

In Attendance:	Michael Nettleton Paul McDevitt Dr. Eric Fonberg Douglas Armstrong Michael Boyce Barb Cooney Dr. Ian Dawe Dr. Karen De Freitas Scott Dudgeon Brian Hart Abdul Mawji Dr. Barbara Mildon Surinder Razdan Glenna Raymond	Chair Vice-Chair Past Chair Member (arrived 20:30) Member Member Member Member Member Member Member Member Member Member Secretary and CEO
Absent:	Jo Anne Butler Michael Dewson	Member Member
Staff:	Tariq Asmi Paula Arcscott Dr. Phil Klassen Karim Mamdani Sheila Neuburger Susan Nakhle	VP Regional Services Interim Executive Director, Foundation VP Medical Services Chief Operating Officer VP Clinical Services Director of Communications
	Recording Secretary: Pam Porter	Corporate Executive Assistant

No.	Agenda Item	Action / Decision
1.	Welcome & Call to Order: ▪ Meeting called to order by M. Nettleton at 18:30	
2.	Declaration of Conflict of Interest	None
3.	Confirmation of Agenda: ▪ A. Mawji requested to move discussion of 6.1 to in-camera. ▪ The Chair confirmed that the bylaw item is appropriate for public session.	Moved by B. Cooney Seconded by S. Dudgeon Carried
4.	Consent Agenda: a) Minutes of prior meeting* b) Audit & Compliance* c) Finance & Quality Report* d) CEO Report *- moved out of consent for discussion e) PIC Report – no report Motion: That the Consent Agenda be approved as presented on Appendix A.	Moved by B. Cooney Seconded by M. Boyce Carried

	<ul style="list-style-type: none"> ▪ M. Nettleton asked that the CEO report highlights be moved out of the consent agenda for discussion. ▪ A. Mawji requested a record in the minutes that the complete consent agenda committee minutes have not been posted to SharePoint. M. Nettleton reminded the Board Members that any questions regarding the committee reports or meetings should be directed to the attention of the Chair of the committee, and confirmed that draft minutes will be posted once reviewed by Chairs. 	
5.	<p>Chair's Remarks:</p> <ul style="list-style-type: none"> ▪ Retreat proposed start time will be 4:00 p.m. on April 19th and encourage Board members to be available at that time. ▪ Expense reports are due, in order to meet accounting deadlines by the end of this week, for the approaching fiscal year end. 	
6.	<p>Items for Discussion</p>	
6.1	<p>QIP:</p> <ul style="list-style-type: none"> ▪ Outline of the QIP 2012/13 was presented to FAQ in February, including selected performance indicators. SMT have now identified targets for consideration by the Board, based on baseline and improvement goals. ▪ Two new indicators added: avoid patient falls and reduce physical restraints. 	
	<p>Motion for approval of the QIP report be signed off by M. Nettleton, B. Cooney and G. Raymond then submitted to the CE LHIN.</p>	<p>Moved by B. Cooney Seconded by A. Mawji Carried</p>
6.2	<p>LHIN Governance Advisory:</p> <ul style="list-style-type: none"> ▪ B. Hart circulated a letter sent, on his behalf, to the CE LHIN Board Chair with regard to a meeting he and S. Neuburger attended on March 8, 2012. ▪ Board discussion centred around the role of governance and current integration environment, reinforcing use of the opportunities for positive Board engagement and contribution. ▪ B. Hart will provide an update on the response when received. 	
6.3	<p>Recruitment Selection Committee:</p> <ul style="list-style-type: none"> ▪ M. Nettleton provided a brief update on the Board member recruitment process and requested volunteers to assist the Governance and Compensation Committee with participation in the interview panel. 	
6.4	<p>Retreat Agenda:</p> <ul style="list-style-type: none"> ▪ P. McDevitt provided an update on the retreat planning, focus and impacts to be considered for Board direction in 2012/13. ▪ The planning committee has met with the facilitator on the retreat agenda. ▪ There will be required reading material and value added reading circulated. ▪ The focus will be on the external environment and generative discussion to consider the implications for Ontario Shores ▪ 16:00 hours Thursday start time, all day Friday, Saturday until noon. 	

6.5

CEO Report highlights:

- K. Mamdani and T. Asmi provided a presentation on Ontario Shores to Durham Region Council. Council passed a resolution related to land use. We have received some interest from the media
- Notice of required integration activity was given to providers of community health services, and 4 hospitals, one of which includes Ontario Shores. This initiative will start April 1, 2012. We do work in partnership with Durham Community Care, and it is this program that will be part of the integration
- Staff safety alert system upgrade has been progressing for several months. We are working with the vendor and legal counsel to address outstanding deliverables for this important project.
- MH bed registry and common assessment tool has progressed with the work of the medical staff Chiefs group. With the Board's endorsement, we will be providing a letter of support to the CE LHIN.
- Membership organizations – addictions Ontario group represents 40 members, The Federation has over 100 members. Discussions are moving forward around merging the two organizations which will require significant governance work. K. Mamdani serves on the Federation Board.
- Met with Deputy Minister Saad Rafi with colleagues from the Group of 4 Specialty Mental Health Hospitals. Pleased to report a positive meeting. Appreciated our offer of continued collaborative work around HBAM, quality indicators, leadership to the sector, and equity for MH clients.

7.

In-Camera

- M. Nettleton excused staff members with the exception of K. Mamdani.
- Adjourned to in-camera at 19:48
- Returned from in-camera at 20:00. Update of Land and Building, no motion required.

8.

Proposed Bylaw Revision:

- M. Nettleton requested a short recess to obtain information from A. Mawji to clarify his request for an in-camera, and exclusion of ex-officio members. A. Mawji felt it was unnecessary to do so.
- The secretary reviewed prior advice from counsel regarding items appropriate for in-camera sessions and practices in this regard.
- Bylaw revisions would be considered a matter of public record.
- B. Hart addressed the board members of the process to date suggesting the motion from GCC be brought forward to the Board this evening.
- M. Nettleton noted the process has been followed and requested the Motion be tabled in order to invite discussion.
- A. Mawji initiated a review of his perspective on matters relating to the Vice-Chair role and the consent agenda practices and previous matters.
- The Secretary reminded the Board we are still in public session and no motion has yet been introduced to the records.

	<ul style="list-style-type: none"> ▪ M. Nettleton called for a 5 minute break at 20:20. ▪ Meeting resumed at 20:30. <p>Motion: GCC after considerable discussion on a number of occasions about the duties of the Vice-Chair of the Board, proposed revised section 5.03 of the bylaw: The duties of the Vice-Chair of the Board shall include, without limitation, the following:</p> <ul style="list-style-type: none"> a) Have all the powers and perform all the duties of the Chair in the absence or disability of the Chair; b) Organize the Board’s annual retreat c) Chair the Audit & Compliance committee of the Board d) Such other duties as may be prescribed from time to time by Board Policy or resolution. <ul style="list-style-type: none"> ▪ The Chair called for a vote on the motion as moved. 	<p>Moved by B. Hart Seconded by B. Cooney</p> <p>Carried with one member opposed.</p>
	<p>Motion: To move to in- camera at 20:41</p>	<p>Moved by A. Mawji Seconded by B. Cooney Carried</p>
<p>9.</p>	<p>Other Business</p>	
<p>10.</p>	<p>Next Meeting:</p> <ul style="list-style-type: none"> ▪ Wednesday May 9, 2012 <p>Motion To adjourn at 21:16</p>	<p>Moved by E. Fonberg Seconded by D. Armstrong Carried</p>