

WATERLOO WELLINGTON BOARD OF DIRECTORS MINUTES OF THE PUBLIC BOARD MEETING

January 25, 2017, from 4:30 - 6:00 p.m.

Board Room of the Waterloo Wellington CCAC Guelph Office,
450 Speedvale Ave., W., Suite 201, Guelph, ON N1H 7G7

Board Chair: Brian Cowan

Recorder: Helene Ireton, Board Liaison

PRESENT:

Board Directors

- Brian Cowan, Chair
- Janet Huber, Vice Chair
- Glenn Roach, Treasurer
- Carol Hunter, Board Director
- Patricia Kahle, Board Director
- Kathryn MacDonald, Board Director
- Susan Mather, Board Director
- Freeman McEwen, Board Director
- Jasmine Urisk, Board Director (by teleconference)
- Erika Wulff Gomez, Board Director (by teleconference)
- Dale Clement, CEO and Secretary to the Board

Staff

- Rob Forbes, Senior Director, Corporate Services
- Susan Robertson, Senior Director, Corporate Services
- Martina Rozsa, Senior Director, Patient Services
- Dennis McCollum, Director, Finance
- Danielle Van Duzer, Director, Communications
- Kelly Smith, Director, HR & OD
- Helene Ireton, Board Liaison

REGRETS:

- Robert Dowhan, Board Director

1.00 CALL TO ORDER

Item 1.00 Meeting called to order by Brian Cowan, Chair, at 4:30 p.m.

Item 1.10 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.

Item 1.20 Approval of Agenda: It was moved that the agenda be approved as distributed. Motion Carried.

2.00 CONSENT AGENDA

Item 2.10 Consent Agenda included the following items:

Item 2.10 Previous minutes (November 30, 2016)

Item 2.20 Report of the CEO

Item 2.30 Governance Policy Review

- V-A-7 Board Standing & Ad Hoc Committees
- V-A-13 Role & Responsibilities of Non-Directors on Board Committees

Item 2.40 Report on Compliance with Banking and Investment Policy

It was moved that the items on the Consent Agenda be accepted and approved as amended. Carried.

Discussion:

There was discussion about why Board Policy V-A-7 Board Standing & Ad Hoc Committees came forward since we have abandoned the committee structure and moved to a committee of the whole format. It was noted that the functions of the committees' terms of reference and work plans still happen and are relevant. The policy was brought forward as part of the regularly scheduled three-year review cycle. The move to committee of the whole format was a special circumstance related to the demands of the transition work and it was felt the WWCCAC governance policy related to board committees may serve as a useful reference for the LHIN board to draw upon.

There was a question about non-director board committee members and liability coverage. It was noted that these volunteers are covered and it was noted that the LHIN will need to think about this issue with regard to its Councils, etc. The question was raised for information, not for action.

Action: It was agreed a revision will be made to Paragraph #7, Decision Making, of Policy V-A-7, in order to clarify that board committees' decision-making is about making recommendations to the Board.

3.00 BUSINESS

Item 3.10 Transition Update: The Board of Directors received and reviewed a CCAC/LHIN Transition Update from the CEO which was prepared to provide clarity around operational readiness and some examples of what has been done.

This report noted the objective of the CCAC/LHIN transition preparation is to achieve Operational Readiness (OR) for transition day. It was noted that OR Planning acts as a framework for the actions that are required to successfully achieve our targeted "Opening Day" vision and outcomes as we transition to the newly combined entity mode - focus to be given to ensuring seamless workflows and processes exist to insure no interruption to patient services. The report outlined what operational readiness would look like and provided an overview of the process to get there. Background information was provided related to the Ministry's vision and priorities. A high level timing road map, a description of the collaborative process of shared responsibilities among the MOHLTC, LHIN and CCAC and an overview diagram of the Project Structure and Oversight were included and explained. Local work streams were noted.

Discussion

- Timing roadmap – a high level sequencing of process. It was noted there will be a time when we will put a "cease new projects" in place –the freeze period has not been set yet and will probably happen when we hear back from Deloitte about what we need to focus on.
- Question about sub-regions: it was noted that most LHINs have not been operating fully in a sub-region approach. However, Waterloo Wellington has been working in sub-regions for quite a number of years and the CCAC service model has already been aligned based on the neighbourhoods.
- The CEO spoke about trying to come up with a document that tracks updates, etc. to bring forward to the board.

Handouts were provided with key messages and will be kept up to date. It was emphasized that there should be communications consistency between the LHIN and CCAC boards.

Item 3.20 Rural Wellington Health Alliance (RWHA) Steering Committee Progress Report on KPMG Recommendations: The Board of Directors received and reviewed a report package about the 13 recommendations made by KPMG which were individually assigned to either the Rural Wellington Health Alliance Operations Committee or RWHA Steering Committee. History and background information about this work and the KPMG report was provided, with note that the WWCCAC CEO has been working with the RWHA group since April 2016. The motions approved by

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the RWHA Steering Committee at its December 14th meeting with direction that they be brought forward to each member Board for approval were provided, along with background information and a status report on each of the recommendations.

Action: The Chair asked board directors to bring forward any items they may think of that do not seem to be covered under the local work streams.

It was moved and seconded that the WWCCAC Board of Directors accepts the motions put forward from the Rural Wellington Health Alliance. Carried.

Discussion: Clarification was requested about how this work will be affected in context of the transition. It was explained that this aligns with the Minister's vision for the transition and that this is an example of how in Waterloo Wellington, we are about two or three years ahead. The RWHA Steering Committee provides oversight on sub-region focussed Rural Wellington specific issues. This work will continue. It was explained the spirit of the work of this committee is what the Ministry is trying to accomplish through sub-regions.

4.00 OTHER ITEMS: No further business was brought forward.

5.00 CONCLUSION: It was moved and carried at 5:15 p.m. that the open board meeting be adjourned to move to an in-camera session of the Board.