

NORTHUMBERLAND HILLS HOSPITAL BOARD OF DIRECTORS

February 4, 2016
Boardroom
MINUTES

Present: J. Russell, Chair; S. Olsen, P. Page Hoisak, C. Gilmer, B. Carman, P. Went, D. Mann, L. Kay, C. Tozer, J. Hudson, L. Stevenson, B. Gerber, B. Selby, L. Davis, H. Brenner, M. Bhargava, A. Stratford

D. Slater, K. Hook, M.A. Peek, M. McAllister, S. Aldis Routh

Regrets: T. McLean, D. Broderick

Staff: J. Gillard, C. Turk, E. Vosburgh

1. CALL TO ORDER

J. Russell called the meeting to order at 5:05 pm.

2. CONFLICT OF INTEREST

None declared.

3. APPROVAL OF AGENDA

It was Moved by B. Selby and Seconded by C. Tozer to approve the agenda with the addition of 8.2.8 Strategic Plan. Carried.

4. APPROVAL OF PREVIOUS MINUTES

It was Moved by L. Kay and Seconded by S. Olsen that the minutes of January 7, 2016 be approved as circulated. Carried.

5. EDUCATION PRESENTATION

B. Selby, Vice Chair, presented an update on the recent OHA broadcast on Professional Staff Credentialing. Forms related to the NHH credentialing process were circulated for information. Following the presentation, the Board discussed regional credentialing at the LHIN level. The OHA presentations from the webcast will be circulated to Board members. It was also suggested that further discussion be held by the Governance Committee to review the NHH credentialing process.

6. CHAIR REMARKS

J. Russell reported that the Central East LHIN has approved the NHH Hospital Improvement Plan at their special meeting of the Board held on January 13th. J. Russell noted that the maintaining of all current hospital services is a credit to the all the staff and physicians at NHH; he further noted that no base funding change was approved by the LHIN Board.

L. Davis and J. Russell were guests on a local radio program; this should be live on the radio's webcast in the near future.

7. SENIOR STAFF REPORT

L. Davis reviewed the circulated report.

NHH employee, Kim Baxter, RN, has been awarded the de Souza award for Nursing. Immunization rates by staff are lower than previous years. Public Information sessions on the Hospital Improvement Plan are scheduled for mid-February.

The Board requested that a letter of congratulations be addressed to K. Baxter from the Board of Directors.

8. CHIEF OF STAFF REPORT

L. Davis reviewed the credentials recommendation from the Medical Advisory Committee (MAC) in D. Broderick's absence and confirmed that the application received thorough review by the Credentials Committee and MAC.

Moved by J. Hudson and Seconded by C. Gilmer:

Whereas the Credentials Committee, in accordance with the NHH By-laws, has reviewed and recommended to the Medical Advisory Committee that the credentials of the person(s) named below are in order and;

Whereas the Medical Advisory Committee has reviewed and recommended to the Board of Directors;

The Board of Directors hereby grants the following privileges for the year ending March 31st, 2016:

- Emily Gaudreau, Associate Midwife

Carried.

9. REPORTS

9.1 Finance and Audit Committee

B. Gerber provided the report of the Finance and Audit Committee.

The hospital experienced a net operating deficit of \$446,368 compared to a planned net operating deficit of \$871,668 for period ended December 31st, 2015. The results are better than budget due to a number of factors including additional HSRF funding, lower activity, and timing of expenditures.

The Committee reviewed draft 2016-17 Capital Plan which was developed following a prioritization process with the Leadership and Quality Committee and Medical Staff. As per Board policy, a contingency amount has been identified for 2016-17; in addition a reserve amount for the Clinical Information System has also been recommended.

Moved by B. Gerber and Seconded by B. Selby, to approve the 2016-17 Capital Plan as presented. Carried.

The Board queried on the commitment from the Foundation; C. Turk noted that discussions have been held with the Foundation staff to confirm availability of funds to meet the plan commitments. L. Davis expressed her gratitude for the Foundation for their continued exceptional support of NHH.

9.2 Governance Committee

B. Selby provided the report of the Governance Committee.

The Committee reviewed the Board policy on Board meetings to better define open, in-camera and informal meetings of the Board. The draft policy was circulated in the meeting package.

Moved by B. Selby and Seconded by P. Went to approved Policy #II-002 Board Meetings as circulated. Carried.

