

**Trillium Health Partners
Board of Director Meeting Minutes**

Thursday, September 26, 2019

Mississauga Hospital, Clinical and Administrative Building, 6th Floor, CA6-45
15 Bronte College Court, Mississauga, Ontario

In Attendance:

Elected Directors	Mr. Alan MacGibbon (Chair); Ms. Michele Darling; Mr. David Allgood; Ms. Anu Dhir; Mr. Perry Miele; Ms. Christine Magee; Ms. Stacey Mowbray; and Ms. Karen Wensley;
Ex-Officio Directors	Ms. Michelle DiEmanuele; Ms. Kathryn Hayward-Murray; Dr. Dante Morra; Dr. Trevor Young; Dr. Rohit Kumar and Dr. Nick Scampoli
Senior Management	Ms. Karli Farrow; Ms. Carol Vinette-Hancharyk; Dr. Rob Reid; Ms. April Gamache; Ms. Nicole Vaz; and Ms. Kasia Czarski
Guests	Ms. Debra Carson; Dr. Ivan Cacic Mr. Shihab Zubair; Ms. Marilyn Knox; Ms. Danielle Sanagan; and Mr. David Stankiewicz
Resource	Ms. Sherine Fahmy
Regrets:	Mr. Chitwant Kohli; Dr. Mohamed Lachemi; Mr. Nick Zelenczuk; Ms. Olga Giovanniello; and Mr. Steve Hall

1.0 In-Camera Session

The Board met In-Camera, with Elected Directors and the CEO.

Management and Ex-Officio Directors then joined the meeting, together with Ms. Debra Carson, Dr. Ivan Cacic and Mr. Shihab Zubair.

2.0 Call to Order

The Chair called the Board meeting to order at 4:16. The Chair confirmed quorum.

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

MOVED by Ms. Wensley and seconded by Mr. Allgood, that the agenda for the September 26, 2019, Board of Directors meeting, be approved.

CARRIED

Trillium Health Partners Board of Directors Meeting – Thursday, September 26, 2019

2.2 Declaration of Conflict of Interest

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

3.0 Consent Agenda

The Chair presented the Consent Agenda for discussion and approval.

MOVED by Mr. Miele and seconded by Ms. Mowbray that the Consent Agenda for the September 26, 2019, Board of Directors meeting, be approved.

CARRIED

4.0 Committees (Part 1)

4.1 Finance and Audit Committee

Ms. Wensley provided the Finance and Audit Summary Committee Report. She updated the Board on the Finance and Audit Committee meeting on September 23rd which included discussions related to debenture repayment strategies which will be discussed in more detail at a future Board meeting.

Financial Statements as at July 31, 2019

Ms. Wensley presented the Financial Statements as at July 31, 2019, for approval.

MOVED by Ms. Wensley and seconded by Ms. Darling that, as recommended by the Finance and Audit Committee, the Board approve the July 2019, Financial Statements.

CARRIED

5.0 Patient Story

Ms. DiEmanuele and Dr. Morra provided context on escalation practices as well as the patient

Trillium Health Partners Board of Directors Meeting – Thursday, September 26, 2019

relations process and incident management. The Board confirmed the importance of sharing patient stories at the meetings and to have this important dialogue.

6.0 Strategy Update

6.1 Board Effectiveness Review 2019

Ms. Marilyn Knox joined the meeting.

Ms. Knox began by outlining the process completed to date for the 2019 board effectiveness review. She shared with the Board the results of the Board survey including Accreditation Canada 2019 Survey Results, observations from recent Board and Committee meetings as well as Board members' input collected by Committee Chairs. Ms. Knox shared her observations that the THP Board of Directors is a high performing Board and the theme for the review is on how to maximize contributions.

Ms. Knox shared proposed next steps for the short-term and medium-term. Mr. MacGibbon explained that the focus will be on implementing short-term recommendations at this time and additional discussions needed on how to manage the medium-term recommendations in a manner that takes into account the current workload of the organization and the Senior Team.

The Board had an opportunity to discuss the proposed next steps and offer their feedback. They reinforced the importance of committee summary committee chair reports for each of the Committees to ensure all Board members are up to date. They also highlighted the importance of offering onboarding for Board members who are new to a Committee to ensure they are able to contribute.

Mr. MacGibbon thanked Ms. Knox for leading the review and for today's discussion.

Ms. Marilyn Knox left the meeting.

6.2 THP Enterprise Risk Framework

Ms. Magee provided an overview of the THP Enterprise Risk Framework and the work of the management team alongside the Governance and Human Resources Committee to develop the framework. She highlighted the risk governance architecture, top organizational risks identified and next steps. In addition, Ms. DiEmanuele reviewed a few key examples of risk scenarios. She also reminded the Board that this is a dynamic document which will be reviewed with the Board semi-annually.

Ms. DiEmanuele indicated that following the discussion at the Governance and Human Resources Committee, the management team continues to work to foster a culture that identifies and escalates risks when appropriate. This includes updated Board committee and corporate committee terms of reference to ensure that risk escalation processes are identified. She also informed the Board that the Internal Auditor will be auditing the framework to validate and ensure reliability.

Trillium Health Partners Board of Directors Meeting – Thursday, September 26, 2019

Ms. DiEmanuele recognized Mr. Steve Hall for his leadership in developing this framework.

