

SPECIAL COMMITTEE MEETING
DRAFT MINUTES

April 15, 2019
4:30pm
Community Door Boardroom #2

PRESENT: Derek Rodrigues (Chair) David Kviring* Wayne Howard
Janice Tuffnail Cathy Chernysh

**teleconference*

ALSO PRESENT: Raymond Applebaum Sarah Patterson-Snell

ABSENT:

OPEN SESSION

1.0 Call to Order

The Chair called the meeting to order at 4:30pm.

Derek Rodrigues acted as Chair and Sarah Patterson-Snell acted as Recording Secretary of the meeting. With the Directors representing quorum, the Chair declared the meeting duly constituted for the transaction of business.

New Board Member Orientation

The members agreed that the current orientation program for new Board members will be reviewed. This project will be led by the Governance Committee. Elements that will receive particular attention include:

- Board reporting – new members will receive specific orientation on the reports that management prepares for each set of meetings
- Buddy system – pairing of a veteran Board member with a new Board member throughout the first year
- Orientation documents on the website will be re-organized for ease of access
- Orientation session will be developed where external resources present to new Board members, with support from current Board members. A presentation on the day-to-day management of the agency, overview of the existing external environment, etc. will be provided by management during this session.

Meeting Materials

The members discussed changes to the packages of meeting materials that would help focus preparation for meetings. The following changes will be implemented for the upcoming set of meetings:

- An Executive Summary will be included at the beginning of the package. It will include all action items that will be addressed at the meeting.
- Briefing notes will be attached to all matters requiring Board approval.
- All documents within the package will be identified by the corresponding Agenda Item #.

ACTION: Share the minutes of the Special Committee meeting with all committees.

Approval of Agenda

A qualifying statement will be added to Item 6.0 Special Committee Priorities to specify that the documents listed will be reviewed by the committee.

MOTION made by Wayne Howard, seconded by Cathy Chernysh to accept the agenda, as amended, CARRIED All in Favour.

Declarations of Conflict of Interest – None.

2.0 Approval of Proposed Agenda

Approved under Item 1.0

3.0 Minutes

As this is the first meeting of this committee, there are no previous minutes to review.

4.0 Chair's Remarks

The Chair provided an update on the management of Wellfort, a community health centre in Brampton.

5.0 CEO Update

The CEO provided the following update:

- Town Hall Sessions – all sites are complete. The summary report will be provided to FCCAP and Q&CE Committee at their upcoming meetings.
- Letters Patent of Continuity – filed on March 28, 2019.
- M-SAAs with both LHINs have been submitted. MH LHIN has signed off and CWLHIN sign off is expected to be complete this week.
- Premier’s Council on Improving Health Care and Ending Hallway Medicine – the CEO participated in a Regional Engagement Session on April 8, 2019.
- Negotiations were completed on April 12, 2019 with Trillium Health Partners (THP) to partner with three members of the Leadership Team of Metamorphosis (Peel Senior Link, Heart House Hospice, and Peel Addiction Assessment & Referral Centre) to develop the Mississauga Ontario Health Team (OHT).
- PSL has been identified as a partner with William Osler in the development of the OHT for Brampton. The first planning meeting is planned for later this week.
- Ray, Swapnil, and Cathy developed a package for the Special Committee including a draft business plan for 2019-2020, revised Board Performance Scorecard and Definitions template, and summary Terms of Reference comparative for review.
- The CEO attended the City of Mississauga’s Town Hall on the Future of Regional Government. A motion was passed in principle to separate from Peel Region.
- Meetings are underway with several local MPPs. The topics include comments on the Ontario Budget and Bill 74, as well as an education session on PSL and a site tour, where applicable.
- Board officers, CEO and COO will be attending a joint meeting with Habitat for Humanity. Scheduling for this meeting is in progress for early June.
- Metamorphosis Network session will be scheduled for Board members and senior staff in early May.
- The Grand Parade fundraising event on June 1, 2019 – on track with fundraising, team captain and volunteer recruitment, special guests invited, and media release in progress.
- Reviewed and provided input on OCSA draft Common Funding Level papers and Ontario Budget.

6.0 Special Committee Priorities

The committee reviewed the following documents:

Committees Terms of Reference Summary

Highlights of the committee’s discussion of the Terms of Reference Summary include:

- Each Board policy will be led by one committee. A second committee will be canvassed for input, as appropriate.

- In order to balance committee workloads, the creation of a fourth committee was discussed. The direction of the business will determine the focus of that committee, for example, a greater focus on stakeholder relations given the changing landscape of Ontario Health.
- Not all documents are required to be shared with the Board, for example, Grants and Proposals under the FARM committee. In this case, the FARM committee completes its due diligence in review of this document. The FARM committee Chair's Report to the Board then includes a statement that it was addressed under financial reporting. The specific reports are not included. This will assist in condensing the volume of material being presented to the Board. Should a Board member be interested in reviewing the complete document, it is available on the Board website within the FARM committee section.
- All motions will include a Briefing Note. The note includes three main questions for Board members to consider when they are reviewing the matter.
- Chair's Reports at the Board meeting will be condensed to include only motions for Board approval. The report that is included in the Board package may include other matters of specific importance that were debated and reviewed by the committee but that do not require a motion.
- Each committee will provide a status report against its work plan at the end of the Board year. This report will include all items reviewed at the committee level, specific accomplishments of the committee, matters that were not addressed and the rationale for same. The work plan for the upcoming year will be drafted in conjunction with the status report.

