

MEETING MINUTES
Board of Directors Meeting
Thursday June 8, 2023 @ 5:00 pm via Microsoft Teams



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

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Integrity Compassion Accountability Respect Excellence

Member	Present/Response	Member	Present/Response
Norm Depta - Chair	Present	Nishika Jardine – Vice-Chair	Regrets
Jeff Stubbs – Treasurer	Present	John Murray – Past Chair	Regrets
Alison Howard	Present	Christina Wieder	Present
Colleen Butler	Regrets	David Knight	Present
Kevin Mullins	Regrets	Michael Vear	Present
Sheila Kaarlela	Present	Wendy Fairley	Present
Jody Levac – President and CEO	Present	William Bye – VP, CFIO	Present
Julia Mullen – 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
Tracey Taylor - Guest	Present	Carla Beckett - Guest	Regrets

	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>1.3 Approval of the Agenda <i>Motion: Moved by S. Kaarlela, seconded by C. Wieder.</i> <i>“That the agenda for the meeting, as presented, be and is hereby approved as amended.”</i> <i>All in favour. Motion passed.</i></p>	N. Depta
2.	<p>PRESENTATION</p> <p>2.1 HIROC Claims Report T. Taylor presented the 2022/23 claims compared to the last five year and ten-year history. Also provided an update on legal claims. Reviewed the indemnity, total reserves and total incurred. Also reviewed the Peer Comparison report and average cost per claim including top costs, which are Maternal/Neonate, Falls and Emergency Department.</p> <p>The Chair thanked T. Taylor for the informative presentation.</p>	T. Taylor

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4.	<p>BUSINESS ARISING FROM CONSENT AGENDA J. Levac spoke to the Strategic Plan and asked for approval from the Board on the revised document that was sent out.</p> <p>Approval of the 2023-2026 Strategic Plan <i>MOTION: Moved by D. Knight, seconded by M. Vear.</i> <i>“That the Stevenson Memorial Hospital Board of Directors approves the 2023-2028 Strategic Plan as presented.”</i> <i>All in favour. Motion passed.</i></p>	N. Depta
5.	<p>REPORTS</p> <p>5.1 Report of the Chief of Staff Dr. J. Scheeres updated on the following:</p> <ul style="list-style-type: none"> ➤ Hospital On-Call Coverage (HOCC) ➤ Physician Manpower ➤ PSA, CME and M&M Rounds ➤ Physician Wellness and Burnout <p>5.2 Report of the VP. CFIO W. Bye updated the Board directors on the following:</p> <ul style="list-style-type: none"> ➤ Year End 22/23 ➤ Funding for 23/24 ➤ Remediation Measures to date ➤ Capital Requirements <p>5.3 Report of the VP, CNE J. Mullen updated on:</p> <ul style="list-style-type: none"> ➤ Hand Hygiene compliance ➤ Director Portfolio updates ➤ Senior Friendly Care Committee ➤ M.A.I.D ➤ Data – by the numbers ➤ Winner of the Nursing Award – Steve Dobbs <p>5.4 Report of the President and CEO</p>	<p>Dr. J. Scheeres</p> <p>William Bye</p> <p>Julia Mullen</p> <p>Jody Levac</p>

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	<p>J. Levac updated the Board on the following:</p> <ul style="list-style-type: none"> ➤ Status of architect’s deadlines and schedule ➤ Helipad and parking updates ➤ Design of rooms and floor plans ➤ Interior/exterior design and colours ➤ Simcoe Muskoka Hospital Healthcare Roundtable ➤ Budget – OHA update ➤ Bill 124 ➤ Staff Morale and challenges ➤ Upcoming activities for June <p>5.5 Report of the President of the Professional Staff Dr. Ramirez was not in attendance.</p> <p>5.6 Report of the Auxiliary President G. Munro updated on the following:</p> <ul style="list-style-type: none"> ➤ \$5000 in sales in the gift shop. ➤ Raffle is up and running and sold \$7500 worth of tickets already. ➤ Recruiting volunteers and we need in every area as well as Executive members. ➤ Vending machine for the lobby. G. Munro and his wife to buy the machine. ➤ 50/50 draw is still not off the ground, lots of difficulty with licensing etc. ➤ G. Munro is looking forward to retirement from President of the Auxiliary <p>5.7 Report of the Foundation Board Chair B. Pavlin’s report was included in the meeting package. Fundraising has been going well in the past month. Have created new messaging and focusing staff to encourage unrestricted giving. Foundation has a full slate of Directors for the coming year.</p>	<p>Dr. Ramirez</p> <p>Gary Munro</p> <p>Boris Pavlin</p>
<p>6.</p>	<p>INVESTMENTS</p> <p>6.1 Draft Audited Financial Statements as at March 31, 2023 These were reviewed in detail by the Auditor at the last Finance, Audit and Property Committee meeting.</p> <p><i>Motion: Moved by D. Knight, seconded by M. Vear.</i></p>	<p>J. Stubbs</p>

