

**GRAND RIVER HOSPITAL
MINUTES OF A PUBLIC MEETING
OF THE BOARD OF DIRECTORS
HELD ON APRIL 28, 2015
IN THE FREEPORT BOARDROOM**

PRESENT:

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

Hoediono, H.
Janecki, Z.
Maki, P.
Maxwell, M.
Olson, K.
Paun, B.
Rice, K.
Sharma, A.
Vrbanovic, B.

REGRETS:

Schlegel, J.
Wells, R.

STAFF:

Cheal, B.
Karjaluo, M.
Lillepold, A.

Linton, J.
Mah, T.
Wren, D.

GUESTS:

Enns, J.
Walters, A.

Recording Secretary: Karen Taylor

1.0 CALL TO ORDER

Chair, T. Elop called the meeting to order at 4:05 p.m.

1.1 ACCEPTANCE OF AGENDA

The agenda was accepted as presented.

1.2 DECLARATION OF CONFLICT OF INTEREST

None.

2.0 BOARD CHAIR AND CEO REPORT

2.1 PRESIDENT AND CHIEF EXECUTIVE OFFICER

In addition to the report from the President and CEO contained in the Board package, more detail regarding the Mental Health Integrated Care Expression of Interest was provided. On Wednesday, April 29 representatives from the Ministry of Health and Long Term Care (MoHLTC), St. Joseph's Health System, and area mental healthcare providers will participate in a meeting to evaluate the readiness of proposal to move forward. Commendation was extended to Judy Linton and the lab team for the successful implementation of the project which oversaw the installation of new lab analytical equipment.

2.2 BOARD CHAIR

During a recent luncheon with Joan Fisk, Chair of the Waterloo Wellington Local Health Integration Network (WWLHIN), G. Bellew and T. Elop heard plans for healthcare in Waterloo Wellington.

The Directors were reminded of the special meeting of the Corporation scheduled to convene immediately following the public session.

3.0 QUALITY

3.1 REPORT BY CHAIR OF THE QUALITY AND PATIENT SAFETY COMMITTEE

An overview of the April 8 meeting of the Quality and Patient Safety (QPS) Committee was provided and staff were thanked for their contributions which contributed to an efficient and informative meeting.

4.0 RESOURCES

4.1 REPORT BY CHAIR OF THE RESOURCES COMMITTEE

As the Committee did not meet in April there was no report to convey.

5.0 GOVERNANCE AND OTHER COMMITTEES

5.1 REPORT BY CHAIR OF THE GOVERNANCE COMMITTEE

Highlights from the April 13 meeting were provided. The proposal for a joint education session on the topic of Ontario healthcare integration activities was discussed and it was advised that based on information from the recent meeting of the Waterloo Hospitals' Collaborative Committee (WHCC) at the current time there was no interest in a full board joint session. Instead, WHCC preferred to keep the attendees limited to WHCC membership. WHCC members. D. Freeman will connect with M. Maxwell to determine support for the GRH Board to undertake its own education session on this topic.

A progress report on the work of the Nominating Committee informed that six candidates will be interviewed on May 14 with the goal of finding two individuals to serve as Directors in the upcoming Board year. Committee Chairs who are looking for Non-Director members to support the work of their Committee were invited to contact K. Taylor if they would like to review any of the twenty-one applications.

Following the conclusion of the one-on-one interviews with Board members, T. Elop will circle back with Committee Chairs to provide feedback regarding Non-Director interest. D. Freeman will work with K. Taylor to review the Board policy regarding term limits for Non-Directors.

Action Items: D. Freeman and M. Maxwell to discuss a GRH Board education session on healthcare integration activities.

T. Elop to provide feedback regarding Non-Director Committee membership interest to Committee Chairs.

D. Freeman to communicate term limits for Non-Directors to Committee Chairs.

5.2 COMMUNITY ENGAGEMENT COMMITTEE

During the April 7 meeting of the Community Engagement Committee (CEC) there was discussion about the significant work that the CEC has undertaken since the Committee's inception in 2006. Going forward, the majority of the CEC's work plan items are more appropriate for management rather than Board oversight. It was recommended by CEC members that the Committee's initial mandate has been realized and that work plan items not taken on by management could be overseen by the Governance Committee. In recognition of this change, which would expand the Terms of Reference for the Governance Committee, it was agreed that the Committee be renamed the Governance and Community Engagement Committee.

5.3 AUDIT COMMITTEE

During the April 10 meeting of the Audit Committee three items were key agenda topics: discussion of external auditor (KPMG) year end close and the approach to resolving initial issues; suggestions for on-boarding the new Internal Auditor; and, enhancement of enterprise risk management in the organization and the role of the Audit and other Board Committees. To accomplish the work of the Audit Committee it is planned that an additional meeting be added to the yearly calendar of meetings.

