

MIDDLESEX HOSPITAL ALLIANCE
BOARD OF DIRECTORS MEETING
Wednesday, April 27, 2016
FCHS Boardroom
1800 hours

Present: D. Butler (Board Chair)
J. Barnett
N. MacLean (t/c)
B. Twyford
R. Shea
N. Vander Gulik
C. Waters
S. Whittall

Regrets: R. McRae
S. Ouellet
K. Williams

Ex-Officio

J. Dreyer
V. Rajgopal
G. Perkin
A. Smith
T. Stepanuik
C. Swan, Recorder

Board members enjoyed a tour of the new DI Suite at FCHS conducted by Trish Deruiter, Manager Diagnostic Services and Jeff Fraser MLT, FCHS Site.

1. CALL TO ORDER

The Chair called the meeting to order at 1800 hours.

2. APPROVAL OF AGENDA

The following changes were made to the Agenda:

- (i) Items 8.2 and 10.1 will be merged and discussed to “In Camera”.
- (ii) Items 9.1 and 10.2 will be discussed concurrently “In Camera”.
- (iii) COO/CNO Report – Item 1.2 Best Practice Spotlight Organization will be presented under New Business Item 10.4.
- (iv) New Business Addition 10.5 Community Member Recruitment.

MOTION

BG: 01/16

A motion was made and seconded BE IT RESOLVED THAT:

The agenda be accepted as amended.

CARRIED

3. DECLARATION OF INTEREST

The Chair stated that each board member must declare a conflict of interest at the appropriate time on any item within the agenda if a member may have a vested interest.

4. OPENING REMARKS – D. Butler, Chair

- Thank you to all Board members for their time and attention through the very long March Board meeting. There was a great deal of material reviewed and important decisions made.
- It was a pleasure to welcome Christina Godbolt, the incoming Board Chair at SHHA Board and Vice Chair Rob Morley and Trustee Shelley Bourne to the March meeting.

- A special thank you to the FCHS DI staff for the tour of the new DI suite. We have not had regular “learning sessions” this year due to the long board agendas but the tour of the new DI Suite this evening was very informative and educational.
- April has been very busy with the continuation of Clinical Planning. There are two additional meetings scheduled for tomorrow followed by the Board Retreat on Saturday. A continental breakfast will be available at 8:30 am with the retreat starting a 9 am with a working lunch. The day will wrap up at 1:30 pm.
- Volunteer Appreciation evenings were held at SMGH and FCHS on April 13 and 14, 2016. Our volunteers are a dedicated group of individuals of all ages who have contributed over 16,000 hours to our hospitals over the past year.
- N. MacLean and T. Stepanuik attended the SWLHIN Networking and Information Session held in Parkhill on April 19. More information will be provided under New Business 10.3.
- SMGH is celebrating BeADonor Day on April 28, 2016. Board members were encouraged to sign up to be a donor at www.BeADonor.ca.

5. STORY TELLING – N. Maltby

Tonight’s story is not about one individual’s experience while in the hospital; it’s about the opportunity we provide for patients to enhance the lives of others after their passing. Donors and their families are very special people. They have given an extraordinary gift. At a most difficult time, decisions are made to give other individuals the opportunity for a longer and better quality of life.

In 2015, MHA partnered with the Trillium Gift of Life to promote organ and tissue donation. One year into the program, MHA and our patients are making a difference enhancing the lives of others.

Our routine notification rate is 84%, the highest in the province for “like hospitals”. There were 75 notifications between April 1, 2015 and March 31, 2016 of which we had:

- 9 eye donors, 18 lives enhanced
- 2 multi-tissue donors (bone & skin), 80+ lives enhanced
- 6 notifications of patients meeting the triggers for potential organ donation.

In the past five years, there have been **5** patients in our catchment area who have received an organ donation. As of today, there are **less than 5** on the wait list. The Donor registration rate for the Strathroy area is 35% compared to the Ontario registration rate of 29%.

On Thursday April 28th from 2-4 pm, the MHA will host its first **BeADonor Day** promoting awareness to staff, physicians and the community we serve.

6. CONSENT AGENDA

Items listed under the Consent Agenda were included with the Board package.

MOTION

BG: 02/16

A motion was made and seconded, BE IT RESOLVED THAT:

All Consent Agenda items, motions and recommendations be accepted as presented.

