

**Trillium Health Partners  
Board of Directors Meeting Minutes  
Thursday, November 30, 2023**

Trillium Health Partners, 4<sup>th</sup> Floor, Cooksville Room  
2085 Hurontario Street South, Mississauga, Ontario

**In Attendance:**

<b>Elected Directors</b>	Ms. Christine Magee (Chair); Mr. David Allgood; Mr. Adam Burke; Mr. Mark Cummings; Ms. Michele Darling*; Mr. Howard Eng; Dr. Mohamed Lachemi; Mr. Michael Latimer*; Ms. Jennifer Lee; Ms. Joan Mohammed*; Mr. Carmine Nigro; Mr. Gregory Smith; and Ms. Melanie Steiner
<b>Ex-Officio Directors</b>	Ms. Karli Farrow; Dr. Joan Murphy; Ms. Terri Irwin; Dr. Indraneel Ghosh; and Dr. Sujata Sikka; Dr. Patricia Houston; and Mr. Paul Sabourin;
<b>Senior Management</b>	Dr. Amir Ginzburg; Mr. Scott Jarrett; Dr. Dante Morra; Ms. Nicole Vaz; Ms. Carol Vinette-Hancharyk; and Ms. Caroline Riseboro
<b>Guests*</b>	Dr. Alison Freeland; Ms. Simone Harrington; Mr. Matthew Kenney; Mr. Shawn Kerr; Mr. David Longley; Mr. Steve Nott; Dr. Robert Reid; and Ms. Lindsay Wingham-Smith
<b>Guests: Hazel McCallion Quality Awards*</b>	Ms. Shannon Maier; Mr. Christopher Fung; Ms. Shelley Petruskavich; Ms. Vicki Cruickshank; Ms. Allison DaSilva; Ms. Desa Dlugosz; Ms. Kathy Dutchak; Ms. Mary Anne Guinto; Mr. Michael Halas; Ms. Elizabeth Hodge; Ms. Melissa Holt; Ms. Karen Hunter; Mr. David Kim; Mr. Isiah Martin; Ms. Barb McGovern; Ms. Methlyn Milano; Ms. Quinn Mikalski; Dr. Nazia Sharfuddin; Ms. Sue Warwick; and Ms. Kaleena Woodhall
<b>Regrets</b>	Mr. Kevin Johnson; and Mr. Manjit Singh
<b>Resource</b>	Ms. Paula Di Turi

\*Via Videoconference

**1.0 In-Camera Session - Elected Directors and CEO only**

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

**2.0 Call to Order**

The Chair called the Board of Directors (Board) meeting to order at 4:55PM. The Chair confirmed quorum.

**2.1 Approval of Agenda**

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

**MOVED** by Mr. Smith and seconded by Mr. Eng that, the Agenda for the November 30, 2023, Board meeting, be approved.

**CARRIED**

**2.2 Declaration of Conflict of Interest**

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

The Chair reminded the Board of Dr. Lachemi's and Dr. Houston's declared conflict of interest to Consent Agenda Item #3.1(ii) related to THP's affiliation with the *Toronto Metropolitan University*.

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### 3.0 Consent Agenda

The Chair presented the Consent Agenda for discussion and approval.

**MOVED** by Mr. Allgood and seconded by Ms. Darling that, the Consent Agenda for the November 30, 2023, Board meeting, be approved.

**CARRIED\***

\* Note: Consent Agenda #3.4(vii) on the Ontario *Not-for-profit Corporations Act* (“ONCA”) Transition is removed from the Consent Agenda package as per the Board’s discussion during Agenda 6.3(i) of the Governance and Human Resources Committee Chair Report.

### 4.0 Spotlight: Hazel McCallion Quality Awards

The guests for the Hazel McCallion Quality Awards joined the meeting.

The Board welcomed the recipient teams of the Hazel McCallion Quality Awards: Fall Prevention and Injury Reduction at THP Team (in the Award Category of Reliability); Save Our Skin: Intensive Care Unit (ICU) Pressure Injury Prevention Initiative Team (in Award Category of Improvement); and Hearing the Voice of our Diverse Patients Team (in the Award Category of Experience). The Board had an opportunity to dialogue with each team and congratulated the recipients for their outstanding contributions to achieving excellence delivering high quality and safe care; and reflecting THP’s values of courage, excellence and compassion, and reinforcing THP’s culture of Better Together.

The guests for the Hazel McCallion Quality Awards left the meeting.

