

**Board of Directors  
Minutes of the Open Meeting held  
Thursday, January 26, 2017  
4:30 pm - 7:00 pm  
West Park Healthcare Centre  
Board Room**

**Present:**

W. Law (Chair)  
T. Brown  
B. Bell  
J. Freeman  
Dr. N. Cullen  
C. Henley  
D. Keddy  
M. Garamszeghy  
A.-M. Malek  
K. Marshall

J. Leon  
C. Novick  
B. Ohcebol  
D. Patterson  
Dr. N. Rambihar  
C. Rate  
D. Simunac  
M. Verrier

**Regrets:** S. Armstrong  
C. Shushelski

**Internal Guests:**

J. Cooper  
A. Dean  
S. Ditty  
C. Lefkimiats  
L. LeGresley  
S. Strus (Recorder)  
J. Walker

**Invited  
Guests:**

D. Chemla, Deloitte Canada  
J. Devonport, Mott Macdonald  
D. Hamal  
L. Headon, Deloitte Canada  
L. Kunreuther

**Call to Order and Chair's Remarks**

The meeting was called to order and members were asked to declare any conflicts of interest. None were declared.

## **1.0 Patient Story**

The Chair introduced a patient from West Park's Tuberculosis Service who shared her story and perspectives on the quality of care received, challenges encountered within the health care system, and the impact of the service on her and others. The patient addressed questions from the Board.

The Chair offered his thanks on behalf of the Board, emphasizing the importance of the Board's hearing directly from patients in view of the Centre's mission. The Chair emphasized the importance of incorporating patient feedback as the Centre prepares to build a new facility and continually aims to improve patient satisfaction.

## **2.0 Motion to approve Consent Agenda**

### **Motion:**

It was moved, seconded and carried:

**“That the Consent Agenda be approved as presented.”**

## **3.0 Approval of Minutes of the Open meeting held on December 8, 2016**

### **Motion:**

It was moved, seconded and carried:

**“That the Minutes of the Open meeting held on December 8, 2016 be approved as presented.”**

## **4.0 Campus Development Committee**

A verbal report was provided by the VP Planning and Development, regarding the meeting held on January 24, 2017.

Referencing the pre-circulated materials, S. Ditty provided an update on the Stage 2 and 3 submissions. The Stage 2, Functional Program is complete and pending approval. The Stage 3 output specifications of the project have been submitted to the Ministry for review and the first round of comments have been received.

The Centre has entered the next stage of capital planning - Stage 4: RFQ (Request for Qualifications) and RFP (Request for Proposals). S. Ditty advised that the RFQ release date occurred in late fall 2016. The submissions were evaluated by three teams reviewing the technical, facility management and financial components of the proposals. Three pre-qualified proponents have been identified and final confirmation is pending the mechanical and electrical consultant evaluation. Infrastructure Ontario and the Centre will announce the three pre-qualified proponents in early February.

Based on the overall evaluation results, the Centre anticipates strong submissions from each of the proponents in response to the RFP. Finalization of the Project Agreement and RFP documents is underway in preparation for the RFP release date of April 13,

2017. A number of key external advisors (e.g. Facility Management, Legal, Fairness and Transaction) are in place to guide the Centre through the procurement process.

#### **4.1 Balance Submission**

The final components of Stage 3 includes the balance submission will detail the Facilities Management Output Specification (FMOS), the RFP Evaluation, the Pre-tender Cost Estimate and updated Local Share Plan. S. Ditty introduced J. Devonport, Facilities Management advisor from Mott MacDonald, to provide a high level overview of the FMOS. J. Devonport highlighted key points in the pre-circulated slide deck including an overview of the FMOS and the scope of services to be provided by Project Co and those to be retained by West Park. The FMOS is performance based and identifies required standards to be achieved by Project Co. Through the use of a contractual interface, the scope of services required and project related expectations will be clearly outlined. Questions pertaining to the involvement of sub-contractors and the potential for ongoing dispute were addressed. J. Devonport confirmed the existence of dispute resolution procedures and the availability of an independent certifier. The Centre will establish key performance indicators to inform the development of a contract with Project Co, and payment mechanisms will be included to ensure that requirements are delivered throughout the operational period of the Agreement.

An overview of the RFP Evaluation process and scoring was provided. The pre-qualified proponents responding to the RFP will be evaluated based on their Technical, Design and Financial submissions. A total of 1000 points is available and a minimum score must be achieved across the evaluation categories. S. Ditty elaborated on the categories and advised that some points were redistributed to areas of particular importance to the Centre (e.g. accessibility, sustainability). The weight given to the Financial submission is significant ; however checks and balances will be in place to ensure that the final outcome is well aligned with the specified needs and expectations set out within the RFP.

