

Elected Directors:	Jon Babulic, Board Chair Greg Bell, Director Brian Bentz, Director Helen Coutts, Director Shari Elliott, Director Barry Green, Director	Robert Hall, 2 nd Vice Chair Rick Horst, 1 st Vice Chair Harry Hughes, Director Kirsten Parker, Director Michael Smith, Director
Ex-Officio Directors:	Dr. Rob Ballagh, President, Medical Staff Wayne Hubbard, President, RVH Auxiliary Dr. Sandy McDonald, VP, Medical Staff	Sandy McFarlane, VP, Clinical Programs & CNO Janice Skot, President and CEO
Staff Resources:	Dr. Bob Bear, Interim VP, Academic & Medical Affairs David Coward, VP, Chief Human Resource Officer Lindsey Crawford, VP, Regional Cancer & Clinical Services Shelley Ditty, VP, Planning & Support Services Eric Dean, CEO, RVH Foundation	Brian Edmonds, Chief Operating Officer Suzanne Legue, Chief Communications Officer Hilary Rodrigues, VP, Chief Financial Officer Valerie Smith, Director, Governance & Special Projects Joni Jones, Recorder
Regrets:	Dr. Jim Shaver, Chair, Medical Advisory Committee	
Guests:	Anne Corbett, Borden Ladner Gervais LLP ~ Tracey Keighley-Clarke, Interim VP Regional Cancer & Clinical Services ~ Dr. Kerstin Mossman, Secretary-Treasurer, Medical Staff~	

~ partial attendance

Agenda Item	Outcome
1.0 EDUCATION SESSION	
<i>Public Hospitals Act</i>	A Corbett, BLG, provided an education on the Governance Role of the Board, Duties and Liabilities of Directors and Due Diligence. A discussion ensued. <i>S Elliott joined the meeting at 4:10 pm. H Coutts joined the meeting at 4:35 pm. A Corbett, K Mossman and T Keighley-Clarke were excused at 5:03 pm.</i>
2.0 CALL TO ORDER	
	The Board Chair called the meeting to order at 4:00 pm and welcomed everyone to the meeting.
Quorum	There being only one member excused from the meeting quorum was attained.
Declaration of Conflicts	No conflicts of interest noted.
Approval of Agenda	Approved as circulated.
3.0 CONSENT AGENDA	
	The following motion was duly moved and seconded: WHEREAS the Board of Directors reviewed the January 24, 2012 Consent Agenda with the following reports to be approved and/or received: <ul style="list-style-type: none"> ▪ Minutes of Off-Site Planning Meeting (Nov 17)* <i>to be approved</i> ▪ Minutes of Board Meeting (Nov 18)* <i>to be approved</i> <p>The following motion was moved by Michael Smith and seconded by Harry Hughes:</p> <p>WHEREAS the Performance and Audit Committee on November 15, 2011 received a presentation on the Hospital Services Accountability Agreement (H-SAA) 2008-12 Amending Agreement; and</p> <p>WHEREAS the RVH Board of Directors on November 18, 2011 received a</p>

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	<p data-bbox="586 86 1511 142">presentation on the Hospital Services Accountability Agreement (H-SAA) 2008-12 Amending Agreement; and</p> <p data-bbox="586 174 1511 296">WHEREAS the Performance and Audit Committee on November 15, 2011 recommend to the Board of Directors that the Board Chair and Chief Executive Officer sign the Hospital Services Accountability Agreement (H-SAA) 2008-12 Amending Agreement;</p> <p data-bbox="586 327 1511 422">BE IT RESOLVED that the RVH Board of Directors direct the Board Chair and Chief Executive Officer to sign the Hospital Services Accountability Agreement (H-SAA) 2008-12 Amending Agreement.</p> <p data-bbox="1419 422 1511 449" style="text-align: right;"><i>(carried)</i></p> <p data-bbox="586 480 1211 508">The following motion was duly moved and seconded:</p> <p data-bbox="586 539 1511 634">WHEREAS the Royal Victoria Hospital Board of Directors recognize the need for expansion of land to meet the requirements for clinical care for a regional health care; and</p> <p data-bbox="586 665 1511 722">WHEREAS the Royal Victoria Hospital Board of Directors recognize that further expansion at the current site is no longer feasible; and</p> <p data-bbox="586 753 1511 848">WHEREAS the Royal Victoria Hospital Board of Directors Executive Committee reviewed the RVH Future Site Selection Committee terms of reference on November 18, 2011;</p> <p data-bbox="586 879 1511 1001">BE IT RESOLVED that the Royal Victoria Hospital Board of Directors Executive Committee recommends that the Board of Directors approve the Future Site Selection Committee terms of reference and direct the President and CEO to proceed with such committee.</p> <p data-bbox="1419 1001 1511 1029" style="text-align: right;"><i>(carried)</i></p> <p data-bbox="586 1060 1211 1087">The following motion was duly moved and seconded:</p> <p data-bbox="586 1119 1511 1213">WHEREAS on October 27, 2011 the Governance Committee was informed of a family relationship between the director Greg Bell to the newly contracted Recruitment Coordinator at RVH; and</p> <p data-bbox="586 1245 1511 1302">WHEREAS the Governance Committee reviewed RVH's Corporate By-laws to ensure RVH is in compliance thereof;</p> <p data-bbox="586 1333 1511 1488">BE IT RESOLVED that despite the hiring of a family member of a director, the board, after reviewing the family relationship of the director and the position of the family member in the corporation, the Board of Directors hereby confirms the continued term of Greg Bell as a director, in accordance with section 4.3(e) of the Corporate By-law.</p> <p data-bbox="1419 1488 1511 1516" style="text-align: right;"><i>(carried)</i></p> <ul style="list-style-type: none"> <li data-bbox="493 1520 1227 1547">▪ Minutes of Special Board Meeting (Nov 18)* <i>to be approved</i> <p data-bbox="586 1579 1211 1606">The following motion was duly moved and seconded:</p> <p data-bbox="586 1638 1511 1732">WHEREAS Royal Victoria Hospital Board of Directors passed a motion to approve the RVH Cardiac Care Proposal at their May 27, 2008 board meeting; and</p> <p data-bbox="586 1764 1511 1858">WHEREAS the Medical Advisory Committee unanimously passed a motion to support the establishment of Advanced Cardiac Care for NSM LHIN at the Royal Victoria Hospital at their June 19, 2008 meeting; and</p> <p data-bbox="586 1890 1511 1984">WHEREAS the Royal Victoria Hospital Board of Directors received a presentation on the Advanced Cardiac Care Program at the board off-site on November 17, 2011;</p>