### 5.0 CEO Report and Strategy Update

#### i) Mississauga Ontario Health Team

Ms. Wingham-Smith and Mr. Kerr joined the meeting.

Ms. Farrow described why integrated care is a priority for THP to addressing capacity challenges by building integrated care models that connect care from the hospital to the community through key partners such as Partners Community Health and the Mississauga Ontario Health Team. Ms. Wingham-Smith provided an overview on Mississauga Health, Mississauga’s Ontario Health Team and its initiatives focused on the modernization of home care, co-design of integrated clinical care pathways, and improving access to primary and specialist care. The Minister of Health (“MOH”) identified Mississauga Health as one of a small initial group of 12 Ontario Health Teams to be supported through rapid acceleration to designation. She and Ms. Farrow described Mississauga Health’s path forward to advance the priority areas and deliverables identified by the MOH for Mississauga Health to achieve its designation.

Ms. Wingham-Smith, Mr. Kerr and Ms. Mohammed left the meeting.

#### ii) Academic Roadmap and Next Steps

Dr. Freeland, Ms. Harrington. Dr. Reid and Ms. Lee joined the meeting.

Management provided a summary of the takeaways from the September 2023 Board Retreat on Shaping our Academic Future. They described next steps underway with the development of THP’s Academic Roadmap, and Ms. Farrow advised that with 2024 at the 5 year point in THP’s Strategic Plan, the Principles of Transformation will be validated and realigned with Board engagement to guide the path on strategic visioning for the next 5 years.

Dr. Freeland, Ms. Harrington. Dr. Reid and Mr. Latimer left the meeting.

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### 6.0 Committees

#### 6.1 Trillium HealthWorks:

Mr. Kerr, Mr. Longley and Mr. Kenney joined the meeting.