ACTION: Derek will share a Briefing Note template with management.

Working Documents

ACTION: Revise assumption #5 on page 4 of the meeting materials as follows:
Establish PSL as the benchmark for reporting excellence.

- ***Board Scorecard Q3***

Highlights of the committee's discussion of the Board Scorecard include:

- The Enterprise Risk Management document will continue to be included in the Board and Committee meeting materials
- Briefing notes will include a mitigation plan which will be reviewed at the Board meeting
- The Scorecard is a measure of the CEO's performance. It will be aligned with the Business Plan.

- The Scorecard will be simplified. This will include manually entering the data into a Word document. Consideration will be given to font size and colour (black is preferred.) The colour coding of the existing document will remain. Quarterly “hooks” will be added. Connect the Business Plan and the Scorecard. Each item will be measurable. The first three columns (c, bp, ceo) of the proposed document will be hidden as well as the column marked data source. All definitions will be reviewed and presented to each committee for discussion at the upcoming meetings.

ACTION: Establish a Board Scorecard revised template for the committees to review at the upcoming meetings.

- Business Plan 2019-2020 (Proposed)

Highlights of the committee’s discussion of the proposed Business Plan include:

- The word “measure” will be removed from all columns
- All committees will receive this document, as well as the revised Board Scorecard for review at the upcoming meetings
- The current version of the Business Plan is more operational than the Board would like; therefore, it will be streamlined

- Business Plan Tracking Q3

Discussion of this document was incorporated in the previous items.

Strategic Plan

- Current Strategic Plan 2016-2020

Highlights of the committee’s discussion of the current Strategic Plan include:

- A strategic planning retreat will be planned for early Fall 2019. A status report against the current plan will be prepared for the Board’s review in advance. Each goal will be assessed to determine how realistic it was and whether it was achieved. Invitations will be issued to members of Metamorphosis as well as Trillium Health Partners. Existing Strategic Plans for the LHINs as well as Trillium Health Partners will be reviewed for alignment. Appropriate background material will be provided to ensure new Board members are properly prepared for this discussion.
- The format of the Strategic Plan will be approved by the Board prior to the retreat.

- The Vision and Mission will be revisited in June prior to the AGM. New Board member candidates will be invited to attend.

ACTION: Issue Doodle poll canvassing the Board member's preference of meeting start time for the Strategic Planning Retreat, i.e., 5 or 5:30pm as well as the date.

Contact Accreditation Canada to request a preferred format for the Strategic Plan.

Prepare a proposal for the Strategic Planning Retreat for review by the Board Chair, Vice Chair and Committee Chairs.

The committee reviewed the Next Steps as outlined on page 5 of the meeting materials and agreed that each one has been addressed during the discussion.

- Refresh Timeline for 2020-2025 Strategic Plan

Discussion of this matter was incorporated in the previous items.

Business Plan Timeline 2020-2021

Highlights of the committee's discussion of the Business Plan timeline include:

- The Board has requested that the Business Plan for each fiscal year be approved prior to April 1st
- Year-end data, which is used for the measures in the Business Plan, is available following the close of the fiscal year
- The committee agreed that the Business Plan will be prepared for committee review and Board approval "contingent upon" preparation of the measures, following the end of each fiscal year

Board Policies Distribution by Committee

Discussion of this matter was incorporated in the previous items.

7.0 Other Business

There was no additional business.



8.0 Termination

There being no other business, the meeting was adjourned at 6:15pm.

**Special Committee
Action Item Log
{Date of Next Meeting – N/A}**

Please find below the status of actions arising from prior Special Committee Meeting. Action items that are completed are shaded in gray and will be deleted from the next report.

Action	Date Action Initiated	Lead	Comments	Deadline for Completion
Share the minutes of the Special Committee meeting with all committees.	April 15, 2019	Ray	Minutes included in each committee agenda and meeting material package for May 2019.	Complete
Derek will share a Briefing Note template with management	April 15, 2019	Derek		Complete
Revise assumption #5 on page 4 of the meeting materials as follows: Establish PSL as the benchmark for reporting excellence.	April 15, 2019	Ray	Revision will be made once committee minutes are approved.	August 2019
Establish a Board Scorecard revised template for the committees to review at the upcoming meetings.	April 15, 2019	Ray	Revised Board Scorecard template included in each committee agenda and meeting material package for May 2019.	Complete
Issue Doodle Poll canvassing the Board member's preference of meeting start time for the Strategic Planning Retreat, i.e., 5 or 5:30pm as well as the date.	April 15, 2019	Sarah	Doodle poll issued May 15, 2019	Complete
Contact Accreditation Canada to request a preferred format for the Strategic Plan.	April 15, 2019	Ray	In preparation for Special Committee meeting in August to prepare for the Strategic Plan Refresh session in October.	August 2019
Prepare a proposal for the Strategic Planning Retreat for review by the Board Chair, Vice Chair and Committee Chairs.	April 15, 2019	Ray	In preparation for Special Committee meeting in August to prepare for the Strategic Plan Refresh session in October.	August 2019