

# MEETING MINUTES

## Board of Directors Meeting

Thursday September 7, 2023 @ 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	Late	John Murray – Past President	Present
Tanja Webster	Present	Christina Wieder	Present
Sheila Kaarlela	Regrets	David Knight	Present
Kevin Mullins	Present	Michael Vear	Present
David Green – Chair, SMH Foundation	Present	Wendy Fairley	Present
Jody Levac – President and CEO	Present	William Bye – VP, CFIO	Present
Julia Sek – VP, CNE	Present	Dr. B. Nathanson, Chief of Staff	Present
Dr. Ozzy Ramirez – Chair of Hosp. Med	Regrets	Carla Beckett – President of Auxiliary	Present
		Sharon Crowe – Board Liaison, EA	Present
A=Accepted		D=Declined/Regrets	
		N=No Response	
		T=Tentative	

	Item for Discussion	Action/MRP
1.	<p><b>WELCOME, CALL TO ORDER AND LAND ACKNOWLEDGEMENT</b></p> <p><b>1.1 Quorum</b> N. Depta advised that a quorum was present.</p> <p><b>1.2 Declaration of Conflict of Interest</b> 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><b>1.3 Approval of the Agenda</b> <i>Motion: Moved by J. Murray, seconded by W. Fairley.</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><b>PRESENTATION</b> No presentation this month.</p>	
3.	<p><b>CONSENT AGENDA</b></p> <p>3.1 Board of Directors June 8, 2023 3.2 Board Executive Committee Meeting – June 12, 2023 3.3 Special Board Directors Meeting – July 25, 2023 3.4 Capital Projects Committee Meeting – August 10, 2023 3.5 Special Board Meeting re: Redevelopment – August 18, 2023</p>	N. Depta



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	<p><b>C. Beckett left the meeting at 6:09 pm.</b></p> <p><b>4.4 Report of the VP, CNE</b> J. Mullen updated on the following:</p> <ul style="list-style-type: none"><li>• Hand hygiene compliance</li><li>• Clinical Portfolio update</li><li>• Updated on the At Home program, OHT, HHR</li><li>• By the numbers</li></ul> <p><b>4.5 Report of the President and CEO</b> J. Levac updated on the following:</p> <ul style="list-style-type: none"><li>• OB Redirect</li><li>• Working Capital and Structural Readjustment to Base Budget</li><li>• Ministry of Health commitment</li><li>• Bill 124</li><li>• Redevelopment – Capital Branch update</li><li>• HHR and RTs</li><li>• Briar Hill Presentation</li><li>• Fracture Clinic 10<sup>th</sup> Anniversary</li></ul> <p><b>4.6 Report of President of Professional Staff</b> ➤ Dr. Ramirez was not in attendance.</p> <p><b>4.7 Report of the Foundation</b> D. Green referenced his report that was sent in the meeting package. Also updated on:</p> <ul style="list-style-type: none"><li>• Commended the Board and staff for working so hard for the hospital.</li><li>• Foundation is committed to the redevelopment of SMH</li><li>• Wants to work together to build a stronger relationship with the Foundation Board and SMH Board</li><li>• Wants to build a better network to support fundraising</li><li>• Working on the 50/50 draw and wanted to get this started</li><li>• Discussed the steering committee for the mid-campaign review</li></ul> <p><b>D. Knight left the meeting at 7:11 pm.</b></p>	<p>Julia Mullen</p> <p>Jody Levac</p> <p>Dr. Ramirez</p> <p>David Green</p>
5.	<p><b>ONTARIO NOT-FOR-PROFIT CORPORATIONS ACT (ONCA) WORKING GROUP</b></p> <p><b>5.1 Monthly Report</b> J. Murray updated that he has exchanged emails with the lawyers at Miller Thompson. They are working on our ONCA compliant bylaw requirements.</p>	J. Murray
6.	<p><b>REDEVELOPMENT</b></p>	J. Murray

