

Rouge Valley Health System Board of Directors Meeting

Tuesday, April 28, 2009

8:00 a.m. to 10:30 a.m.

Rouge Valley Centenary, Dr. Bruce Johnston Conference Room

MINUTES

Present:

| | | | | |
|-----------------|--------------|-------------------|------------|------------|
| J. Ecker, Chair | T. Atkins | D. Barlow | R. Deebank | E. Fleury |
| R. Ganderton | Dr. H. Huang | J. Kaufman | P. McNeil | L. Mungall |
| B. Oldman | L. Ray | A. Saunders N'daw | J. Wideman | J. Wiersma |
| M. Wilson | | | | |

Regrets:

| | | | |
|--------------|-------------|--------------|-----------|
| Dr. A. Grant | P. Lobraico | Dr. N. Mohan | T. Reeves |
|--------------|-------------|--------------|-----------|

Guests:

Dr. R. Stas

Recorder:

C. Pember

Meeting called to order at 8:00 a.m.

1. STAFF RECOGNITION

Alice Adamson, Executive Assistant, Public Affairs & Community Relations and Human Resources was recognized for her hard work and continued dedication to Rouge Valley Health System. Alice is a treasured team member and a behind-the-scenes contributor to many key corporate initiatives. She acts as an invaluable resource for any staff member in the hospital. She is also a member of the Rewards and Recognition Committee. Alice manages multiple duties efficiently and effectively, she is accountable and trustworthy and is willing to take on new projects and workloads as they arise.

2. DECLARATION OF CONFLICT OF INTEREST

L. Ray declared a conflict of interest with respect to any discussions regarding Workplace Safety Insurance Board (WSIB).

3. APPROVAL OF MINUTES OF PREVIOUS MEETING ON MARCH 24, 2009

It was moved by M. Wilson and seconded by D. Barlow that the minutes of the meeting held on March 24, 2009 be approved. CARRIED

4. BUSINESS ARISING FROM THE MINUTES

There was none.

5. **COMMITTEE REPORTS**

5.1 **EXECUTIVE COMMITTEE**

The Executive Committee Report combined with the Chair's Report was circulated at the meeting. J. Ecker indicated that Executive Committee has struck a Search Committee to begin the process in recruiting a CEO.

The CEO's 2009/10 Personal Business Commitments were circulated at the Board meeting. They were reviewed and accepted by Executive Committee at its April 14, 2009 meeting.

It was moved by P. McNeil and seconded by L. Ray that the Board accepts the CEO's 2009/10 Personal Business Commitments. CARRIED.

The Executive Committee reviewed the briefing note, also circulated to the Board, regarding Year 2 Extension of Contract for Consultant for Rapid Process Improvement (Lean). The involvement of the consultant is decreasing as managers become trained and able to carry on with the process on their own. It was noted that in future, situations of this kind should be within the purview of the CEO to approve, subject to policy established by the Audit Committee.

It was moved by J. Kaufman and seconded by J. Wiersma that the Board of Directors approves and authorizes a contract extension to Breakthrough Horizons to provide training, coaching and leadership development to RVHS until March 31, 2010. CARRIED

J. Ecker noted that RVHS submitted its official response to the Central East LHIN's Clinical Services Plan. J. Ecker met with Mike Mueller, Board Chair at The Scarborough Hospital to discuss how both organizations could work together around Maternal, Child and Youth Services. It was agreed that a more formal meeting between the Chair's, CEO's and COS of each organization take place.

J. Ecker reminded Board members about Maureen Quigley's presentation on integration policies under the LHIN scheduled on Thursday, April 30, 2009. She also thanked those Board members involved in the Board hearing.

5.2 **GOVERNANCE & NOMINATING COMMITTEE**

J. Kaufman provided an update on the Board Governance & Nominating Committee meeting held on April 1, 2009. The Chair and Director evaluation process went well, although year over year results uniformly tracked lower, reflecting a tougher attitude on peer evaluation.

The Committee reviewed the Board policy on Vice Chair/Chair selection process and saw no need to change it at this time.

Interviews were held with potential candidates short listed from the 41 applications received. There are still two outstanding interviews to be scheduled.

The Governance Committee has undertaken a policy and technical review of RVHS' current By-laws with an overarching goal to streamline where possible. J. Kaufman reviewed the proposed policy changes, that will also be reviewed by MAC, and requested feedback that will be incorporated in the final report to the Board at its May meeting.

A discussion ensued with respect to the proposed Board Building and Planning Committee. It was suggested and agreed that the Building Committee remain as is for next year. The duties outlined with respect to capital planning are covered under the Finance Committee. This will be revisited in the next by-law review cycle.

Dr. H. Huang expressed his concern on behalf of the medical staff with respect to a potential by-law change empowering the Chief of Staff and asked the Board to reconsider the potential change. Dr. Stas informed the Board that the panel assigned to review the issues concerning this suggested by-law change have been worked out and have a commitment from the department at both sites that there will be 24/7 coverage. The physicians in the department understand the Boards concerns. It was requested that MAC provide their recommendation to the Board with respect to the on call issue at RVAP.

