

**Trillium Health Partners
Board of Directors Meeting Minutes
Thursday, March 31, 2022**

VIA VIDEOCONFERENCE

In Attendance:

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| Elected Directors | Ms. Michele Darling (Chair); Mr. David Allgood; Mr. Mark Cummings; Mr. Howard Eng; Mr. Chitwant Kohli; Dr. Mohamed Lachemi; Mr. Michael Latimer; Ms. Christine Magee; Mr. Perry Miele; Ms. Joan Mohammed; Mr. Manjit Singh; and Ms. Melanie Steiner |
| Ex-Officio Directors | Ms. Karli Farrow; Dr. Dante Morra; Ms. Kathryn Hayward-Murray; Dr. Milan Barboza Dr. Catherine Grenier; Dr. Trevor Young; and Mr. Shihab Zubair |
| Senior Management | Ms. Debra Carson; Mr. Scott Jarrett; Ms. Caroline Riseboro; and Ms. Nicole Vaz |
| Guests | Mr. Adam Cotter; Mr. Matthew Kenney; Mr. Shawn Kerr; Mr. David Longley; Mr. Kerry Pond; Mr. Richard Shaban; and Ms. Carol Vinnete-Hancharyk |
| Regrets | Mr. David Allgood; Mr. Mark Cummings; and Ms. Joan Mohammed |
| Resource | Ms. Paula Di Turi |

1.0 In-Camera Session - Elected Directors and CEO only

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

Management and Ex-Officio Directors then joined the meeting, together with Ms. Di Turi.

2.0 Call to Order

The Chair called the Board of Directors (Board) meeting to order at 4:20PM. The Chair confirmed quorum.

2.1 Approval of Agenda

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

MOVED by Ms. Steiner and seconded by Mr. Singh that, the Agenda for the March 31, 2022 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.

3.0 Consent Agenda

The Chair presented the Consent Agenda for discussion and approval.

MOVED by Mr. Kohli and seconded by Mr. Miele that, the Consent Agenda for the March 31, 2022, Board meeting, be approved.

CARRIED

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4.0 Government Relations Overview

Mr. Cotter and Mr. Kerr Joined the meeting.

Ms. Darling welcomed Mr. Kerr and Mr. Cotter to the meeting. She invited them to present the 2022 provincial election update and advancing THP's priorities through its government relations. Following Mr. Kerr and Mr. Cotter's presentation, Ms. Farrow advised the Board that THP is non-partisan and provided the Board an overview of health care priorities represented by certain political parties. The Board had an opportunity to ask questions and discuss the perspectives presented.

Ms. Darling thanked Mr. Kerr and Mr. Cotter for joining the meeting and for sharing the Government Relations overview; and their team's continued effort in monitoring the campaigns to track commitments on healthcare and mentions of THP.

Mr. Kerr and Mr. Cotter left the meeting.
Ms. Vinette-Hancharyk joined the meeting.

5.0 Committees

5.1 Finance and Audit

Ms. Darling welcomed Ms. Vinette-Hancharyk to the meeting.

i) Summary Committee Chair Report

Mr. Singh provided the Finance and Audit Committee Chair Report. [REDACTED]

[REDACTED] He shared that the Committee discussed the principles and framework for next year's budget and capital planning, and the investment strategy for the debenture which will be brought back to the Board later in the Fall. Mr. Singh advised that the signing authority limits currently in place are now updated to align with the limits that other hospitals have in place.

ii) Financial Statements as at January 31, 2022

Mr. Singh presented the Financial Statements as at January 31, 2022, for approval.

MOVED by Mr. Singh and seconded by Mr. Kohli that, as recommended by the Finance and Audit Committee, the Board approve the January 31, 2022 Financial Statements.

CARRIED

Ms. Vinette-Hancharyk left the meeting.

