

NORTHUMBERLAND HILLS HOSPITAL

BOARD OF DIRECTORS

October 3, 2013

Boardroom

MINUTES

Present: D. Mann, T. Sears, B. Carman, J. Farrell, C. Stewart, C. Tozer, M. Essak, J. Hudson, H. Sculthorpe, B. Gerber, J. Russell, B. Copland, B. Brook, D. Broderick, H. Brenner

J. Stalker, B. Selby, E. Merbis, P. Went, G. DeBruyn

Regrets: G. Metson, C. Kwok, D. Pepper,

Staff: C. Turk, J. Gillard, E. Vosburgh

1. CALL TO ORDER

D. Mann called the meeting to order at 5:00 pm.

2. EDUCATION SESSION

Don Ford, Chief Executive Officer, Central East Community Care Access Centre presented an overview presentation entitled Integrated Care.

3. APPROVAL OF AGENDA

It was moved by C. Tozer and Seconded by J. Hudson to approve the agenda as circulated. Carried.

4. APPROVAL OF PREVIOUS MINUTES

It was moved by J. Russell and seconded by T. Sears that the minutes of September 5, 2013 be approved with the following amendment: C. Stewart was present. Carried.

5. CONFLICT OF INTEREST

None

6. CHAIR REMARKS

None

7. CEO REPORT

H. Brenner reminded the Board that the Strategic Planning Session begins at 12:30 pm on Friday. Two packages of reading material were distributed by email; this material is for review in the coming weeks and months.

8. Chief of Staff Report

D. Broderick presented the report of the Credentials Committee. Two physicians have completed their credentials review and were recommended for privileges.

It was Moved by J. Farrell and Seconded by C. Stewart to approve the following applicants for privileges:

- **Dr. Peter Dixon, Courtesy, Radiation Oncology**
- **Dr. Kaarlo Kinkkala, Locum, Nephrology**

Carried.

9. REPORTS

9.1 Finance and Audit Committee

B. Gerber provided the report of the Finance and Audit Committee.

The Committee reviewed the Finance and Audit Committee Terms of Reference. Only one minor revision was made from the previous version. It was agreed that the VP Patient Services / Chief Nursing Executive will be added to the Committee membership to provide the clinical perspective on financial reports and purchases.

It was Moved by B. Gerber and Seconded by B. Brook to approve the Finance and Audit Committee Terms of Reference as circulated. Carried.

A funding update was provided with restorative care beds funding confirmed and Emergency Department pay for results funding consistent with operating plan.

The Committee reviewed the interim financial statements to August 31, 2013. NHH has a net operating deficit of \$414,072 compared to the planned net operating deficit of \$136,061. Mitigation strategies to address the operating pressures take effect in the fall of 2013 and some funding remains unconfirmed at this time and therefore not reflected in the financial statements.

The revised 2013/14 Capital Plan was reviewed. The plan is a result of a comprehensive review of capital needs and involved the leadership team, Quality and Practice Committee and physicians. Capital requirements were prioritized based on the current equipment, best practices, changes in standards, available alternatives, technological advancements and risk assessments. The revised plan, including the preliminary plan that was pre-approved by the Board in May 2013, is \$3,855,103 with the Foundation identifying an additional \$1 million available to the hospital in the current year.

It was Moved by B. Gerber and Seconded by T. Sears to approve the revised 2013/2014 Capital Plan of \$3,855,103. Carried.

D. Broderick noted congratulations to the NHH Foundation on their amazing job in supporting the hospital.

8.2 Governance Committee

T. Sears provided the report of the Governance Committee.

The Committee received an update on the Northumberland County Integration Strategy. A Governor's check-in meeting was held on September 26th and the Northumberland Board responses to the model options were on the agenda for review. Based on review of the feedback, there was no unanimous consensus on a preferred model. Further in-depth discussion on integration will be held at the Board Strategic Planning Session.

A report on the Accreditation Survey was received. NHH has completed all accreditation survey follow-ups. Accreditation Canada has reviewed the evidence of action taken and has upgraded NHH's accreditation decision to Accredited with Commendation. A recommendation was made for staff congratulations to be forwarded on behalf of the Board of Directors.

