



MINUTES
BOARD OF DIRECTORS OF
CMHA WWD
APRIL 28TH, 2016

Present: Janet Kaufman, Board President
Craig Dieterle, Secretary-Treasurer
Donnamarie Dunk, Board Member
Peter Kastner, Board Member
Dian Shannon, Board Member
Helen Fishburn, Acting Executive Director
Kate Reed, Director of Services
Heather Eddy, Director of HR & Organizational Development
Tom Everrett, Director of Corporate Services & Finance

Patrick Fradley-Davis, Board Vice-President
Avril Aves, Board Member
Lynda Davenport, Board Member
Molly Kriksic, Board Member
Ben Soucie, Board Member
Dr. Dianne Pittman, Chief of Psychiatry
Meredith Gardiner, Director of Services

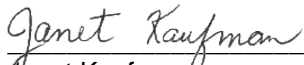
Absent: Jacqueline Marshall, Board Member (with prior notification), Don Roth, Director of Services (with prior notification), Avril Aves, Board Member


Recorder: Minerva Sánchez Rudman

Welcome and Introductions	
Call to Order; Declarations of Conflict	None declared
Consent Agenda	It was MOVED BY: Ben Soucie THAT the consent agenda be approved. SECONDED BY: Patrick Fradley-Davis. CARRIED.
Governance Committee Report	<p>Patrick reported that 21 applications were received and 6 candidates have now been interviewed for the two board vacancies. He noted that 2 candidates are being recommended to the board, and a third candidate is being considered for committee participation as a community member.</p> <p>Patrick provided a summary of the skills and background for Krista Hall and Rebecca Dufour.</p> <p>Patrick added that letters will be sent out to candidates that were not selected for an interview thanking them for their interest.</p> <p>Patrick will personally contact the candidates that were offered an interview but were not selected.</p> <p>It was MOVED BY: Patrick Fradley-Davis THAT Slate of Board Nominees for 2016/2017 be presented to the membership at the Annual General Meeting for approval. SECONDED BY: Peter Kastner CARRIED.</p>
Resources Committee Report	<p>Craig highlighted that there are two revisions to the Signing Authority policy requiring approval. Under the Salaries and Benefits section, the statement will now read "Any increases to the salary grid and benefit package of, the Executive Director, require Board approval". Under the "Contracts" section the statement will now read "No contract, or extension of existing contracts, is to exceed a period of five (5) years. Automatic renewals (evergreen clauses) are not acceptable, with exception of IT items".</p> <p>It was MOVED BY: Craig Dieterle THAT the Governance Policy Signing Authority be approved as presented. SECONDED BY: Molly Kriksic CARRIED.</p> <p>Craig provided a verbal report. Craig noted that the committee will be</p>

	<p>meeting with the auditors at next month's Resources Committee meeting to receive the audited financial statements.</p> <p>Craig added that Fred has been asked to bring forward a plan to the committee next month outlining the strategies which will be implemented to achieving the organization's financial goals.</p> <p>Fred added that the role of the Director of Corporate Services & Finance will be re-focused from scorekeeping and gatekeeping to financial leadership and strategy.</p> <p>Auditors will be invited to attend next month's meeting.</p> <p>It was MOVED BY: Craig Dieterle THAT the Ethics Policy be approved. SECONDED BY: Ben Soucie CARRIED.</p>
<p>PQRE Committee Report</p>	<p>Donnamarie provided an overview of the recommendations presented to the Committee regarding ransomware. The issue requiring board direction is whether or not to pay any demanded ransom if CMHA WWD's data base is held "hostage" by hackers demanding payment to unencrypt the data base. CMHA's IT department is recommending that no ransom be paid because security measures in place would keep any associated down time to an hour or less.</p> <p>Following discussion it was agreed that Senior Leadership will investigate the issue further and bring back to PQRE for review.</p> <p>It was MOVED BY: Donnamarie Dunk THAT the Committee Report be received. SECONDED BY: Molly Kriksic CARRIED.</p>
<p>Discussion</p>	
<p>Lead Agency Update</p>	<p>Fred provided a verbal update of a provincial meeting he attended hosted by MCYS for lead agencies. Highlights included:</p> <ul style="list-style-type: none"> • A funding model is under development to more fairly distribute the current allocation of children's mental health funding across the province. It will likely not be implemented until 2018. • An accountability agreement is being developed with input from the Lead Agency Consortium • Lead Agencies will be asked to complete a readiness assessment to determine if they are prepared to assume Lead Agency responsibilities as of April 1, 2017 • The Ministry is working on what is called a "business intelligence" solution to ensure the collection of valid performance data across the system • A Ministry hosted webinar will be scheduled for the end of May for Boards of Lead Agencies to focus on governance issues. <p>Kate Reed noted that the Wellington Dufferin steering committee is now meeting regularly to focus on implementation of the work plan. Additional membership is being considered including primary care and addictions services. There is strong interest in establishing a governance committee.</p>
<p>System Governance</p>	<p>Members discussed the implications of ever increasing expectations for participation in system governance as reflected in current experiences with the Rural Wellington Health Alliance and the Guelph Wellington Emergency Mental Health initiative and the requirements of being a Lead Agency for children's mental health. Highlights of the discussion included:</p> <ul style="list-style-type: none"> • Participation in system governance is no longer voluntary but expected; • Funders are looking to boards to take leadership in determining how system governance should work;

	<ul style="list-style-type: none"> • Recent experience, such as the rural WHA highlights the complexities of governing collaboratively; • CMHA WWD has the unique challenge of being a regional organization that will be expected to participate in collaborative governance across 4 sub-LHINs; and • The CMHA WWD Board will need to acquire the governance agility and ability to simultaneously receive funds for service delivery and to allocate funds as the system manager for children's mental health. <p>With regard to the Guelph Wellington Emergency Mental Health initiative, Helen shared that GGH will receive \$3M in annualized funding and \$760,000 in one time dollars to improve the delivery of emergency mental health services.</p>
Organizational Design	<p>Fred provided an overview of the rationale for an organizational redesign project. The current organization design reflects the best thinking at the time of the amalgamation but needs to be revised in light of new realities including the creation of sub-LHINs and Lead Agency responsibilities. An RFP will be issued to identify an organizational design that will create a more streamlined, effective, adaptive and nimble organization that is well positioned and structured to meet future service opportunities and challenges. There was agreement that the RFP should also include a deliverable for how the Board could best respond to its emerging system responsibilities. An RFP will be issued no later than May 16th, 2016 and a preferred organizational model will be identified by late Fall 2016.</p>
Adjournment	<p>A debrief of the meeting concluded that:</p> <ol style="list-style-type: none"> 1. The reports were clear and provide the information needed to facilitate discussion and decisions. 2. The information provided was organized and easy to follow. 3. The chair encouraged participation by all directors. 4. Issues were discussed to the level required. 5. The meeting focused on strategic issues. 6. The meeting was productive. <p>It was MOVED BY: Patrick Fradley-Davis THAT the meeting be adjourned SECONDED BY: Molly Kriksic CARRIED.</p>


 Janet Kaufman
 President


 Craig Dieterle
 Secretary-Treasurer