CARRIED

7. **CEO REPORT – T. Stepanuik**

The following verbal report was provided:

- The Volunteer Appreciation evenings were well attended at both SMGH and FCHS. This provides an opportunity for us to say “thank you” to our volunteers for their outstanding contributions to our organization. It is refreshing to have a number of youth at both sites that choose to give back to the community through volunteerism.
- The Board Chair and CEO attended a Community Health and Well Being Summit at Grand Bend CHC earlier this week. It was an opportunity to share how we are driving health and well-being of the patients we serve.
- Our organization continues to seek out collaborative opportunities. Currently, we are exploring opportunities for care coordination with Southwest Middlesex Health Centre, LHSC, Grand Bend and area CHC, and more far reaching opportunities with SHHA and Alexandra Marine & General Hospital in Goderich.

MOTION

BG: 03/16

A motion was made and seconded, BE IT RESOLVED THAT:

The Report of the President and Chief Executive Officer be accepted as presented.

CARRIED

8. **STRATEGIC ISSUES**

8.1 Clinical Services Planning Update – D. Butler/T. Stepanuik

J. Whaley has forwarded the draft Reports of the panels to the Board for review. There is a lot of information included in the reports to review in preparation for the Board Retreat scheduled for Saturday, April 30. Board members were encouraged to complete the “homework page” and return to J. Whaley as soon as possible.

The Chairs of the combined OB/Surgical Panels, the Chief of Staff, Chief of Surgery and Head of Obstetrics are scheduled to meet tomorrow. The Clinical Services Planning Committee of the Board is also scheduled to meet tomorrow evening to finalize the plans for the Saturday retreat.

The Board Chair congratulated the Panel members for their commitment and contributions to the planning process.

8.2 Operating Plan Update – A. Smith/T. Stepanuik

To be discussed in camera.

8.3 Professional Services Building Update – A. Smith

Dr. V. Rajgopal declared a conflict of interest and was excused from the meeting.

SMGH has successfully completed negotiations with the University of Western Ontario resulting in a signed term sheet outlining the relationship between the Hospital and the University to proceed with the development of an RFP/RFI for the solicitation and selection of a Developer to finance, build and manage the Professional Arts building for a period of 20-40 years. SMGH has received \$2.08M in trust from the University to assist with the funding of the build.

The SW LHIN has given approval to proceed with the RFP/RFI. It is hoped that the RFP/RFI will be finalized by the end of May for distribution to the marketplace in June. Final approval is required from the SW LHIN and the MOHLTC once lease documents have been finalized to ensure that any risks to the Hospital have been mitigated.

Dr. Rajgopal rejoined the meeting.

8.4 Trane Update – A. Smith/T. Stepanuik

The hospitals are now re-engaged with Trane senior personnel to review and revise the project proposals to develop a more defined value add for the hospitals with a less severe financial impact. It is expected that the hospitals will still have a positive financial benefit with a shorter payback and more positive net present value.

9. Business Arising

9.1 2016/17 Pay at Risk – T. Stepanuik

T. Stepanuik presented a briefing note outlining approval by the Board of the recommended indicators from the 2016/17 Quality Improvement Plan to measure the Executive Compensation “pay at risk”.

MOTION BG: 04/16

A motion was made and seconded, BE IT RESOLVED THAT:

The MHA Board of Directors endorses the recommendation brought forth by the President & CEO to measure the 2016-17 Executive Compensation “pay at risk” on the following indicators:

- Reduce 30-day readmission rates for select HIG’s
- Improve Patient Satisfaction
- Reduce hospital acquired infection rates
- Reduce wait times in the ED.

CARRIED

10. New Business

10.1 2016/17 SW LHIN SMGH Funding Announcement – T. Stepanuik

To be discussed in camera.

10.2 2015/16 QIP Pay at Risk – D. Butler/T. Stepanuik

T. Stepanuik reviewed the ECFAA and the requirements of the legislation. MHA has withheld 2% of the base salaries of the President & CEO, VP Finance/CFO, COO/CNO and VP Strategic Partnerships/FCHS Site Director, with the payout of the funds contingent upon the achievement of 80% of the quality dimensions achieved in the 2015/16 QIP, subject to the discretion of the Board.

