

**WATERLOO WELLINGTON BOARD OF DIRECTORS
December 2011 Public Board Meeting**

DATE/ TIME	Wednesday, December 14, 2011	LOCATION	WWCCAC Guelph Office, 450 Speedvale Ave., W., Guelph, ON – Board Room
CHAIR	Marshall Draper	RECORDER	Helene Ireton
PRESENT	Marshall Draper, Chair Richard Emrich, Treasurer Michael Delisle, Vice Chair Brian Cowan, Board Director Djurdjica Halgasev, Board Director Susan Horton, Board Director John Lewington, Board Director Larry Kron, Board Director Lori Trumper, Board Director Bryce Walker, Board Director	Kevin Mercer, CEO & Secretary to the Board Inta Bregzis, Senior Director, Planning & Performance Management Gloria Cardoso, Senior Director, Planning, Communications and Community Engagement Jim Dalgliesh, Senior Director Corporate Services Barbara McKay, Senior Director, Client Services Kelly Smith, Senior Director, HR & Organizational Development Helene Ireton, Executive Assistant Fienny Anger, Executive Secretary	
REGRETS	Susan Elliott and John Enns, Board Directors		

No	ITEM	COMMENTS	RESPONSIBILITY & FOLLOW-UP
1.0	CALL TO ORDER	Marshall Draper, Chair, called the public board meeting to order at 6 p.m., following an in-camera meeting of the board in which the board had discussed performance improvement issues.	
1.1	Declaration of Conflict	No conflict was declared.	
1.2	Agenda	It was moved by John Lewington, seconded by Brian Cowan that the agenda be approved as circulated. Carried.	
2.0	PRESENTATION		
2.1	Status Update on the <i>Excelerated</i> Response Project	Inta Bregzis and Leah Gibson provided a Powerpoint presentation about the work of the <i>Excelerated</i> Response Project teams. The presentation is filed with these minutes. Questions were asked and answered re: networks engaged with the team, project charters and process of determining metrics, deliverables, identity of provincial projects such as Client Care Model and Home First. It was noted that all CCACs will	

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		<p>implement these projects, although on different timelines. It was questioned if we have different discharge processes with nine different hospitals and it was explained there are some process differences, but the goal is to standardize. The biggest savings will be system savings; however this will also reduce risk – safer care with standardization. Medication reconciliation was explained.</p>	
3.0	Consent Agenda	<p>The following items were presented on the Consent Agenda:</p> <ul style="list-style-type: none"> <i>i. Board Committee Reports</i> <i>ii. Approval of Previous Board Minutes</i> <i>iii. Report of the Chair</i> <i>iv. Report of the CEO</i> <p>i Brian Cowan, Chair of Governance Committee, noted the Committee is working through a backlog and noted the policies brought forward with recommendations for approval by the board. Brian reported that John Enns is looking at the pros and cons of establishing a Board Community Engagement Committee</p> <p>Lori Trumper, Chair of Client Services & Quality Committee, reported on developing a snapshot showing where we are in reference to the Strategic Plan goals.</p> <p>Larry Kron, Chair, Audit Committee, reported that he had spoken again with Iain Klugman of Communitech about a week ago and confirmed there is definite interest in working with the CCAC. Larry explained the process would involve Communitech member(s) volunteering to work on a pilot project that could lead to procurement of funding. Jeff Nesbitt was recommended. There was interest in getting together with a group from WWCCAC in January to brainstorm around possible projects.</p> <p>The following recommendations were included in the Consent Agenda reports:</p> <ul style="list-style-type: none"> • That the definition of Quorum be amended in each of the Standing Committee's (Governance, Finance, Audit and Client Services and Quality) Terms of Reference (Policy V-A-7) • That the Board policies, as reviewed and amended by the Finance 	

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		<p>Committee and Audit Committee and further reviewed by the Governance Committee, be approved by the Board of Directors.</p> <ul style="list-style-type: none"> • That a brief informal Board only meeting immediately follow each public board meeting on the agenda of all Board of Directors meetings <p>ii. An error in the minutes of November 23, 2011, was noted: Susan Elliott was present at the November 23rd public board meeting and her name was removed from the <i>Regrets</i> column.</p> <p style="text-align: center;">It was moved by John Lewington; seconded by Susan Horton that the items on the Consent Agenda be adopted. Carried.</p>	
4.0	STANDING REPORTS		
4.1	Community Engagement	Larry Kron reported on his attendance at a recent Cambridge Memorial Hospital public session. Larry noted the hospital CEO, Patrick Gaskin, had good things to say about Home First. There was also an announcement that MRI equipment will be brought in in the spring. Larry noted that the hospital staff was pleased that the CCAC was represented at their event.	
5.0	BUSINESS		
5.1	Achieving a Balanced Budget 2011-12	<p>Barbara McKay and Jim Dalgliesh jointly provided highlights from the <i>Update on Year-end Report</i> included in the board package regarding service changes and finances, and responded to questions and comments about –</p> <ul style="list-style-type: none"> • savings and reductions • increased costs for palliative clients in 11/12 and the request to the LHIN to utilize new Hospice funds for 11/12 • requirement for LHIN approval for service changes (per the M-SAA) opposed to operational changes (LHIN approval not required) • It was noted a balanced budget is dependent on how much service to clients can be reduced within the fiscal year within the conditions required by the LHIN • Board members expressed concern about what would happen if there is still a large deficit projected in February. • There was discussion about the challenge of predicting service demand 	

