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**Board of Directors' Meeting
 Minutes
 Wednesday February 25, 2009 1:00 – 2:30 pm
 South West LHIN, Board Room**

Present: Murray Bryant, Director
 Janet McEwen, Vice Chair
 Kerry Blaggrave, Secretary
 Barrie Evans, Director
 Anne Lake, Director
 Linda Stevenson, Director
 Ferne Woolcott, Director

**By
 Teleconference:** Norm Gamble, Chair
 John Van Bastelaar, Director

Staff: Michael Barrett, CEO
 Kelly Gillis, Senior Director, Planning, Integration & Community
 Engagement
 Sue Davey, Corporate Coordinator

Regrets: Mark Brintnell, Acting Senior Director, Performance Contract and
 Allocation

1.0 Call to Order

Janet McEwen, Acting Chair called the meeting to order at 1:00 p.m. Quorum was present. Two members of the public were in attendance and introductions were made.

2.0 Declaration of a Conflict of Interest

There was no conflict of interest declared.

3.0 Approval of Agenda

The agenda was reviewed and the following item was added under Business Arising:

- 5.1 – Protocol for Establishing Priorities

MOVED BY: Murray Bryant
SECONDED BY: Kerry Blagrave

THAT the agenda for today's meeting be approved as presented.

CARRIED

4.0 Approval of Board of Directors Minutes

4.1 January 28, 2009 - Board of Directors

The minutes were reviewed and a grammatical correction was made under Agenda Item 5.1 (updated should be update).

MOVED BY: Linda Stevenson
SECONDED BY: Ferne Woolcott

THAT the minutes of the meeting dated January 28, 2009 be approved as corrected.

CARRIED

4.2 February 11, 2009 - Committee of the Whole

MOVED BY: Anne Lake/Kerry Blagrave
SECONDED BY:

THAT the minutes of the meeting dated February 11, 2009 be approved as presented.

CARRIED

5.0 Business Arising

5.1 – Protocol for Establishing Priorities

Linda Stevenson provided some background information with regards to this agenda item explaining that following the Deloitte presentation at our last meeting, a number of Board members have expressed concerns about the issues of establishing priorities and our direction moving forward with the Blueprint project. It was agreed that there should be a fuller discussion at this meeting. There are concerns about the process as it evolves and the role of the Governance Reference Group in this process. The Deloitte presentation was very detailed, but clarity around priority setting was lacking. It was noted that this is a very important project and a big undertaking by the LHIN so the Board needs to ensure a clear mandate going forward and that we move forward in the same direction. It is important that the Board is provided with a framework for priority setting, that the consultants support staff and that staff owns the process.

Michael Barrett highlighted the importance of recognizing these issues early on and when he and staff reflected back on the presentation, they realized that these were not addressed so thanked the Board for bringing it forward for further discussion. We need to ensure that priority setting is a component of the discussion with the Blueprint project. Kelly Gillis assured the Board that priority setting was included in the RFP with Deloitte and she explained that the work plan includes current state, future state and identification of priorities and the implementation plan to move forward. Kelly agreed to present an information/education session on the Blueprint project and the decision-making process to the next Committee of the Whole meeting. She noted that the Board needs to set the criteria to drive and approve the priorities for this organization. We are in the midst of refreshing our Integrated Health Services Plan (IHSP) and integrating this work plan with the Blueprint project is important.

Kelly shared information about a priority setting workshop that she and other staff from the South West LHIN attended last week. A recommendation has been made for LHINS to tailor these decision-making criteria to fit their needs and Kelly is proposing that the South West LHIN adopt this tool. Kelly stated that the Health System Design Steering Committee will be discussing this tomorrow and providing feedback. She shared handouts with Board members about this decision-making process because of concerns from Board members that they have about discussions that might happen with the steering committees that Board is not aware of and it is important for them to be educated. It was noted that with the Blueprint process, there are challenges because of tight timelines and it is the intent of the staff to bring forward input and advice from the steering committee to the Board. It was agreed that the Health System Design Steering Committee agenda packages be shared with the Board to keep them informed about discussions occurring at this table. The Board agreed that they want to ensure their governance role is clearly defined for this project.

