WATERLOO WELLINGTON BOARD OF DIRECTORS

MINUTES
February 2015 Public Board Meeting

DATE/ TIME	February 18, 2015 4:30 to 6:00 p.m.		**LOCATION**	Board Room of the Waterloo Wellington CCAC Guelph Office, 450 Speedvale Ave., W., Suite 201, Guelph, ON N1H 7G7
CHAIR	Brian Cowan		**RECORDER**	Helene Ireton
PRESENT	<u>Board Directors</u> Brian Cowan, Chair Janet Huber, Vice Chair Ed Arbuckle, Treasurer Patricia Kahle, Board Director Kathryn MacDonald, Board Director (teleconf) Freeman McEwen, Board Director Marsha Paley, Board Director (teleconf) Glenn Roach, Board Director Erika Wulff Gomez, Board Director Jeffrey Schelling, Board Director			Dale Clement, CEO and Secretary to the Board <u>Staff</u> Gloria Cardoso, Senior Director, Partnerships & Performance Rob Forbes, Senior Director, Corporate Services Andrea Martin, Senior Director, Patient Services Helene Ireton, Board Liaison
REGRETS	Robert Dowhan, Board Director			

No.	ITEM	COMMENTS	RESPONSIBILITY & FOLLOW-UP
1.0	**Call to Order**	The meeting was called to order by the Chair at 4:35 p.m.	
1.1	**Declaration of Conflict**	Based on the meeting agenda and package received by board directors, no director declared a conflict of interest under Bylaw No. 6.10-16 and Policy V-B-14.	
1.2	**Approval of Agenda**	IT WAS MOVED by Glenn Roach and seconded by Janet Huber that the agenda be approved as distributed. Carried.	
2.0	**CONSENT AGENDA**		
	CONSENT AGENDA	Items on the Consent Agenda included: 2.10 Minutes of November 19, 2014 2.20 Board Governance Policies 2.40 Report of the CEO 2.50 Report of the Executive Committee 2.60 WWLHIN System Dashboard Report	

		It was moved by Ed; and seconded by Patricia Kahle that the items on the Consent Agenda, be approved as presented. **Carried.** Positive comments on the CEO's Report – succinct and easily read**.**	
	BUSINESS		
3.00	**Ensure Program Quality & Effectiveness**		
3.10	Patient Story Presentation	The Board received a report about "Improving the Patient Experience through Coordinated Care – CCAC's New In-home Teams," as well as a story of a patient's experience with the in-home team and being involved in the planning of her care. There was discussion about how CCAC supports EMS - paramedics and police services. Follow up requested re: connection with task force that was started with Karen Farbridge, previous Guelph mayor, and Bryan Larkin, previous Guelph police chief.	Andrea Martin will follow up re: task force.
3.20.0	Quality Committee Report	The committee's report was received by the Board in the meeting package and highlighted by the Committee chair. Topics included - • A presentation received by the committee about service provider performance monitoring • The Q3 Performance Measurement Framework • The Q3 update on Enterprise Risk Management risk categories for which the Quality Committee has oversight ERM will be refreshed in March and will come forward to next Committee meeting. • A report explaining the considerations, methodologies and rationale used to establish appropriate performance targets for the broad range of indicators that are monitored by staff and the board and its committees • The Q3 Update of the Quality Committee Dashboard. It was noted the dashboard includes 20 measures that are monitored by the Quality Committee. There was explanation about the chronic reporting lags from external sources. It was agreed that staff will explore tracking internal proxy performance data for internal reporting purposes. • A summary report and related materials regarding Ross Baker's presentation to a GGH-hosted event: It was noted that these materials are available to all board directors in the 2015-02-10 Quality Committee meeting package in Directors Desk. An emphasis on boards spending as much time on quality and safety as on financials was noted.	

3.20.1	Quality Improvement Plan for 2015-2016	**It was moved by Freeman McEwen; seconded by Glenn Roach** **that the 2015-2016 Quality Improvement Plan (QIP), endorsed by the Board Quality Committee, be approved by the Board of Directors, with the intent of submitting the plan to Health Quality Ontario and publically posting April 1, 2015.** **Carried** Explanation was provided about how the employee satisfaction information is obtained – through the Employee Experience survey. Some history around timing of surveys was provided. The board was interested in the survey questions and how they were rated. It was clarified that the numbers provided were sector comparator numbers, not report card numbers.	
4.00	**Ensure Board Effectiveness**		
4.10	Governance Committee Report	The committee's report was received by the Board in the meeting package. Topics included – • Board recruitment plans – Nominations Committee will be moving forward with interviews. • January Board Retreat - with note that a Retreat Report is being developed and will be vetted by the Committee and distributed to the Board upon completion. • Board Budget – it was noted there is capacity for further training and development in the current fiscal year • Board Mentorship – to be added to board and board committee chairs' role descriptions. • Policy Review – no revisions made. • Report was received from R. Forbes about board budget.	A request was made of the Governance Committee to consider bringing on non-director committee members again.
4.20	Audit Committee Report.	The committee's report was received by the Board in the meeting package. Topics included – • A report on the Committee's meeting with the Auditor with note that the audit process will begin mid-April with final statements completed in June. It was noted the labour disruption gave opportunity to see how our business continuity plans work – worked very well. • The development of better understanding about the deployment of resources • A review of the Disaster Recovery Plan for the CCAC's IT Systems • A review of the Committee's Terms of Reference • Adoption of a new committee meeting evaluation with the key overarching question, "*Did our deliberations today help the Board of Directors advance its governance oversight responsibility in order to ensure that appropriate systems of internal controls have been established by management to oversee the internal controls and external audit process?*"	There was discussion about the practice of internal audits within the CCAC sector. Staff will poll other CCACs.

5.00	**Ensure Financial Viability**		
5.10	Resources Committee Report	The committee's report was received by the Board in the meeting package. Topics included - • 2015-2016 Budget with assumptions and principles used in the development process • WWCCAC Information Technology Plan • Q3 Financial Statements • Compliance with banking and investment policy - confirmed • Resources Committee Dashboard – metrics on track • Review of Committee Terms of Reference – no changes • Review of Committee Work Plan for 2015-2016 • Adoption of a new committee meeting evaluation with the key overarching question, *"Did our deliberations today help the Board of Directors advance its governance oversight in order to provide for the efficient development and use of the WWCCAC's financial, human and information technology resources?"*	
4.0	OTHER ITEMS		
5.0	Evaluation	Directors were reminded to fill in the meeting evaluations – either paper copy or electronic.	
6.0	Conclusion	It was moved by Ed Arbuckle that the meeting be adjourned. Carried. The public meeting of the board concluded at 5:55 p.m.	

APPROVAL OF MINUTES

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

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Brian Cowan, Chair   **Dale Clement, CEO**

Date: _____