The Committee reviewed the revised Terms of References. Following review, the Committee recommended approval.

It was Moved by T. Sears and Seconded by J. Farrell to approve the Governance Committee Terms of Reference as circulated. Carried.

A revised Board By-law, Article 19 Appointment of Chief of Staff, was reviewed. The revised by-law, following recommendations by the Committee is in review legal counsel. Selection Committee membership was revised to include the Board Chair, Chair of the Quality and Safety Committee and one other Board Director.

The Board discussed the revised 4-year length of term. T. Sears noted that the revised term was to allow for stability to the office. D. Broderick commented that the appointment should not note any term length, as per the appointment of the Chief Executive Officer, as this was one of only two positions hired by the Board of Directors. It was noted that the By-law allows flexibility for the Board to change the length of the term and provides for succession planning and formal review of position. J. Farrell noted that the 360 Performance Review feedback form was now developed for the Chief of Staff position.

The Committee reviewed the M-SAA Declaration of Compliance Schedule G requirements. This is a semi-annual declaration required of health service providers. Senior Management has attested that, to their knowledge, NHH is in compliance with the provisions.

It was Moved by T. Sears and Seconded by C. Stewart to approve the Board Chair to sign Schedule G – M-SAA Declaration of Compliance for the period of April 1, 2013 to September 30, 2013. Carried.

8.3 Quality and Safety Committee

C. Stewart provided the report of the Quality and Safety Committee

The Committee reviewed the revised Terms of Reference. No further revisions were recommended.

It was Moved by C. Stewart and Seconded by C. Tozer to approve the Quality and Safety Committee Terms of Reference as circulated. Carried.

The Q1 Quality Indicator report was reviewed and discussed was held on the revised targets for 2013-14. Discussion was held in regard to the performance targets for 13/14. Senior Management will review the performance targets. A report on sick and over time will be presented at a future meeting.

A report on Health Outcomes for Better Information and Care (HOBIC) data base was reviewed and will be implemented as a safe mobility indicator for 2014-15.

The Committee received an update on the dialysis program. Mediation meetings have begun and financials for 2012-13 have been reconciled.

J. Russell queried on the Quality and Safety Committee education sessions and attendance by other Board Directors. Following discussion, it was agreed that all members will be made aware of the upcoming Education session for each Quality and Safety Committee meeting and may attend if desired.

10.0 Foundation Report

B. Copland provided the report of the Foundation.

The Foundation has scheduled the 2013 Light Up a Life campaign and Dr. Michael Barrie has agreed to Chair the event.

Gala tickets are now on sale and sales to date have exceeded previous year sales for same time frame. Raffle tickets are available for the physician sponsored raffle.

Port Hope Municipal Council has agreed to contribute \$300,000 to the capital campaign following presentation by the Foundation.

11.0 Auxiliary Report

None

It was Moved by B. Brook and Seconded by C. Stewart to receive all reports. Carried.

11. OTHER BUSINESS – Northumberland County Integration Update

J. Russell provided an update from the last Governor's check-in meeting. A response to the NHH Board letter of September 26th was received from D. Hammonds and Board responses from integration partners was reviewed. The NHH Board would like the CE LHIN to answer all concerns as outlined in the September 26th letter and information on how restructuring costs from integration will be covered.

The CE LHIN representatives will not be attending the Board Strategic Planning Session on October 4-5th due to timing conflicts but have agreed to meet with the Board at an alternative scheduled date.

H. Brenner noted that the Integration Planning Team will be reviewing other possible models due to lack of consensus and reported that the CE LHIN has responded that they would prefer more of a partner model versus grass roots integration.

B. Carman extended thanks to J. Russell for his effort and contribution in developing the Board response to the CE LHIN.

10. IN CAMERA

The meeting moved in-camera at 6:45 p.m. on a motion by B. Carman and seconded by J. Russell.

The in-camera meeting addressed matters relating to CEO Compensation.

11. TERMINATION OF MEETING

The meeting was terminated at 7:00 pm on a motion from J. Hudson.