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## Board of Directors Meeting Minutes

Thursday, October 18, 2012

The Trillium Health Centre  
Clinical Admin Building, 4<sup>th</sup> floor, Large Boardroom  
12 Bronte College Court, Mississauga, ON

<b>Elected Directors</b>	Mr. Alan Torrie (Chair), Mr. Wayne Bossert, Mr. J. Fred Kuntz, Mr. Tim McGuire*, Ms. Joanne Rogers, Mr. William Rogers, Mr. Edward Sellers, Mr. Neil Skelding, Ms. Pam Turner, Ms. Karen Wensley, Mr. Nicholas Zelenczuk
<b>Ex-Officio Directors</b>	Dr. Gopal Bhatnagar, Dr. Naveen Dayal, Ms. Michelle DiEmanuele, Dr. Mathias Gysler, Ms. Kathryn Hayward-Murray, Dr. Sarita Verma*, Dr. Bill Wong
<b>Senior Management Team/Guests</b>	Ms. May Chang, Ms. Patti Cochrane, Ms. Karli Farrow, Ms. Krista Finlay, Mr. Stephen Hall, Ms. Katherine Hay, Dr. Norman Hill, Dr. Craig McFadyen, Ms. Morag McLean, Mr. Ron Noble,
<b>Resource</b>	Ms. Odelia Andrea, Ms. Narinder Nagra, Ms. Sarah Patterson-Snell
<b>Regrets</b>	Mr. Sacha Ghai, Mr. Lee Stem, Mr. Steve Hoscheit

\* Joined via teleconference

An education session was held from 4:00 to 5:00 pm in the Trillium Mississauga Site, Main Hospital Building, Back Porch. Mr. Will Falk, Managing Partner, Healthcare, PwC provided a presentation on innovative service delivery.

### 1.0 Call to Order

The Chair called the Board of Directors meeting to order at 5:40 pm and confirmed quorum. He acknowledged O. Andrea for her work as the Board Liaison over the past several months and welcomed S. Patterson-Snell back to the organization in this role.

The Chair encouraged Board members to provide feedback on the education session presented earlier.

#### 1.1 Approval of Agenda

The members reviewed the agenda.

**MOVED** by E. Sellers and seconded by K. Wensley that the agenda for the October 18, 2012 Board of Directors meeting, be approved as circulated.

**CARRIED**

### 1.2 ***Declaration of Conflict of Interest***

The Chair reminded the Board that conflicts are to be declared as the agenda item arises.

## 2.0 **Consent Agenda**

**MOVED** by P. Turner and seconded by W. Bossert that the Consent Agenda for the October 18, 2012 Board of Directors meeting, be approved as circulated.

**CARRIED**

## 3.0 **Strategic Direction**

### 3.1 ***Alternate Service Delivery***

This item was addressed under item 1.0 above.

### 3.2 ***Strategic Planning Committee***

K. Wensley advised that the Strategic Planning Committee met last week and reviewed the final version of the Strategic Plan. The committee affirmed that it incorporated the Board's feedback received during the September 20, 2012 retreat and the plan previously approved.

A mockup of the public version of the Strategic Plan was circulated to the Board. The CEO reviewed a PowerPoint presentation, which forms part of the record of this meeting, that outlined the layout of the public document. The Board commended management on the final version of the Strategic Plan as pre-circulated and agreed on the layout of the public document. The CEO responded to Directors' questions with respect to the photos and patient profiles that will be included in the document.

J. Rogers joined the meeting at 5:57 pm.

## 4.0 **Reports**

### 4.1 ***Chair's Report***

The Chair reviewed the briefing note, as pre-circulated, for the membership of the Medical Advisory Committee motion below.

**MOVED** by N. Skelding and seconded by W. Rogers that the Board of Directors appoint Dr. Mathias Gysler to the Medical Advisory Committee until January 31, 2013 for the purpose of serving as Chair of the Medical Advisory Committee, as delegated by the Chief of Staff and also appoint Dr. Gopal Bhatnagar to the Medical Advisory Committee until January 31, 2013 to support the transition of the new Chief of Staff.

**CARRIED**

The Chair acknowledged Dr. Gysler and Dr. Bhatnagar for their leadership and commitment to the organizations particularly during the merger and the transition to the new Chief of Staff.

### 4.2 ***President and CEO Report***

The CEO thanked the Board for their contribution to the development of the Strategic Plan and

acknowledged the efforts of the senior management team in finalizing the document after the Board retreat in September.

She noted her report as pre-circulated, specifically the updates on the new organizational structure effective October 15, 2012 and the initiation of the selection process for the Department Chiefs. She assured the Board that senior management is monitoring the roll out of the new organizational structure very closely. The CEO acknowledged P. Cochrane's contributions as Chief Nursing Executive during the last year and welcomed K. Hayward-Murray into the role effective October 15, 2012. With respect to the selection of Department Chiefs, she noted that it is anticipated that the search for the majority of positions will be completed by the end of the calendar year and the Board will receive recommendations for candidates to consider at the meeting in January.