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	<p><i>“On the recommendation of the Finance, Audit and Property Committee, the Board of Directors approves the draft 2022/23 audited financial statements as at March 31, 2023 as presented and authorizes the Board Chair and Board Treasurer to sign the financial statements as evidence of such approval.”</i> <i>All in favour. Motion passed.</i></p> <p>6.2 Appointment of Auditors We have one year remaining in our agreement with BDO and at this point in time we recommend we carry on with BDO. This will be voted on at the Annual Meeting on June 20th, 2023.</p> <p>6.3 2022/23 H-SAA Declaration of Compliance – Schedule D Circulated with meeting documents was the 2022/23 Hospital Service Accountability Agreement (HSAA) Declaration of Compliance – Schedule D.</p> <p><i>MOTION: Moved by D. Knight, seconded by S. Kaarlela.</i> <i>“That the Board of Directors accepts the recommendation of the Finance, Audit and Property Committee to approve the Hospital Service Accountability Agreement – Schedule D Declaration of Compliance for 2022/23.”</i> <i>All in favour. Motion passed.</i></p> <p>6.4 2022/23 M-SAA Declaration of Compliance – Schedule F Circulated with the meeting package was the 2022/23 Multi-Sector Accountability Agreement (M-SAA) Declaration of Compliance – Schedule F. This M-SAA Declaration applies to the Mary McGill Community Mental Health Centre and Matthew’s House Hospice programs. Management confirmed the Hospital is in compliance.</p> <p><i>MOTION: Moved by C. Wieder, seconded by W. Fairley.</i> <i>“That the Board of Directors accepts the recommendation of the Finance, Audit and Property Committee to approve the Multi-Sector Accountability Agreement – Schedule F Declaration of Compliance for 2022/23.”</i> <i>All in favour. Motion passed.</i></p> <p>6.5 2022/23 Attestation prepared in accordance with BPSAA Circulated with the meeting documents was the 2022/23 Year End BPS Accountability Attestation</p>	

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	<p><i>MOTION: Moved by A. Howard, seconded by D. Knight. “That the Board of Directors accepts the recommendation of the Finance, Audit and Property Committee to approve the 2022/23 – Year End Broader Public Sector Accountability Attestation as presented.” All in favour. Motion passed.</i></p> <p>6.6 2022/23 Compliance Report – Compensation Arrangements Circulated for information was the 2022/23 Compliance Report – Compensation.</p> <p><i>MOTION: Moved by W. Fairley, seconded by M. Vear. “That the Board of Directors accepts the recommendation of the Finance, Audit and Property Committee to ratify the 2022/23 Compliance Report – Compensation Arrangement as signed by the CEO.” All in favour. Motion passed as amended.</i></p>	
7.	<p>GOVERNANCE 7.1 Committee Structure</p> <p>Approval of the Slate of Director Candidates <i>MOTION: Moved by W. Fairley, seconded by J. Stubbs. “That the Stevenson Memorial Hospital Board of Directors approve the following slate of candidates as Board directors; David Knight and Nishika Jardine be re-elected for a three (3) year term; and Tanja Webster be elected for a 3 year term; and furthermore that these names be brought forward for consideration by the voting members of the Corporation at the Annual General Meeting scheduled for June 20th, 2023.” All in favour. Motion passed.</i></p> <p>Board Directors to Board Committees <i>MOTION: Moved by W. Fairley, seconded by S. Kaarlela. “That the Board of Directors approves the Board Committees’ membership as presented.” All in favour. Motion passed.</i></p> <p>Advisory Members to Board Committees <i>MOTION: Moved by W. Fairley, seconded by C. Wieder.</i></p>	W. Fairley

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	<p><i>“That the Board of Directors approves the Advisory members on Board Committees’ as presented.”</i> <i>All in favour. Motion passed.</i></p> <p>Change in governance motion for New Board Directors MOTION: Moved by S. Kaarlela, seconded by J. Stubbs <i>“That the Governance and Nominating Committee recommend to the SMH Board of Directors fill in one Board Director vacancy with Tanja Webster for a three (3) year term.</i> <i>All in favour. Motion passed.</i></p> <p>Extending Jeff Stubbs term as Treasurer MOTION: Moved by S. Kaarlela, seconded by J. Stubbs <i>“That the SMH Board of Directors approves extending J. Stubbs term as Treasurer for one year”.</i> <i>All in favour. Motion passed.</i></p> <p>7.2 ONCA Update – deferred.</p> <p>7.3 Approve By-Law Changes/Articles of Amendment Approval of Amendment to Corporate Bylaw 4, Section 4.3, Item (v) MOTION: Moved by W. Fairley, seconded by S. Kaarlela. <i>“That the Board of Directors approve the Amendment to Corporate Bylaw 4, Section 4.3 Item (e) which refers to an “excluded person” as related to Article 1, Section 1.1 item (n) to remove this item related to Qualifications (v) and to refer this change to the Annual Meeting of the Corporation to be held June 20, 2023 for final approval.</i> <i>All in favour. Motion passed. D. Knight abstained.</i></p> <p>Approval of amendment to the Corporate Bylaw – Article 1 This motion was deferred at this time.</p> <p>Long discussion ensued about having a flex number of Board members. Board of Directors agreed on trying to recruit again in September to fill the one board vacancy.</p>	