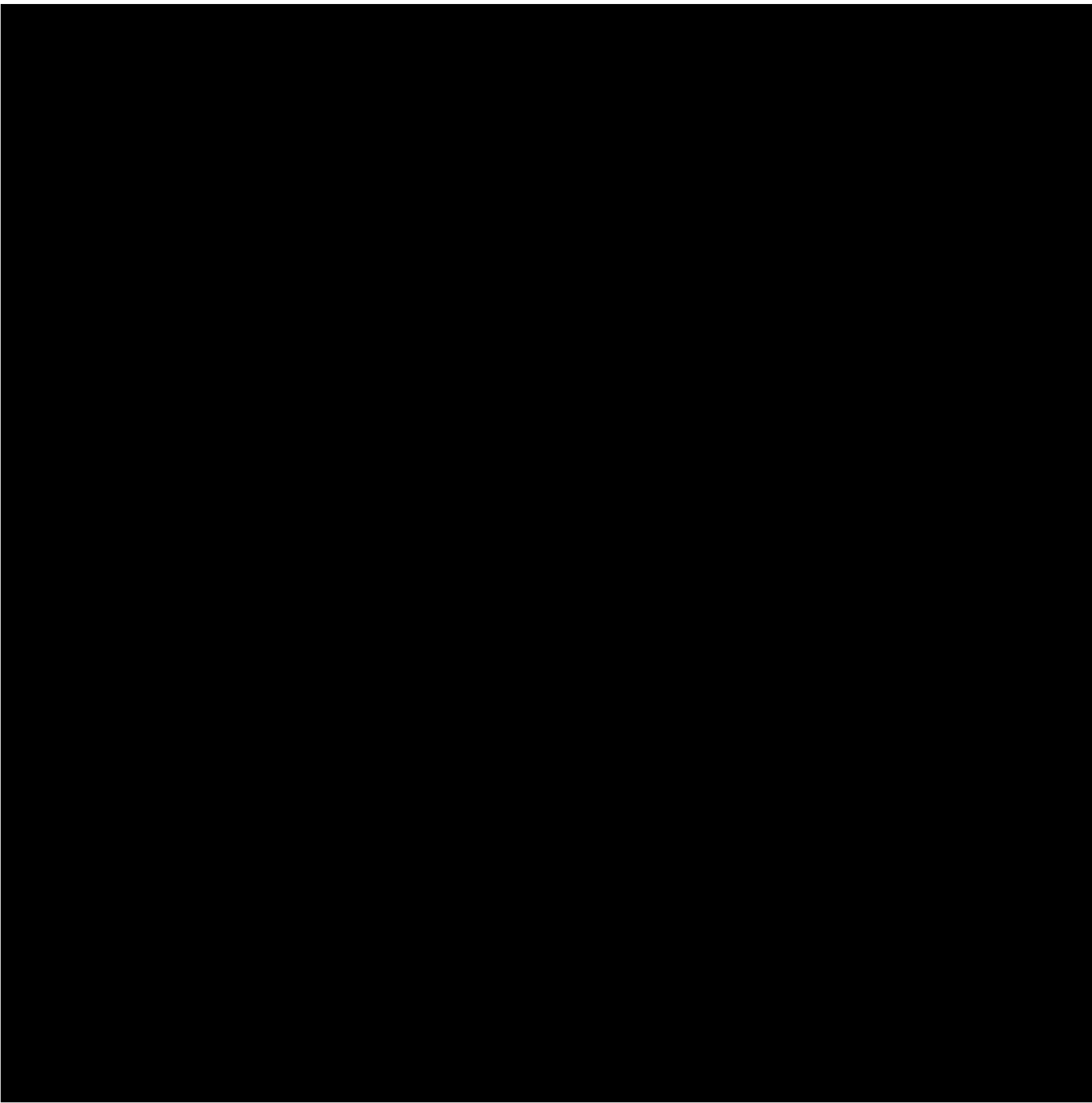
##### i) Summary Committee Chair Report

Mr. Nigro provided the Trillium HealthWorks Committee Chair Report. He shared that the Committee was provided with a primer on procurement for the Q-Site Project and a primer on Managed Equipment Services (MES). Management provided updates on the Trillium HealthWorks Q-Site and M-Site Redevelopment Projects, and the Local Share, with the Board Advisory Panel sharing their observations and key messages. Management provided a status update on large-scale contracts Redevelopment Projects executed by the Board; and as part of today's Agenda, the Board is being presented with the recommendation to execute the Project Agreement and Proceed to Commercial Close/Financial Close for the Q-Site Project, and the Q-Site Stantec Prime Fee increase.

##### ii) Q-Site Project: Major Milestone Approval to Execute Project Agreement and Proceed to Commercial/Financial Close

Management presented the major milestone reached in seeking the approval to execute the Project Agreement and proceed to commercial and financial close for the Trillium Health Partners Broader Redevelopment of The Gilgan Family Queensway Health Centre (Q-Site Project). The Board had the opportunity to ask questions and had a robust discussion with Management. Ms. Farrow added that, with the aggressive construction at the Q-Site and upcoming construction to start at the M-Site, THP is advancing work with the consortium on climate sustainability in championing innovative practices regarding intensive energy consumption and achieving a reduced carbon footprint for both Projects.

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### **iii) Q-Site Project: Stantec Prime Fee Increase**


Mr. Jarret provided an overview on Prime Consultant Services Contract with Stantec for the Q-Site Project



## **6.2 Priorities and Planning:**

### **i) Summary Committee Chair Report**

Mr. Allgood provided the Priorities and Planning Committee Chair Report on behalf of Ms. Mohammed. He shared that a local share update was provided, including the recommendation coming forward today on the Trillium HealthWorks Stage 4 Draft Integrated Local Share Submission. The THP Foundation leadership provided an update on ongoing and future strategic fundraising activities. 

 As presented earlier, the update on THP's and Mississauga Health's collaboration to advance shared priorities in integrated care. The Committee debriefed on next steps in advancing THP's academic mission. The Committee also discussed the opening of Wellbrook Place and received an update on development, operational readiness, administrative and recruitment progress to-date. On behalf of the Board, Mr. Allgood and Ms. Magee extended recognition to THP's Health Hubs team on the successful opening of Wellbrook Place, sharing that this achievement, which has been years in the making, truly exemplifies what it means to create a new kind of health care for a healthier community,

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delivering 632 long-term care beds in under three years, bringing much needed health services to areas of high need faster than ever before.

### ii) Local Share Plan

Mr. Nott joined the meeting.

Management shared THP's approach to submit a single Draft Stage 4 Integrated Local Share Plan for the Trillium HealthWorks M-Site and Q-Site Projects. They highlighted that total local share costs over 30 years to increase [REDACTED] from the Stage 3 Local Share Plan submission based on the finalization of the Q-Site Project cost that was increased from the parkade and replacement furniture, fixtures, and equipment. They shared THP's efforts to work with the Ministry of Health on cost share opportunities to support the unprecedented hyper-inflation component of the local share; and with the City of Mississauga to advance community sources to reduce bridge financing costs.