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		<p>in home care - e.g., 8 hospitals are discharging clients every day. The time taken to identify possible actions and to have approved by the different stakeholders has resulted in more significant reductions than if more time had been available.</p> <ul style="list-style-type: none"> It was emphasized that staff are working day and night to find ways to balance the budget by March 31st; however, unpredictable and increasing demand and client acuity make it difficult to estimate precisely. <p>Board members requested further detailed information on the projected budget shortfall, planned reductions to achieve a balanced budget by year end and current status. A report on potential reduction of \$4 million per year over next three years was also requested. Staff noted that this type of information would be addressed in the performance improvement plan.</p>	<p>A report on reductions will be provided for the board separately from the PIP.</p>
5.2	Road Map Input	<p>Gloria provided a Powerpoint presentation and provided handouts, filed with these minutes. Gloria talked about graphically defining where the agency is going from a strategic point of view and pictorial tracking. Different Road Map models were presented and discussed. Gloria asked the board for more input about what criteria elements they are looking for – need context for development of the road map.</p> <ul style="list-style-type: none"> Want to see where we are, how we are doing. Gloria provided a couple of models and assured board members that she wants to provide what the board wants, but needs to know more. Reference was made to the Strategies – want a snapshot of measurements – what we want to do; what we’ve done; how we are doing. There was reference to the Score Card related to current operational measures – how well we are performing with what we are doing with clients. This one is a strategy map - projects and innovations to improve what we do and what the milestones are, next steps, vision of the end – what happens first and how we are doing with that, and what happens next. Look at as the journey – tactical plans to achieve the goal. Based on today (but a living document that will continue to evolve) but will show progress toward the end point. 	

No	ITEM	COMMENTS	RESPONSIBILITY & FOLLOW-UP
		<ul style="list-style-type: none"> • Look at strategic priorities, such as <i>Engaged Community & Staff</i> - board needs understanding about what that is and where we are. • It was asked if priorities are weighted equally – e.g., regulated priorities would be higher priority. If we need to take significant dollars out of the system, this may help to inform. • Environment has changed and sustainability is the highest priority – need metrics to show if we are on track – e.g., have to stop working on some priorities. • Need meeting with the WWLHIN board to question what can the CCAC realistically do about system leadership without additional resources - how to action growing service without putting resources into it. Can't take \$4 million out and maintain current growth and develop system leadership. • Suggestions for discussion at joint WWCCAC/WWLHIN board meeting – <ul style="list-style-type: none"> *** Expectations about WWCCAC being a system leader. <ul style="list-style-type: none"> • Sustainability of services (biggest risk this organization faces) • System leadership to encompass collaboration – especially related to budget. • Expectations of governance between the two organizations. 	<p>Four board members (Bryce, Michael, John L, and Marshall will define and present understanding about four different priorities in February – need template about what is expected. Michael to check his notes.</p> <p>Marshall will send a letter to Joan Fisk, WWLHIN Board Chair, requesting a joint board meeting. with copy to the Board and Kevin.</p>
5.3	Performance Improvement Plan (PIP)	<p>There was discussion about the board's expectations re: how the financial impact on next year is to be dealt with and it was noted this information will be included in the PIP and will also be pulled out as a stand-alone parallel document.</p> <p>It was noted that senior management staff are meeting with WWLHIN staff tomorrow (December 15th) and will make sure the plan resonates with them.</p> <p>The WWCCAC board will receive the first draft of the PIP on January 20th for discussion at the January 25th board meeting. The final version will be provided to the WWLHIN on January 31st. It was noted this will probably be an interactive process with the WWLHIN staff before it is forwarded to the WWLHIN board.</p>	<p>Kevin to find out if the WWLHIN board will be provided the PIP in its entirety, or an executive summary.</p>
5.4	Board Education Topics	Ideas for board education included:	Staff to work on some

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		<ul style="list-style-type: none"> • Steve Abdool, Bio-ethicist, to lead discussion on the ethics of service reductions and the responsibilities of the board. • Concern was expressed about adding education piece to the board's business meetings – may be lack of time to complete discussions about business • Might be an opportunity to invite a key organization, like one of the hospitals, for 40 minutes – could discuss key elements of their strategic plan and opportunities to work together. • Have a dedicated meeting separate from regular board meetings. 	<p>suggestions to bring back to the board.</p>
6.0	NEXT MEETING	<p>Wednesday, January 25, 2012, in the Guelph board room, at - 4:30 p.m. for supper, followed by in-camera meeting of board and CEO. 6:00 p.m. public board meeting in the board room. 8:00 p.m. Informal meeting of board only.</p>	

APPROVAL OF MINUTES

On a motion duly made, seconded and carried unanimously, the above-noted minutes were approved.

Marshall Draper, Chair

Kevin Mercer, Secretary of the Board & CEO

Date: _____