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	<p>BE IT RESOLVED THAT Royal Victoria Hospital Board of Directors reconfirm the motion to support the development of an Advanced Cardiac Care Program at RVH and direct the President and CEO to begin the process of MoHLTC approval immediately</p> <p style="text-align: right;"><i>(carried)</i></p> <p>The following motion was duly moved and seconded:</p> <p>WHEREAS the RVH Clinical Priorities Setting Project Final Report June 15, 2007, the RVH Operational Review 2011 identify the need for the Child and Adolescent Mental Health Program (in-patient) to be led by RVH and Care Connections identified Child and Adolescent Mental Health as a priority for the region; and</p> <p>WHEREAS the Royal Victoria Hospital Board of Directors received a presentation on the Child and Adolescent Mental Health Program (in-patient) at the board off-site on November 17, 2011;</p> <p>BE IT RESOLVED that the Royal Victoria Hospital Board of Directors direct the President and CEO to work with the NSM LHIN to further explore the establishment of a Child and Adolescent Mental Health Program - Inpatient at RVH to support the NSM LHIN region.</p> <p style="text-align: right;"><i>(carried)</i></p> <p>The following motion was duly moved and seconded:</p> <p>WHEREAS the Royal Victoria Hospital Board of Directors endorsed the establishment of an Advanced Cardiac Care Program at RVH; and</p> <p>WHEREAS the Royal Victoria Hospital Board of Directors endorsed the exploration of the establishment of a Child and Adolescent Mental Health Program - Inpatient at RVH;</p> <p>BE IT RESOLVED that the Royal Victoria Hospital Board of Directors direct the Chair of the Board and the President and CEO to put forth a formal request to the RVH Foundation Board of Directors for a commitment to fundraise in support of capital requirements for the establishment of these programs.</p> <p style="text-align: right;"><i>(carried)</i></p> <ul style="list-style-type: none"> ▪ Minutes of Off-Site Planning Meeting (Nov 18)* <i>to be approved</i> ▪ Minutes of Special Board Meeting (Dec 21)* <i>to be approved</i> ▪ Capital Redevelopment Steering Committee Report (Nov 22)* <i>to be received</i> ▪ Executive Committee Report (Dec 15)* <i>to be received</i> ▪ Governance Committee Minutes (Oct 27)* <i>to be approved</i> <p>It was duly moved and seconded to approve the revised Committee Terms of Reference as circulated, with the exception of the Medical Advisory Committee.</p> <p style="text-align: right;"><i>(carried)</i></p> <p>It was duly moved and seconded to approve the Investments Policy as amended.</p> <p style="text-align: right;"><i>(carried)</i></p> <p>It was duly moved and seconded to recommend that the Board of Directors approve the Board Consent Agenda Policy as circulated.</p> <p style="text-align: right;"><i>(carried)</i></p> <p>The following motion was duly moved and seconded:</p>

