

**Stevenson Memorial Hospital  
Meeting of Board of Directors**

February 1, 2018

Physical Therapy Department

5:00 p.m.

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**In attendance:**

**Elected Directors:** Michael Martin, Board Chair; Darlene Blendick; Colleen Butler; Norm Depta; Wendy Fairley; David Knight; Sheila Kaarlela; Marie-Pierre Lussier; John Murray; Jan Tweedy

**Ex Officio Directors:** Jody Levac, President & CEO; Carrie Jeffreys, VP, Patient Services & Chief Nursing Executive (by phone); Diane Munro, President SMH Auxiliary; Marg Barber, Board Chair, Foundation; Dr. Barry Nathanson, Chief of Staff; Dr. Shazia Ambreen, President of Professional Staff (by phone)

**Staff:** Paul Heck, Chief Financial & Information Officer

**Guests:** Cindy Clarke, BLG; Patsy Morrow, KM&T; Kelly Rowntree, Manager Quality, Risk and Patient Experience; Rachael Ogorek, Corporate Communications Specialist

**Regrets:** Paul Edmonds

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**1.0 WELCOME & CALL TO ORDER**

**1.1 Quorum**

M. Martin welcomed the Directors to the meeting and advised there was a quorum.

**1.2 Declaration of Conflict of Interest**

M. Martin 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.

**1.3 Approval of the Agenda**

*Motion: Moved by D. Knight, seconded by M.P. Lussier.*

*"THAT the Board of Directors accepts the agenda a presented."*

*All in favour. Motion passed.*

**2. CONSENT AGENDA**

2.1 Board of Directors Minutes – December 7, 2017

***Motion: Moved by D. Knight, seconded by M. Barber.  
"THAT the Board of Directors accepts the consent agenda as presented."  
All in favour. Motion passed.***

### **3. Governance & Nominating Report**

J. Murray provided an update to the Board regarding the decision of the Governance & Nominating Committee to promote Shelly Cunningham to a Board Director until the next annual general meeting.

***Motion: Moved by W. Fairley, seconded by D. Blendick.  
"THAT the Board of Directors accepts the recommendation of the Governance & Nominating Committee that Shelly Cunningham be appointed as a Director of Stevenson Memorial Hospital (SMH) to fill the vacancy created by the resignation of R. Jurmalietis, to serve as a Director until the next Annual General Meeting of SMH (June 2018)."***

**Action:** S. MacDougall is to send invitations for the scheduled Board of Directors meetings for the remainder of the year.

### **4. Corporate Scorecard**

Kelly Rowntree, Manager of Quality, Risk and Patient Experience presented the corporate scorecard for review. The results for the quarter were reviewed and discussed.

***Motion: Moved by W. Fairley, seconded by J. Murray.  
"THAT the Board of Directors approves the corporate scorecard format as presented."  
All in favour. Motion passed.***

Dr. Shazia Ambreen joined the meeting at this time.  
Carrie Jeffreys left the meeting at this time.

### **5. Physician Credentialing & Privileges**

M. Martin introduced Cindy Clarke, Partner at Borden, Ladner & Gervais (BLG), National Group Head, Specialized Litigation who provided the Board with a presentation regarding Physician Credentialing and Privileges, a copy of which is included in the minute book. Ms. Clarke is also the Client Relationship Partner at BLG with the Healthcare Insurance Reciprocal of Canada (HIROC).

Physicians require Hospital privileges to see patients, no exceptions. All physicians have comprehensive legal coverage with the Canadian Medical Protective Association (CMPA). Ultimately, Doctors are independent practitioners and are responsible for their actions. Often the public is not aware of the nuances of the roles and expect that the Hospital is responsible for care and the institution's reputation will be at stake.

As a matter of due diligence, Hospitals are required to follow a stringent credentialing process for Professional Staff as outlined in their Bylaws. Each year, Professional Staff must reapply for

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privileges; once again, a stringent reappointment process is followed. It is important to develop a robust process for physician performance reviews with consideration of the question “are our physicians offering care at the level we are comfortable with?” Should it be deemed necessary, the Chief of staff or designate, can revoke privileges whether it be immediately, planned or prior to granting the yearly privileges. If a dispute arises, the applicant can request a hearing with the Board of Directors.

The role of the Board is to approve the appointment of Professional Staff based on the recommendation of the Medical Advisory Committee as well as have confidence in the oversight of the Chief of Staff and Chief Executive Officer. In the event a hearing is requested, the Board must have representatives with no knowledge or bias to the issues to be discussed. Conflicts can be managed by a small number of Board representatives and the Chief of Staff and could then preserve the integrity of the Board at large.

Kelly Rowntree left the meeting at this time.  
Carrie Jeffreys joined the meeting at this time.  
Rachel Ogorek joined the meeting at this time.

## **6. STRATEGIC PLAN**

J. Levac introduced Patsy Morrow, Consultant, KM&T, to provide a presentation of the draft Strategic Plan that has been developed.

Five elements were considered as part of our planning session:

- Vision,
- Mission,
- Values,
- Patient Experience and Community Engagement,
- Partnerships and Collaboration.

The feedback from the Board was that an ad hoc working group of Directors meet to review and refine the statements presented. The volunteers were S. Kaarlela, W. Fairley, N. Depta, M.P. Lussier and J. Murray. **Action:** S. MacDougall to coordinate a meeting prior to Feb 9<sup>th</sup>, 2018.

Rachael Ogorek left the meeting at this time.

## **7. Chairs Report**

The Hospital’s Operating budget, also known as the Hospital Annual Planning Submission (HAPS) is due to the Central Local Health Integration Network (Central LHIN) by February 9, 2018. Further to the operating budget approved by the Finance Committee, it has been decided to revise the projected deficit; therefore, a special meeting of the Finance Committee and the Board of Directors is being called for Monday February 5, 2018. The conversation on

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Monday will include a new motion for approval of an amended HAPS submission with a reduced deficit.

Paul Heck left the meeting at this time.

***Motion: Moved by N. Depta, seconded by S. Kaarlela.  
"THAT the Board of Directors approves the reports received."  
All in favour. Motion passed.***

#### **10. In Camera Session**

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

***Motion: Moved by J. Tweedy, seconded by W. Fairley.  
"That the Board move back into the open session." All in favour. Motion passed.***

The Board Chair advised that the following motion arose from the in-camera session:

***Motion: Moved by S. Kaarlela, seconded by J. Murray.  
"That the Board accepts the recommendation of the Medical Advisory Committee to approve:***

- One (1) new applications for professional staff; and***
- Five (5) changes in privileges for members of the professional staff.***
- The complete list, as presented, of the summary of 2018 reappointments."***

***All in favour. Motion passed.***

#### **11. Next Meeting Date**

The next Board meeting will be held on Thursday, March 1, 2018.

There being no further business, the meeting adjourned at 8:15 p.m.



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Michael Martin, Board Chair

Recording Secretary: Sarah MacDougall

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