

Stevenson Memorial Hospital Meeting of Board of Directors

April 7, 2016

Physical Therapy Department

5:00 p.m.

In attendance:

Elected Directors: Alan Dresser, Board Chair; Darlene Blendick; Colleen Butler; Paul Edmonds; Wendy Fairley; Paul Heck; Robert Jurmalietis; Mike MacEachern; Michael Martin; Catherine Morden; John Murray (via teleconference); Jan Tweedy

Ex Officio Directors: Jody Levac, President & CEO; Ann Hamby, President SMH Auxiliary; Marg Barber, President SMH Foundation; Dr. Oswaldo Ramirez, Chief of Staff; Dr. Shazia Ambreen, President of Medical Staff

Staff: Terry Kuula, Chief Financial Officer (via go to meet); Jared Nolan, Corporate Communications

Guests:

Warren Jestin, Board Chair, Central Local Health Integration Network

Kim Baker, CEO, Central Local Health Integration Network

Karen Faith, Ethical Bioethics Consultant

Regrets: Kathy Stevenson; interim Chief Nursing Officer; Dr. I. Khalil, Vice-President of Medical Staff

1. Call to Order

A. Dresser called the meeting to order.

2. Conflict of Interest

A. Dresser reminded those in attendance of their responsibilities as Board members with respect to the conflict of interest as outlined in the Corporation's Bylaws and asked if anyone present wished to declare a conflict of interest. No declarations were made.

3. Presentations

• Ethicists

J. Tweedy welcomed Karen Faith, Bioethics Consultant, who works with the Stevenson Memorial Hospital Ethics Committee. K. Faith provided a presentation entitled "Organizational Ethics: Using an Ethical Framework to Guide Decision-Making", a copy of which is included in the minute book. She also referenced Stevenson's Ethical Decision Making Framework which is used by decision-makers as a moral compass to help guide them in setting priorities in health care; what values and principles ought to guide and why.

A. Dresser thanked K. Faith for her informative presentation and she then left the meeting.

- **Central Local Health Integration Network**

A. Dresser welcomed Warren Jestin, Board Chair and Kim Baker, CEO, Central Local Health Integration Network (CLHIN). K. Baker provided a presentation which included information on the CLHIN's Integrated Health Services Plan, update on CLHIN Public Hospital Performance – 2015/16, and the Patients First program, a copy of which is included in the minute book. She highlighted the importance of partnerships among health providers in order to improve patient care and efficiency within the health care system.

A. Dresser thanked both K. Baker and W. Jestin for their informative presentation and then they left the meeting.

4. Approval of the Minutes

Circulated with the agenda were the minutes of March 3, 2016.

As there were no amendments to the minutes, the Chair declared the minutes accepted.

5. Goal 4 – Finance

5.1 Report of Finance Committee

- **Financial Statements as at February 29, 2016**

Circulated with the agenda were the minutes of March 17, 2016.

T. Kuula provided a finance presentation which highlighted a surplus of \$14,208 for the month of February and a year-to-date deficit of (\$71,516). The goal is to achieve at least a balanced budget after depreciation and amortization.

In response to a question, T. Kuula advised that the Hospital has received verbal confirmation that it will be moving back into Small Hospital Funding; however no written confirmation has been received.

- **2016-17 Capital Budget**

T. Kuula provided a presentation on the 2015-17 Property, Plant and Equipment Capital budget in the amount of \$1,664,582. He also reviewed the sources of funds to offset the capital purchases. Upon approval, a funding request will be sent to the Foundation in the amount of \$1,303,818; the remaining funds to offset the capital budget will be derived from other sources of funding in the Hospital. Upon discussion, the Board was in agreement with the Capital Budget.

Motion: Moved by P. Heck, seconded by D. Blendick.

“That the Board of Directors accepts the recommendation of the Finance Committee and approves the 2016-17 Capital Budget in the amount of \$1,664,582, subject to a funding commitment by the Stevenson Memorial Hospital Foundation of \$1,303,818;

***AND FURTHERMORE, that Management makes the appropriate submission to the Stevenson Memorial Hospital Foundation.”
All in favour. Motion passed.***

The Board Chair and CEO will send a funding request letter to the Foundation for the 2016-17 Capital Budget.

- **2014-15 Multi-Sector Accountability Agreement (M-SAA) Board Public Sector Accountability Agreement (BPSAA) Declaration of Compliance – Schedule G**
P. Heck presented the above Declaration of Compliance which applies to the Mary McGill Community Mental Health Centre and Matthew’s House Hospice programs. The Declaration was overlooked for signing in May 2015. T. Kuula advised that we are in compliance.

***Motion: Moved by P. Heck, seconded by J. Murray.
“That the Board of Directors accepts the recommendation of the Finance Committee and approves the Multi-Sector Accountability Agreement – Schedule G – Declaration of Compliance for 2014/15.”
All in favour. Motion passed.***

At this point in time, T. Kuula left the meeting.

