

**Trillium Health Partners  
Board of Directors Meeting Minutes  
Thursday, June 1, 2017**

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

**In Attendance:**

<b>Elected Directors</b>	Mr. Wayne Bossert (Chair); Ms. Michele Darling; Ms. Anu Dhir; Mr. Chitwant Kohli; Dr. Mohamed Lachemi; Mr. Alan MacGibbon; Mr. Perry Miele; Ms. Stacey Mowbray; and Ms. Karen Wensley
<b>Ex-Officio Directors</b>	Ms. Michelle DiEmanuele; Ms. Kathryn Hayward-Murray; Dr. Dante Morra; Dr. Melanie Binnington; Dr. Jerry Levesque; and Dr. Trevor Young
<b>Senior Management</b>	Ms. Karli Farrow; Mr. Steve Hall; Mr. Steve Hoscheit; and Mr. Dean Martin
<b>Guests</b>	Ms. Nicole Vaz, General Counsel; Ms. Debra Carson; Ms. Simone Harrington; and Ms. Georgia Whitehead
<b>Resource</b>	Ms. Kate Anderson
<b>Regrets:</b>	Mr. David Allgood; Ms. Christine Magee; Mr. Nick Zelenczuk; Dr. Colin Saldanha; Ms. Patti Cochrane; Dr. Alison Freeland; and Dr. Rob Reid

**1.0 Call to Order**

The Chair called the Board meeting to order at 6:40 p.m. The Chair confirmed quorum.

**2.0 Approval of Consent Agenda**

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

**MOVED** by Ms. Mowbray and seconded by Mr. Kohli, that the Consent Agenda for the June 1, 2017, Board of Directors meeting, be approved.

**CARRIED**

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### 3.0 Strategy Update

Ms. DiEmanuele and Ms. Farrow reviewed the Strategy Refresh with the Board members. Ms. DiEmanuele indicated that the *Better Health Matters Forum*, to be held on June 15, with the Healthy City Stewardship Centre, would allow community partners to work together in the vision for the future of Mississauga and assist management in the development of THP's new strategic plan for the next five years.

Ms. Farrow introduced Ms. Harrington and Ms. Whitehead who were leading the hospital's Strategy Refresh for the next five years. She then reviewed the changes seen in THP's catchment area in the past five years, as anticipated by the hospital, and summarized the factors and trends which would impact the next five years, namely: population growth, diversity and increasing complexity; and new assets in the region (transit; public infrastructure, education & research; and health care infrastructure).

Ms. Farrow invited the Board to provide any comments and to ask questions regarding the forces of change identified. She then discussed several topics including: the hospital funding gap, changing roles and emerging providers across the continuum of care, the trend towards home and community-based care and the delivery of innovative health-related care through technology.

The Board and management discussed the need to be strategic in managing THP's capacity to provide acute services, the establishment of Long-Term Care services within the community, and the importance of remaining flexible and nimble in the face of emerging technologies, which had been an integral part of management's recent HIS discussions.

Ms. Farrow concluded the report by noting the key achievements of the past five years, including THP's culture. She provided a brief summary of the approach to be used at the *Better Health Matters Forum* to identify priorities, partnerships and future aspirations. She acknowledged the work that had gone into preparing for the event.

Ms. Harrington and Ms. Whitehead left the meeting.

### 4.0 Reporting

#### 4.1 Chair's Report

The Chair provided his report to the Board. He provided an update on various activities or meetings which he had attended, including the Medical Advisory Committee ("MAC") with Mr. Zelenczuk. He concluded his report by reminding the Board that the Annual Members' Meeting would be held, together with the public Annual Community Event, on June 6, at the Credit Valley Hospital site.

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### 4.2 President & CEO Report

Ms. DiEmanuele reviewed the President & CEO Report. She reported that the Master Plan, which included major re-developments at the Mississauga Hospital and Queensway sites, would be presented to the Treasury Board in the Fall. She also noted that THP's management would continue to discuss with government the expansion of THP's Bundled Care model for other programs. Ms. DiEmanuele concluded her report by acknowledging the Board's involvement in discussions held with the Premier and the Ministry of Health.

### 4.3 Chief of Staff Report

Dr. Morra reviewed the Chief of Staff Report. He thanked the Chair and Mr. Zelenczuk for attending the recent MAC meeting and thanked Dr. Levesque for his services on the Board over the past two years. He provided an update on several topics, including the new model for unplanned care, the status of the annual credentialing process, which was expected to be automated in 2018; the status of recruiting for the Research Ethics Board's Chair and Vice-Chair positions; and the Faculty of Medicine's awards which had been presented to staff members relating to education.

