

**Board of Trustees Meeting**  
**MINUTES of Meeting**  
**Wednesday, March 20, 2013**  
**6:00 – 8:00 p.m. Boardroom 5E100**  
**150 Kilgour Road, Toronto, ON**

<i>Present:</i>	D. Allgood, Chair M. Kardos Burton T. Muir	E. Carroll J. Kustec H. Ort	R. Cranston J. Lam	C. Hunt R. Laxer	S. Jarvis G. Milo-Manson
<i>Teleconference:</i>	C. Everson				
<i>Regrets:</i>	B. Alman	J. Hanigsberg	C. Hopper	A. Kawamura	J. Morrison
<i>Sr. Management:</i>	T. Chau	J. Hunter	D. Kline	B. Sybring	
<i>Guests:</i>	M. Taylor	T. Bailey	K. Foisey	M. Walkington	B. Webster
<i>Recorder:</i>	B. James				

The Chair, David Allgood welcomed everyone to the Board meeting at 6:00 p.m.

The education session for the meeting was presented by Dr. Tom Chau, Director of the Bloorview Research Institute (BRI), and by Mark Taylor, Director of Commercialization in Technology, Development & Commercialization at the University Health Network.

Dr. Chau outlined the current IP status and partnerships involved in bringing products developed at the BRI to market through commercialization with the assistance of MaRS Innovation.

Mr. Taylor spoke about the challenges and complexity of turning research into dollars and building formal relationships with industry and potential end-users.

The Chair thanked Mark Taylor and Dr. Tom Chau.

***Declaration of Conflict of Interest for Meeting***

The Chair asked whether anyone wished to declare a conflict of interest for items on the meeting Agenda and no conflicts of interest were declared.

**1.0 Approval of the Consent Agenda**

As there were no additions or amendments for the items in the Consent Agenda for this meeting, the Chair asked for a Motion to approve the Consent Agenda.

**A MOTION for the Board of Trustees to approve:**

- 1.1 Agenda – March 20, 2013**
- 1.2 Minutes – February 20, 2013**
- 1.3 Board Standing Committees Report for March, 2013**

***was made by Tom Muir, and seconded by Bob Cranston. The MOTION was CARRIED.***

C. Everson joined the meeting by teleconference.

## 2.0 President & CEO Report

The President announced the appointment of Donna Kline as the Chief of Communications and Strategy for the Hospital effective immediately.

With reference to the Capital Project settlement with the Ministry of Health and Long-Term Care, it was reported that the Ministry has now recognized that a liability of approximately \$0.5 million is owing to Holland Bloorview.

## 3.0 Business Arising

### 3.1 Board Governance Policies: BG-005, BG-007, BG-010, BG-050, BG-062, BG-080, BG-081, BG-082, BG-120, BG-121, BG-130

The Governance Committee had reviewed and amended several Board Governance Policies to prepare for Accreditation and was recommending that the Board of Trustees approve the following policies: BG-005, BG-007, BG-010, BG-050, BG-062, BG-080, BG-081, BG-082, BG-120, BG-121, BG-130.

Questions arose about Policy BG-007 Appointment of Chiefs of Medical/Dental for the Hospital. It was affirmed that the process followed at Holland Bloorview is modeled on the University of Toronto's process for appointment of Heads of Departments and complies with the Hospital's Affiliation Agreement with the University.

It was deemed not necessary to amend the Policy BG-082 Meeting Without Management since it had been discussed at the Board earlier in 2012, and the practice was not a recommendation of Accreditation Canada at this time.

Policy BG-010 was presented with one attachment, figure 2, which demonstrated the model for organizational ethics at Holland Bloorview.

There were no further queries and the Chair of the Board asked for a MOTION to approve the amendments to the Board Governance Policies, as pre-circulated to the Board of Trustees.

**MOTION: It was MOVED by Ron Laxer, and seconded by Harry Ort, that the Board of Trustees of Holland Bloorview Kids Rehabilitation Hospital approve Board Governance Policies (including BG-005, BG-007, BG-010, BG-050, BG-062, BG-080, BG-081, BG-082, BG-120, BG-121, BG-130) dated March 2013 and accept amendments therein, as pre-circulated to the Board of Trustees.**

Laxer/Ort

**CARRIED**

## 3.2 Board of Trustees Recruitment

The Chair of the Governance Committee reviewed the requirements for two candidates being recommended for approval for nomination to the Board of Trustees in June 2013. L. Hicks has extensive governance experience in the health care sector, and Dr. W. Onuwa has demonstrated strength in finance and risk management.

Discussion followed.

**MOTION: It was MOVED by Mary Kardos Burton, and seconded by Esme Carroll, that the Board of Trustees of Holland Bloorview Kids Rehabilitation Hospital approve the recommendation from the Governance Committee for Laurie Hicks and William Onuwa as nominees for election to the Board of Trustees of Holland Bloorview Kids Rehabilitation Hospital.**

Kardos Burton/Carroll

**CARRIED**

## 4.0 New Business

### 4.1.1 Quality Improvement Plan (QIP) 2013/2014

The Chair of the Quality Committee for the Hospital spoke to slides outlining the Quality Improvement Plan (QIP) for 2013-14 for Holland Bloorview.

This year the targets for the QIP 2013-14 would complement the new Hospital Strategic Plan, and were aggressive, achievable, and met requirements of Health Quality Ontario. Ten of the fifteen indicators already in use at the Hospital would be adjusted upwards to provide stretch goals for the Organization.

Holland Bloorview has been recognized for developing a very good QIP and has been designated as a “go to” hospital for guidance of others in developing their QIP’s.

The Plan would be signed-off by the President & CEO, the Chair of the Quality Committee and the Chair of the Board and submitted by March 31, 2013 to Health Quality Ontario. It will be posted on our website by April 1, 2013.