The Committee reviewed the Board policy on Community Members to strengthen the definition of the role of these members. The draft policy was circulated in the meeting package. The Board queried on the understanding of Community Members regarding confidentiality of in-camera discussions; L. Davis noted that this will be reviewed during Board orientation for new members.

Moved by B. Selby and Seconded by P. Went to approved Policy #I-013 Community Members as circulated. Carried.

The Committee reviewed a new Board policy on Subject Matter Experts. The draft policy was circulated in the meeting package. The Board queried on the use of the word “expert” and recommended that the title of these members be re-considered. Following discussion, it was recommended that this policy be sent back for further discussion by the Governance Committee.

The Committee also reviewed position descriptions and code of conduct statements for Community Members and Subject Matter Experts. The statement for Community Members was accepted as circulated; Subject Matter Experts was tabled until further discussion by the Governance Committee.

B. Selby noted that the NHH Annual General Meeting is scheduled for Thursday, June 16th. The Committee is recommending a change in usual time of the meeting to 5:00 pm. This change was accepted by consensus.

The Committee discussed the adopted Rules of Order for the Board of Directors. The generally accepted rules have been Nathan’s following legal counsel advice in 2010. As this publication is no longer in print, the Committee recommended the adoption of Robert’s Rules of Order for general meeting procedures.

Moved by B. Selby and Seconded by P. Went the Board accepted the adoption of Robert’s Rules of Order for 2016-17. Carried

The 4-year Strategic Plan development RFP will be sent out by invitation in February. It is expected that Board sessions will be scheduled for late May-early June.

9.3 Quality and Safety Committee

C. Tozer provided the report of the Quality and Safety Committee.

Information regarding the Montessori program at NHH for dementia patients was presented as education for the Committee members.

The Q3 status reports for the Quality Improvement Plan and the Quality Indicator Report were received. Most targets are on track to be met by year end.

The Committee heard that the Gerontological Community of Practice education program was nearing the end of funding; NHH is reviewing opportunities to continue this program.

10. MATTERS FOR INFORMATION

10.1 Auxiliary Report

P. Page Hoisak provided the report of the Auxiliary.

60% of Auxiliary members have received the influenza vaccination. The Cobourg Horticultural Society has agreed to do a review of potted trees at NHH and will treat and re-pot as needed.

10.2 Foundation Report

L. Stevenson provided the report of the Foundation.

100% of the Foundation Board and the Hospital Board members have pledged support for the Equipped to Care campaign.

The Light Up a Life campaign raised \$157,000 in support of NHH. The Foundation Board received a presentation on the Medical Office Building to further their understanding of this project.

The Foundation Board is holding a special meeting this month to receive the report of the Brand Awareness proposal.

It was Moved by B. Selby and Seconded by D. Mann to receive all reports. Carried.

11. IN CAMERA

On a motion from B. Selby and Seconded by L. Kay, the meeting moved to In-camera.

The in-camera meeting addressed matters related to the Hospital Annual Planning Submission and the Medical Arts Building. Following motion to rise from in-camera, the Board of Directors put forward motions regarding these two items.

On a Motion by P. Went, Seconded by S. Olsen, the Board approved the 2016-17 Hospital Annual Planning Submission (HAPS) indicating a balanced position for 2016-2017. A letter outlining the concerns and caveats will be submitted to the Central East LHIN as appendix to the submission. CARRIED. Two abstained (D. Mann, B. Carman)

Members of the Northumberland Medical Arts Inc. were excused from the meeting prior to the following motion and voting.

On a motion by B. Gerber, seconded by P. Went, should the Medical Arts Building proceed, the Board approves the amending agreement to the development agreement dated October 2001. This motion on the understanding that Northumberland Medical Arts Inc. (NMAI) pays all fees as they come due to the Town of Cobourg (section C, D, E) and NMAI completes all requisite work required by the site plan agreement in a good and workmanlike manner and pays all requisite fees and costs pursuant to the site plan agreement. The scope and cost of design and construction of landscaping at the south east corner of the site, which is an obligation under the 2001 site plan agreement, to be subject to further discussion between NHH and NMAI, with the understanding that direct costs to NHH will not exceed \$20,000.

Carried. One abstained (C. Tozer)

12. TERMINATION OF MEETING

The meeting was terminated at 8:06 pm on a motion from B. Gerber.