

NORTHUMBERLAND HILLS HOSPITAL

BOARD OF DIRECTORS

November 7, 2013

Boardroom

MINUTES

Present: D. Mann, J. Russell, J. Hudson, H. Sculthorpe, C. Stewart, T. Sears, D. Pepper, B. Gerber, J. Farrell (phone), B. Carman (phone), D. Broderick, M. Essak, C. Kwok, H. Brenner

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

Regrets: G. Metson, B. Copland, B. Brook

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

1. CALL TO ORDER

D. Mann called the meeting to order at 5:13 pm.

2. EDUCATION SESSION

Brian Ferguson, Executive Director, Northumberland Family Health Team presented an overview of the services of the Family Health Team in West Northumberland.

3. APPROVAL OF AGENDA

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

4. APPROVAL OF PREVIOUS MINUTES

It was moved by C. Stewart and seconded by J. Russell that the minutes of October 3, 2013 be approved as circulated. Carried.

5. CONFLICT OF INTEREST

None

6. CHAIR REMARKS

None

7. CEO REPORT

H. Brenner provided a verbal report.

The PATH Community Open House was held today with great turnout and comments from the public.

H. Brenner noted that this was her last Board meeting as Interim President and CEO and extended her thanks to the Board of Directors and Senior Management for their support during this time. D. Mann responded with his appreciation on behalf of the Board of Directors for Helen's work as acting CEO. This was endorsed by a round of applause from the Board Directors.

The NHH 10th Anniversary Celebration on October 22nd was a great success.

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 appointments.

It was Moved by D. Pepper and Seconded by C. Stewart to approve the following appointments:

- **Dr. Joan Dafoe, Courtesy, Emergency Medicine**
- **Dr. Andrew Wong, 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 Q2 interim financial statements. The deficit experienced in the first six months is declining. Based on known and anticipated funding and reduction of operating costs, NHH is forecasting an operating surplus of \$197,900 for 2013/14 and is sufficient to meet the LHIN-approved Recovery Plan requirement.

The 2014-17 Community Accountability Planning Submission (CAPS) and resulting Multi-Sector Service Accountability Agreement (M-SAA) was reviewed. The CAPS includes the Community Mental Health Program and Regional Specialized Geriatric Services (RSGS) and both programs operating plans meet the balanced-budget requirement.

It was Moved by B. Gerber and Seconded by T. Sears to approve the 2014-2017 Community Accountability Planning Submission. Carried.

The Committee reviewed the future direction of the Clinical Information System (CIS). The current CIS vendor will no longer be adding any further enhancements to the existing platform and it is unlikely that the system will be supported for more than the next five years. NHH's regional partner is planning to change its CIS and will no longer be able to host the NHH system. A LHIN-wide initiative for a common system is being led by Lakeridge Health and NHH is currently participating in this initiative.

The Board discussed the responsibility of the Central East LHIN and the Ministry of Health and Long-Term Care in leadership and funding of an integrated solution across the LHIN and province. H. Brenner noted that the Central East LHIN is encouraging hospitals to adopt the same system.

It was Moved by B. Gerber and Seconded by T. Sears that Senior Management actively participate in the Clinical Information System process to research, identify and recommend the most cost-effective, functional, long-term Clinical Information System options with a view to implementation in the next 2-3 years. Carried.

The Board discussed the large cost to the province if each hospital implements an individual system. It was noted that this is a long-standing issue for hospitals and there is a need to get the attention of the Minister of Health cooperatively through the OHA and the LHIN.

It was Moved by C. Stewart and Seconded by T. Sears to develop a letter to the Central East LHIN, with copy to the Ministry of Health, Ontario Hospital Association and Rob Milligan, MPP, Northumberland to address the responsibility of the province in an integrated Clinical Information System for all hospitals. Carried.

9.2 Governance Committee

T. Sears provided the report of the Governance Committee.

The Committee reviewed amendments to the Hospital By-law on Chief of Staff Appointment. Under the provisions of Article 29, the proposed amended By-law will be posted for Professional Staff review for 60 days. The existing By-law will be utilized for the Chief of Staff Selection process.

It was Moved by T. Sears and Seconded by J. Russell to approve the amended Board By-law – Appointment of Chief of Staff. Carried.

