

Minutes of The Hospital for Sick Children Board of Trustees' Meeting held on March 30, 2017 at 4:00 p.m. at The Hospital for Sick Children, Toronto, Ontario.

Present:

Ms. R. Patten, Chair
 Mr. S. Marwah, Vice-Chair*
 Dr. M. Apkon
 Mr. A. Khanna
 Mr. T. Penner
 Mr. J. Sullivan
 Dr. T. Sullivan*
 Mr. I. Rotenberg
 Ms. J. Van Clieaf
 Mr. J. Natale
 Ms. S. Younker, Corp. Secretary

Present:

Ms. C. Reicin
 Mr. R. Weese
 Ms. K. Taylor
 Ms. G. O'Brien
 Ms. K. Delaney
 Mr. D. Guloien
 Ms. C. Duboc
 Dr. C. De Souza
 Mr. S. Rafi
 Mr. D. McKay*

Regrets:

Mr. A. Sheiner
 Mr. M. Gertler
 Mr. R. Prichard
 Dr. P. Laussen
 Mr. L. Scott

By Invitation:

Dr. R. Cohn
 Ms. L. Harrison
 Dr. C. Caldarone
 Mr. T. Garrard
 Ms. M. Monk
 Dr. L. Huang
 Mr. P. Goldthorpe

By Invitation:

Dr. M. Salter
 Ms. S. O'Dowd
 Ms. M. Evans
 Mr. J. Mainland
 Ms. P. Hubley

Regrets:

Dr. S. Zlotkin

**attended via telephone*

Ms. Sharon Younker, Corporate Secretary, confirmed that notice of the meeting had been duly sent to all Trustees and that a quorum was present in person or by phone, all in accordance with the Hospital's by-laws. Accordingly, Ms. Rose Patten, Chair of the Board, declared that the meeting was properly constituted and called the meeting to order.

CHAIR'S REMARKS

Ms. Patten welcomed Trustees and provided an update on the agenda. Ms. Patten provided several updates on upcoming Board related events.

CONSENT AGENDA

Ms. Patten referred Trustees to the consent agenda items. No questions were raised.

MOTION:

NOW THEREFORE, UPON MOTION duly made, seconded and unanimously carried, IT WAS RESOLVED:

THAT the minutes of the Board of Trustees meeting of January 21, 2017 be approved; and

THAT the Medical and Scientific Appointments for February and March 2017, be approved

MEDICAL ADVISORY COMMITTEE (MAC)

Dr. Lennox Huang on behalf of Dr. Peter Laussen, Chair of the MAC reported on the MAC meetings that took place on February 1st, 2017 and March 1, 2017. Dr. Huang provided highlights of the MAC's discussions on the Enterprise Optimization Sustainability initiative which is being undertaken to assist management in identifying cost saving opportunities that could be implemented in order to achieve a balanced plan for 2017/18. Effort is being made to minimize impact to staff and patients, maintain high quality safety and care and continue advocacy for funding from the government. The MAC also heard a presentation on the framework for Relationship (conflict of interest) Disclosure and Management at SickKids which includes harmonization of policies and procedures for formal disclosure and management of conflicts of interest and relationships.

EXECUTIVE REPORT

Dr. Mike Apkon presented his executive report and updated Trustees on events and activities since the last Board meeting. Dr. Apkon canvassed the Trustees for questions on his written report, there being none he proceeded with his report.

Leadership

Dr. Apkon introduced Mr. Peter Goldthorpe, Vice President, Transformation. Mr. Goldthorpe will have the day-to-day responsibility for Project Horizon.

Awards

Dr. Apkon reported on the Gairdner Awards which are Canada's highest research prize. This year, one of the International Gairdner Awards will go to Dr. Lewis Kay, one of SickKids' Senior Scientists, recognizing his contributions in using nuclear magnetic resonance spectroscopy to study proteins and their function. Lewis is in fine company with the lineage of Gairdner Award winners which includes some of the most respected names in science including several Nobel Prize winners.