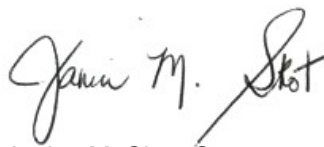
Agenda Item		Outcome
		<p>WHEREAS The Freedom of Information and Privacy Protection Act (FIPPA) will be applicable to Ontario hospitals effective January 1, 2012; and</p> <p>WHEREAS FIPPA Part II allows for access to rights and processes for obtaining access to recorded information that is in the custody or under the control of an institution;</p> <p>BE IT RESOLVED that the Governance Committee of the RVH Board of Directors recommend to the RVH Board of Directors that the RVH Board approved Board minutes be posted on our internet for accessibility as of January 1, 2012.</p> <p style="text-align: right;"><i>(carried)</i></p> <ul style="list-style-type: none"> ▪ Governance Committee Report (Jan 18)* <i>to be received</i> ▪ Joint Conference Committee Minutes (Oct 18) <i>to be received</i> ▪ Joint Conference Committee Report (Jan 10)* <i>to be received</i> ▪ Medical Advisory Committee Report (Jan 24)* <i>to be approved</i> <p>The following motion was duly moved and seconded:</p> <p>BE IT RESOLVED that the Board of Directors approve and/or receive the January 24, 2012 Consent Agenda with the exception of the minutes of the November 18, 2011 Board Meeting.</p> <p style="text-align: right;"><i>(carried)</i></p> <p>It was agreed to amend the November 18, 2011 minutes to reflect the correct Auxiliary raffle as the "Car for Heart Scion Raffle" and noted that the vehicle was donated by Jackson's Toyota Scion.</p> <p>It was duly moved and seconded to approve the minutes of the November 18, 2011 Board meeting as amended.</p> <p style="text-align: right;"><i>(carried)</i></p>
4.0	Business Arising from Minutes	No business arising.
5.0	Chairs Remarks	The Board Chair provided acknowledgements, thank yous and noted special events attended by Board members since the last Board meeting.
6.0	CEO Report	<p>The President and CEO noted that the detailed CEO report was pre-circulated and she welcomed questions.</p> <p>The President and CEO reviewed good news stories at the Royal Victoria Regional Health Centre; the members viewed a video on the Flag Raising, inspirational quotes from volunteers, staff, physician and community members; and a video on the sign unveiling.</p> <p>The board was informed that the North Simcoe Muskoka Local Health Integration Network (NSM LHIN) passed a motion to end funding for the IOOF ALC beds as of September 2012.</p> <p>A discussion ensued.</p>
	Capital Project Update	<p>A discussion ensued around the completion and hand over date with an anticipated date of April 2, 2012.</p> <p>The VP Planning and Support Services provided a pictorial slide deck of the phase 1 expansion to the Board of Directors.</p> <p>The confidential IO and Rotary Place reports were reviewed with the Board members.</p>
7.0	Matters Requiring Decision	
	Board of Directors Awards	The following motion was duly moved and seconded:

Agenda Item	Outcome
of Excellence	<p>WHEREAS the Awards of Excellence Committee met on December 9, 2011 to review the nominations brought forward for the Board Awards; and</p> <p>WHEREAS the following people were recommended to receive the Board of Directors Awards of Excellence:</p> <p style="text-align: center;"> Margaret Tervit, Volunteer – Same Day Surgery Victoria Hutchinson, Staff – 4SB Heather Stubbs, Staff – Security Lois Hill, Leader – Manager, Outpatient Oncology Dr. Rick Irvin, Physician – Family Physician </p> <p>BE IT RESOLVED that the Board of Directors approves the recommendations from the Awards Review Committee for the 2011 RVH Board of Director Awards of Excellence as circulated.</p> <p style="text-align: right;"><i>(carried)</i></p>
8.0	Matters for Discussion
Quality Improvement Plan – Q3	The President and CEO reviewed the third quarter Quality Improvement Plan results.
Employee Experience Survey	<p>The President and CEO and VP, Chief Human Resources Officer reviewed the Employee Experience Survey results including response rates; OHA comparator groups; overall themes; highest/lowest rated responses; correlation between survey questions and employee engagement; action planning; and the roll-out process.</p> <p>A discussion ensued.</p>
Physician Experience Survey	<p>The Interim VP, Academic and Medical Affairs reviewed the Physician Experience Survey results including response rates; strengths; opportunities for improvement; action plans; and review of the Physician Leadership Committee.</p> <p>A discussion ensued.</p> <p>The President and CEO provided a comparison of Physician and Employee surveys including areas of focus and areas of strength.</p>
9.0	Other Business
RVH Auxiliary Report	<p>The RVH Auxiliary Report was circulated for information purposes only.</p> <p>The Auxiliary President provided a brief review of current activities undertaken by RVH volunteers, also noting that the Auxiliary will be presenting a \$750,000 cheque to RVH in the very near future for the new Coronary Care Unit, followed next year by the remaining \$750,000.</p>
RVH Foundation Report	<p>The RVH Foundation Report was circulated for information purposes only.</p> <p>It was noted that the Foundation is focused on recognition of major donors to the Capital Campaign and discussing naming opportunities.</p>
10.0	In Camera Session
No in camera session required.	
10.0	Next Meeting
Tuesday, March 27, 2012	
11.0	Adjournment
There being no further business the meeting was adjourned at 7:25 pm.	

Respectfully submitted,



Jon Babulic, Chair



Janice M. Skot, Secretary