5.2 Governance and Human Resources

i) Summary Committee Chair Report

Mr. Miele provided the Governance and Human Resources Committee Chair Report. He advised that the Committee had a thorough discussion and evaluation of the CEO and Chief of Staff performance for 2021/22 which is inclusive of the 2022/23 Acute Quality Improvement Plan, and the 2022/23 Quality Improvement Plan for the Hospital and the McCall Centre LTC Unit, all of which will be presented later in today's agenda. He also reported on the Committee's discussions related to the People Report and the THP Circle's framework for building an antiracist and inclusive Trillium Health Partners. Mr. Miele also provided an update on the activities of the Nominations Sub-Committee.

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5.3 Quality and Program Effectiveness

i) Summary Committee Chair Report

Mr. Eng provided the Quality and Program Effectiveness Committee Chair Report. He highlighted the Committee's review of the 2021/22 QIP targets, some of which will be carried and formed as part of the 2022/23 QIP. Mr. Eng also mentioned that Ms. Alison Sant-Porter will be concluding her term with the Committee and the recruitment process for the non-Director Patient Representative is underway.

6.0 Strategy Update

6.1 2022/23 Operating and Capital Budget Plans

Ms. Vinette-Hancharyk joined the meeting.

Ms. Darling welcomed Ms. Vinette-Hancharyk back to the meeting. Mr. Jarrett shared that the 2022/23 Operating and Capital Budget Plans are around recovery and restoration for our people, services and strategic priorities, while still dealing with the COVID-19 surge. He highlighted the current conditions for the year ahead including drivers impacting THP's planning trajectory. He outlined the proposal of the Operating Plan budget is based on THP's organizational priorities and what is known to date given the uncertainty of COVID-19.

Ms. Vinette-Hancharyk highlighted THP's approach to operating budget planning for 2022/23. She shared that the approach is to continue to budget THP's service plan and to focus on making the case for continued government financial support, in addition to seeking opportunities for efficiencies to steward provincial dollars effectively. She outlined the mitigation strategies and scenarios to reduce the deficit and shared that this will depend on the level of COVID-19 activity and restrictions that impact costs, revenues and bandwidth for recovery.

Ms. Vinette-Hancharyk presented the 2022/23 proposed capital plan.

Given,

- the significant impact of COVID-19 on THP due to both historical capacity challenges and its operation within a COVID-19 Provincial hotspot;
- the uncertainty regarding COVID-19 activity in the year ahead, government direction on recovery plans and financial supports;
- the expectation that it will be a multi-year path to recover, restore and return to a sense of reasonable predictability in our operations and with our workforce;
- and the historical structural capacity deficit THP was managing annually;

3) Requests Management take the following actions:

- i. Continue priority focus on ensuring a safe and high quality care environment for patients and health care workers, with no reduction in services at this time due to sustainability pressures;
- ii. Continue to inform the Deputy Minister of Health and the President & CEO of Ontario Health of the significant and unique impact of COVID-19 on THP and the operating budget plan for 2022/23 with a request for support to ensure sustainability of services;
- iii. Provide a regular update and calibration on this plan and the 2022/23 Goals & Objectives; and
- iv. Provide the final capital plan to the Finance & Audit Committee in May for awareness.

CARRIED

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Ms. Vinette-Hancharyk left the meeting.

Mr. Pond joined the meeting.

6.2 2022/23 CEO and Chief of Staff Goals & Objectives

Ms. Darling welcomed Mr. Pond to the meeting. Ms. Farrow and Dr. Morra presented the 2022/23 Goals and Objectives (G+Os) of the President & CEO and Chief of Staff which is inclusive of the 2022/23 Acute Quality Improvement Plan (QIP); and the 2022/23 Quality Improvement Plan for the Hospital and the McCall Centre LTC Unit. They outlined that the proposed G+Os and QIPs were developed taking into consideration the broader provincial advocacy towards response, recovery and restoration. Ms. Farrow and Dr. Morra explained that the majority of the G+Os for 2022/23 remain the same as last year to maintain a strong focus of not only toward response, recovery and restoration, but to also advancing EPIC, long-term care, and objectives of Master Plan. Mr. Zubair and Ms. Darling also recommended that the G+Os incorporate the CEO and Chief of Staff's impressive impact and influence of their work with the THP Foundation relationship as this is another meaningful component that should be acknowledged in the G+Os.

