



board of directors

**Board Meeting Minutes** February 1, 2017

Boardroom #6209 – 6:00 p.m.

**Board of Directors**

**MINUTES**

**DATE: 2017 02 01**

Meeting Chair:	Paulette Senior			
Present:	Hania Amad Viola Antao Tammy Brown Wendy Cukier Ann Davis	Marilyn Emery Ani Hotoyan-Joly Michelle Khalili Kyle Kirkham Sheila Laredo	Mary Lou Maher Jocelyn Palm Jane Pepino Jennifer Price	Sarah Qadeer Sheerin Sheikh Kirsten Thompson Lynn Wilson
Regrets:	Benita Warmbold (LOA)	Karen Bell		
Guests:	Laura Freeman, Chief Financial Officer	Paula Rochon VP, Research		
Recording Secretary:	Paula Da Ponte			

Board of Directors		MINUTES	February 1, 2017
Agenda Item		Discussion	Follow-Up / Action
1.	<b>Welcome</b>	P. Senior welcomed members.	
2.	<b>Call to Order</b>	The meeting was called to order at 6:02pm.	
3.	<b>Conflict of Interest Declaration</b>	None were declared.	
4.	<b>Approval of Agenda</b>	J. Pepino moved and S. Qadeer seconded <b>THAT</b> the agenda be approved. <b>CARRIED</b>	
5.	<b>Approval of Previous Minutes:</b> Minutes from Meeting held on November 2, 2016	A. Hotoyan-Joly moved and S. Sheikh seconded <b>THAT</b> the minutes be approved. <b>CARRIED</b>	
6.	<b>Governance:</b> <b>6.1 Chair's Report</b>  <b>6.2 Governance and Nominating Committee Update</b>	P. Senior provide the following update: <ul style="list-style-type: none"> <li>• Introduce Emily Hanft as the Interim Chief of Strategic Communication.</li> <li>• Quartet had a teleconference meeting on Monday, January 30, 2017.</li> <li>• The Board Retreat is scheduled on Saturday, May 13, 2017.</li> <li>• C. Brant resigned as a Board member effective immediately.</li> </ul> J. Pepino provided the following update: <ul style="list-style-type: none"> <li>• An overview on the Governance Review will be presented at the April meeting as preparation for the Board Retreat on May 13, 2017.</li> <li>• As part of Accreditation Canada members were asked to complete two surveys. The Governance Functioning Tool which 15 have completed this survey and currently 16 have completed the self-assessment. The deadline for the self-assessment is Friday, February 3, 2017. Once results are received for both an action plan will be created.</li> <li>• Members have received an email from Aaron regarding the Self/Peer Assessment, deadline to complete this survey is Monday, February 6, 2017.</li> <li>• We continue to provide Boyden with a list of names for potential Board Directors for them to review, pending on the Governance Review before we move forward.</li> </ul>	

Board of Directors		MINUTES	February 1, 2017
Agenda Item		Discussion	Follow-Up / Action
<p><b>6.21 Terms of Reference Review</b></p> <p><b>6.2.2 Community Member Equity &amp; Community Advisory Committee</b></p> <p><b>6.3 Minutes</b>  <b>6.3.1 Governance – January 9, 2017</b>  <b>6.3.2 Executive – November 29, 2016</b></p>	<p>J. Pepino moved and S. Sheikh seconded</p> <p><b>THAT</b> at the recommendation of the Governance and Nominating Committee that the Board of Directors approve the revised terms of reference as presented for the following: Equity and Community Advisory Committee; Executive Committee and Quality and Academic Committee.</p> <p><b>CARRIED</b></p> <p>J. Pepino moved and S. Sheikh seconded</p> <p><b>THAT</b> at the recommendation of the Governance and Nominating Committee that the Board of Directors approve Roberta Pike and Michelle Luxton, as community members on the Equity and Community Advisory Committee effective January 2017.</p> <p><b>CARRIED</b></p> <p>The minutes were received.</p>		
<p><b>7. Strategy</b>  <b>7.1 CEO's Report</b></p>	<p>M. Emery's report was included in the material. She highlighted on the following:</p> <ul style="list-style-type: none"> <li>WCH's Substance Use and Addictions team established META:PHI which the <i>Institute for Safe Medication Practices (ISMP)</i> has adapted and will print and distribute 30, 000 of pocket reference cards for family physicians through <i>Canadian Family Physician</i>.</li> </ul>		
<p><b>8. Education – WCRI Operations and Funding</b>  <b>Generative Discussion:</b>  Board members consider how we ensure our academic mandate thrives in the current environment.</p>	<p>P. Rochon and L. Freeman presented on Women's College Hospital Research Institute and how it is funded as well how providing support for research is a requirement to be an academic health sciences centre.</p> <p>A generative discussion took place with members.</p>		



