

**GRAND RIVER HOSPITAL
MINUTES OF A PUBLIC MEETING
OF THE BOARD OF DIRECTORS
HELD ON JANUARY 22, 2013
IN THE FREEPORT BOARDROOM**

PRESENT:

Bellew, G.
Bleaney, T.
Collingwood, B.
Deganis, J.
Delamere, D.
Elop, T.
Freeman, D.
Hendrikse, P.

Maki, P.
Maxwell, M.
McIlwham, K.
Rice, K.
Robertson, S.
Schlegel, J.
Sharma, A.

REGRETS:

Harris, B.
Sellers, L.

STAFF:

Berry, M.
Cavrag, K.
Cheal, B.
DeLenardo, C.

Hewat, N.
Higgs, G.
Karjaluo, M.
Lillepold, A.

GUESTS:

Bertram, S.
Reitsma, J.

Recording Secretary: Karen Taylor

1.0 CALL TO ORDER

The meeting was called to order at 4:35 p.m.

1.1 ACCEPTANCE OF AGENDA

The agenda was approved as presented. The order of the agenda was adjusted to accommodate discussion of the Youth on Board agenda item following the declaration of conflict of interest.

1.2 DECLARATION OF CONFLICT OF INTEREST

None.

2.0 BOARD CHAIR AND CEO REPORT

2.1 PRESIDENT AND CHIEF EXECUTIVE OFFICER

The President and CEO's report was included in the Board package. To complement discussion that expanded upon the report's mention of scheduled coverage for the Emergency Department, a chart detailing GRH Emergency Department Physician staff comparison of funded hours to staffed hours for the period April 2011 to January 2013 was distributed.

2.2 BOARD CHAIR

D. Delamere provided a verbal report that detailed: the February 21 Business Excellence Awards event at which GRH, through its sponsorship of the Healthy Workplace Award, will present the award to the recipient; the anticipated additional time required for the March 2013 meeting due to the presentation on

rehabilitation and stroke; and, the highlights from the February 22 session facilitated by Don Drummond and hosted by St. Joseph's Health Care - Hamilton.

3.0 QUALITY

3.1 REPORT BY CHAIR OF THE QUALITY AND PATIENT SAFETY COMMITTEE

T. Elop provided an overview of the January QPS Committee meeting, highlights of which were the presentations made by the Rehabilitation, Complex Continuing Care and Children's programs. With a particular focus to quality, the presentation made by Dr. A. Sharma at January's QPS meeting reinforced the importance of the function of the Board to credential. An overview of the process for the development and approval of the Quality Improvement Plan was conveyed.

4.0 RESOURCES

4.1 REPORT BY CHAIR OF THE RESOURCES COMMITTEE

P. Hendrikse reported on themes from the January meeting of the Resources Committee: results, tracking slightly behind budget; human resources; information technology, a draft Information Technology plan was reviewed; and, capital, progress on plans and significant capital projects were reviewed. A pension report delivered by T. Bleaney explained the current economic environment and that an opinion was being sought regarding shifting fixed income funds to shorter versus longer term funds.

5.0 GOVERNANCE

5.1 REPORT BY CHAIR OF THE GOVERNANCE COMMITTEE

P. Maki asked the Directors to complete the self-assessment and peer evaluations by January 31, 2013. An overview of the January Governance Committee meeting was provided and it was informed that the topic being explored for the Spring Board education session was research: a debate-style event that would explore GRH's relationship to research and higher level strategic direction for the organization. D. Delamere welcomed the Board to provide feedback on the idea of combining the social event with the education session.

At their February meeting the Governance Committee will firm up the plans for the Spring education session and determine if it will precede a social event. Once plans are known, K. Taylor will be charged with finalizing the details.

ACTION ITEM: Board Directors to complete the self-assessment and peer survey evaluations by January 31, 2013.

The Governance Committee will firm up plans for the Spring education session and work with K. Taylor to finalize details.

5.2 YOUTH ON BOARD

Discussion of this topic occurred following the conflict of interest declaration. Guests S. Bertram and J. Reitsma were welcomed by D. Delamere and introduced by P. Maki. GRH was approached by Leadership Waterloo Region's Youth on Board program to solicit support for a young leader to be mentored in the area of Board governance. To ensure a good fit, candidates would be able to be interviewed. In addition to attending Board meetings, the candidate, if their schedule permits, could also be invited to participate in a Board Committee meeting. The individual would be welcome to contribute a point of view but would not have a vote. Following discussion it was confirmed that P. Maki will advise S. Bertram and J. Reitsma that GRH will participate in the program during the 2013-2014 Board year.

