

**BOARD OF DIRECTORS
OPEN MINUTES**

Tuesday, March 24, 2020 at 1730 hours
Hospital Boardroom / GoToMeeting

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

Ex Officio Directors: Mike Baker, Secretary Erin Montgomery
(Non-Voting) Dr. Colleen Davies

Also Present: Andrew Brown (CFO)

Recording Secretary: Carla Scott

Regrets: Georgette Saxton Dr. Nichole Currie

Quorum - majority of Voting Members or 6 Voting Members

With the recent COVID-19 pandemic and the social distancing guidelines, the Board of Directors meeting is being held virtually via GoToMeeting.

- 1. Call to Order** - The meeting was called to order at 1752 hours.
- 2. Declaration of Conflict of Interest** - None.
- 3. Approval of the Agenda** - The agenda was presented for approval with no objections noted.
- 4. Education Session**
Andrew Brown presented on what an Integrated Risk Management plan is and the organizations' need to have such a plan (**Appendix A**). The Board's role, organizational approach, and timelines associated with the plan were reviewed.
- 5. Approval of the Previous Minutes**
The minutes of the Open Board of Directors meeting of February 25, 2020 were taken as read and verified.
- 6. Board Chair Report**
Bruce Hawkins' report was pre-circulated for members' review (**Appendix B**). The Board discussed the frequency of Board meetings, and the volume of work to produce written reports. The Board has excused written reports given the urgency of the COVID-19 situation to minimize unnecessary burden on management while requesting only critical information be provided.

7. Administration Report

7.1. President & Chief Executive Officer's Report

Pre-circulated for members' review was Mike Baker's report (**Appendix C**). Activities for the period of February 25 to April 28, 2020 were highlighted. Focus was on the current pandemic situation of COVID-19 and the hospitals response.

Of note, a number of initiatives and priorities have been deferred to deal with COVID-19 setting pandemic planning the priority. A Task Force was developed and includes three physicians, the Senior Leadership Team and Leadership Team, meeting on a daily basis. Mike discussed the range of items considered and evaluated regularly including: global, provincial and local trends and data; testing and inventories; surge capacity planning; readiness for assessment centre; human resources / staffing; training; essential versus non-essential services; and ventilators and ethics.

The Board acknowledged and recognizes the tremendous efforts of staff during this unprecedented time.

7.2. Chief Nursing Executive's Report

The report (**Appendix D**) was pre-circulated for members' information which focused on: in-patient occupancy and ALC rate; naloxone program; coronavirus; and introduction to a new team member – Clinical Education, Quality & Patient Safety Coordinator. The Hospital received notification that the June Accreditation site visit will be rescheduled to a later date.

7.3. Chief Financial Officer's Report

Andre Brown reported on inventory processes and accessing the province's stockpile of Personal Protective Equipment (PPE). Staff reassignments are being organized for redeployment including a plan to have select staff work from home beginning April 1st. It is unknown at this time if costs will be funded, however, dedicated labour codes have been established to track costs.

An update on projects was provided including the status of the Nurse Call Bell system and mold remediation. The annual audit will continue as scheduled, however KPMG staff will not be on site and documentation will be provided remotely.

A number of items have been identified as emergent capital needs for the pandemic totaling \$281,550. The items were identified with rationale for the urgency.

MOTION 1

Moved by: Richard Males Seconded by: Denise Balch

That the Board of Directors approves the emergent capital requests for items totaling \$281,550: Clorox Total 360 System; Carts for OR, Isolation rooms; Creation of Negative Pressure Rooms; Laptops; and Glidescopes.

CARRIED

Andrew Brown discussed the cash flows concerns during such time of a pandemic and the impact. A request to increase the Hospitals line of credit for a temporary period of twelve months from \$750,000 to \$1.5M was raised for consideration as a precautionary measure.

MOTION 2

Moved by: Patricia Willard-Inglis Seconded by: Richard Males
That the Board of Directors approves an increase in the Hospital's line of credit with Scotiabank, increasing from \$750,000 to \$1,500,000 on a temporary basis, up to March 31, 2021.

CARRIED**8. Committees****8.1. Quality & Service Planning Committee**

Pre-circulated for members' information were the minutes of the meeting held on March 11, 2020. Denise Balch provided a detailed summary of the meeting. The 2020/21 Quality Improvement Plan and Integrated Risk Management Plan was presented for approval.

MOTION 3

Moved by: Maurice Landriault Seconded by: Richard Males
That the Board of Directors approves the 2020-21 Quality Improvement Plan and Narrative Report.

CARRIED**MOTION 4**

Moved by: Dan Fenety Seconded by: Richard Males
That the Board of Directors approves the Integrated Risk Management Plan policy.

CARRIED**8.2. Medical Advisory Committee**

Pre-circulated for members' information were the minutes of the meeting held on March 10, 2020. Dr. Colleen Davies highlighted the meeting. There is open communication between the Chief of Staff and the Professional Staff.

MOTION 5

Moved by: Dan Fenety Seconded by: Pascal Simard
That the Board of Directors approves the Terms of Reference for the Hospice Palliative Care & Rehabilitation / Restorative Committee.

CARRIED**8.3. Governance Committee**

Pre-circulated for members' information were the minutes of the meeting held on March 12, 2020. Patricia Willard-Inglis provided highlights.

9. Hospital Foundation Report – No report.**10. Correspondence / For Information Purposes – None.****11. In-Camera Business****MOTION 6**

Moved by: Patricia Willard-Inglis Seconded by: Jocelyn Moreno
That the meeting move in-camera at 1944 hours.

CARRIED

MOTION 7

Moved by: Richard Males Seconded by: Patricia Willard-Inglis
That the Open Board meeting reconvenes at 1952 hours with no report.

CARRIED

12. Date of Next Meeting

The next meeting will be held on Tuesday, April 28, 2020 at 1700 hours in the Hospital Boardroom.

13. Adjournment

There being no further business, the meeting was adjourned at 1953 hours.

Bruce Hawkins, Chair

Mike Baker, Secretary