

MEETING MINUTES
Board of Directors Meeting
Thursday December 1, 2022 @ 5:00 pm via Microsoft Teams



VALUES: Every day we deliver safe, high quality health care driven by our values.

I.C.A.R.E.

Integrity Compassion Accountability Respect Excellence

Member	Present/ Response	Member	Present/ Response
Norm Depta - Chair	Present	Nishika Jardine – Vice-Chair	Present
Jeff Stubbs – Treasurer	Present	John Murray – Past Chair	Regrets
Alison Howard	Present	Christina Wieder	Present
Colleen Butler	Present	David Knight	Regrets
Kevin Mullins	Late	Michael Vear	Present
Sheila Kaarlela	Present	Wendy Fairley	Present
Jody Levac – President and CEO	Present	William Bye – VP, CFIO	Present
Julia Sek – VP, CNE	Present	Dr. Jaco Scheeres, Chief of Staff	Present
Boris Pavlin – Chair, SMH Foundation	Present	Gary Munro – President of Auxiliary	Present
Dr. Ozzy Ramirez – Chair of Hosp. Med.	Regrets	Sharon Crowe – Board Liaison, EA	Present
		Rachael Ogorek - Guest	Present

	Item for Discussion	Action/MRP
1.	<p>WELCOME, CALL TO ORDER AND LAND ACKNOWLEDGEMENT</p> <p>1.1 Quorum N. Depta advised that a quorum was present.</p> <p>1.2 Declaration of Conflict of Interest N. Depta reminded Board members in attendance of their responsibility to declare conflicts of interest, as outlined in the Corporation’s Bylaws, and asked if anyone present wished to declare a conflict. None were declared.</p> <p>N. Depta also reminded Board members in attendance that they are deemed to have supported a motion if they do not expressly have their vote recorded otherwise in the minutes.</p> <p>1.3 Approval of the Agenda <i>Motion: Moved by C. Butler, seconded by W. Fairley.</i> <i>“That the agenda for the meeting, as presented, be and is hereby approved.”</i> <i>All in favour. Motion passed.</i></p>	N. Depta
2.	<p>PRESENTATION Equity, Diversity, and Inclusion Action Plan R. Ogorek shared the spread sheet of events and activities planned through the year to include education, patients with special needs, languages etc.</p>	R. Ogorek

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3.	<p>CONSENT AGENDA</p> <p>3.1 Board of Directors Meeting – November 3, 2022 3.2 Board Quality Committee Minutes – November 9, 2022 3.3 Governance and Nominating Committee Minutes – November 22, 2022 3.4 Finance, Audit and Property Committee Minutes – November 23, 2022 3.5 Joint Board Executive Meeting Minutes – November 17, 2022</p> <p><i>Motion: Moved by S. Kaarlela, seconded by N. Jardine. “That the consent agenda items be hereby accepted.” All in favour. Motion passed.</i></p>	N. Depta
8.	<p>**As J. Stubbs had to leave the meeting early, this section was moved up in the order of the agenda.</p> <p>FINANCE, AUDIT AND PROPERTY</p> <p>J. Stubbs updated the Board on the Finance, Audit and Property Committee meeting which took place on November 23rd, 2022. G. Ventrcek attended from BDO and did a presentation on this year’s Audit Plan and the Independence Letter. Engagement letter was not presented as this is still being confirmed.</p> <p>8.1 Financial Statements as at October 31, 2022 <u>Approval of the Financial Statements</u></p> <p><i>MOTION: Moved by J. Stubbs, seconded by M. Vear. “That the Stevenson Memorial Hospital Board of Directors approves the Financial Statements as of October 31, 2022, as recommended by the Finance, Audit and Property Committee.” All in favour. Motion passed.</i></p> <p>8.2 Attestation Q1 & Q2 includes Executive Expenses <u>Approval of Attestation Q1 & Q2 and Executive Expenses</u></p> <p><i>MOTION: Moved by J. Stubbs, seconded by C. Wieder. “That the Stevenson Memorial Hospital Board of Directors approves the Attestation Q1 and Q2 including the Executive Expenses as recommended by the Finance, Audit and Property Committee.” All in favour. Motion passed.</i></p>	

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	<ul style="list-style-type: none">➤ COVID/Flu update for our region➤ Crisis with hospitals in the province➤ ICU beds-adult verse child➤ Budgets this year and next➤ Redevelopment➤ Starting of the new Capital Committee➤ Discussions with Foundation on membership with Capital Campaign Committee➤ Local Political Engagement➤ Bill 7 update and risks➤ Need a board member on ethics committee <p>4.5 Report of President of Professional Staff Dr. Ramirez was not in attendance.</p> <p>4.6 Report of the Foundation B. Pavlin referenced his written report that was included in the Meeting package. There were no questions from the Board.</p> <p>4.7 Report of the Auxiliary President G. Munro gave the following report:</p> <ul style="list-style-type: none">➤ Raffle is the most successful raffle ever held. Will be able to cover three items off the capital list➤ Working to get volunteers back in the hospital. Have lost➤ volunteers over the last couple of years➤ Eight students about to start➤ New gift shop build starts next week. Opening hopefully in January➤ Was approached about sponsoring a fun run for the hospital. This was passed on to the Foundation. Volunteers will help at this event though➤ 50/50 draw, working to get it up and running. This will be a municipal level draw. This can go up to \$100,000. Working with Ascend company➤ Tree lighting on December 2nd	<p>Dr. Ramirez</p> <p>Boris Pavlin</p> <p>Gary Munro</p>
5.	<p>ONTARIO NOT-FOR-PROFIT CORPORATIONS ACT (ONCA) WORKING GROUP Looking at setting up external council to do articles of incorporation. When these are completed, will submit to the MOH for approval.</p>	J. Murray

