

Board of Directors Meeting Minutes

Thursday, November 21, 2013

Elected Directors	Mr. Alan Torrie (Chair), Mr. Wayne Bossert, Mr. Sacha Ghai, Mr. Chitwant Kohli, Mr. Tim McGuire*, Mr. Perry Miele, Ms. Stacey Mowbray, Ms. Joanne Rogers, Mr. Edward Sellers*, Mr. Lee Stem, Ms. Karen Wensley, Mr. Nicholas Zelenczuk
Ex-Officio Directors	Ms. Michelle DiEmanuele, Ms. Kathryn Hayward-Murray, Dr. Dante Morra, Dr. David Perkins, Dr. Bill Wong
Senior Management Team	Ms. Patti Cochrane, Mr. Chris Eivers, Ms. Krista Finlay, Mr. Stephen Hall, Dr. Norman Hill, Mr. Steve Hoscheit, Ms. Tara McCarville, Ms. Morag McLean, Mr. Ron Noble
Resource	Ms. Sarah Patterson-Snell
Guest(s)	Dr. Derek Archer, Program Chief and Medical Director, Diagnostic Imaging Ms. Shalu Bains, Director, Medical Administration Dr. David Daien, Co-Chair, East Mississauga Health Links and Primary Care Physician Ms. Carie Gall Dr. Amir Ginzburg, Medical Director, Quality & Patient Safety Ms. Andrea Thompson, Co-Chair, East Mississauga Health Links and Program Director, Primary Care, Rehabilitation, Complex Continuing Care, and Seniors' Services Ms. Nicole Vaz, Director, Corporate Affairs and Legal Counsel
Regrets	Ms. Michele Darling, Dr. Sarita Verma, Dr. Craig McFadyen

* Join by teleconference

Prior to the Board meeting, the Directors received an education session on Health Links presented by Ms. Patti Cochrane, Dr. David Daien, Ms. Carrie Gall, Dr. Amir Ginzburg, and Ms. Andrea Thompson. It was agreed that metrics will be developed and reported to the Quality and Performance Monitoring Committee.

1.0 Call to Order

The Chair called the Board of Directors meeting to order at 4:55 p.m. and confirmed quorum.

1.1 Approval of Agenda

MOVED by Mr. Sacha Ghai and seconded by Ms. Joanne Rogers that the agenda for the November

21, 2013 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. There were no conflicts declared by the membership.

2.0 Consent Agenda

The Chair drew the Board's attention to the following blotter items for the Consent Agenda:

- 2013-2014 Interim Board Work Plan;
- Revised motion for the Energy Management Proposal; and
- Removal of the motion on Consolidated Debt.

Dr. Dante Morra corrected the name on the 2013-2014 re-applications as Dr. Marc Poddell.

MOVED by Mr. Wayne Bossert and seconded by Ms. Karen Wensley that the Consent Agenda for the November 21, 2013 Board of Directors meeting, be approved, as amended.

CARRIED

3.0 Quality & Program Effectiveness

3.1 Quality and Performance Monitoring Committee

Ms. Andrea Thompson joined the meeting for this item.

Ms. Tara McCarville reviewed a PowerPoint presentation that provided an overview of the Quality Board and Daily Huddle. A video was shown which demonstrated how the Quality Board and Daily Huddle are used on each unit. Anecdotes were shared about how the Quality Boards "come to life" on the unit, reinforcing strategy, and helping to ensure that quality care is the focus for every patient.

The Board commended the video and expressed an interest in receiving information in this format in the future, including patient stories.

3.2 Physician Privileging and Credentialing

Dr. Derek Archer and Ms. Shalu Bains joined the meeting for this item.

Dr. Morra, Ms. Shalu Bains and Ms. Nicole Vaz provided an overview of the legal framework within which physician privileging and credentialing takes place as well as the new and annual re-application process. Information was shared regarding the Board hearing process as well as medical quality of care in the hospital.

The team responded to inquiries regarding the dichotomy in the Board's role between the credentialing process and in a Board hearing, resource allocation, physician discipline, the role of Chief of Staff versus Chair of Medical Advisory Committee, immediate suspension process, categories of privileging, benchmarking the process, and the introduction of a peer review process.

4.0 Strategic Decision

4.1 Guiding Principles

The Board reviewed the principles.

It was agreed that the principles will guide the Board going forward and will be part of the decision making process. Briefing notes will incorporate the use of the principles in arriving at the recommendation.

MOVED by Mr. Wayne Bossert and seconded by Ms. Joanne Rogers that the Board of Directors approves the guiding principles as follows:

1. All things we do will be in the **best interest of our community**.
2. Patients and providers are our **best partners, advisors and champions**. Their active participation is both necessary and desirable and will be enabled.
3. We are **prepared to change** established practice patterns to improve delivery of care.
4. We are prepared to change how, where and when patients' access services in order to **increase quality and access** to services.
5. We will **differentiate ourselves** as a provider of **highly integrated, complete care**. This will be enabled through effective partnerships.
6. Our **goal** is to create a **complete system of care** centred around the patient. We will understand and solve problems through this lens.
7. We will **seek out and take advantage of opportunities** to innovate delivery and practice.
8. We will make **informed decisions based on leading practice**. We will evaluate these decisions and make course corrections based on results.
9. **Change** will be managed thoughtfully to assess, mitigate and monitor risks.