5.2 Report of President of Medical Staff

Dr. Shazia Ambreen referenced her written report and highlighting that the Medical Staff are developing a new policy on Physician Resource Allocation and On-Call Responsibilities. Originally it was thought this would be a change to the Professional Staff Bylaws; however it has been determined this will be a Professional Staff policy.

5.3 Report of Chief of Staff

Dr. Ramirez referenced his written report circulated with the agenda and advised he has nothing further to add.

At this point in time, both Dr. O. Ramirez and S. Ambreen left the meeting.

6. Goal 1 – Safe, Quality Care

6.1 Patient Experience

There was no patient story to present.

6.2 Critical Incident Report

There were no new critical incidents to report.

6.3 Report of Quality Committee

Circulated with the agenda were the minutes of February 16 and March 29, 2016.

In addition to the minutes, J. Tweedy highlighted the following:

- As of March 8th, Stevenson Memorial Hospital, in consultation with the Simcoe Muskoka District Health Unit, has declared an end to the C-Difficile outbreak. The Board asked that Management recognize and thank the staff for their significant efforts to eradicate the C-Difficile.
- Dr. S. Ambreen, Chief of Family Medicine and Mary Beth Hennin, Manager of the Medical/Surgical Unit will be providing a presentation at the next Quality Committee meeting on the mitigation strategies developed to improve the patients' satisfaction scores on this unit which continue to rank below the Hospitals target.

7. Goal 2 – Champions of Care

7.1 Report of Human Resources Committee

Circulated with the agenda were the minutes of April 5, 2016.

In addition to the minutes, D. Blendick highlighted the following:

- The Ministry of Labour (MOL) conducted a 3 day site visit in January 2016. All Orders received have been responded to.
- The Hospital's Attendance Support Program was reviewed at December 31, 2015. Human Resources is looking to develop exclusionary criteria for the Attendance Support Program (e.g., long term sickness).

8. Goal 3 – Power in Partnerships

8.1 Report of the Communication Committee

Circulated with the agenda were the minutes of March 29, 2016.

In addition to the minutes, C. Morden highlighted the following:

- Dr. Dave William, CEO, Southlake Regional Health Centre, will be the guest speaker at the Hospital's Annual General Meeting (AGM) on June 14, 2016. He will be speaking on the importance of hospital partnerships.
- Shared the branded signs that will be used as a marketing tool for the redevelopment.
- Shared the results of the communications committee scorecard – all targets met.
- J. Nolan is working to develop a video on redevelopment as well as on physician recruitment in partnership with the Alliston and Area Physician Recruitment Committee.

9. Goal – 4 - Building the Best

9.1 Stevenson Redevelopment Committee

Circulated with the agenda were the minutes of March 15, 2016.

In addition to the minutes, P. Edmonds highlighted the following:

- On February 26, 2016, the Hospital provided a response to the Ministry's December 24, 2015 letter requesting additional information. Stevenson is hoping it has now closed off the Stage 1 submission. The Ministry to respond within 90 days.
- The Hospital has engaged the services of the Central Ontario Healthcare Procurement Alliance (COHPA) who undertook a Request for Proposal (RFP) – Stage 2 Submission – “Functional Programing.” A very structured and vigorous process was followed to identify the successful Proponent of the Bid. P. Edmonds shared the results of the evaluation. He highlighted that the Hospital will not proceed with the Stage 2 until it receives a letter of endorsement from the Ministry. It was noted that the bid is open and firm for one year.

Motion: Moved by C. Morden, seconded by M. Martin.

“That the Board of Directors accepts the recommendation of the Stevenson Redevelopment Committee that Chefurka Consulting International Limited be approved as the successful Stage 2 Proponent for the Functional Program Service - Stage II, Proposed Addition to and Renovation for Stevenson Memorial Hospital.”
All in favour. Motion passed.

10. Other Committees

10.1 Report of Governance & Nominating Committee

Circulated with the agenda were the minutes of March 11, 2016.

- **OHA - Board Self-Assessment Tool (one-line tool by OHA)**
- **OHA – Individual Director Self-Assessment Tool (self-administered by SMH)**

The Board discussed and agreed to participate in the OHA Board Self-Assessment on-line tool versus using its current evaluation tool. The Board will participate in the first session that runs from March 21, 2016 – June 3, 2016. As well, the Board will proceed to use the OHA's Individual Director Self-Assessment Tool which is self-administered by SMH.

Motion: Moved by P. Heck, seconded by J. Tweedy.

“That the Board of Directors accepts the recommendation of the Governance & Nominating Committee to participate in the OHA - Board Self-Assessment Tool (on-line tool) and the OHA – Individual Director Self-Assessment Tool (self-administered).”
All in favour. Motion passed.

- **Declaration and Consent**

The Board reviewed and agreed to use the revised Declaration of Commitment to be signed by all Board Directors, Ex-Officio Members and Advisory Members annually following the Annual General Meeting.

Motion: Moved by P. Edmonds, seconded by W. Fairley.

“That the Board of Directors accepts the recommendation of the Governance & Nominating Committee and approves the Declaration of Commitment as presented.”
All in favour. Motion passed.