#### WHEREAS:

1. Trillium Health Partners ("THP" or the "Hospital") Broader Redevelopment Project includes The Peter Gilgan Mississauga Hospital (the "M-Site Project") and The Gilgan Family Queensway Health Centre (the "Q-Site Project"), which are both government approved projects under THP's infrastructure renewal plan ("Trillium HealthWorks").
2. While considered a government approved project, a portion of the project cost is the responsibility of THP ("Local Share") and is required by government.
3. The Priorities & Planning Committee ("P&P") acknowledges that similar to all hospital redevelopment projects, THP's Local Share amount will be refined as the M-Site Project's scope, budget and schedule is finalized. The Q-Site Project has a finalized budget and will reach Financial Close ("Financial Close") upon execution of the Project Agreement ("PA") with the Project Consortium ("ProjectCo") in early 2024.
4. P&P acknowledges that THP will continue to submit staged submissions of the Integrated Local Share Plan ("Integrated LSP") to advance discussions and negotiations until the lead up to M-Site Project Financial Close (planned for early 2025).
5. The Board approved at its March 30, 2023 meeting an Integrated LSP [REDACTED] which has since been adjusted [REDACTED].

**MOVED** by Ms. Steiner and seconded by Mr. Eng that, the P&P recommends to the Board to authorize and approve submission of the Draft Stage 4 Integrated LSP that includes both the Q-Site Project and the M-Site Project:

1. With a continued understanding that the Integrated LSP is not balanced.
2. That the Q-Site Project portion will follow the Ministry of Health ("MOH") standard cost share policy.
3. While achieving a viable Integrated LSP which involves the following strategic steps:
  - a) Funding from the City of Mississauga (the "City") planned to be requested in 2024
  - b) Fundraising from Trillium Health Partners Foundation ("THPF").
  - c) Ensuring an achievable hospital local share through negotiations with the MOH while also ensuring a multi-generational view of THP funds and cash flow
  - d) Advocacy efforts with the government on closing the current Local Share gap through the following mechanisms:
    - i) Minimization of financing costs;
    - ii) Maximization of the MOH cost sharing opportunities focusing on growth/shelled areas and information, communication and technology ("ICAT") costs;
    - iii) Negotiation with the MOH on extraordinary project costs such as hyper-inflation, and single-bidder premiums;
    - iv) Exploration of land monetization of the remaining lands at The Peter Gilgan Mississauga Hospital site.

**CARRIED**

Mr. Kerr, Mr. Longley, Mr. Kenney and Mr. Nott left the meeting.

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### 6.3 Governance and Human Resources:

#### i) Summary Committee Chair Report

Mr. Eng provided the Governance and Human Resources Committee Chair Report. He shared that the 2023/24 terms of reference and work plans for the Board Standing Committees came forward to the Committee. He advised that no recalibration will be made to CEO and Chief of Staff 2023/24 goals and objectives given the performance to date. The 2023/24 Board Renewal Work Plan was brought forward for the Nominations Sub-Committee to continue leading the process on board succession planning to ensure alignment to the skills matrix required for the Board as a whole. He provided highlights from the bi-annual Risk Report on THP's risk position, and on the People Report on the Q1/Q2 workforce plan.

Mr. Eng recapped the process underway to ensure THP's compliance with the *Ontario Not-For-Profit Corporations Act* ("ONCA") by the October 18, 2024 deadline. Ms. Vaz described the additional ONCA requirements related to conflict of interest and indemnification. Ms. Farrow introduced additional changes to the corporate by-law to support greater flexibility for tenure of the Chair, Vice Chair and Treasurer. The Board had a fulsome discussion and agreed that these changes would return for approval to the March 2024 Board meeting.\*

Dr. Lachemi left the meeting.

### 6.4 Finance and Audit:

#### i) Summary Committee Chair Report

Mr. Burke provided the Finance and Audit Committee Chair Report on behalf of Mr. Singh. He provided highlights from both the External Audit Plan provided by PriceWaterhouseCoopers LLP, and the activities of the Internal Audit Plan. The September year-to-date deficit [REDACTED] and this is due to increased incremental employee compensation expenses related to the repeal of Bill 124. Management has applied for [REDACTED] of funding in support of THP's deficit gap. Management updated the Hospital's 2023/24 Operating Budget with a projected budget deficit before mitigation [REDACTED], this updated plan includes targeted deficit mitigation strategies [REDACTED] to yield a projected deficit of [REDACTED] by year end. Ongoing efforts are underway to help reduce the deficit and work towards a balanced position by year-end.