6.0 OTHER

6.1 STRATEGIC PLAN

The Board package contained a copy of the draft 2015-2017 Strategic Plan. The following are highlights from the discussion:

- It was confirmed that milestone anniversaries for both the KW and Freeport site will be celebrated, and mention within the plan will focus on the opportunity for celebration not the details.
- Page 11/18: Enhance GRH research and innovation activities – it was proposed that the wording align with that which will appear in the Operating Plan so as to be more inclusive of other partners. It was proposed that the wording of the first sentence within the strategy change to: "Enhance GRH research and innovation activities with University of Waterloo and also with McMaster University, other universities, innovation hubs and other research partners that will improve the care and services to the patients we serve today and tomorrow and improving the skills, knowledge and abilities of care providers."
- Page 14/21: Plan for short and long term physical space needs – In response to a question regarding if the wording is appropriate so as to not raise flags, it was advised that, as with other hospitals in Waterloo Region, GRH is looking at short term incremental planning and long term space needs in conjunction with other CMH and SMGH. SMGH's strategic planning session discussed two master planning issues for their site: capacity and building integrity.
- Page 14/21: Ensure GRH has a viable electronic medical record by 2018 – In order to clarify the intent of this strategy it was suggested that additional wording to specifically address the need for the 2018 system be added to the

plan. Suggested wording added to the first sentence appears in italics: “Ensure that GRH has a viable electronic medical record (EMR) solution to support patient care by year 2018 *to replace the sunsetted McKesson Horizon platform.*”

- Page 14/21: Explore integration opportunities – The mention of other health care providers within Waterloo Wellington was requested. It was confirmed that public consultation and community engagement is taken into consideration by the various integrated program councils when developing program plans. Suggested wording added to the first sentence appears in italics: “*Explore integration and collaboration opportunities with Cambridge Memorial Hospital, St. Mary’s General Hospital, and other WW hospitals/CCAC.*” The wording of the evaluation was proposed as: “*Advancement in discussions with other WW health service providers.*”

Action Item: M. Maxwell will work to incorporate Board feedback into a revised Strategic Plan.

6.2 RESEARCH OBJECTIVE – 2015/16 OPERATING PLAN UPDATE

During the March Board of Directors meeting it was requested that the 2015/16 Operating Plan be revised to include a research priority initiative. A briefing note detailing the proposed wording for the additional initiative was circulated in the Board package and discussion focused on the research sector and the various partners that GRH interacts with. The proposed wording will be revised to include mention of other universities and research partners.

Action Item: The 2015/16 Operating Plan will be updated to revise the wording of the research priority initiative to, “Stimulate and enhance research activities with the University of Waterloo, other universities, and research partners”.

7.0 EXECUTIVE HIGHLIGHTS

7.1 VICE PRESIDENT CLINICAL SERVICES & CHIEF NURSING EXECUTIVE REPORT

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

7.2 FOUNDATION REPORT

The Foundation report was included in the Board package. Board members were reminded about the May 9 Jeans 'N Scrubs event. In the near future a public announcement regarding the new President and CEO for the GRH Foundation will be communicated.

8.0 ITEMS FOR CONSENT

8.1 BOARD MINUTES OF MARCH 24, 2015

The public minutes from the March 24, 2015 meeting were provided as an item for consent.

8.2 BOARD MANUAL UPDATES

The following updates to the Board Manual appeared in the package:

- 8.2.1 CEO AND EXECUTIVE COMPENSATION POLICY**
- 8.2.2 PRESIDENT AND CEO POSITION DESCRIPTION**
- 8.2.3 CEO PERFORMANCE EVALUATION**
- 8.2.4 EXECUTIVE SUCCESSION PLANNING POLICY**
- 8.2.5 NEPOTISM POLICY**
- 8.2.6 NON-UNION AND MANAGEMENT COMPENSATION POLICY**

MOTION:

**IT WAS MOVED BY H. HOEDIONO AND SECONDED BY B. VRBANOVIC 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 Medical Advisory Committee minutes were included in the package.

9.1.2 QUALITY AND PATIENT SAFETY COMMITTEE

Items for information from the Resources Committee included:

9.1.2.1 MINUTES

9.1.2.2 SCORECARD

9.1.3 GOVERNANCE COMMITTEE

Items for information from the Governance Committee:

9.1.3.1 MINUTES

9.1.3.2 ATTENDANCE REPORT

9.1.3.3 COMMUNITY ENGAGEMENT COMMITTEE

9.1.3.4 NOMINATING COMMITTEE UPDATE

9.1.4 AUDIT COMMITTEE MINUTES

The Audit Committee minutes appeared in the package.

9.1.5 COMMUNITY ENGAGEMENT COMMITTEE MINUTES

Minutes from the CEC meeting were in the package.

9.2 BOARD WORK PLAN

The Board work plan was included.

9.3 BOARD EDUCATION OPPORTUNITIES

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

9.4 MAY BOARD CALENDAR OF EVENTS

The calendar of events for May 2015 appeared in the Board package.

9.5 GRH BOARD 2014/15 MEETING SCHEDULE

The schedule of 2014/15 GRH Board meetings was included.

9.6 WWLHIN UPDATES

The following documents prepared by the WWLHIN were in the Board package:

**9.6.1 MARCH 2015 UPDATE TO THE 2014-2015 WWHLIN HEALTH
SYSTEM ANNUAL PLAN**

9.6.2 2015-2016 WWLHIN ANNUAL PLAN DASHBOARD

10.0 ADJOURNMENT

**THERE BEING NO FURTHER BUSINESS, IT WAS MOVED BY B. COLLINGWOOD
AND SECONDED BY J. DEGANIS THAT THE PUBLIC MEETING BE ADJOURNED.
CARRIED.**

The public meeting adjourned at 4:59 p.m.

Malcolm Maxwell,
Secretary

Tracy Elop,
Chair