

MINUTES OF THE BOARD OF DIRECTORS

Thursday May 25, 2017, 4 pm – 5:05 pm

General Site, Auditorium

PRESENT: Maureen Adamson, Chair Terri McKinnon
 Matt Ainley Yazdi Bharucha
 Valerie Carter Janet Dalicandro
 Ome Jamal Krishan Suntharalingam
 Alan Mak Graeme McKay
 Glenna Raymond* Karen Webb

 Andree Robichaud Dr. Naresh Mohan
 Dr. Dov Soberman
 Linda Calhoun

REGRETS: Andrea Barrack, Christian Buhagiar, Dr. Amir Janmohamed

RECORDER: Trish Matthews

1. BOARD EDUCATION
<p>1.1 Hospital and Health Care Funding</p> <p>C. Flemming, Vice President Corporate Service and Chief Financial Officer, provided an overview of pre-circulated material, with highlights of discussion as follows:</p> <ul style="list-style-type: none"> • How SRH is funded based on the experience of all other hospitals, and is funded at the median; • Birchmount and General Sites have been using the provincial case costing model for some time, this is spreading to the Centenary Site as part of integration work; which funds direct costs; • Discussion of repatriation of patients within a specific patient population and the process, advantages and disadvantages were discussed; • A funding letter for the Centenary Site following the provincial budget has not been received to date; • C. Flemming offered further information and education on health care funding to the board upon request.
2. APPROVAL OF THE AGENDA
<p>The agenda was approved as circulated.</p>
3. CALL TO ORDER and DECLARATION OF CONFLICTS OF INTEREST:
<p>M. Adamson called the meeting to order at 4:15 pm and welcomed community members and staff;</p>

no conflicts of interest were declared.

4. CONSENT AGENDA

Moved by: G. McKay

Seconded by: V. Carter

THAT the consent agenda is approved as circulated.

CARRIED

5. ITEMS FOR APPROVAL/DECISION

5.1 Report from the Integration Committee – May 10, 2017

G. Raymond introduced M. James, Vice President Performance, Strategy & Innovation, who provided an overview of the Value Realization Framework (VRF) on behalf of the Integration committee, with highlights as follows:

- The VRF marks achievements through the integration process;
- SRH is not the first to draft a VRF, we drew heavily on Trilliums VRF and modified for our needs. SMT has been working on the model since November 2016;
- Given this is a Ministry mandated merger, the ministry and community will be interested in hearing outcomes and the VRF is a good reporting mechanism;
- Want to build organizations that are nimble and able to reinvent ourselves;
- Many indicators are already being tracked, and others are readily available sources of information;
- A scorecard will be developed for the board to monitor, with quarterly monitoring recommended;
- Board and community feedback will be taken into consideration on any modifications;
- Discussion of the oversight responsibility or a board committee versus the full board ensued, and this will be brought back for future discussion/decision.

Moved by: G. Raymond

Seconded by: K. Webb

THAT the Board of Directors approve the Value Realization Framework as presented.

CARRIED

5.2 Report from the Finance and Audit Committee

F. Clifford provided an update from the Finance and Audit Committee, with highlights of discussion as follows:

- Use of consultant report was explained;
- Mr. Clifford requested we hold over the report on Executive expenses for discussion in camera;
- Compliance attestation is included in the pre-circulated material;
- Plexus directive – sole source (one vendor in market) and single source (multiple vendors but we've gone with one for specific reasons)

- An update on the Bridletowne Neighbourhood Centre was provided. SRH is awaiting MOH approval, partners are working closely together. YMCA continues to work on closing a funding gap. Potential hub partners are under discussion. MOH meeting to discuss land transfer will happen in June. Thanks were extended to community members Pat Sherman and Lia Chu, and MPP Soo Wong for their time and effort in supporting this project;
- Community engagement last week learnings: clear messaging was that SRH does not communicate well with our community. Community members in attendance gave valuable feedback. A. Robichaud and D. Belous to look at how we can improve community engagement and communication processes. Patient Stories came forward at the public meetings, all are being followed up. Community Advisory Committee, chairperson needs to be reviewed in terms of reference. Our focus going forward will be to build confidence and trust, how we partner with the community is important. SRH Bylaws were raised as an issue; some community members feel changes were made behind closed doors with no consultation or engagement. Engagement needs to be continuous, by board, CEO and senior staff
- Terms of reference for a community engagement group will be presented to the Governance Committee of the Board of Directors at their next meeting.

6.4 Report from the Board Chair

M. Adamson provided an update of activities that took place over the last month, with highlights as follows:

- Ogders Berndtson has been selected as the Executive Search firm for the Chief of Staff Recruitment process;
- M. Adamson and A. Robichaud met with the chair of the SRH Foundation and Foundation CEO this morning. Joint board meetings or socials where the two boards can get together to get to know each other were discussed and welcomed;
- M. Adamson continues to meet with E. Buller in the COE Orientation process.

7.0 In Camera Session

Moved by: F. Clifford

Seconded by: O. Jamal

THAT the Board of Directors move to an In Camera meeting.

CARRIED

An in camera session of the board of directors was held.

8.0 Meeting without Management

A meeting without Management was held.

7.0 Next Meeting

Thursday June 29, 2017 between 4 pm – 6 pm, to be followed by Annual General Meeting of Member 6pm – 7pm

Centenary Site, Dr. Bruce Johnston Conference Room
8.0 Termination
The meeting terminated at 6 pm.