#### ii) Financial Statements of September 30, 2023

Mr. Burke presented the Financial Statements of September 30, 2023, for approval.

**MOVED** by Mr. Burke and seconded by Ms. Lee that, as recommended by the Finance and Audit Committee, the Board approve the September 30, 2023 Financial Statements.

**CARRIED**

### 6.5 Quality and Program Effectiveness:

#### i) Summary Committee Chair Report

Mr. Allgood provided the Quality and Program Effectiveness Committee Chair Report. He shared the Committee's acknowledgment of Dr. Lachemi's recent Order of Ontario and congratulated him on this well-deserved honour. The Committee's key quality metric spotlight was workplace violence and advised that the Quality Improvement Plan indicator will focus on staff reducing lost time due to workplace violence incidents, including addressing racism in alignment with the recommendations of the Anti-Black Racism Climate Review report. The Committee received an overview on trends reported in Q1 and Q2 on Aggregate Patient Complaints and Patient Safety Incidents. The Committee was impressed as was the Board who benefited

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earlier in the meeting today on the quality improvement initiatives presented by the recipients of the Hazel McCallion Quality Awards, recognizing their impactful contributions to quality at THP.

### **7.0 Reporting**

#### **7.1 Chief Nursing Executive Report**

Ms. Irwin provided the Chief Nursing Executive (“CNE”) Report. She described strategies in place to manage a pressurized winter surge. She provided highlights from the CNE Report around pressure injuries, innovation projects as iMentor and the Transition to Independent Practice Support (TIPS) program. She also highlighted the Government of Canada’s Nursing Retention Forum, led by THP’s very own Dr. Leigh Chapman, Canada’s Chief Nursing Officer and THP’s ongoing engagement with her on current health workforce crisis, including strategies to address and improve nursing retention.

#### **7.2 Chief of Staff Report**

Dr. Murphy provided the Chief of Staff Report. She advised that the government is making changes to the remuneration to clinicians under the Hospital On-Call Coverage (HOCC) are underway as it is currently inequitable. She provided an EPIC update related to MyChart and the supports in place for the Professional Staff. She shared a status update on medical leadership. She provided highlights on the awards for the recent achievements of some of the Professional Staff for improving access to care within THP’s community. She informed the Board of the posting for THP’s Chief of Staff role.

#### **7.3 Professional Staff Association Report**

Dr. Ghosh provided the Professional Staff Association (“PSA”) Report. He described the collaboration between the PSA and the Board’s Independent Facilitator, Ron Sapsford. He highlighted key areas in which the PSA has progressed with the MOH Report recommendations, such as having meaningful frontline representation and input on different levels of physician leadership recruitment; the collaboration with Medical Affairs on amendments to the Code of Conduct Policy; and the improved and strengthened relationships and dialogue between the PSA with Board leadership, the CEO and COS, including setting standing meetings. He announced that the PSA members, through a PSA survey, have pledged \$300K to the THP Foundation as a way to improving engagement between the PSA members and the hospital.

#### **7.4 Appendix**

- i) President & CEO Report
- ii) Chief of Staff Report
- iii) Chief Nursing Executive Report
- iv) Trillium Health Partners Foundation Report

As read.

### **8.0 Other Business**

The Chair provided highlights from her attendance at the Trillium Health Partners Foundation meeting. She congratulated the Foundation on a remarkable Diwali Gala event and the incredible record-breaking efforts raising \$1M, exceeding the \$850K objective.

The Chair advised the Members that the annual Board renewal process will begin in early-December with the Board Office reaching out to complete the Interest to Serve Survey by mid-December to support the Nominations Sub-Committee’s planning on upcoming vacancies.



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The Chair shared that THP has been invited to participate to walk and spread holiday cheer in the Mississauga Santa's Parade on December 3. Ms. Farrow shared that THP will take the opportunity to engage with the community at the Parade and spread the word about THP's "We See You" campaign.

No other business was raised.

#### **9.0 Adjournment**

**MOVED** by Mr. Burke and seconded by Ms. Magee that, the meeting be adjourned.

***CARRIED***

The meeting was adjourned at 8:00PM.  
Ex-Officio Directors and Management left the meeting.  
The Elected Members of the Board met in-camera.

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Christine Magee, Chair

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Karli Farrow, Secretary