200 Eglinton Ave. W., Mississauga, ON

<b>Elected Directors</b>	Ms. Jagoda Pike (Chair), Mr. William Rogers, Mr. Neil Skelding, Mr. Sacha Ghai, Mr. J. Fred Kuntz, Mr. Edward Sellers, Mr. Nicholas Zelenczuk, Mr. Wayne Bossert, Mr. Tim McGuire, Ms. Joanne Rogers, Mr. Lee Stem, Ms. Pam Turner, Ms. Karen Wensley
<b>Ex-Officio Directors</b>	Ms. Michelle DiEmanuele, Dr. Mathias Gysler, Ms. Patti Cochrane, Dr. Jamie Newman, Dr. John Langlois, Dr. Sarita Verma
<b>Senior Management Team/Guests</b>	Ms. Ruby Brown, Dr. Gopal Bhatnagar, Dr. Bill Wong, Dr. Naveen Dayal, Ms. Krista Finlay, Ms. May Chang, Mr. Stephen Hall, Ms. Susan Kwolek, Dr. Norman Hill, Ms. Morag McLean, Mr. Ron Noble, Mr. Scott McLeod, Ms. Kathryn Hayward-Murray, Ms. Katherine Hay, Mr. Steve Hoscheit
<b>Resource</b>	Shalu Bains, Nicole Gaertner
<b>Regrets</b>	Mr. Alan Torrie

#### 1.0 Call to Order

The chair called the Board of Directors meeting to order at 4:09 p.m.

The chair confirmed the quorum.

#### 1.1 Approval of Agenda

The members reviewed the agenda.

**MOVED** by Tim McGuire and seconded by Pam Turner that the agenda for the January 19, 2012 Board of Directors meeting, as circulated, be approved.

**CARRIED**

#### 1.2 Declaration of Conflict of Interest

There were no conflicts declared by the membership.

#### 2.0 Consent Agenda

**MOVED** by Edward Sellers and seconded by Neil Skelding that the Consent Agenda for the meeting held on January 19, 2012, as circulated, be approved.

### **3.0 Reports**

#### **3.1 Chair's Report**

The Chair provided an overview of the Board Orientation Sessions that will be held on February 8<sup>th</sup>, March 7<sup>th</sup> and April 24<sup>th</sup>, 2012.

The Chair discussed the interim objectives of the Board until June 2012. The interim objectives and associated work plan will be submitted to the Governance Committee and Board for final approval in February 2012.

The Chair provided an overview of her meeting with the Foundation Chairs and referenced the pre-circulated memorandum from the Foundation. It was noted that Tim McGuire will attend the Trillium Foundation Board meetings and Nicholas Zelenczuk will attend The Credit Valley Hospital Foundation Board meetings. In addition the Foundation CEOs will attend the organization's Board meetings as observers.

The Chair provided an update regarding her Meeting with her Worship Mayor McCallion. The meeting was positive and the Mayor expressed her support for the new Organization.

#### **3.2 Executive Management Report**

*Mr. Steve Hoscheit and Ms. Katherine Hay joined the meeting at 4:23 p.m.*

The Site CEOs presented their Executive Management report, as pre-circulated, and highlighted the following:

- The first senior leadership meeting with directors and physician leaders is scheduled for Monday January 23rd, 2012 to discuss the Quality Improvement Plan, 2011/12 Budget, and to provide merger updates.
- The MH LHIN had their January 2012 Board meeting at The Credit Valley Hospital Site where a tour and presentation on integration updates was provided.
- The organization is now a member of the Toronto Academic Health Sciences Network.
- The recent increases in occupancy rates and strategies taken to address the number of no bed admitted patients in the emergency room at The Credit Valley Hospital site. The Credit Valley Hospital site CEO wished to recognize all the staff who are providing outstanding care during this busy time.

### **4.0 Excellent Management**

#### **4.1 Human Resources Committee**

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## 5.0 Program Quality and Effectiveness

### 5.1 Medical Advisory Committee

Dr. Mathias Gysler, Chief of Staff-CVH Site and Chair of the MAC, reviewed the following pre-circulated recommendations from the Medical Advisory Committee (MAC) meeting held on November 16, 2011, December 12, 2011 and January 9, 2012:

#### ***Appointment***

**MOVED** by Tim McGuire and seconded by Wayne Bossert that the Board appoints the professional staff listed on the MAC Recommendation to the Board, dated November 16, 2011, December 12, 2011 and January 9, 2012, as circulated.

**CARRIED**

#### ***Change of Status***

**MOVED** by Bill Rogers and seconded by Fred Kuntz that the Board appoints the professional staff listed on the MAC Recommendation to the Board, dated November 16, 2011, December 12, 2011 and January 9, 2012, as circulated.

**CARRIED**

#### ***Change in Privileges***

**MOVED** by Neil Skelding and seconded by Sacha Ghai that the Board appoints the professional staff listed on the MAC Recommendation to the Board, dated November 16, 2011, December 12, 2011 and January 9, 2012, as circulated.