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	<p><b>6.1 Update from the Chair of the Capital Projects Committee</b> J. Murray point the Board to the Committee minute of August 10<sup>th</sup> and noted the following:</p> <ul style="list-style-type: none"><li>• Stage 2.1 Schematic design</li><li>• Site Plan Approval</li><li>• Early Works</li><li>• Stage 2.2 Detailed Design</li></ul>	
7.	<p><b>REPORT OF THE BOARD CHAIR</b></p> <p><b>7.1 Board Work Plan</b> N. Depta reviewed the Board Work Plan which was included in the meeting package.</p> <p><i>Motion: Moved by J. Murray, seconded by T. Webster</i> <i>“That the Board of Directors approve the 2023-24 Board Work Plan as presented.”</i> <i>All in favour. Motion passed.</i></p> <p><b>7.2 Board Memorandum of Understanding Agreements</b> Three MOU’s were included in the meeting package. The 4 Hospital Agreement will be sunsetted. Shine Agreement is well done and specific and legal. Foundation MOU, updated draft will be sent to Foundation of this agreement.</p> <p><b>7.3 Policy 2.6-2 – Whistleblower Policy</b> <i>Motion: Moved by N. Jardine, Seconded by J. Stubbs</i> <i>“That the Board of Directors approve Policy 2.6-2 - Whistleblower Policy as presented”</i> <i>All in favour. Motion passed.</i></p> <p><b>7.4 Approval of Policy 2.6-3 – Occupational Health and Safety Policy</b> <i>Motion: Moved by J. Murray, Seconded by J. Stubbs</i> <i>“That the Board of Directors approve Policy 2.6-3 - Occupational Health and Safety Policy as presented”</i> <i>All in favour. Motion passed.</i></p> <p><b>7.5 Approval of Policy 4.3-2 – Electronic Meeting Policy</b> <i>Motion: Moved by J. Murray, Seconded by N. Jardine</i></p>	N. Depta

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	<p><i>“That the Board of Directors approve Policy 4.3-2 - Electronic Meeting Policy as presented”</i>  <i>All in favour. Motion passed.</i></p> <p><b>7.6 Approval of Policy 2.7-1 – Board Expectations of and Processes Concerning the Chief Executive Officer</b>  <i>Motion: Moved by M. Vear, Seconded by C. Wieder.</i>  <i>“That the Board of Directors approve Policy 2.7-1 - Board Expectations of and Processes Concerning the Chief Executive Officer as presented”</i>  <i>All in favour. Motion passed.</i></p> <p><b>7.7 Report of the Board Chair</b>            D. Green and N. Depta had a lunch meeting to discuss the Foundation Board and the Hospital Board working together. They feel there is a common vision.            N. Depta will be attending Steering Committee meetings for reevaluation of the fundraising efforts and strategies.            N. Depta has asked the GNC to review meetings for effectiveness and to look at benchmarking with other hospitals.            The Board was encouraged to connecting with N. Depta at any time.</p> <p><b>7.7 Accept All Reports</b>  <i>Motion: Moved by N. Jardine, seconded by W. Fairley</i>  <i>“That all reports be and are hereby accepted as presented.”</i>  <i>All in favour. Motion passed.</i></p>	
8.	<p><b>IN CAMERA</b>  <i>Motion: Moved by T. Webster, seconded by K. Mullins</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 J. Murray</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:</p> <ul style="list-style-type: none"> <li>• Thirteen (13) new applications for privileges for members of the medical staff;</li> </ul>	N. Depta

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	<ul style="list-style-type: none"><li>• Six (6) extensions of privileges for members of the medical staff; and</li><li>• Eleven (11) changes in privileges for members of the medical staff.”</li></ul>	
9.	<b>UPCOMING MEETING DATES/SPECIAL EVENTS</b> <ul style="list-style-type: none"><li>• Board Meeting - October 5, 2023</li></ul>	N. Depta
10.	<b>ADJOURNMENT</b> <p>There being no further business, the meeting was adjourned at 7:44 p.m. Moved by J. Stubbs. Motion passed.</p>	N. Depta
11.	<b>DIRECTORS ONLY MEETING - To be held after the meeting</b>	N. Depta
12.	<b>Action Items Summary</b>	

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

Norm Depta, Board Chair

Minutes recorded by: Sharon Crowe