

## Meeting Notes from the Joint Transition Committee

March 11, 2014

6:30 pm – 9 pm

Rouge Valley Health System, Centenary Campus, Board Room

**Participants:**

Joan Wideman (Co-Chair), Steve Smith, (Co-Chair), Rik Ganderton (tele-con), Robert Biron, Lyn McDonell, Janet Dalicandro, Christian Buhagiar, Dr. Dov Soberman, Graeme McKay, Dr. Naresh Mohan, Dr. Henry Huang, Dr. Amir Janmohamed, Valerie Carter, Dr. Elaine Yeung, Doug Melville (tele-con), Deborah Hammons, Jay Kaufman

**Advisors:**

Michael Watts (Osler), Lynne Golding (Fasken), Kelly Aizicowitz (StrategyCorp)

**Staff:**

Holly-Ann Campbell, Dave Brazeau

**Regrets:**

Dr. Tom Chan, Fred Clifford

**Recorder:**

Christine Pember

<b>1.</b>	<b>Opening Business</b>
	<p><b>Welcome</b> Joan Wideman opened the meeting at 6:30 pm and welcomed those present.</p> <p><b>Declaration of Conflicts of Interest</b> None declared.</p> <p><b>Approval of Meeting Notes from Previous Meeting</b> The notes were approved by consensus with the inclusion of Jay Kaufman’s attendance at the last meeting.</p>
<b>2.</b>	<b>Update from Board Chairs</b>
	<p>Joan Wideman provided the following update:</p> <ul style="list-style-type: none"> <li>• Michael will be providing clarification and explanation with respect to professional staff issues.</li> <li>• Both TSH and RVHS Boards will meet on Saturday, March 15 to approve final amalgamation related documents in preparation for Members meetings on March 17 and March 18.</li> <li>• A conference call is being held on Wednesday, March 12 with the Minister’s office and it is hoped that we’ll hear a more definitive answer with respect to support from the Ministry of Health for capital, transitional and one-time funding.</li> </ul> <p>Steve Smith provided the following update:</p> <ul style="list-style-type: none"> <li>• There are no outstanding due diligence items to be dealt with.</li> </ul>

<b>3.</b>	<b>Stakeholder Engagement/Communication Plan</b>
	<p><b>CEO Communication Update</b> Data from the teletown halls were reviewed.</p> <p>StrategyCorp will be developing key messages coming out of the Board meetings on March 15<sup>th</sup> and a basic news release tailored for each organization will be prepared as well.</p> <p>Extensive media coverage and activities are still occurring. The Friends of TSH have invited Robert as a guest speaker for a public meeting that is being planned later in the month.</p> <p><b>Community Engagement Framework</b> The draft Community Engagement Framework was developed based on feedback received at community consultations and best practices as well as the LHINs framework. The document is meant to be refreshed over time but focus on two-way engagement on an ongoing basis. The draft framework will be distributed to people who participated in the roundtables in February and their comments will be incorporated into the final document.</p> <p><b>Progress Report</b> An update regarding stakeholder engagement was provided.</p>
<b>4.</b>	<b>JTC sub-committee reports</b>
	<p><b>HR Sub-committee:</b> The Co-chairs of the JTC HR Sub-Committee presented their final report that included the updated draft Human Resources Transition Plan for employees and a companion draft Professional Staff Transition plan for the medical staff based on feedback from the last meeting. Change management, leadership planning and communications are felt to be a corporate responsibility and will be incorporated into the document.</p> <p><b>Governance Sub-Committee:</b> The Governance Handbook is still to be completed by the date of amalgamation.</p>
<b>5.</b>	<b>Governance Issues</b>
	<p><b>Consolidated Administrative and Professional Staff By-law</b> Legal Counsel reviewed proposed amendments made based on various meetings recently held with the MAC's of TSH and RVHS and the JTC Professional Staff Sub-Committee. Any other comments with respect to the By-law needs to be received by legal counsel no later than Thursday, March 13<sup>th</sup> at noon so that all proposed changes can be incorporated in time for the March 15<sup>th</sup> Board meetings and the Members' meetings on March 17<sup>th</sup> and 18<sup>th</sup>. It was confirmed that only housekeeping matters will be provided to counsel and that no substantive changes should be made.</p> <p>Dr. Janmohamed noted work done in the groups prior to the ILC process. The workbooks created are fundamental to our ability to move forward and that the material was too valuable to be lost. It bears specific identification and acceptance that the principles and outcome of that work would guide the institution going forward.</p> <p>A meeting is scheduled with two of TSH's Annual Members who have raised concerns with respect to</p>

	<p>voting rights in the By-law. Robert will answer their questions prior to TSH’s Members meeting on March 18<sup>th</sup> and would summarize any proposed changes for the JTC Governance Committee to consider.</p> <p><b>Professional Staff Application Form</b>  Legal Counsel reviewed the Professional Staff Application form. There are a few minor items to be clarified. Some items will be further clarified in the Governance Manual or policy.</p> <p>A sensitive issue that needs to be dealt with is access to the necessary resources on the sites a physician is privileged. Resources are corporate and are at the discretion of the departments in consideration of manpower and community needs. Resources cannot be guaranteed going forward.</p>
6.	<p><b>Other Business</b></p>
	<p><b>Key Messages</b></p> <ul style="list-style-type: none"> <li>• The JTC is having productive discussions regarding a community engagement framework and the administrative and professional staff bylaw</li> <li>• The Boards of Directors will each meet this weekend to make a final decision regarding a merger, which is contingent on support from the Ministry of Health for capital, transitional and one time funding</li> <li>• We look forward to hearing from the Ministry of Health regarding these funding requests this week</li> <li>• Our membership meetings are on March 17 and 18</li> </ul>
7.	<p><b>Independent Directors (In-Camera)</b></p>
	<p>An Independent Directors In-Camera session was held.</p>
8.	<p><b>Meeting Close</b></p>
	<p>The next meeting will be held on Tuesday, March 25, 2014 in the Board Room at the Rouge Valley Centenary Campus.</p> <p>The meeting closed at 9:00 pm.</p>