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	<p>Approval of amendment to the Corporate Bylaw Article 9, section 9.3 (a) and (b) <i>MOTION: Moved by S. Kaarlela, seconded by C. Wieder.</i> <i>“That the Board of Directors approve the amendment to the Corporate Bylaw Article 9, section 9.3 (a) and (b) to read “Unless otherwise provided in this By-law, the officers of the Corporation shall hold office for one (1) year from the date of appointment or until their successors are elected or appointed in their stead.</i> <i>The Chair, Vice-Chair and Treasurer shall be eligible for reappointment for one (1) additional one-year term. The Secretary shall be eligible for reappointment for two (2) additional one-year terms; however, if the Chief Executive Officer is appointed as the Secretary, then the maximum term of office shall not apply to the Secretary. Notwithstanding the foregoing, the Board may extend the maximum number of successive one-year terms of the Chair, Vice-Chair and Treasurer in extraordinary circumstances. Officers shall be subject to removal by Board resolution at any time. Also to refer this change to Annual Meeting of the Corporation scheduled for June 20, 2023 for approval.”</i> <i>All in favour. Motion passed.</i></p> <p>7.4 Approval of Policy 4.1-5 Role and Responsibilities of the Board Secretary <i>MOTION: Moved by J. Stubbs, seconded by M. Vear.</i> <i>“That the Stevenson Memorial Hospital Board of Directors approves Policy 4.1-5 – Role and Responsibilities of the Board Secretary as recommended by the Governance and Nominating Committee.”</i> <i>All in favour. Motion passed.</i></p> <p>7.5 Review Annual GNC Work Plan <i>MOTION: Moved by W. Fairley, seconded by A. Howard.</i> <i>“That the Stevenson Memorial Hospital Board of Directors approves the Governance and Nominating Committee’s Work Plan as presented.</i> <i>All in favour. Motion approved.</i></p> <p>7.6 Board and Advisory Member Orientation Session <i>This has been booked for Sept 28th, 2023.</i></p>	

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8.	<p>SAFE, QUALITY CARE</p> <p>8.1 Patient Experience Story C. Wieder and J. Mullen reviewed these cases for the Board. This case was a reminder to discuss Advanced Care Planning with your loved ones.</p> <p>8.2 Case Review Dr. J. Scheeres reviewed the Obstetrical case review included in the meeting package and reviewed the action items.</p> <p>8.3 Patient Experience Feedback Report C. Wieder went through this report that was included in the meeting package including Concern Themes and Compliments vs. Complaints by department.</p> <p>8.4 Balanced Scorecard and Brief C. Wieder reviewed the Scorecard briefing note with targets and mitigations. <i>MOTION: Moved by J. Stubbs, seconded by S. Kaarlela.</i> <i>“That the Board of Directors approves the proposed Board Scorecard for 2023/24 as recommended by the Board Quality Committee.</i> <i>All in favour. Motion passed.</i></p>	C. Wieder
9.	<p>REDEVELOPMENT</p> <p>9.1 Approval of Design Concept as presented <i>MOTION: Moved by J. Stubbs, seconded by C. Wieder.</i> <i>“That the Board of Directors accepts the recommendation from the Capital Projects Committee to approve the Stage 2.1 design concept as presented; and approve the SMH Foundation and SMH Corporate Communications make these plans available for public awareness.</i> <i>All in favour. Motion passed.</i></p>	J. Levac
10.	<p>REPORT OF THE BOARD CHAIR N. Depta updated that he attended the Healthcare Roundtable with MPPs along with J. Levac. All Board Chairs and CEOs from local hospitals were in attendance.</p> <p>Accept All Reports <i>Motion: Moved by W. Fairley, seconded by C. Wieder.</i> <i>“That all reports be and are hereby accepted as presented.”</i></p>	N. Depta

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	<i>All in favour. Motion passed.</i>	
11.	<p>IN CAMERA <i>Motion: Moved by D. Knight, 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 J. Stubbs, seconded by W. Fairley.</i> <i>“That the Board moves into open session.”</i> <i>All in favour. Motion passed.</i></p>	N. Depta
12.	<p>UPCOMING MEETING DATES/SPECIAL EVENTS Annual Meeting – June 20th @ 5:30 pm – Lions Hall – 60 Boyne St.</p>	N. Depta
13.	DIRECTORS ONLY MEETING	N. Depta
14.	<p>ADJOURNMENT There being no further business, the meeting adjourned at 8:15 p.m. Moved by W. Fairley.</p>	N. Depta
15.	Action Items Summary	

Norm Depta, Board Chair

Minutes recorded by: Sharon Crowe