Geraldton District Hospital

Minutes of the

### Regular Board Meeting

Held in the Boardroom, Tuesday, February 7, 2017 at 5:30 p.m.

Present: Jamie McPherson Mark Wright Kathryn Legault

Voting Willy Anton Ralph Humphreys Sheri Taylor (T)

Myrna Letourneau Chico Tschajka

Non-Voting Lucy Bonanno Sylvie Duranceau Dr. Laine

Dr. Zufelt Diane Lauzon (recorder)

Regrets: Dorene Boulanger Dean Burke

Voting

Regrets: Laurie Heerema

Non-Voting

Absent: Peter Shebagabow

Guests: Dan Hill (T) Joanne Loubert Ian McPherson

# Board Composition (voting): 9 Elected 2 Appointments Total 11

**Current Vacancies (voting): 0 Elected 0 Appointments Total 0**

**Total Board Members (voting): 11 Present: 8 Attendance: 73%**

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| CALL TO ORDER | |
| 1.1.1 Welcome and Chair’s Opening Remarks:  ● The meeting was called to order at 5:31 p.m., by the Chair, J. McPherson.  ● J. McPherson read the treaty acknowledgment. The acknowledgement will be added to all agendas starting next month.  **Joanne Loubert, Investors Group Division Director:**  ● Members received a detailed financial report, which J. Loubert briefly reviewed.  ● J. Loubert reported that she will be making a $1,000 donation to the hospital, to which her head office will match. The donations will be received in two separate cheques.  ● No questions or concerns were raised for J. Loubert.  ● J. Loubert left the meeting.  ● J. McPherson noted that the Board should consider tendering the investment portfolio again because it has been over 5 years since its last review and award.  ● **The previous RFP will be added to the March agenda.**  **Dan Hill, Chief Financial Officer:**  ● D. Hill highlighted the Statement of Operations, noting the following:  - The Hospital is currently in a surplus position; mainly due to less sick leaves.  -There was a significant increase in “in lieu of” benefits.  ● D. Hill asked if there were any questions regarding the Balance Sheet. He noted that he had nothing to highlight regarding the balance sheet.  ● D. Hill reported that there has been a significant improvement over the last two quarters.   * 1. **Correspondence:**   ● J. McPherson noted that there is a meeting scheduled with the Board and the architects on Thursday, February 9 at 9:00 a.m.   * 1. **Education:**   1.3.1 Guide to Good Governance (Chapters 9 and 10):  ● J. McPherson informed the Board that the Not-for-Profit Corporations Act (Ontario) will not come in effect for quite some time. A 24-month notice is required ahead of time; therefore Chapter 10 will not be reviewed.  ● **J. McPherson and L. Bonanno will discuss the Board-Adopted Governance Policies (page 254) and report back at the next meeting.**  ● **Form 9.2, Sample Governance Audit Questionnaire, pages 256 and 257 will be included in the March Board package for review. Pages 258 and 259 will be included in the September Board package.**  ● Members discussed that the review of the Guide to Good Governance should count towards education sessions for members.  **It was moved by M. Letourneau and seconded by W. Anton that each Board member be given two education events attended for the entire review of the Guide to Good Governance.**  1.3.2 Management and Board Expectations:  ● For member information. The document is a good reminder for all members. | **Carried** |
| 2.0 ADOPTION OF THE AGENDA | |
| ● J. McPherson added the following items to the agenda.  6.1 Volunteers’ Tree of Life Nominations  8.6 Strategic Plan  **It was moved by R. Humphreys and seconded by S. Taylor to approve the agenda as amended.**  **Accreditation Standards – Governance:**  ● I. McPherson joined the meeting to review the governance accreditation standards.  ● J. McPherson reported that I. McPherson would create an action plan on behalf of the Board based on the attached list.  ● **The Ethics Framework will be attached to the next meeting package. The Framework requires Board review and approval.**  ● **Governing body members require signature of a statement acknowledging his or her role and responsibilities. This will be discussed at the April Board meeting.**  ● **CEO position profile: this will be discussed at the April Board meeting.**  ● **Annual CEO Performance Objectives: this will be discussed at the April Board meeting.**  **● Talent Management Plan: this will be reviewed at the May meeting.**  **● Communication Plan: this will be reviewed at the May meeting.**  ● There are several items that I. McPherson is following-up with Accreditation Canada.  ● Members then reviewed the results of the governance survey that was completed in October and reviewed at the November Board meeting.  ● The following were comments noted from the results:  -Question #9: today everyone feels that they have the opportunity to speak. Members felt that the question was misunderstood.  -Question #16: J. McPherson informed the Board that they will again participate in the OHA survey and the results will be compared to other hospitals.  -Question #21: members feel they have the opportunity to provide feedback. Members felt that the question was misunderstood.  -Question #24: one member questioned where the line is drawn on harm. Another member stated that harm cannot be avoided (i.e.: resident or patient falling out of bed, etc.). One incident should be reviewed by the Board every month. **A patient story will be added to the agenda starting next month.**  ● I. McPherson informed the Board members that PFCC is addressed in every department standards.  ● S. Duranceau informed the Board that a physiotherapist has been hired. Edward Rooney will be starting on February 21. S. Duranceau then left the meeting at 6:36 p.m. | **Carried** |