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6.	<p>HOSPITAL QUALITY</p> <p>6.1 Quality of Care – Case Review N. Jardine outlined a Case review of a surgical patient that was presented at the Board Quality meeting.</p> <p>6.2 Patient Story N. Jardine detailed the story of a patient who attended the ED and had complaints about her care. There was a robust discussion of this story at the Board Quality Committee meeting.</p> <p>6.3 Board Scorecard N. Jardine summarized areas of the Board Scorecard and the Scorecard brief that was sent out in the meeting package.</p> <p>6.4 Quality Improvement Plan Update N. Jardine reviewed the QIP Briefing note that was including in the Board package.</p>	N. Jardine
7.	<p>GOVERNANCE and NOMINATING</p> <p>7.1 New Capital Projects Committee W. Fairley has crafted a letter to be sent out to the previous Redevelopment Committee explaining the new format.</p> <p>7.2 Policy 4.1-2 Role and Responsibility of the Board Chair Approval of Policy 4.1-2 Role and Responsibility of the Board Chair <i>MOTION: Moved by W. Fairley, seconded by K. Mullins. “That the Stevenson Memorial Hospital Board of Directors approves Policy 4.1-2 Role and Responsibility of the Board Chair as recommended by the Governance and Nominating Committee. All in favour. Motion passed.</i></p> <p>7.3 OHA Board Self-Evaluation Results W. Fairley updated the Board on the self-evaluation results of which only seven board members participated. Will try to find another option to participate in this self-evaluation.</p> <p>7.4 Terms of Reference for all Committees</p>	W. Fairley

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	<p>Approval of Board Quality Terms of Reference MOTION: Moved by W. Fairley, Seconded by K. Mullins “That the Board of Directors approve the Board Quality Committee Terms of Reference as reviewed and recommended by the Governance and Nominating Committee.” All in favour. Motion passed.</p> <p>Approval of Board Executive Terms of Reference MOTION: Moved by W. Fairley, Seconded by S. Kaarlela. “That the Board of Directors approve the Board Executive Committee Terms of Reference as reviewed and recommended by the Governance and Nominating Committee.” All in favour. Motion passed.</p> <p>Approval of Finance, Audit and Property Committee Terms of Reference MOTION: Moved by W. Fairley, Seconded by N. Jardine. “That the Board of Directors approve the Finance, Audit and Property Committee Board Terms of Reference as reviewed and recommended by the Governance and Nominating Committee.” All in favour. Motion passed.</p> <p>7.5 Mentor/Mentee Progress W. Fairley will be checking in with the mentors/mentees in the next month following the checklist and see how this program is coming along.</p> <p>7.6 Surveys for Board/Advisory vacancies/Officer positions and Competency Matrix Competency matrix will be updated at the January GNC Meeting adding Equity, Diversity, and Inclusion. Surveys will be sent out to Board and Committee members following this update.</p>	
9.	<p>REPORT OF THE BOARD CHAIR</p> <p>9.1 Joint Executive Committee Meeting Meeting took place November 17th, 2022 and discussed the partnership MOU. This has been amended by N. Jardine and will be sent out when completed. Also discussed common objectives that the committees are trying to achieve and how they can work together to support each other.</p>	N. Depta

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	<p>9.2 SMH Email update Reminded board to get their SMH emails set up and to notify IT if you have any issues or help.</p> <p>9.3 Capital Projects Committee This committee has evolved and will have J. Murray as the Chair as well as J. Stubbs, N. Jardine, and C. Wieder.</p> <p>Accept All Reports <i>Motion: Moved by C. Wieder, seconded by S. Kaarlela.</i> <i>“That all reports be and are hereby accepted as presented.”</i> <i>All in favour. Motion passed.</i></p>	
10.	<p>IN CAMERA <i>Motion: Moved by C. Butler, seconded by A. Howard.</i> <i>“That the Board moves to in-camera session.”</i> <i>All in favour. Motion passed.</i></p> <p><i>Motion: Moved by C. Wieder, seconded by S. Kaarlela.</i> <i>“That the Board moves into open session.”</i> <i>All in favour. Motion passed.</i></p> <p>The Board Chair advised that the following motions arose from the in-camera session: <i>Six (6) new applications for privileges for members of the medical staff;</i> <i>Eighteen (18) extensions in privileges for members of the medical staff; and</i> <i>Eight (8) changes in privileges for members of the medical staff.”</i></p>	N. Depta
11.	<p>UPCOMING MEETING DATES/SPECIAL EVENTS Next Board Meeting will be held on January 5, 2023, at 5 pm</p>	N. Depta
12.	<p>ADJOURNMENT There being no further business, the meeting adjourned at 7:30 p.m. Moved by C. Butler.</p>	N. Depta
13.	<p>DIRECTORS ONLY MEETING Governance Presentation</p>	N. Depta

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A handwritten signature in black ink, appearing to read "Norm Depta".

Norm Depta, Board Chair

Minutes recorded by: Sharon Crowe