- **Ethical Framework - Board Ideas Framework**

The Board reviewed and agreed to use the new Ethical IDEA Framework.

Motion: Moved by P. Heck, seconded by M. Martin.

“That the Board of Directors accepts the recommendation of the Governance & Nominating Committee and approves Option 1 IDEA Framework as presented.”

All in favour. Motion passed.

- **Appointment of Advisory Members to Board Committees**

C. Butler advised that the Governance & Nominating Committee supports and recommends that the existing Advisory Members be appointed to Board Committees to fill vacancies. The Board were in agreement.

Motion: Moved by P. Heck, seconded by R. Jurmalietis.

“That the Board of Directors accepts the recommendation of the Governance & Nominating Committee and appoints Marie-Pierre Lussier, Advisory Member, to the Finance Committee and Derik McArthur, Advisory Member, to the Audit Committee until the June 14, 2016 Annual General Meeting at which time they are eligible for reappointment for another term.”

All in favour. Motion passed.

- **Chief of Staff Selection Committee re Board Policy II-8 – Chief of Staff Direction**

The Board reviewed and agreed to the changes to the above noted Board policy. The policy was amended to include wording that the Chief of Staff is required to document all incidents which was not included in the former version of this policy.

Motion: Moved by P. Heck, seconded by P. Edmonds.

“That the Board of Directors accepts the recommendation of the Governance & Nominating Committee and approves Board Policy II-8 – Chief of Staff Direction as presented.”

All in favour. Motion passed.

- **Committee Meeting Evaluation**

The Board reviewed and agreed to the new Committee Meeting Evaluation Tool. Committee Evaluations will take place in April and the results will be reviewed at the May Committee Meetings.

Motion: Moved by J. Tweedy, seconded by R. Jurmalietis.

“That the Board of Directors accepts the recommendation of the Governance & Nominating Committee and approves the Committee Meeting Evaluation Tool as presented.”

- **Approval as Policies**

C. Butler presented the below noted policies that have been thoroughly reviewed by the Governance & Nominating Committee as well as the applicable Board Committee. Upon discussion, the Board was in agreement with the revised policies as presented.

- V-A-4A – Director/Ex-Officer Member Declaration and Consent
- V-A-4B - Advisory Member Declaration and Consent
- I-1 Vision, Mission, Value
- I-2 Strategic Planning
- I-4 Board Goals

- V-B-6 Board Work Plan
- VI-1 Support and Relationship with Stevenson Memorial Hospital Foundation
- VI-3 Contributions
- I-7 Privacy and Security of Information
- V-A-6 Board Size and Composition
- V-A-12 Position Description for a Board Standing Committee Chair
- V-A-13 Conflict of Interest
- V-B-1 Process for Nomination of Directors
- V-B-13 Review of Board Policies

Motion: Moved by P. Heck, seconded by M. Martin.

“That the Board of Directors accepts the recommendation of the Governance & Nominating Committee and approves the above noted policies as presented.”

All in favour. Motion passed.

10.2 Report of Executive Committee

There was no meeting of the Executive Committee since the last Board meeting.

11. Reports

11.1 Report of CEO

J. Levac advised that he is working with the CEO, SRHC, and together they are undertaking a review of the Memorandum of Understanding (MOU) which is a schedule of services outlined in the Management Services Agreement (MSA). J. Levac highlighted some of the proposed changes that are currently being discussed. Once the review is complete, the draft MOU will be presented to the Board for approval.

11.2 Report of the Auxiliary President

In addition to her written report, A. Hamby advised that she was interviewed by Rogers Television. She will advise when she is made aware of the air date.

11.3 Report of Foundation President

In addition to her written report, M. Barber thanked those Board members who have volunteered at the Home Show scheduled for this weekend.

11.4 Report of the Board Chair

A. Dresser provided the following update:

- Conducting the annual year-end interviews with the Board Directors.
- The recent power outage identified generator challenges which the Hospital is looking into; Stevenson still has its original 1964 generator.
- Will be looking to update our Strategic Plan this fall. Will be going out to RFP for a facilitator.
- Acknowledged that the Stevenson Professional Staff have donated \$5,000 towards physician recruitment.

***Motion: Moved by P. Edmonds, seconded by D. Blendick.
"That the Board of Directors accepts all reports as presented"
All in favour. Motion passed.***

A. Dresser excused all ex-officio members from the meeting except for the CEO and Recording Secretary, Sharon Knisley.

At this point in time, J. Murray and P. Edmonds also left the meeting.

12. In Camera Session

***Motion: Moved C. Butler, seconded by W. Fairley.
"That the Board moves to the in-camera session." All in favour. Motion passed.***

***Motion: Moved by R. Jurmalietis, seconded by D. Blendick.
"That the Board move back into the open session." All in favour. Motion passed.***

13. Next Meeting Date

The next Board meeting will be held on Thursday, May 5, 2016.

There being no further business, the meeting adjourned at 9:00 p.m.

Alan Dresser, Board Chair

Recording Secretary: Sharon Knisley