**MOTION: It was MOVED by Bob Cranston, and seconded by Jean Lam, that the Board of Trustees of Holland Bloorview Kids Rehabilitation Hospital approve the 2013/2014 Quality Improvement Plan as pre-circulated.**

**Cranston/Lam**

**CARRIED**

#### **4.1.2 Executive Compensation**

The Vice-President Human Resources and Organizational Development presented information on the performance-based compensation within the QIP, as determined by the Excellent Care for All Act 2010.

This is the third year that executive compensation has been linked to the Q.I.P. legislation whereby a portion of overall compensation is to include a performance component that is dependent on the achievement of targets set within the Q.I.P. The Council of Academic Hospitals of Ontario (CAHO) had recommended that up to 25% of the pay-at-risk portion of executive compensation be adopted by all of its member hospitals, consistent with guidelines from the Ontario Hospital Association.

At Holland Bloorview it was recommended that 15% of CEO pay-at-risk would be allotted such that 3.75% relates to Q.I.P. achievement and 11.25% relates to strategic performance. For Hospital V.P.’s reporting to the CEO, the ratio would be 2.5% Q.I.P. and 7.5% strategic.

Indicators linked to executive pay were dimensions of safety, effectiveness, access to care, patient-centred, and integration (partnerships). It was noted that the targets set for 2013-14 were raised significantly from the previous year.

After discussion the Chair asked for a MOTION to approve the Q.I.P. Executive Compensation for 2013-14.

**MOTION: It was MOVED by Cally Hunt, and seconded by John Kustec, that the Board of Trustees of Holland Bloorview Kids Rehabilitation Hospital approve the 2013/2014 Quality Improvement Plan – Executive Compensation.**

**Hunt/Kustec**

**CARRIED**

#### **4.2 Bloorview Research Institute Strategic Plan**

Dr. Chau presented an overview and the vision for the new Strategic Plan for the Bloorview Research Institute. The vision for BRI is to be known as one of the top ten most-cited research enterprises globally for kids with disabilities. The foremost strategic direction is to lead in transformational research in areas of strategic clinical importance aligned with the Centres for Leadership at the Hospital. Through collaboration and partnerships, the BRI will strive to strengthen the uptake of innovation, through collaboration with clinician scientists in addition to commercialization.

#### **4.3 Trustee Evaluation Questionnaire**

The draft Board of Trustees Evaluation Questionnaire had been pre-circulated to Trustees. The evaluation of the Board is initiated by the Governance Committee every two years, as part of the quality processes at Holland Bloorview. The Questionnaire contained a new section for “Evaluation the Chair of the Board”, which complies with a new Accreditation standard.

The Questionnaires will be available at the April 17 Board meeting--responses would be requested by the end of April, 2013.

#### **4.4 Trustee Self-Evaluation Questionnaire**

The Board of Trustees Self-Evaluation Questionnaire will also be distributed to Trustees at the April Board meeting with a response due at month end. Results of both the Board Questionnaire and the Self-Evaluation Questionnaire would be shared with the Board in late Spring.

#### **4.5 President & CEO Performance and Compensation Committee 2012/2013**

The Governance Committee was recommending to the Board of Trustees that the President & CEO Performance and Compensation Committee 2012/13 comprise the five members of the Executive Committee of the Board, including the two Vice-Chairs of the Board.

**MOTION: It was MOVED by Harry Ort , and seconded by Esme Carroll, that the Board of Trustees of Holland Bloorview Kids Rehabilitation Hospital approve the recommendation of the Governance Committee that the Executive Committee be appointed to the President & CEO Performance and Compensation Committee for 2012-2013: David Allgood, Julia Hanigsberg, Carolyn Everson, Cally Hunt and Bob Cranston.**

Ort/Carroll

**CARRIED**

### **5.0 Reports**

#### **5.1 Quality Committee**

The Chair of the Quality Committee emphasized that work was progressing well in preparation for Accreditation September, 2013. Quality improvement work on safe medication management practices in outpatient and community programs was progressing by the Participation & Inclusion Team.

#### **5.2 Medical Advisory Committee**

On a query about the increase in client incidents described in this month's report, it was noted that staff were being encouraged to report all incidents to assist in building a culture of safety. Fortunately the vast majority of incidents resulted in no harm to the patient.

#### **5.3 Foundation Report**

The Foundation announced the World Autism Day event on April 2 that was being held to celebrate with donors the successes for Autism research. The Royal Bank of Canada had pledged another \$1 million gift to the Foundation.

The Annual General Meeting for the Foundation would be held in conjunction with the Annual General Meeting for the Hospital, as a "joint" meeting on Wednesday, June 19. There will also be a Ceremony for the Circle of Honour Awards at 4:00 p.m. at Holland Bloorview and a Donor Reception at 6:00 pm.

### **6.0 Feedback Forms**

Trustees were asked to complete meeting feedback forms.

The President reminded the Board of the Chair's Farewell Reception on the evening of June 5, following a shortened Board of Trustees' meeting. Trustees were reminded that spouses and guests were welcome to attend this event.

Trustees were asked to sign-up to attend one meeting of the Quality Committee and the Family Advisory Committee before the 'year-end' in June.

### **7.0 Adjournment**

There being no further business, the meeting was adjourned.

**MOTION: It was MOVED by John Kustec and seconded by Harry Ort, that the Board of Trustees of Holland Bloorview Kids Rehabilitation Hospital approve the adjournment of the meeting held on March 20, 2013.**

**Kustec/Ort**

**CARRIED**

**Date of Next Meeting**

April 17, 2013, 6–8 p.m.,  
Holland Bloorview, Room 5E100

*David Allgood, Chair  
Board of Trustees*