**CARRIED**

Dr. Gopal Bhatnagar, Chief of Staff-THC Site, reviewed the following pre-circulated recommendations from the Medical Advisory Committee (MAC) meeting held on November 8, 2011, December 13, 2011 and January 10, 2012:

#### ***Appointment***

**MOVED** by Bill Rogers and seconded by Wayne Bossert that the Board appoints the professional staff

listed on the MAC Recommendation of the Professional Staff Appointments to the Board, dated November 8, 2011, December 13, 2011 and January 10, 2012, as circulated.

**CARRIED**

### ***Reappointment***

**MOVED** by Nicholas Zelenczuk and seconded by Karen Wensley that the Board appoints the professional staff listed on the MAC Recommendation of the Professional Staff Re-Appointments to the Board, dated November 8, 2011, December 13, 2011 and January 10, 2012, as circulated.

**CARRIED**

### ***Change in Status***

**MOVED** by Tim McGuire and seconded by Joanne Rogers that the Board appoints the professional staff listed on the MAC Recommendation of Professional Staff Change in Status to the Board, dated November 8, 2011, December 13, 2011 and January 10, 2012, as circulated.

**CARRIED**

It was noted that Recommendations for Professional Staff privileges from MAC will be included in the consent agenda moving forward, unless specified by the Chair of the MAC.

## **6.0 Financial and Organizational Viability**

### **6.1 Finance and Audit Committee**

Mr. Nicholas Zelenczuk, Treasurer, reviewed the briefing materials, as pre-circulated, for each of the Finance and Audit Committee motions below.

#### ***Financial Statements for November 2011***

**MOVED** by Nicholas Zelenczuk and seconded by Wayne Bossert that the Financial Statement for November 2011, as circulated, be approved.

**CARRIED**

#### ***2012/13 Financial Planning Update***

May Chang, Vice President, Corporate Services & Chief Financial Officer, Trillium Health Centre Site and Ron Noble, Vice President, Capital Redevelopment and Chief Financial Officer, The Credit Valley Hospital site presented the pre-circulated presentation and a discussion ensued. It was noted that the Finance and Audit Committee will present to the Board strategies and implications of achieving a balanced budget to the GAAP line. An amendment to the pre-circulated motion was discussed and approved.

**MOVED** by Neil Skelding and seconded by Joanne Rogers that the 2012/13 budget with a target of 0 as per the definition of the Generally Accepted Accounting Principles be approved, with implications of moving from a deficit of \$2.7 million to 0 be presented to the Board.

**CARRIED**

#### ***Audit Service Plan from PwC***

**MOVED** by Nicholas Zelenczuk and seconded by Joanne Rogers that the PwC Audit Service Plan and

the Audit Fee for The Credit Valley Hospital, be approved.

**CARRIED**

### ***Audit Service Plan for Deloitte***

A revised briefing note was circulated at the meeting.

**MOVED** by Nicholas Zelenczuk and seconded by Sacha Ghai that the Deloitte Audit Service Plan and the Audit Fee for Trillium Health Centre which includes materiality at 1.5%, be approved.

**CARRIED**

### ***Consolidated Entity Year End Auditor***

**MOVED** by Nicholas Zelenczuk and seconded by Tim McGuire that the appointment of Deloitte to perform the consolidated year-end audit for The Credit Valley Hospital and Trillium Health Centre be approved.

**CARRIED**

## **7.0 Ensure Board Effectiveness**

### **7.1 Governance Committee**

Mr. Edward Sellers, Chair of the Governance Committee, reviewed the briefing materials, as pre-circulated, for each of the Governance Committee motions below.

#### ***Governance Policies***

**MOVED** by Edward Sellers and seconded by Fred Kuntz that the revised Governance Policies be approved.

**CARRIED**

#### ***Board Policy Review Process***

It was noted that upon Board approval, the applicable Board policies will be sent to the standing committees of the Board for their review.

**MOVED** by Edward Sellers and seconded by Bill Rogers that the Board Policy Review Process be approved.

**CARRIED**

#### ***Professional Staff Temporary Appointment***

**MOVED** by Edward Sellers and seconded by Lee Stem that the amendment to the Professional Staff By-law of The Credit Valley Hospital and Trillium Health Centre by the deletion of sub-section 4.5 (2) in its entirety and substituted with the amended wording, as circulated, which is consistent with the OMA-OHA prototype be approved.

**CARRIED**

## **8.0 Professional Staff Association**

Dr. Jamie Newman, President of the Professional Staff Association (PSA), provided the following updates:

- The inaugural meeting of the PSA was held on December 6<sup>th</sup>, 2011 where the officers of the

PSA were appointed.

- The second PSA meeting to be held in February will be offsite to increase attendance.
- The PSA will develop a list of discussion items to be brought forward to senior management and the Board, where applicable.

## **9.0 Adjournment**

The Board of Directors meeting was adjourned at 7:05 p.m.

## **10.0 In Camera**

An in camera meeting was held following the formal portion of the meeting.

**Board approved:** February 16, 2012