



Board of Directors Meeting

Minutes

Thursday, September 20, 2012

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

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

1.0 Call to Order

The Chair called the Board of Directors meeting to order at 3:14 p.m.

The Chair confirmed the quorum.

1.1 Approval of Agenda

The members reviewed the agenda.

MOVED by Mr. Neil Skelding and seconded by Ms. Joanne Rogers that the agenda for the September 20th, 2012 Board of Directors meeting, be approved.

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 Mr. J. Fred Kuntz and seconded Ms. Karen Wensley that the Consent Agenda for the September 20th, 2012 Board of Directors meeting, as circulated, be approved.

CARRIED

3.0 Reports

3.1 Chairs Report

The Chair provided a brief report highlighting that the work over the summer months has focused on integration, strategy and branding. The Chair also provided an update on the Chief of Staff recruitment. He noted that the Board approved the appointment of Dr. Dante Morra as the Chief of Staff. The Chair recognized and thanked Dr. Matt Gysler and Dr. Gopal Bhatnagar for their strong medical leadership and support.

3.2 President and CEO Report

The CEO presented her report, as pre-circulated, and highlighted the following:

- The work over the summer months has been focused on the organization's strategy, branding and naming and selecting a Chief of Staff.
- PCOP reconciliation continues to be an issue and a presentation will be made to the Associate Deputy Minister of Health to articulate the reasons for why CVH THC should be perceived somewhat differently during this recovery;
- The organization continues to work towards its research vision through partnerships at the University of Waterloo and also by expanding our nursing model around research and partnerships.
- Infrastructure Ontario has approved market sounding. In November, the Board will be provided with a presentation regarding the IT journey.
- An onboarding plan for the incoming Chief of Medical Staff has been developed and will commence in October.

Mr. Sacha Ghai raised a question of how wait times have decreased across the organization. Ms. Kathryn Hayward-Murray highlighted that specific improvements in the Emergency Department are simply a function of sharing best practices across the two founding organizations.

3.2.1 President and CEO's Goals & Objectives

The CEO reviewed the status of her goals and objectives for 2012/13, noting the following:

- QIP components of the goals and objectives have been reviewed by the Quality committee and have received great feedback.
- The organization will engage in the first employee survey. Generally, we sense a positive work environment and know where there are pressures points.

The Chair added the three categories of the goals and objectives were agreed upon by the Board to track. The Board also agreed to discuss feedback at the six month mark with the CEO – this discussion will take place in October during the in-camera session.

Mr. Gopal Bhatnagar joined the meeting at 3:37 p.m.

4.0 Strategic Direction

4.1 Strategic Planning Committee

MOVED by Mr. Fred Kuntz and seconded by Mr. Bill Rogers that the proposed name change for the umbrella organization and each site, as circulated, be approved.

CARRIED

Mr. Tim McGuire raised the question of what discussions regarding naming have taken place with the Foundations. Mr. Steve Hoscheit informed the Board that the Foundations Collaborative Committee is scheduled to meet on October 31 to reveal new name and brand.

MOVED by Mr. Fred Kuntz and seconded Mr. Bill Rogers that the proposed brand identity and logo for the organization be approved.

CARRIED

The CEO informed the Board that in terms of next steps, the organization will be filing documentation for the new name with the Ministry of Health and Long Term Care (MOHLTC) on September 21st, 2012. She reminded the Board, that new name should remain highly confidential until it is unveiled.

MOVED by Mr. Sacha Ghai and seconded by Mr. Tim McGuire that the draft strategic plan for the organization be approved.

CARRIED

Regarding the strategy, a shorter public document will be produced using the approved brand and logo, and will come forward to the Board for approval in October.

5.0 Quality and Patient Safety

5.1 Quality and Performance Monitoring Committee

Mr. Tim McGuire provided a brief overview of the Q1 QIP results report as circulated.