5.3 FINANCE COMMITTEE

L. Ray reported on the April 2, 2009 Finance Committee meeting. L. Ray reviewed the monthly financial results; they are in line with corporate plan with a monthly surplus of about \$652K as the cash position continues to improve.

It was moved by L. Ray and seconded by J. Wideman that the Board accepts the report of the Finance Committee.

5.4 BUILDING COMMITTEE

B. Oldman reported on the Building Committee meetings held on April 9th and April 21st. There has been schedule slippage on the new addition in Phase 2. The major contributing factors being building enclosure, roofing and mechanical systems. The contractor has indicated that the project is on track as it relates to baseline Substantial Performance; however the hospitals program management team has noted that the construction progress toward Phase 2 handover date of June 23rd appears to be lagging and is noted by the committee as a cautionary observation. The contractor was asked to prepare a mitigation plan supported by a detailed schedule for key areas of concern.

5.5 AUDIT COMMITTEE

No report.

5.6 QUALITY & RISK COMMITTEE

The Quality & Risk report was included in the Board Package. In addition, P. McNeil brought members attention to the Enterprise Risk Management (EMR) Framework presentation prepared by D. Barlow and J. Harris. The presentation outlined EMR & RVHS Strategic Directions; EMR objectives; progress to date, overview and definitions; roles & responsibilities, structure and processes to support ERM; critical path and next steps. R. Ganderton noted that a summary of key risks identified through routine program reporting will be reported through the Quality & Risk Committee. It is expected that the top ten risks will be identified by September 2009.

P. McNeil brought members attention to the presentation on WSIB & NEER, in response to the Boards request at the March meeting to understand RVHS surcharge experience, contributing factors, and prevention/mitigation strategies. RVHS had very high claims in 2006/07 that partly explains a surcharge spike in 2008/09, but also due to recent internal decisions by WSIB (e.g., % of dollars available to fund prior year claims, reserve factors on certain claims etc).

6. UPDATE ON SWINE FLU

Dr. Ashley Roberts provided an indepth update on swine flu. There are currently no identified cases in Canada. RVHS is following public health guidelines and screening anyone who travelled to Mexico exhibiting flu symptoms that present in the ED. RVHS practices are consistent with what other hospitals are doing in the province. Official information from Public Health is posted on the RVHS web site. Media calls and members of the public are referred to the RVHS web site to obtain up to date information.

7. COMMUNITY ADVISORY GROUP UPDATE

The next meeting will be held on May 12, 2009. A potential member was interviewed in an effort to fill the vacant position.

8. CHAIR'S REPORT

Discussed under Executive Committee report.

9. PRESIDENT'S REPORT

The President's Report was included in the Board package. R. Ganderton informed the Board that there have been recent publications around statistics in hand hygiene. RVHS undertook a baseline audit of compliance. The audit was not pre-announced and showed that RVHS compliance was in the bottom quartile.

R. Ganderton also informed the Board that he and R. Gowrie met with staff at the CELHIN. A combined approach regarding the Seaton lands has been agreed to. R.

Gowrie will be developing a pre-proposal for submission to the MOHLTC to conduct a health needs assessment to look at Seaton and north Durham including Uxbridge and Port Perry.

10. CHIEF OF STAFF REPORT

Dr. Stas on behalf of Dr. Mohan informed the Board that the reappointments will be discussed during the in camera session. There are some departments that have not yet completed performance appraisals but guaranteed that they will be completed by the next Board meeting.

11. MEDICAL STAFF SOCIETY UPDATE

Dr. H. Huang informed that Board that he will be attending The Scarborough Hospitals' Medical Staff Society meeting to further communication and links with the hospital.

A more formal meeting of Rouge Valley's Medical Staff Society will be held in June to appoint a new executive.

12. FOUNDATION REPORT

The Foundation Report was included in the Board package that provided highlights, celebrations and events over the past year as well as upcoming events planned for 2009/10. Board members were encouraged to participate in any of the upcoming activities.

The Labour of Love final report was circulated to Board members and provided to donors of \$25,000 or more to the Birthing and Newborn Centre. RVC Volunteers completed their pledge of \$1M and celebrated this milestone during Volunteer Week.

13. OTHER BUSINESS

There was none.

14. FEEDBACK FORMS

Feedback forms to be completed and returned to C. Pember.

15. NEXT MEETING

The next meeting will be held on Tuesday, May 26, 2009 at 8:00 a.m. in Conference Rooms B/C at RVAP.

16. IN CAMERA MEETING

It was moved by J. Kaufman and seconded by L. Ray that the Board proceed to an In Camera meeting. CARRIED

Separate Minutes.

On a motion by J. Wideman seconded by D. Barlow, the Board ended the In Camera meeting. CARRIED

17. **ADJOURNMENT**

On a motion by D. Barlow, seconded by R. Deebank the Board meeting adjourned at 10:30 a.m. CARRIED

18. **UNRELATED DIRECTOR ONLY SESSION**

An unrelated director only session was held.



J. Ecker, Chair