6.3 Priorities and Planning Committee

Summary Committee Chair Report

Ms. Darling provided the Priorities and Planning Committee report and in her report she provided an update on the recent Committee meeting where Committee members discussed the Q1 Major Projects Status Report reviewing the performance for OneTHP, Master Plan and Health Hubs.

Ms. Darling noted that the Health Hubs project is trending downwards due to challenges with the long-term care funding models in the province which has delayed the project. She also provided an overview of the brand discussion with the Committee.

Ms. Darling informed the Board of the OneTHP project status and the rigor of the reporting process with herself and the Board Advisor. She explained that the Committee reviewed the recent Epic Report and the mitigation plan in place by the OneTHP team to advance the project status and address risks identified. Ms. Darling assured the Board that in her discussions with the Board Advisor, Mr. Slepik has been impressed with the team's ability to quickly develop mitigation plans and learn from errors along the way. She also raised their conversation related to workload and fatigue and the importance of ensuring the team is supported to continue to advance the project over the coming months.

OneTHP Update – Risk Profile

Ms. Danielle Sanagan and Mr. David Stankiewicz joined the meeting.

Ms. Sanagan provided a brief overview of the project status and continued by highlighting the key risk domains identified. She reviewed the high to very high risks and outlined the mitigation strategies in place. The Board had an opportunity to discuss the risks and ask questions. The discussion included an update on professional staff engagement in the project, plan to mitigate team fatigue and internal audit activities to date.

Ms. Danielle Sanagan and Mr. David Stankiewicz left the meeting.

Ms. Anu Dhir left the meeting.

7.0 Reporting

7.1 Chair's Report

Mr. MacGibbon reminded the Board of Directors of the importance of attending Board Committee meetings and Board of Directors meetings to ensure quorum. He further reinforced the importance of providing sufficient notice when a Board member is unable to attend the meeting. In addition, Mr. MacGibbon reminded the Board of the THP Foundation's annual Diwali Gala on October 18 and encouraged the THP Board to attend.

Trillium Health Partners Board of Directors Meeting – Thursday, September 26, 2019

7.2 Trillium Health Partners Foundation Report

Ms. Czarski provided an update on her experience as Interim CEO at the Foundation and early observations of the team at all levels. She affirmed that the team is excited and energized for the year ahead. Mr. Zubair provided an update on THP Foundation CEO recruitment.

7.3 Professional Staff Association Report

Dr. Kumar provided the Professional Staff Association (“PSA”) Report. He provided an update on the PSA Back to School event as well as the PSA’s recent focus on professional staff involved and engagement. Dr. Kumar thanked Ms. DiEmanuele and Dr. Morra for their continued support of professional staff and recent discussions and dialogues on how to support and strengthen professional staff engagement across the organization.

7.4 President and CEO Report

Ms. DiEmanuele provided an update on THP operations, reminding the Board of increased capacity pressures experienced over the summer, financial pressures as well as the impact of surge and major projects planning on staff. She mentioned the initiatives in place to ensure staff and professional staff have the supports they need. Ms. DiEmanuele also recognized Ms. Hayward-Murray and Dr. Morra for their remarkable work on leader recruitment with various new experienced leaders joining THP recently.

Ms. DiEmanuele proceeded to provide an overview of community partnership projects at the local, provincial and national level. She reminded the Board of the Mississauga Ontario Health Team work, recent Project Now announcement as well as the CAN Health project; all innovative approaches that challenge the current system and work towards THP’s mission of a new kind of health care.

Ms. DiEmanuele provided an update on government relations and changes in the provincial landscape. She also informed the Board that the CEO search has commenced for the THP Foundation and thanked the Foundation for including her on the search committee. Ms. DiEmanuele also recognized Ms. Czarski, who stepped in to the role of Interim CEO and has made significant progress.

7.5 Chief of Staff Report

Dr. Morra reviewed the Chief of Staff Report. He shared some Professional Staff highlights as they relate to the advancement of THP’s strategic plan including the standardization of the Emergency Medicine and Mental Health Programs. Dr. Morra also provided an update on credentialing and CMaRS.

7.6 Chief Nursing Executive Report

Ms. Hayward-Murray reviewed the Chief Nursing Executive Report. She provided an update on pressure injury prevalence and incidence, highlighted the multi-pronged approach to THP’s pressure injury strategy and reported on key progress to date. In addition, Ms. Hayward-Murray provided an update on capacity pressure at THP at this time.

Trillium Health Partners Board of Directors Meeting – Thursday, September 26, 2019

8.0 Committees (Part 2)

8.1 Governance and Human Resources Committee

Ms. Magee provided the Governance and Human Resources Summary Committee Chair Report. She highlighted recent discussion from the Committee meeting, which included a key focus on THP's Enterprise Risk framework discussed earlier.

9.0 Other Business

No other business was raised at this time.

10.0 Adjournment

The meeting be adjourned at 7:45 PM.

Ex-Officio Directors, Management, Ms. Carson, Dr. Cacic, Mr. Zubair, and Ms. Fahmy left the meeting.

The Board of Directors met in-camera with the CEO, COS and CNE.

Ms. Hayward-Murray left the meeting.

The Board of Directors met in-camera with the CEO and COS.

Dr. Dante Morra left the meeting.

The Board of Directors met in-camera with the CEO.

Ms. DiEmanuele left the meeting.

The Board of Directors met in camera

Alan MacGibbon, Chair

Michelle DiEmanuele, Secretary