Board of Directors		MINUTES	February 1, 2017
Agenda Item		Discussion	Follow-Up / Action
	<b>9.3 Minutes</b> <b>9.3.1</b> Quality & Academic – January 18, 2017 <b>9.3.2</b> Medical Advisory Committee – November 1, 2016 & December 6, 2016	The minutes were received.	
10.	<b>Capacity</b> <b>10.1 Foundation Update</b>  <b>10.2 Audit Planning</b>  <b>10.3 Minutes</b> <b>10.3.1</b> Resources – <b>January 19, 2017</b>	A Davis provided the following update: <ul style="list-style-type: none"> <li>• A new Strategic Plan/Action Plan is being implemented.</li> <li>• Thanks to the generosity of two donors the targeted \$10M WIHV campaign has been launched.</li> <li>• They are projecting fully achieving the Operating Plan/Fiscal Year 2016-2017</li> <li>• February 3, 2017 it will be announced the partnership with the Peter Gilgan Foundation along with the Canadian Cancer Society a gift to WCH of an investment of \$12M to launch the Peter Gilgan Centre for Women’s Cancers.</li> </ul> M.L. Maher informed members that PwC presented at the Resources Committee, members reviewed and discussed the plan and fees.  M.L. Maher moved and A. Hotoyan-Joly seconded  <b>THAT</b> at the recommendation by the Resources Committee, the Board of Directors approve the Audit Plan and Audit Fees for 2017.  <b>CARRIED</b>	
	<b>10.3 Minutes</b> <b>10.3.1</b> Resources – <b>January 19, 2017</b>	Minutes were received.	

Board of Directors		MINUTES	February 1, 2017
Agenda Item		Discussion	Follow-Up / Action
11.	<p><b>Equity &amp; Community Advisory</b></p> <p><b>11.1 Association of Volunteers</b></p> <p><b>11.2 MDMSA</b></p> <p><b>11.3 Equity &amp; Community Advisory Update</b></p> <p><b>11.4 Minutes</b></p> <p><b>11.4.1 Equity &amp; Community Advisory – January 16, 2017</b></p>	<p>J. Palm informed members that volunteers continue to volunteer in clinical areas and will continue to look into having volunteers in other clinical areas.</p> <p>K. Kirkham provided the following update:</p> <ul style="list-style-type: none"> <li>• Leadership courses were offered and provided a great learning opportunity.</li> <li>• Physician engagement has been positive within the organization as physicians' have been included in the Strategic Planning.</li> <li>• No significant changes to alert the Board regarding the OMA and Ministry.</li> </ul> <p>S. Sheikh provided members the following update:</p> <ul style="list-style-type: none"> <li>• The committee had a presentation from P. Rochon on Sex and Gender Analysis and the Women's Exchange.</li> <li>• K. Winter presented her report on achieving equity in employment, recruitment and selection practices.</li> <li>• They reviewed the most recent data on Patient Demographics that has been collected with the survey.</li> </ul> <p>Minutes were received.</p>	
13.	<p><b>Next Meeting:</b> Wednesday, March 1, 2017</p>	<p>The next Board of Directors meeting is scheduled on Wednesday, March 1, 2017 at 6:00pm in the WCH Boardroom 6209.</p>	
14.	<p><b>Adjournment of Open Board Meeting</b></p>	<p>The meeting was adjourned at 7:52pm</p>	
15.	<p><b>In Camera</b></p>	<p>An in camera meeting took place.</p>	
16.	<p><b>Close of Board of Directors Meeting</b></p>	<p>The meeting was closed at 8:44pm.</p>	