The Board of Directors requested further discussion of the chosen 2016/17 “pay at risk” indicators as well as the opportunity to further discuss the 2015/16 “pay at risk” payout in a closed session. It was agreed that the President & CEO, COO/CNO and VP Finance/CFO would be excused during the discussion.

10.3 Patient First Update – T. Stepanuik

A presentation from the Networking & Information Session in Parkhill on April 19, 2016, hosted by the SW LHIN on Patients First: A Proposal to Strengthen Patient-Centred Health Care in Ontario was included in the Board package. The presentation discussed the need for continued improvement in the health care system and discussed proposed changes to the Patients First discussion paper.

10.4 Best Practice Spotlight Organization – N. Maltby

Work continues on becoming a Registered Nurses Association of Ontario (RNAO) Best Practice Spotlight Organization (BPSO). To date, one staff member has become certified as an RNAO BPG Champion and will support the implementation of the BPGs chosen by staff. Further updates will be provided as the planning continues.

10.5 New Community Committee/Board Member Recruitment – B. Twyford

B. Twyford requested board members to bring forth names of potential Community Committee/Board Members. The vacancy on the Board with the departure of Bill Montgomery has been filled effective September, 2016 by Catherine Osborne. The Board Committees currently have vacancies for four community committee members.

11. CORRESPONDENCE AND ANNOUNCEMENTS

None.

12. COMING EVENTS

12.1 MHA Board Retreat – April 30, 2016 – 0900 – 1330 – SMGH Boardroom

12.2 Annual CEO Evaluation Survey will be sent via email the week of May 2, 2016.

12.3 Board Annual Evaluation Survey will be sent via email the week of May 23, 2016

12.4 SMGH Foundation Coming Events Poster

12.5 FCHS Foundation Spring Newsletter

12.6 MHA June Board Meeting and AGM – Wednesday, June 8, 2016

12.7 Hats Off, Caradoc Sands – Tuesday, June 14. Board members are encouraged to attend to support and recognize the Board's recipient, the FCHS Foundation Staff and Board.

13. IN CAMERA

MOTION

BG: 05/16

A motion was made and seconded, BE IT RESOLVED THAT:

The Middlesex Hospital Alliance Board of Directors convenes to an incamera session to discuss the following:

1. 2015/16 QIP Pay at Risk Payout
2. 2016/17 QIP executive Compensation Pay at Risk Indicators
3. SMGH 2016/17 Operating Plan

CARRIED

MOTION

BG: 06/16

A motion was made and seconded, BE IT RESOLVED THAT:

The Middlesex Hospital Alliance Board of Directors rise out of camera and report.

CARRIED

T. Stepanuik reviewed the ECFAA and the requirements of the legislation. MHA has withheld 2% of the base salaries of the President & CEO, VP Finance/CFO, COO/CNO and VP Strategic Partnerships/FCHS Site Director, with the payout of the funds contingent upon the achievement of 80% of the quality dimensions achieved in the 2015/16 QIP, subject to the discretion of the Board.

MOTION

BG: 07/16

A motion was made and seconded, BE IT RESOLVED THAT:

The MHA Board of Directors approves the payout of the 2% of the base salaries withheld for the President & CEO, VP Finance/CFO, COO/CNO and VP Strategic Partnerships/FCHS Site Director, in accordance with ECFAA based on the achievement

of the quality dimensions and subject to the discretion of the Board of Directors as outlined in the 2015/16 Quality Improvement Plan.

CARRIED

MOTION
BG: 08/16

A motion was made and seconded, BE IT RESOLVED THAT:

The MHA Board of Directors approves the retraction of Motion 92/15 – Indicators for measuring Executive Compensation Pay at Risk for 2016/17 QIP. The Board of Directors further recommends that the 2016/17 indicators be reviewed by the Quality, Patient Safety and Risk Management Committee at the May meeting. The President & CEO, VP Finance/CFO, COO/CNO and VP Strategic Partnerships will be invited to this meeting to discuss and set goals that are aligned with the strategic direction of the hospitals and are controllable.

CARRIED

14. ADJOURNMENT

The meeting adjourned at 1950 hours. All staff and ex-officio board members left the meeting.

15. INDEPENDENT DIRECTOR SESSION

The elected Directors held a 15-minute independent director session.



Dawn Butler
Chair



Todd Stepanuik
CEO & Secretary

Cathy Swan
Recording Secretary