6.0 Integration

6.1 Integration Update

The CEO provided an update on integration planning and execution. The Integration Status Report was reviewed, highlighting the following:

- Generally, we are on target with the integration goals set for the first inaugural year. However, there are two exceptions:
 1. The Chief of Staff goals & objectives has taken longer due to a delay in selection; and
 2. The organizational structure development has taken longer than planned due to delay in selection of Chief of Staff.
- The harmonization of 606 corporate policies and procedures continues.
- There have been many integration benefits including the standardization of best practices across sites, and a single leadership forum.
- The new organizational design will result in savings for reinvestment into patient care. New positions have been created in areas where we had no capacity.

Mr. Lee Stem asked the question of whether the organization anticipates costs tagged as one-time flowing into the next fiscal year. Ms. May Chang noted that branding is the only item where this could

possibly occur.

The CEO informed the Board that the organization is currently planning to launch new name, branding strategic plan in alignment with organization's one year anniversary in November. With the launch the benefits of the merger could be shared externally.

The Chair made a comment, for consideration, that there was no mention in the report of when and how the organization will measure community engagement and if the organization has met the community expectations as a result of the merger.

6.2 Report on Successful Early Wins

Mr. Steve Hall presented the IT Integration report, highlighting the following:

- The last 9 months have been focused on three work streams. An update on each work stream was provided:
 1. Effort to secure funding for larger I&IT plan: a number of meetings have taken place with government leaders who believe we are on the right track.
 2. Market sounding exercise: this is the first step of the larger I&IT plan and is being conducted by Infrastructure Ontario, beginning on September 19th.
 3. Selection of early integration projects within the \$91M plan funded through 2011/12 capital projects.
- An intangible benefit of the merger is that the organization now presents a much more influential voice in eHealth due to its increased size.

Dr. Sarita Verma raised the issue of privacy as many staff members have other methods of communicating. She also raised a concern that there is a consistent complaint from students who have to learn to cross over from different technologies at different sites. Mr. Steve Hall acknowledged the privacy issue as a valid concern. He also noted that one of the benefits of the clinical portal is a common interface regardless of location which should create familiarity with the information system for students.

7.0 Excellent Management

There was no business to address under this item.

8.0 Program Quality and Effectiveness

8.1 *Medical Advisory Committee*

Dr. Mathias Gysler, Chief of Staff-CVH Site and Chair of the MAC provided a brief report. He noted that there was a report out of two critical incidents in the first quarter.

9.0 Financial and Organizational Viability

9.1 *Finance and Audit Committee*

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

MOVED by Mr. Nicholas Zelenczuk and seconded by Ms. Joanne Rogers that the Financial Statements for the period ended July 31, 2012, as circulated, be approved.

CARRIED

Mr. Nick Zelenczuk informed the Board that the Finance and Audit Committee will report back to the Board in the coming months on capital spending for the organization.

10.0 Ensure Board Effectiveness

10.1 Governance Committee

Mr. Lee Stem, Vice-Chair of the Governance Committee provided a brief update regarding outstanding Board policies.

Mr. Lee Stem reviewed the briefing materials for Board Policy III-7 – Access to Information, as pre-circulated, noting in particular the inclusion of Board of Director minutes to be made publically available.

MOVED by Mr. Lee Stem and seconded by Mr. Fred Kuntz that Board Policy III-7 – Access to Information, as circulated, be approved.

CARRIED

Mr. Lee Stem reviewed the briefing materials for the Professional Staff Leave of Absence Policy and Procedure, as pre-circulated.

MOVED by Mr. Lee Stem and seconded by Mr. Bill Rogers that the Professional Staff Leave of Absence Policy and Procedure as amended by Medical Advisory Committee and Governance Committee, as circulated, be approved.

CARRIED

Mr. Lee Stem informed the Board that three candidates will be interviewed over the next few weeks for the recruitment of a patient representative for the Quality and Performance Monitoring Committee.

11.0 Risk Management

There was no business to address under this item.

12.0 Professional Staff Association

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

- The PSA first annual dinner and dance will be held on October 26, 2012
- The next PSA meeting is on October 2, 2012

13.0 External Relationships

There was no business to address under this item.

14.0 Adjournment

MOVED by Mr. Bill Rogers and seconded by Mr. Fred Kuntz that the meeting be adjourned.

The Board of Directors meeting was adjourned at 4:50 p.m.

15.0 In Camera Meeting

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

Board approved: October 18, 2012