ACTION ITEM: P. Maki will inform S. Bertram and J. Reitsma that GRH will participate in the Leadership Waterloo Region's Youth on Board program.

6.0 OTHER

6.1 Q2 BOARD SCORECARD

The Q2 Board scorecard was provided in the Board package. GRH continues to review the HSMR, particularly to look for causes of possible miscoding, clusters and patterns that might explain the increase.

7.0 EXECUTIVE HIGHLIGHTS

7.1 CHIEF OF STAFF REPORT

The Chief of Staff report was included in the Board package.

7.2 VICE PRESIDENT CLINICAL SERVICES & CHIEF NURSING OFFICER REPORT

The report from the VP Clinical Services and Chief Nursing Officer was included in the Board package.

7.3 FOUNDATION REPORT

The Foundation report was included in the Board package.

8.0 ITEMS FOR CONSENT

8.1 BOARD MINUTES OF NOVEMBER 27, 2012

The minutes from the November 27, 2012 meeting were included in the package.

8.2 NON-DIRECTOR APPONTMENT

In response to the resignation of D. Uffelmann as a Board Director, a motion to approve his participation as a non-Director member of the QPS Committee was included in the Board package.

8.3 BOARD MANUAL POLICY REVIEW

Changes to the following Board Manual policies were included in the Board package: Signing Authority Policy; Succession Planning Process; Director Recruitment and Selection Process; Guidelines for Director Selection; and, Police Criminal Record Check.

MOTION:

**IT WAS MOVED BY P. SINGH AND SECONDED BY K. McILWHAM THAT THE ITEMS FOR CONSENT BE APPROVED.
CARRIED.**

9.0 ITEMS FOR INFORMATION

9.1 COMMITTEE ITEMS

9.1.1 MEDICAL ADVISORY COMMITTEE MINUTES

The January 8, 2013 minutes of the Medical Advisory Committee were included in the Board package.

9.1.2 COMMUNITY ENGAGEMENT COMMITTEE MINUTES

The minutes from the December 4, 2012 meeting of the Community Engagement Committee were included in the Board package. G. Bellew provided an overview of the findings of the fourth wave of the community survey.

9.1.3 GOVERNANCE COMMITTEE

The January 9, 2013 Governance Committee minutes were included in the package.

9.1.4 QUALITY AND PATIENT SAFETY COMMITTEE

Information items from the Quality and Patient Safety Committee that appeared in the Board package: minutes from the January 9, 2013 meeting; scorecard; and, publicly reported indicators report.

9.1.5 RESOURCES COMMITTEE

Minutes from the January 8, 2013 meeting of the Resources Committee, as well as the scorecard and financial report, appeared in the Board package.

9.1.6 AUDIT COMMITTEE

The minutes from the January 10, 2013 meeting of the Audit Committee were included in the Board package.

9.2 BOARD WORK PLAN

The Board work plan was included in the Board package for information.

9.3 BOARD EDUCATION OPPORTUNITIES

A list of Board education opportunities was included in the Board package.

9.4 FEBRUARY BOARD CALENDARS OF EVENTS

The February Board event calendar was included in the Board package.

9.5 GRH BOARD 2012/2013 MEETING SCHEDULE

The schedule of 2012/2013 GRH Board meetings was included in the Board package.

9.6 FRAMEWORK FOR ETHICAL DECISION MAKING

The framework for ethical decision making was included in the Board package.

9.7 WWLHIN ITEMS

9.7.1 WWLHIN BOARD 2013 MEETING SCHEDULE

The schedule of 2013 WWLHIN Board meetings was included in the Board package.

10.0 ADJOURNMENT

**THERE BEING NO FURTHER BUSINESS, IT WAS MOVED BY T. ELOP AND
SECONDED BY K. McILWHAM THAT THE PUBLIC MEETING BE ADJOURNED.
CARRIED.**

Malcolm Maxwell,
Secretary

D'Arcy Delamere,
Chair