#### **Local Share Plan**

J. Cooper provided a brief overview to highlight the contents of the LSP balance submission which is based on the most recent estimates of construction, financing and lifecycle costs and funding sources identified.

Construction cost estimates continue to be adjusted based on design/scope changes and refinement to the plan for space. Opportunities to reduce the cost of the overall bid without compromising the standards of the project have been explored through alternative price options to be considered once the Centre receives the results of the RFP. J. Cooper advised that the Centre has a financing plan in place and the assistance of financial advisors to ensure financing can be raised at the best possible terms.

#### **Municipal Matters**

J. Ditty provided a brief update regarding the Zoning and the Official Plan Amendment Applications. Approvals are anticipated at the upcoming Community and City Council meetings in February and March.

## **Non-Hospital Development**

In regard to the status of the anchor tenant, discussions are ongoing and an update will be provided at a later date. The Centre continues to engage the Ministry and the LHIN in support of the vision for the Centre.

### **5.0 Report of the Chair**

A reminder was provided to the Board regarding Nominations for Vice-Chair and intention to serve.

The Chair thanked all Board members for their continued work and commitment to advancing the mission, vision and values of the Centre. A special thank you was extended to C. Henley for his recent participation in the OHA GCE webcast to discuss lessons learned from the Governance Evaluation Survey tool. The Chair noted that a busy year is anticipated for the Board in 2017. Continued support from the Board for campus development and the Foundation's campaign were encouraged.

The Chair extended congratulations to the Foundation for securing a recent donor gift from TD Bank. The Chair also recognized staff at the Centre for the recent achievement of the Stroke Accreditation Distinction, and the Rick Mercer visit to West Park on January 17, 2017.

### **6.0 Report of the Foundation**

J. Freeman provided an update on the Foundation Campaign. It was advised that the Foundation continues to make progress in efforts to meet the milestones presented. The Foundation has a number of events planned for the upcoming months ahead.

### **7.0 Financial Statements for the period of December 31, 2016**

The CFO referenced pre-circulated materials noting that the Centre is reporting a consolidated surplus of 1,702K for the nine months ended December 31, 2016. Variances include lower than budgeted HBAM funding and higher than budgeted patient revenues.

Fund 2 has a surplus of 54K and Fund 3 has a favorable variance of 462K.

### **7.1 CAPS Submission**

The Board approved Community Accountability Planning Submissions(CAPS) will be submitted on January 31, 2017 to populate M-SAA schedules to support planning and funding projections for the Seniors Mental Health and ABI Adult Day program services. Based on the funding received from the LHIN, the Centre will revise service volumes accordingly.

**Motion:**

It was moved, seconded and carried:

**“That the CAPS submission be approved as presented”**

**8.0 Governance Policies**

Two policies were presented to the Board for review. The pre-circulated materials were referenced and it was advised by the Chair that the Executive Committee reviewed the policies at its December 8, 2016 meeting. Both policies have been recommended for approval by the Board.

**Motion:**

It was moved, seconded and carried:

**“That the Board approve the governance policy on Board Delegation of Authority and Management Disclosure”**

**“That the Board approve the governance policy on Board Evaluation and Governance Review”**

The Chair referenced pre-circulated materials relating to the Use of Profits Policy. It was advised that the Executive Committee reviewed the policy at its December 8, 2016 meeting and has recommended elimination of the policy to the Board for approval.

**Motion:**

It was moved, seconded and carried:

**“That the Board approve the elimination of the governance policy on Use of Profits”**

**9.0 Ethics Policy**

The Chair referenced pre-circulated materials, and provided a brief overview of the Ethics Policy. The policy is renewed every three years and was brought to the Board for approval.

It was noted that a minor change was made to the policy worksheet however no substantive changes to the policy document itself. The Chief Nursing Executive advised that the policy was reviewed by the Corporate Committee at its December 16, 2016 meeting and is recommended the policy for Board approval.

**Motion:**

It was moved, seconded and carried:

**“That the Board approve the Ethics Policy as presented”**

**10.0 Meeting Evaluation**

The Chair provided a brief reminder regarding meeting evaluations and the importance of feedback to inform process improvement.

**11.0 For Information Only**

A reminder was extended to all Board members regarding access to a number of resources for peruse.

**12.0 Termination and Next Meeting**

There will be no further business, it was moved, seconded and carried:

**“That the Open Meeting be terminated at 6:45 p.m.”**

**The next meeting will take place, Thursday, March 30, 2017 at 4:30-7:30 p.m.(Regular)**

Chair Signature: \_\_\_\_\_

Date: \_\_\_\_\_