SickKids' Role in Paediatric Healthcare

Dr. Apkon shared a story on how SickKids' investigators are transforming the future of paediatric healthcare. An article being published next week in Nature Communications by Aleixo Muise and Walter Kahr, two SickKids' investigators, illustrates: the power and application of gene sequencing; that SickKids scale and reputation allow us to see opportunities for new insight that most places cannot see; that collaboration is part of SickKids' DNA; and that these new approaches will drive new patterns of utilization that feed into the planning for Project Horizon.

Motherisk

Dr. Apkon updated Trustees on Motherisk with respect to an interview with media and a meeting with Commissioner Beaman.

Performance

Dr. Apkon provided highlights of the current year's performance. He reported that the organization achieved outstanding in 4 of the 5 organization performance indicators. These included capital project execution, operating surplus, handwashing, and screening for sepsis in the emergency department. Improvement is still required in the Length of Stay however over the last six months there has been significant movement toward hitting the target. Dr. Apkon also reported that there has been a significant decrease (45%) in the Serious Safety Event rate.

Project Horizon

Dr. Apkon provided an update on Project Horizon. He reported that there have been numerous meetings and tours with senior policy advisors from both the Ministries of Health and Long-Term Care

and Finance. At the May Board meeting, there will be a full presentation on Project Horizon.

2017/18 Operating Plan

Dr. Apkon provided highlights of the 2017/18 Operating Plan and key objectives for the 2017/18 fiscal year. He reported that in the next fiscal year SickKids will focus on; Accreditation, Epic, Project Horizon, achieving goals set out in Quality Improvement Plan and improving the Serious Safety Event rate, enhancing the Fair and Just Culture, and implementing a Safety Coach program. There will also be an employee survey launched in October to measure staff and physician engagement.

COMMITTEE REPORTS

Finance & Audit Committee (FAC)

On behalf of Mr. Larry Scott, Chair of the FAC, Mr. Tim Penner reported on the meeting held on March 21st, 2017. Mr. Penner provided highlights on several of the agenda items covered in the meeting: Management provided an overview of the Hospital's insurance coverage and material claims; the Enterprise Optimization and Sustainability Program identified cost saving initiatives which have been embedded in the 2017/18 Operating Plan; the 2016/17 internal audit plan is proceeding as scheduled, and progress of the EPIC project is on track with the overall project status is satisfactory.

2017/18 Operating Plan

Ms. Laurie Harrison presented the 2017/18 Operating Plan. She presented the 2017/18 inpatient activity, significant patient care initiatives, unplanned cost pressures and strategic investments, and the impact of cost savings on full time equivalent staff positions.

Discussion ensued. Members sought clarification on: government funding; the potential impact of Kids Health Alliance on the Emergency Department growth, and the Research Institute and Global Child Health Research budgets and grants that support these programs.

Mr. Saad Rafi reported on behalf of Dr. Terry Sullivan that the Board Quality and Safety Committee reviewed the 2017/19 Operating Plan and endorsed the patient care aspects of the Operating Plan.

MOTION:

NOW THEREFORE, UPON MOTION duly made, seconded and unanimously carried, IT WAS RESOLVED:

THAT the 2017/18 Operating Plan be approved as recommended by the Finance and Audit Committee

Board Quality & Safety Committee (BQSC)

On behalf of Dr. Terry Sullivan, Chair of the BQSC, Mr. Saad Rafi reported on the meeting that took place on March 9, 2017.

On an annual basis, the BQSC reviews and approves the Quality Improvement Plan (QIP) in accordance with the *Excellent Care for All Act* (ECFAA). The proposed indicators and targets for the 2017/18 QIP were reviewed, discussed and approved by the Committee. Mr. Rafi reported that 2 of the indicators are linked to executive compensation as per the requirements of the ECFAA.