T. Sears reported that the current term of Chief of Staff, Dr. D. Broderick expires on March 31, 2014. A selection committee has been struck to select the incumbent for the next term. Dr. C. Kwok has volunteered to join the Committee as the second physician. The voting board members of the Selection Committee were excused from the room for the motion and vote.

**It was Moved by D. Pepper and Seconded by J. Russell to approve the Chief of Staff Selection Committee members as follows:
Tom Sears, Chair; John Hudson, Christine Stewart, John Farrell, Helen Brenner, Dr. Mark Essak, Dr. Carson Kwok
Carried.**

A performance review will be completed on current Chief of Staff using the Hay Group 360 degree feedback process.

The Committee reviewed the revised Strategic Direction and Goals for 2014-2016 developed from the Board Strategic Planning Session that was circulated. The Mission and Vision will remain unchanged from the 2010-14 Strategic Plan. Senior Management will move forward to develop the objectives for each of the strategic directions.

It was Moved by T. Sears and Seconded by J. Hudson to approve the Strategic Direction and Goals for 2014-2016. Carried.

The Committee reviewed the revised Board policy on Voluntary Integration. No material changes were made, revisions were to re-align language of policy for clarity.

It was Moved by T. Sears and Seconded by J. Russell to approve revised Board Policy I-010 Voluntary Integration Initiatives. Carried.

The Committee reviewed the presentation from the OHA webcast on the anticipated Not-for-Profit Corporations Act. Changes to the legislation will include hospital membership regulations and member rights. The Governance Committee will continue to monitor the progression of the Bill. A meeting has been scheduled with legal counsel to review the current By-Laws.

9.3 Quality and Safety Committee

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

The Committee received a presentation from Program Director, A.M. Sutherland on the NHH Satellite Dialysis Program. Following the presentation, members of the committee had a chance to tour the Dialysis Unit.

The Committee received a presentation on the NHH Attendance Awareness initiatives and a review of the services provided by the third-party approver of the program.

The quality improvement plan for the caesarean section rates at NHH was reviewed. Continued implementation and monitoring of the mitigation strategies are on-going. It was noted that there was a decrease in the caesarean section rate for Q2 as a result of implementation of the recommendations.

The Committee discussed physicians who are non-compliant in completing charts. It was recommended that the Chief of Staff and CEO meet with each physician who is non-compliant to review hospital policy and physician responsibilities.

9.4 Facilities and Campus Development

J. Russell provided the report of the Facilities and Campus Development Committee.

The Committee is reviewing plans for revenue stream opportunities on the hospital lands. Preliminary discussions have been held with Northumberland County surrounding possible partnership opportunities.

9.5 Nominating Committee

H. Sculthorpe provided the report of the Nominating Committee.

The Committee reviewed the Terms of Reference, no changes were recommended. The schedule of terms was reviewed and possible vacancies for the 2014-15 fiscal year were discussed. All Board Directors will be canvassed on their intentions for the upcoming year.

The Committee will be holding interviews in December for potential Community Committee members.

10. Foundation Report

D. Mann noted that the 2013 Gala was very successful.

11. Auxiliary Report

None.

It was Moved by J. Farrell and Seconded by C. Tozer to receive all reports. Carried.

12. OTHER BUSINESS – Integration Update

H. Brenner reviewed the Board Feedback document received from the Central East LHIN which provided answers to the NHH Board questions on the integration process.

A draft Integrated Governance and Service Delivery Model has been developed and circulated for Board review. The Governance Committee has reviewed the draft model and believes it to be consistent with the direction that has been advocated for throughout the process and encompasses the discussions held at the Board Strategic Planning Session. A public consultation process will be developed.

It was Moved by C. Tozer and Seconded by J. Russell that the draft Northumberland Integrated Governance and Service Delivery Model dated November 1, 2013 be circulated for the purpose of facilitating stakeholder and public discussion of proposed integration initiatives; and further, that the results of the consultation be brought back to the Board for consideration before a final model is prepared for presentation to the Central East LHIN Board. Carried.

13. IN CAMERA

The meeting moved in-camera at 7:00 p.m. on a motion by C. Tozer and seconded by T. Sears.

The in-camera meeting addressed matters relating to the satellite dialysis program and labour negotiations.

11. TERMINATION OF MEETING

The meeting was terminated at 7:57 pm on a motion from J. Hudson.