

**BRIEFING NOTE**  
**Toronto Central Local Health Integration Network**  
**Board Governance and Nominations Committee Meeting**  
**November 16, 2016**

**Agenda Item 1 & 2 – Welcome & Call to Order**

The Toronto Central Local Health Integration Network (TC LHIN) welcomes the public to its open Governance and Nominations Committee meeting. Please refer to the link below for Guide to Open Meetings of the Toronto Central Local Health Integration Network (LHIN).



Guide to Open Meetings.pdf

**Agenda Item 3 – Approval of Agenda**

The Committee member(s) shall at this time in the meeting approve the agenda as circulated.

**Agenda Item 4 – Declaration of Conflict(s)**

The Committee member(s) shall at this time in the meeting declare any conflict(s) of interest in accordance with the LHIN Conflict of Interest Policy.

**Agenda Item 5 - Approval of the Minutes of Meeting held on September 14, 2016**

To be posted to website once approval made by Committee

**Agenda Item 6 – Review Draft Board Work Plan**

**TOPIC: Toronto Central LHIN Board Work Plan 2016/17 – Draft #2**

**PURPOSES OF THIS AGENDA ITEM:**

To provide the Governance and Nominations Committee with an updated Board Work Plan for 2016/17.

**BACKGROUND:**

The Board work plan is designed to support the Board in its stewardship role, to provide the right tools and information on the TC LHIN's key issues and risks, and to enable strategic discussions.

The Board meeting work plan is focused on the TC LHIN's Strategic Plan priorities and it is proposed that each meeting include at least one presentation and dialogue with stakeholders and community members regarding the core health system initiatives and issues in the TC LHIN. The work plan is designed to ensure that the Board is kept informed about key deliverables as well as learning opportunities through presentations to inform strategic discussions and decision making.

The Governance and Nominations Committee reviewed the first draft at their September 2016 meeting. The suggestions that were tabled have been incorporated into the second draft.

The Committee is receiving an updated work plan in the meeting materials that has also been formatted to reflect reports and themes at a governance level.

The work plans for each of the Board committees are embedded in the Board work plan.

#### **MOTION**

**That the Governance and Nominations Committee recommend that the Board of Directors approve the 2016/17 Board Work Plan.**

### **Agenda Item 7 – Legislative Updates and Changes**

#### **Topic: Reporting Updates to the Board on Legislation, Regulations and Policy**

#### **PURPOSES OF THIS AGENDA ITEM:**

To inform the Governance and Nominations Committee about the current process by which legislative, policy or regulatory changes are communicated to the LHIN Board of Directors.

#### **BACKGROUND:**

- At the September 14, 2016 Governance & Nominating Committee meeting, members requested that management provide an overview of the process in which legislative, policy or regulatory changes that impact health care are communicated to the Board.

#### **CURRENT PROCESS:**

- Legislation, Regulations (or Statutes) – *e.g. Bill 41 Patients First Act*

When legislation or regulations are introduced that impacts a Local Health Integration Networks (LHIN), the Ministry will communicate to LHIN CEOs and Chairs through a number of channels.

Quarterly, LHIN CEOs and Chairs meet with Ministry officials in which updates on pending legislation is often raised. When passed, the LHIN will receive a Memorandum or Letter from MOHLTC outlining requirements.

These are added to the LHINs compliance checklist and reviewed annually at the Finance & Audit Committee (or other appropriate committee), and reported to the Board of Directors. As well, a pan-

LHIN group may be established to guide coordinated implementation.

- Policy (or Directives) – e.g. *PSW Wage Enhancement Directive*

In the case of new or changed policy that impact LHINs, the LHIN CEOs and Chair will receive a formal Memorandum or Letter from the Minister, Deputy Minister, or Assistant Deputy Minister (ADM).

The LHIN Management Team reviews the policy and will implement changes as required to ensure compliance.

Annually, the LHIN is required to attest to their compliance with all regulation and legislation statues, as well as Directives which constitute policy

- The LHIN also shares updates related to legislation, regulation, or policy that may be in progress to the Board through the following channels:
  - Quarterly CEO Report to the Board
  - LHIN CEO and Chair regular briefings
  - Briefing Notes to the Boards (scheduled or unscheduled updates)
  - Daily News Clippings

## **Agenda Item 8 – Proposal/Focus for Board Meeting – January 2017**

No briefing note.

## **Human Resources Committee Terms of Reference**

### **TOPIC: Human Resources Committee Terms of Reference**

#### **PURPOSE OF THIS AGENDA ITEM:**

Review of the updated Human Resources Committee Terms of Reference.  
Approval to recommend that the Board adopt the updated Terms of Reference.

#### **BACKGROUND:**

The Human Resources Committee reviews its Terms of Reference on annual basis. A review of best practice and 5 similar organizations was conducted to determine if any changes were needed to the committee's current terms. (Appendix A – current terms of reference)

It is recommended that the terms of reference be expanded to address talent, culture, and compensation as it relates to the Broader Public Sector Compensation Act. The HR Committee would report on and make recommendations to the Board on human capital risks and priorities ensuring alignment with the TC LHIN's strategy, human resources practices including labour relations, organization culture and diversity. The responsibilities are either similar or expanded. The one deletion is that the 'review and recommend to the Board human resources policies and monitor the key human resources programs' has been removed.

The Committee will oversee the CEO performance management and compensation, leadership development and succession plans, compensation philosophy, executive evaluation and compensation practices, significant organizational changes and human capital business risks.

**MOTION:**

The Governance and Nominations Committee hereby recommend that the TC LHIN Board of Directors adopt the updated HR Committee's Terms of Reference.

**CLOSED SESSION**

**Agenda Item 11 – Next Committee Meeting Date**

April 5, 2017, 4 – 5:30 pm.