CARRIED

5.0 Strategic Discussion

5.1 Fiscal Planning Assumptions 2014/2015

Mr. Chris Eivers led a discussion on the planning assumptions for 2014/2015. The Board agreed with the assumptions although it was noted that these may change throughout the budget planning process. The Board will be kept apprised of revisions through the Finance and Audit Committee.

6.0 Reporting

6.1 Report of Chair

The Chair provided the following report:

- Annual Board renewal process will begin shortly with early steps to include completion of the intentions to serve canvas as well as a meeting with the Chair to confirm each Director's intentions; and
- Work is underway with the Chair of the Governance Committee to streamline governance processes and ensure the Board's focus remains on strategic matters.

6.2 Report of President and CEO

A briefing note providing an update on reprocessing and sterilization was provided as a blotter item.

The CEO provided the following updates:

- Reprocessing and sterilization;
- Diagnostic Imaging review;
- Master planning – acknowledgement of the Planning and Building Sub-Committee for its work on this file;
- Government relations;

- Post Construction Operating Plan (PCOP) funding;
- Long-term care licenses;
- Research including search for Vice President and next steps for the Board committee;
- Chief Financial Officer recruitment – acknowledgement of the Treasurer for his support and advice throughout the process and of Mr. Chris Eivers for his work filling the role on an interim basis;
- Upcoming planning day with the Mississauga Halton Community Care Access Centre on the Health Links initiative;
- Recognized Mr. John Oliver for his career in public service on the occasion of his retirement as President & CEO of Halton Healthcare Services; and
- Following the retreat, the information and information technology (I&IT) recommendation will be presented to the Board in January.

In response to an inquiry, the CEO noted that allocation of the PCOP funding will be prioritized based on the VFA report.

In addition to her report, Ms. Kathryn Hayward-Murray, Chief Nursing Executive, reported that the hospital has been successful in receiving “late career nurse” funding from the Ministry of Health and Long-Term Care. This funding is used to support nurses working on projects related to the strategic and quality plans.

Revised 2013/2014 Goals and Objectives

The Chair of the Human Resources Committee reported that the final sign-offs are on file for 2012/2013 executive reward for performance.

The committee is working to clarify measurement of performance against the annual goals and objectives for the CEO and Chief of Staff (COS).

The Board reviewed the proposed revised goals and objectives for 2013/2014 for the CEO and COS. Management will clarify the goal entitled “Reduce 30-Day Readmission Rate” and will report to the Human Resources Committee at its next meeting.

6.3 Report of Chief of Staff

The Chief of Staff reviewed highlights from his pre-circulated report.

He reported that a task force has been established by the Medical Advisory Committee to review medical quality of care in the hospital. He noted that standardization of policies and practices continues across the hospital. Work also continues with respect to patient-centred design. He reported on his involvement in external initiatives such as the Physician Provincial Leadership Council, a meeting with senior leaders in the Ministry, including the Deputy Minister, around innovation as well as participation on the search committee for the Chair of the Department of Medicine, Faculty of Medicine at the University of Toronto.

6.4 Professional Staff Association

Dr. Bill Wong, President, Professional Staff Association (PSA), thanked the Board members for their attendance at the annual PSA Dinner/Dance. He advised of a new initiative underway which involves connecting all physicians to the information technology infrastructure at the hospital.

6.5 **Trillium Health Partners Foundation**

Mr. Steve Hoscheit, President & CEO, Trillium Health Partners Foundation (THPF) provided the following report on behalf of Ms. Michele Darling, THPF Board Chair:

- Financial update;
- Update on the integration plans; and
- Acknowledgement of Ms. Michelle DiEmanuele for her presentation at the recent Foundation Board Retreat.

7.0 **Committee Reporting**

7.1 **Governance Committee**

Mr. Lee Stem, Chair, Governance Committee, reviewed the briefing materials, as pre-circulated, for the Governance Committee motion below.

Board Mandate

MOVED by Mr. Lee Stem and seconded by Ms. Karen Wensley that the Board approves the proposed Board Mandate.

CARRIED

Board members were reminded of their interview with the Accreditation surveyors on November 25, 2013 at 10:00 a.m.

7.2 **Medical Advisory Committee**

There was no business to address under this item.

7.3 **Finance and Audit Committee**

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

Financial Statements

A revised Statement of Cash Flow was provided as a blotter item.

MOVED by Mr. Nicholas Zelenczuk and seconded by Ms. Joanne Rogers that the Board approves the Financial Statements as presented for the period ended September 30, 2013, as amended.

CARRIED

Credit Valley Hospital Phase III

MOVED by Mr. Nicholas Zelenczuk and seconded by Mr. Chitwant Kohli that the Board approves tender of the Credit Valley Hospital Priority Phase III project at a project cost not to exceed \$154,810,000 (excluding Infrastructure Ontario financing and transaction costs) subject to the MOHLTC written approval.

AND THAT

The Board approves Trillium Health Partner's local share of the Priority Phase III due at substantial

completion in the amount of \$28,700,000 with the following funding source assumptions:

Working Capital (Leases/Loan)	\$8,700,000
Foundation Share	\$20,000,000
Total Financing	\$28,700,000.

CARRIED

8.0 Adjournment

MOVED by Mr. Wayne Bossert and seconded by Mr. Lee Stem that the meeting be adjourned.

CARRIED

The Board of Directors meeting was adjourned at 7:45 p.m.

In Camera Meeting

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

Board Approved: January 16, 2014