MOVED by Mr. Singh and seconded by Mr. Latimer that the Board approves the,

- 1) 2022/23 Goals + Objectives for the President & CEO and Chief of Staff, inclusive of the 2022/23 Acute Quality Improvement Plan (QIP); and
- 2) 2022/23 Quality Improvement Plan (QIP), for the Hospital and the McCall Centre LTC Unit.

CARRIED

Mr. Pond left the meeting.

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

6.3 Master Plan: MH Site – RFP Release for Progressive Delivery Model

Ms. Darling welcomed Mr. Kerr, Mr. Kenney, Mr. Longley and from Borden Ladner Gervais LLP, Mr. Shaban to the meeting.

[REDACTED]

[REDACTED]

[REDACTED]

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

7.0 Reporting

7.1 Chair's Report

Ms. Darling provided a report on the THP Foundation. She recognized the extraordinary and seamless collaboration between Ms. Farrow, Dr. Morra, Ms. Hayward-Murray and Ms. Riseboro.

7.2 i) Professional Staff Association Report

Dr. Grenier provided the Professional Staff Association Report. She shared that the professional staff continue to face burnout as they put the past 2 years of the pandemic behind them while facing the daunting task of moving forward. She shared that the Directors of Quality, Human Resources and Patient Relations joined the last PSA meeting to describe their role at THP and provided an overview of its policies and procedures. Dr. Grenier advised that the PSA is committed to working collaboratively with hospital leadership to ensure every professional staff member understands their role and how they are governed at THP, and that their voices are heard. She shared that she is gratified by the collaborative spirit in which Ms. Farrow and Dr. Morra and their team have approached this process and by their true engagement and investment in addressing concerns raised by members of the professional staff. By collaborating on this important work, the PSA can affirm to the professional staff that they are important and valued and supported by THP, and will be called upon as partners in shaping future policies. As her term as President comes to end, she is confident that Dr. Barbosa, who will be appointed as President at the PSA's upcoming AGM and he will continue the build PSA's stronger connections with the hospital.

Ms. Darling thanked Dr. Grenier for her contributions to the Board.

ii) Chief of Staff Report

Dr. Morra reviewed the Chief of Staff Report. He advised that the credentialing process of professional staff is more stringent than its peers, the process is refined each year, this year's focus is on wellness and a specific prompt on peer assessment that the PSA has been putting in place over the past year and is now operational. He raised the issue on the people side, specifically the neurosurgery platform where there are 6 neurosurgeons doing two times the volumes as compared to larger hospitals and in addition are interrupted nightly through critical; this is a system structural issue that THP is currently focused on.

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iii) Chief Nursing Executive Report

Ms. Hayward-Murray reviewed the Chief Nursing Executive Report. She raised the nursing and allied workforce challenges which has been a theme in the reports brought forward to the Board this past year. She described the labour shortage within and outside of THP, advising that THP's turnover and vacancy rates remain steady as in comparison with other organizations, and that THP continues its work on its recruitment and retention strategies, including augmenting the workforce with clinical extern students this summer. She mentioned that THP is heading into its awards season and that there is an unprecedented phenomenal number of nominations, and for the new Board members, described the purpose of the dance video and the Better Together event in lieu of a gala this year. Ms. Hayward-Murray reported on the pressure-injury audit results across Canada, sharing that THP is at 4.97% in March 2022, from 5.07% in September 2021, which is THP's lowest ever recorded result and should be celebrated given the complexity of the work environment.

8.0 Other Business

No other business was raised at this time.

9.0 Adjournment & Transition to In-Camera

MOVED by Ms. Magee and seconded by Ms. Steiner that, the meeting be adjourned.

CARRIED

The meeting was adjourned at 7:00PM.

Ex-Officio Directors and Management left the meeting.

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

Michele Darling, Chair

Karli Farrow, Secretary