

**BOARD OF DIRECTORS
OPEN MINUTES**

Tuesday, January 28, 2020 at 1700 hours
Hospital Boardroom

Present: Patricia Willard-Inglis, Acting Chair
Elected Directors: Maurice Landriault Jim Rowe
(Voting) Denise Balch Dan Fenety (via skype)
Georgette Saxton Jocelyn Moreno
Pascal Simard Richard Males
Bruce Hawkins (via skype)

Ex Officio Directors: Mike Baker, Secretary Erin Montgomery
(Non-Voting)

Also Present: Andrew Brown (CFO)

Recording Secretary: Carla Scott

Regrets: Dr. Colleen Davies

Absent: Dr. Nichole Currie

Quorum - majority of Voting Members or 6 Voting Members

1. **Call to Order** - The meeting was called to order at 1730 hours.
2. **Declaration of Conflict of Interest** - None.
3. **Approval of the Agenda** - The agenda was presented for approval. No objections noted.
4. **Education Session**
Carla Scott presented on the credentialing of professional staff (**Appendix A**) which included: what credentialing is and the legal context; roles and responsibilities; the aspects of credentialing and the application process for initial appointment.
5. **Approval of the Previous Minutes**
The minutes of the Open Board of Directors meeting of November 26, 2019 were taken as read and verified.
6. **Board Chair Report – None.**
7. **Administration Report**
 - 7.1. **President & Chief Executive Officer’s Report**
Pre-circulated for members’ review was Mike Baker’s report (**Appendix B**). Activities for the period of November 26 – February 24, 2020 were highlighted including: ONE

Project, Occupancy, Auditor General's Report, Temiskaming Health Team; HAPS/budget planning and senior team meetings.

The operations scorecard for the period ending December 31, 2019 was pre-circulated for members' review (**Appendix C**). Mike Baker highlighted the initiatives underway. The emergency department visits are trending down from last year, however with the spike expected for the next three months due to the influenza season, the year-end projection is still reasonable.

Mike Baker presented on the ONE project and the formation of the ONE Advocacy Working Group (**Appendix D**) which will be focused on lobbying government funding for the project as well as continued funding for future expansion and updating.

Mike presented on the ONE Governance Model (**Appendix E**) which was developed at a planning session in Sudbury where all 24 hospitals were represented. The final design was determined and guided by the partnership themes: equitable, fair, unbiased, shared benefits, risk and decision-making, flexible (for growth), value, cost-effective, efficient; inclusive, but not onerous and finally systems consolidation.

Three main models considered included: Purchased Service, Lead Agency (NEON model) and the development of NewCo. NewCo was the agreed upon approach.

Many aspects of the NewCo model were reviewed with the Board including: Physician Advisory Committee, Clinical Steering Committee and Board Advisory Committee; customer versus member; Board composition and approval structure; staffing resources; and costing model. All CEO's will obtain Board resolutions in January.

MOTION 1

Moved by: Denise Balch Seconded by: Maurice Landriault

A. That the Board of Directors accepts and endorses the recommendations of the ONE Workshop and agrees to proceed collaboratively towards further development of a NewCo governance model and operating model based on these recommendations.

B. The Hospital will not be legally committed to participate in the NewCo until it approves and signs a Memorandum of Understanding reflecting the more detailed recommendations to be developed at Workshop 2 (February 2020). This MOU is expected to be presented to the Hospital on or before September 2020.

CARRIED

7.2. Chief Nursing Executive's Report

The report (**Appendix F**) was pre-circulated for members' information which focused on: in-patient occupancy and capacity, Northern College – Campus/Community Partnership Project, Coronavirus, and telemedicine services.

The Senior Leadership Team provided a general overview of the hospitals preparations for the coronavirus including clinical and support services readiness. Daily communication is received from authentic sources. A review of our pandemic plan is underway to ensure protocols are up-to-date. Major items covered by the plan include: managing inventory, staffing, reassignment of staff, communication, security, maintaining only essential services, segregation and cohort of patients, dealing with

patient surge, including triaging and admission, inpatient capacity, morgue capacity and standards of care.

Dan Fenety exited the meeting at 1858 hours.