She also updated the Board on the relationship management strategy with all levels of government.

Senior management responded to the Board's inquiries with respect to the virtual ward project as well as Directors' involvement in the relationship management strategy.

## **5.0 Quality and Patient Safety**

There was no business to address under this item.

## **6.0 Excellent Management**

There was no business to address under this item.

## **7.0 Program Quality and Effectiveness**

### **7.1 Medical Advisory Committee**

Dr. M. Gysler advised the Board that there were no critical incidents to report at the last Medical Advisory Committee meeting.

Dr. G. Bhatnagar notified the Board about upcoming changes in the credentialing process as a result of legislative changes with respect to vulnerable person's checks. Efforts are underway to coordinate with Halton Healthcare Services on this as a partner in the regional credentialing process. The Board will receive the revised process for approval at an upcoming meeting.

## **8.0 Financial and Organizational Viability**

### **8.1 Finance and Audit Committee**

N. Zelenczuk, Chair of the Finance and Audit Committee, reviewed the briefing materials, as pre-circulated, for the Finance and Audit Committee motions below.

**MOVED** by N. Zelenczuk and seconded by J. Rogers that the financial statements for the period ended August 31, 2012, be approved as circulated.

**CARRIED**

Management responded to the Board's inquiries with respect to the Master Program/Master Plan process. It was confirmed that the Governance Committee will review the recommendation for the establishment of a Planning and Building Subcommittee at its meeting in November.

**MOVED** by N. Zelenczuk and seconded by W. Bossert that the Master Program/Master Plan process and timelines, be approved as circulated.

**CARRIED**

## **9.0 Ensure Board Effectiveness**

### **9.1 Governance Committee**

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

**MOVED** by E. Sellers and seconded by F. Kuntz that the Subcommittees of the Medical Advisory Committee – Policy and Procedure, be approved as circulated, as recommended by the Governance Committee.

**CARRIED**

**MOVED** by E. Sellers and seconded by N. Skelding that the Pharmaceutical and Therapeutics Committee and Credentials Committee be established and the Terms of Reference, be approved as circulated, as recommended by the Governance Committee.

**CARRIED**

**MOVED** by E. Sellers and seconded by N. Skelding that the Board of Directors, as directors, approve the proposed location for corporate head office, as recommended by the Governance Committee.

**CARRIED**

**MOVED** by E. Sellers and seconded by N. Skelding that the Board of Directors, as members of the corporation, approve the proposed location for corporate head office, as recommended by the Governance Committee.

**CARRIED**

**MOVED** by E. Sellers and seconded by K. Wensley that the proposed amendments to the Corporate By-Law be approved, as recommended by the Governance Committee.

**CARRIED**

It was noted that the timing of some key topics for Board education sessions may be adjusted to accommodate speaker availability. The Chair requested that materials for the session on Research in November 2012 be pre-circulated.

**MOVED** by E. Sellers and seconded by W. Rogers that the proposed key topics for 2012/13 Board of Directors meetings, be approved as amended, as recommended by the Governance Committee.

**CARRIED**

## **10.0 Risk Management**

### **10.1 Risk Management Committee**

N. Skelding, Chair of the Risk Management Committee reviewed the briefing materials, as pre-circulated, for the Risk Management Committee motion below.

**MOVED** by N. Skelding and seconded by E. Sellers that the Enterprise Risk Management Framework, be approved as circulated, as recommended by the Risk Management Committee.

**CARRIED**

Mr. Ron Noble reviewed a PowerPoint presentation that forms part of the record of this meeting, on the Emergency Management Program. The program is scheduled to launch on November 1, 2012.

## **11.0 Professional Staff Association**

Dr. Naveen Dayal , President of the Professional Staff Association (PSA), reported that the PSA met on October 2, 2012. The meeting was well attended by the membership and he thanked members of the senior management team for their participation. He reminded Board members of the invitation they received to attend the PSA Dinner and Dance on October 26, 2012.

## **12.0 External Relationships**

There was no business to address under this item.

## **13.0 Adjournment**

T. McGuire updated the Board on a discussion held at the last Quality and Performance Monitoring Committee meeting with respect to discussion of the organization's quality performance at Board meetings. The Board agreed that quality performance will be discussed at the beginning of every Board meeting and will include a patient experience.

In response to a request from a Director, the Board will be provided with an event listing for the Foundations with each Board package.

W. Rogers reported that he had been apprised of exceptional care that had recently been provided to a patient and family. He acknowledged the staff for providing this care.

**MOVED** by N. Skelding and seconded by J. Rogers that the meeting be adjourned.

**CARRIED**

The Board of Directors meeting was adjourned at 7:25 pm.

## **14.0 In Camera Meeting**

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

**Board Approved:** November 15, 2012