Mr. Rafi reported that the semi-annual update of the Enterprise Risk Management (ERM) was presented. There were 6 new risks added to the Enterprise Risk Register (ERR), none of which are rated as high exposure risks. This cycle, Risk Management and Internal Audit worked more

collaboratively to build a more streamlined joint process and reporting structure. Management feels that this process has resulted in better risk identification and a more targeted Internal Audit plan for the upcoming year. As a result of interest expressed by members of BQSC about the Missing Patient/Infant Abduction Risk, it was reviewed at the meeting even though it is not ranked as a high exposure risk requiring Board oversight. It was reported that a recently approved multiyear security project, will significantly decrease the control gaps for this risk. Mr. Rafi reported that the Committee was satisfied that work is being undertaken to address this risk.

Dr. Sullivan reported that there has been significant progress on the quality and safety initiatives across the organization due to the focused efforts of Dr. Apkon and the management team.

Investment & Pension Committee (I&P)

Mr. Irwin Rotenberg, Chair I&P, updated Trustees on the I&P meeting that took place on March 29th, 2017. The IPC reviewed the current state of the investments and reaffirmed the investment strategy. Mr. Rotenberg reported that the IPC is satisfied with the performance and investment strategy.

Human Resources Committee (HRC)

Mr. Dave McKay, Chair HRC reported on the HRC meetings held on January 30th and February 6, 2017. Both meetings were focused on the Executive Compensation Framework Project. The HRC was provided with an update on the progress and an overview of the work undertaken to develop the methodology in alignment with the regulations. The HRC reviewed the executive roles in scope and discussed the recommendations for the most relevant reference sets and comparator groups. The HRC supported in principle the recommendations with some revisions. At the February 6th, 2017 meeting, the HRC reviewed the revised data and materials for the development and implementation of the Executive Compensation Framework. The HRC endorsed the recommended compensation framework for the executive roles in scope and authorized management to proceed with next steps.

Governance & Nominating Committee (GNC)

On behalf of Mr. Sabi Marwah, Chair of GNC, Ms. Clair Duboc updated members on the meeting that took place on February 23, 2017. The GNC reviewed the results of the Accreditation Governance Standards survey which were very positive. GNC heard a presentation on the new SickKids Relationship Management (Conflict Of Interest Disclosure and Management) process and the implications for the Board of Trustees. GNC provided preliminary input on considerations relevant to the aspects of the program that are relevant for Trustees. This item will be brought back to the Board of Trustees once the work has been completed.

Ms. Duboc reported that over the next two years there will be three Trustee vacancies, two at the end of June 2017 and one in June 2018. The GNC discussed the pool of candidates that meet the skills/knowledge, gender balance and diversity requirements of the Board. Elizabeth (Beth) Wilson, a Chartered Accountant and former Toronto Managing Partner, KPMG was identified through the Board recruitment process and received unanimous support of GNC members to be brought forward to the Board of Trustees for approval at the Annual Meeting. Ms. Duboc referred members to Ms. Wilson's biography.

The recruitment process will continue to identify potential candidates to fill the remaining vacancy for 2017.

MOTION:

NOW THEREFORE, UPON MOTION duly made, seconded and unanimously carried, IT WAS RESOLVED:

THAT Elizabeth (Beth) Wilson be appointed as Trustee at the Board of Trustee Annual meeting on June 22, 2017

Ms. Duboc reported that the GNC also reviewed a proposed new Board of Trustee meeting model that has been shared with the Board of Trustees. Trustees input is currently being sought to determine Trustee support.

FOUNDATION REPORT

Mr. Ted Garrard (CEO SickKids Foundation) referred members to his written report and provided an update on the Foundations activities. The Foundation has achieved a record level of revenue for its fiscal year 2016/17 and has been named the number three brand in Canada. The Campaign Cabinet has been confirmed with 45 members and the first Cabinet meeting and reception being held on March 16th, 2017.

Mr. Garrard updated members on the Aspen Children's Forum, co-sponsored by SickKids Foundation and focused on current issues around children's health, is taking place in July 2017. He invited Trustees to attend the event and will send out additional information later this week.

IN-CAMERA MEETING OF THE BOARD OF TRUSTEES

An in-camera session of the Board of Trustees was held.

ADJOURNMENT

There being no further business for discussion, the meeting was adjourned.

Rose M. Patten, Chair of the Board

Sharon Younker, Corporate Secretary