| **3.0 DECLARATION OF CONFLICTS OF INTEREST** | |
| ● No declaration of conflicts. |  |
| **4.0 CONSENT AGENDA** | |
| ● None. |  |
| **5.0 ITEMS LIFTED FROM CONSENT AGENDA** | |
| ● None. |  |
| **6.0 BUSINESS ARISING FROM MINUTES** | |
| **6.1 Volunteers’ Tree of Life Nominations:**  ● A list of past members serving over 10 years or other notable achievements was distributed.  ● Most Board members feel that past names should be on the tree.  ● J. McPherson will attend the next Volunteers’ Tree of Life Committee meeting to discuss such with the committee.  ● J. McPherson noted that he contacted Mr. Yule last year and he was okay with the recognition but stated that nobody would know who he was and he was not willing to come to Geraldton for the ceremony.  ● Following a lengthy discussion, the Board cannot nominate anyone at this time, based on the criteria. |  |
| **7.0 CAPITAL PLAN ED RELOCATION PROJECT UPDATE** | |
| ● L. Bonanno informed the members that an updated article was placed in the newspaper recently. She added that she also ordered a communication board to share news with staff.  ● L. Bonanno added that she has submitted more documents to Maureen Judge at the MOHLTC.  ● She added that a meeting with the architects and the Board is scheduled for this Thursday at 9:00 a.m. The ED Planning Committee will also meet again with the architects.  ● L. Bonanno added that things are moving along well; however there are still 4 more stages to go through.  ● J. McPherson noted that we have 1-year until about now to make it to tender due to provincial elections. |  |
| **8.0 NEW BUSINESS** | |
| 8.1 Annual Planning Cycle and Agenda Control:  ● The 2017/18 scheduled will be drafted and included in the next package for review.  8.2 Governance Process Policies (BOD-0GP1-12):  ● Deferred.  8.3 Executive Compensation:  ● J. McPherson informed the members that he attended a webinar regarding executive compensation last month.  ● He added that executive compensation is a complicated process and will require legal advice.  8.4 Accreditation Standards - Governance:  ● Previously discussed earlier in the meeting.  8.5 Electronic Package:  ● J. McPherson asked that the members think about receiving only electronic copies of the Board package. The package would then be viewed on screen during the meetings.  ● This will be further discussed at the next meeting.  8.6 Strategic Plan:  ● L. Bonanno stated that a RFP for a consultant to develop a new Strategic Plan, prior to accreditation, will be required.  ● L. Bonanno suggested accruing $50,000 for the consultant fee for 2017/18. The Board concurred. |  |
| **9.0 LINKAGES AND PARTNERSHIPS** | |
| 9.1 QIC Meeting Minutes and Score Card – January 19, 2017:  ● J. McPherson asked if there were any questions or concerns regarding the minutes.  ● It was noted that there was no quorum at the meeting.  9.2 Geraldton District Hospital Auxiliary (GDHA) Report:  ● M. Letourneau distributed a GDHA report at the start of the meeting  ● M. Letourneau highlighted the new GDHA Executive and report.  It was moved by M. Letourneau and seconded by K. Legault that the verbal report from the Auxiliary be accepted. | **Carried** |
| **10.0 MEDICAL STAFF** | |
| **10.1 Physician Privileges:**  ● None. |  |
| **11.0 CHIEF EXECUTIVE OFFICER (CEO) REPORT** | |
| ● J. McPherson asked if there were any questions or concerns regarding the CEO report.  ● No questions or concerns were raised.  **It was moved by W. Anton and seconded by C. Tschajka that the report from the CEO be accepted.** | **Carried** |
| **12.0 ROUND TABLE DISCUSSION** | |
| ● M. Letourneau asked if the treaty acknowledgment could be included on the agenda. She added that it was a good meeting.  ● Dr. Laine reported that there are two NOSM medical students currently here.  ● Everyone concurred it was a good meeting. |  |
| **13.0 BI-MONTHLY MEETING EVALUATION:** | |
| ● **J. McPherson requested that a meeting evaluation be included next month to evaluate this evening’s governance meeting.** |  |
| **14.0 TERMINATION OF REGULAR BOARD MEETING** | |
| **It was moved by R. Humphreys and seconded by C. Tschajka that the regular meeting be adjourned at 7:20 p.m.** | Carried |

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Board Chair Signature