A Board Member suggested that management provide the Board with a summary of the benefits of THP being a teaching hospital.

### 4.4 Chief Nursing Executive Report

Ms. Hayward-Murray presented the Chief Nursing Executive Report. She reported on recent media attention regarding the difference between, and deployment of, nurses with one of the three existing nursing qualifications; and services provided by THP in the past year for medical assistance in dying. Ms. Hayward-Murray also reported on the organization's continued response to capacity challenges and the reduction in both overtime incurred and agency usage.

Ms. Hayward-Murray provided a status update on the Phase III building project at the Credit Valley site.

The Chair thanked her and her staff for their work.

### 4.5 Professional Staff Association Report

Dr. Levesque provided the Professional Staff Association Report. His report included the recent Long Service Awards ceremony and the newly extended hours for some physicians to address capacity challenges.

### 4.6 Trillium Health Partners Foundation Report

In Dr. Saldanha's absence, Mr. Hoscheit noted that this meeting would have been Dr. Saldanha's last meeting. He advised that Mr. Greg Grice would be replacing him as the Foundation's Chair and representative on the THP Board.

The Chair concluded by noting that Dr. Binnington would replace Dr. Levesque as PSA President and

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that Dr. Marisa Findlay would become the PSA Vice-President.

### 5.0 Committees

#### 5.1 Finance and Audit

##### Summary Committee Chair Report

Mr. Kohli provided the Finance and Audit Summary Committee Report. He indicated that the Finance and Audit Committee had reviewed and was recommending the Board's approval of the Financial Statements for the year ended March 31, 2017, and the re-appointment of PricewaterhouseCoopers as THP's external auditors.

##### Financial Statements for the year ended March 31, 2017 and Auditor's Report

Mr. Kohli reviewed the Financial Statements for the year ended March 31, 2017, and acknowledged the hard work which had been involved in the process.

**MOVED** by Mr. Kohli and seconded by Ms. Wensley, that the Board approve the Audited Financial Statements for Trillium Health Partners for the year ended March 31, 2017 and authorizes the Board Chair and the Treasurer to sign the Audited Financial Statements on behalf of the Board.

**CARRIED**

##### Appointment of External Auditor

**MOVED** by Mr. Kohli and seconded by Ms. Wensley, that the Board approve PricewaterhouseCoopers (PwC) as the auditors to perform the year end audit for Trillium Health Partners, for the periods commencing April 1, 2017, forward, and the 2018 audit fee for the base audit and special program audits, as submitted through a competitive RFP process in 2015, projected at \$145, 600, an increase of 2% over the 2017 audit fee of \$142, 800.

**CARRIED**

#### 5.2 Governance and Human Resources

##### Summary Committee Chair Report

Ms. Darling provided the Board with the Summary Committee Chair Report for the Governance and Human Resources Committee, which included the recommendation of the nominations which were presented for the Board's approval.

The Chair presented the nominations for approval by the Board, as follows:

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### Nomination of Current Directors for Re-Election to the Board

**MOVED** by Ms. Darling and seconded by Ms. Mowbray that, as recommended by the Governance and Human Resources Committee, the Board of Directors nominate the following members for re-election to the Board of Directors at the Annual Members' Meeting to be held on June 6, 2017:

- Wayne Bossert, for a three year term to June 2020
- Alan MacGibbon, for a three year term to June 2020

**CARRIED**

### Appointment of Vice-Chair

**MOVED** by Ms. Dhir and seconded by Mr. Miele that, as recommended by the Governance and Human Resources Committee, the Board of Directors approve the re-appointment of Alan MacGibbon as Vice-Chair of the Board of Directors, for a second, one-year term, effective June 6, 2017, and ending at the first meeting of the Board of Directors following the Annual Members' Meeting in June 2018;

**CARRIED**

### Appointment of Treasurer

**MOVED** by Ms. Dhir and seconded by Mr. Miele that, as recommended by the Governance and Human Resources Committee, the Board of Directors approve the re-appointment of Chitwant Kohli as Treasurer of the Board, for a one-year term, effective June 6, 2017, and ending at the first meeting of the Board of Directors following the Annual Members' Meeting in June 2018;

**CARRIED**

### Appointment of Board Committee Leadership

**MOVED** by Ms. Dhir and seconded by Mr. Miele that, as recommended by the Governance and Human Resources Committee, the Board of Directors approve the appointment of the following Committee Chairs and Vice-Chairs, for a one-year term, effective June 6, 2017:

*Finance & Audit Committee:* Chitwant Kohli (Chair) and Karen Wensley (Vice-Chair);