6.0 Strategic Issues

6.1 Governance Reference Group Terms of Reference

The Governance Reference Group (GRG) Terms of Reference have been included in the agenda packages. Kelly Gillis explained these were developed and brought forward for discussion today following suggestions from South West LHIN Board of Directors to create a Governance advisory group to bring together members of the LHIN Board and Health Service Provider board members to provide a forum for discussion of governance matters of interest. The intent is to use this group for guidance to the Blueprint project and other key initiatives. Kelly noted the decision that was made not to have board members on the steering committees. The GRG will be seeking input from health service provider governors and for them to provide a reflection of the work and initiatives moving forward. This is an extension of our Board

to Board engagement activities. It is a forum for communication back to health service provider boards, especially with regards to the Blueprint project. This affords us more transparency with providers and assists with change processes. Kelly noted that two large symposiums will be held during the Blueprint project and there is an opportunity to have a governance group as a breakout session during these events. Measuring success was discussed and it was agreed that this group could start with providing input to the Blueprint project and grow to be used for other projects.

There was discussion about the Terms of Reference and Board members were not convinced of the need for this group and the mandate was not clear. Board members supported the concept for such a group to be created and provided some suggestions for changes to the Terms of Reference. These suggestions will be incorporated into a revised document to be brought back to the next meeting.

MOVED BY: Linda Stevenson
SECONDED BY: Murray Bryant

THAT the South West LHIN Board of Directors request that the Governance Reference Group Terms of Reference be revised and brought back to the next meeting of the Board for discussion.

CARRIED

6.2 2009/10 Wait Time Strategy Allocation Plan

The Board was informed that this agenda item is deferred because information is not available yet for the Board to make an informed decision.

7.0 Information Package

7.1 Community Annual Planning Submissions Multi-Sector Service Accountability Agreements (M-SAA)

Michael reported that the Multi-Sector Service Accountability Agreements (M-SAA) have been distributed to service providers. These include Community Social Service agencies, Mental Health and Addiction agencies, the Community Care Access Centre and Community Health Centres. He noted that four health service providers have not submitted their budgets to date and there are concerns about this. The board was informed that most of our providers have indicated that they are moving forward with signing, although they are not comfortable with doing so. Feedback from providers includes concerns with wording in the sub-contracting provisions and liability insurance. Michael noted that health service provider boards are expected to review

and approve their M-SAA on or before March 6th and a report will be brought forward to the South West LHIN Board on March 11th and March 25th.

7.2 Board Communications

Michael Barrett referred Board members to the written report included in the agenda packages. He shared that the Highlights Report is a summary of our Board meetings and is another method of communication. This will be pulled together every month and the intent is to share this with our providers, MPPs and anyone else interested in LHIN activities. Michael noted that the discussion at our Board to Board Engagement Session indicates that people are interested in what we are doing and this is one component of an ever increasing communication strategy that we are undertaking.

The Board discussed its approach to media articles where a response may be desired. The Board agreed that a rebuttal to a negative article may not be the best approach. It was suggested that a personal contact by phone with the editor, writer of the article or with a radio station correspondent to correct information that is incorrect is effective and Michael shared an incident when this occurred. There was discussion and the importance was raised about having a proactive strategy and providing information to the media in advance.

Norm Gamble and John Van Bastelaar signed out of the meeting at 3:40 p.m.

8.0 Closed Session

MOVED BY: Murray Bryant
SECONDED BY: Ferne Woolcott

THAT the members move into a closed session at 3:45 p.m. pursuant to the following exception set out in ss.9 (5) of the Local Health Systems Integration Act 2006 to discuss legal matters.

CARRIED

MOVED BY: Linda Stevenson
SECONDED BY: Kerry Blaggrave

THAT the Board move out of closed session at 3:20 p.m.

CARRIED

The Board reported that further to Hospital Service Accountability Agreement (H-SAA) negotiations, correspondence will be sent.

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9.0 Date and Location of Next Meeting

Committee of the Whole Meeting

- Wednesday March 11, 2009
South West LHIN, Main Board Room

10.0 Adjournment

MOVED BY: Kerry Blagrove

THAT the meeting adjourn at 3:20 p.m.

CARRIED

APPROVED: _____
JANET MCEWEN, VICE-CHAIR
SOUTH WEST LHIN

Date: _____

KERRY BLAGRAVE, SECRETARY
SOUTH WEST LHIN

Date: _____