7.3. Chief Financial Officer's Report

The report (**Appendix G**) was pre-circulated for members' information which focused on: November results and year end projection, capital project update, cybersecurity enhancements and information technology and quality improvement.

8. Committees

8.1. Quality & Service Planning Committee

Pre-circulated for members' information were the minutes of the meeting held on January 8, 2020. Denise Balch provided a summary of the meeting and Erin Montgomery spoke to the priority indicators of the 2020/21 Quality Improvement Plan.

8.2. Finance & Resource Planning Committee

Pre-circulated for members' information were the minutes of the meeting held on January 20, 2020. Pascal Simard noted the hospital's year end projected operating deficit remains at \$85,786, same as the October 2019 projection.

A summary was provided on the HAPS revenues and expenses. The final 2020/21 HAPS will be submitted with a deficit of \$1,144,681.

- With the Kirkland and District Hospital CT going live in January 2020, there is a loss of \$290K in "recoveries and miscellaneous revenues".
- Occupancy rate planned for 98%, an increase from 87% in 2019-20 budget.
- Assumed conversion of 2019-20 one-time funding (1%, \$202,000) to base funding.
- Mike Baker has meetings scheduled with Ontario Health, the MOH and MPP John Vanthof to inform of actions taken to mitigate the impact and the plan for the future.

MOTION 2

Moved by: Richard Males Seconded by: Jocelyn Moreno
That the Report of the Treasurer be approved.

CARRIED

MOTION 3

Moved by: Georgette Saxton Seconded by: Pascal Simard
That the Board of Directors approves the 2020-2021 Hospital Accountability Planning Submission (HAPS).

CARRIED

8.3. Medical Advisory Committee

Pre-circulated for members' information were the minutes of the meeting held on December 10, 2019 and January 14, 2020. Erin Montgomery highlighted the meetings.

8.4. Governance Committee

Pre-circulated for members' information were the minutes of the meeting held on January 13, 2020. Patricia Willard-Inglis raised notable items.

MOTION 4

Moved by: Richard Males Seconded by: Pascal Simard

That the Board of Directors approves the following policies as amended.

- BOD-1 Board Travel and Associated Expenses
- BOD-2 Open Board Meetings
- BOD-5 Meeting Without Management
- BOD-6 Confidentiality
- BOD-7 Education – Board Director
- BOD-8 Conflict of Interest
- BOD-9 Board and Committee Meeting Attendance
- BOD-10 Code of Conduct

CARRIED

MOTION 5

Moved by: Georgette Saxton Seconded by: Jim Rowe

That the Board of Directors approves the amended job description for the President & CEO.

CARRIED

9. Hospital Foundation Report

Georgette Saxton reported that the Christmas advertisement raised \$8,930. The 6th Annual Valentine's Day Radiothon is coming up on Saturday, February 8th, 2020. The I ♥ Care Close to Home Radiothon has set a goal of raising \$45,000 to purchase 3 ECG Machines. All money raised throughout the month of February will go towards funding these critical pieces of equipment. **(Appendix H)**

A digital donor wall will be purchased with a company called Digitality.

10. Correspondence / For Information Purposes

Pre-circulated for information purposes:

- Thank you cards
- Newspaper Clippings
- Timiskaming Health Unit 2019–2023 Strategic Plan, December 10, 2019
- Revocation of Hospital Naming Directive, Ministry of Health, December 18, 2019
- Matthew Anderson appointed President & CEO of Ontario Health
- OHA Protecting the Care Ontarians Count On
- OHA CEO Connection: OHA Releases New Report on Hospital Sector Efficiency, December 18, 2019 (sent via email Dec 19/19)

11. In-Camera Business**MOTION 6**

Moved by: Georgette Saxton Seconded by: Richard Males

That the meeting move in-camera at 1934 hours.

CARRIED

MOTION 7

Moved by: Richard Males Seconded by: Pascal Simard

That the Open Board meeting reconvenes at 2005 hours with no report.

CARRIED

12. Date of Next Meeting

The next meeting will be held on Tuesday, February 25, 2020 at 1700 hours in the Hospital Boardroom.

13. Adjournment

There being no further business, the meeting was adjourned at 2006 hours.

Patricia Willard-Inglis, Acting Chair

Mike Baker, Secretary