*Governance & Human Resources Committee:* Michele Darling (Chair) and Stacey Mowbray (Vice-Chair);

*Priorities & Planning Committee:* Alan MacGibbon (Chair) and Wayne Bossert (Vice-Chair); and

*Quality & Program Effectiveness Committee:* Nick Zelenczuk (Chair) and Christine Magee (Vice-Chair)

**CARRIED**

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**Appointment of Individuals to Board Committees**

**MOVED** by Mr. Bossert and seconded by Mr. Miele that, as recommended by the Governance and Human Resources Committee, the Board of Directors approve the 2017/2018 Board Committee Membership, as presented on June 1, 2017, as follows:

***Finance and Audit Committee***

**Chair**

Chitwant Kohli

**Vice-Chair**

Karen Wensley

*Board Members*

Anu Dhir

Dr. Mohamed Lachemi

Christine Magee

*Ex-Officio Members*

Michelle DiEmanuele

Dr. Melanie Binnington

(PSA Representative)

David Regan

(Foundation representative)

*Other Members*

Rohit Sood

(Community Representative)

***Quality & Program Effectiveness Committee***

**Chair**

Nick Zelenczuk

**Vice-Chair**

Christine Magee

*Board Members*

David Allgood

Dr. Mohamed Lachemi

Anu Dhir

*Ex-Officio Members*

Michelle DiEmanuele

Kathryn Hayward-Murray

Dr. Dante Morra

*Other Members*

Alison Sant-Porter

(Patient Representative)

Angela Jackson-Lee

(Allied Representative)

Volunteer

Representative (TBD)

**CARRIED**

**MOVED** by Ms. Wensley and seconded by Ms. Dhir that, as recommended by the Governance and Human Resources Committee, the Board of Directors approve the 2017/2018 Governance and Human Resources Committee Membership, as presented on June 1, 2017, as follows:

***Governance and Human Resources Committee***

**Chair**

Michele Darling

**Vice-Chair**

Stacey Mowbray

*Board Members*

David Allgood

Alan MacGibbon

Wayne Bossert

(standing/as required)

*Ex-Officio Members*

Michelle DiEmanuele

Kathryn Hayward-Murray\*

Dr. Dante Morra

**CARRIED**

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**MOVED** by Ms. Mowbray and seconded by Ms. Dhir that, as recommended by the Governance and Human Resources Committee, the Board of Directors approve the 2017/2018 Priorities and Planning Committee Membership, as presented on June 1, 2017, as follows:

### ***Priorities and Planning Committee***

**Chair**

Alan MacGibbon

**Vice-Chair**

Wayne Bossert

*Board Members*

Michele Darling

Chitwant Kohli

Perry Miele

Karen Wensley

Nick Zelenczuk

*Ex-Officio Members*

Michelle DiEmanuele

Kathryn Hayward-Murray

Dr. Dante Morra

Dr. Trevor Young

(Education items)

**CARRIED**

The Chair thanked the members of the Nominations Sub-Committee for the work carried out relating to Board renewal and the nominations process. Ms. Darling added that she would appreciate the Board's assistance in identifying potential candidates for future Board vacancies.

Ms. Darling concluded by noting that, in September, the Committee would provide the Board with a summary of additional recommendations for enhancements relating to Board Effectiveness.

### **5.3 Priorities and Planning**

#### **Summary Committee Chair Report**

Mr. MacGibbon provided an update on the activities of the Priorities and Planning Committee. He advised the Board that the Committee had recently focused on the Strategy Refresh, the Master Plan, the Seniors' Health Campus ("SHC"), THP's affiliation with the University of Toronto, the review of regulatory compliance, risk and privacy matters and reports. Mr. MacGibbon indicated that an effort was made at each meeting to focus on a subject in depth, such as the recent Emergency Preparedness report provided by Mr. Hall.

He thanked Ms. DiEmanuele and acknowledged management in advancing strategy and government relations.

### **5.4 Quality and Program Effectiveness**

The Chair remarked that Mr. Zelenczuk had informed him that there were no matters of concern related to the Quality and Program Effectiveness Committee.

The Board then reviewed a video on the Bundled Care program.

Ms. DiEmanuele noted that, following the success of the Bundled Care program, she would be meeting

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the Ministry of Health to discuss potential additional funding to expand the model into other programs.

**6.0 Other Business**

There was no other business to discuss.

**7.0 Adjournment**

**MOVED** by Mr. Miele and seconded by Mr. Kohli, that the meeting be adjourned at 8:20 p.m.

**CARRIED**

**BOARD APPROVED: AUGUST 9, 2017**