

NORTHUMBERLAND HILLS HOSPITAL

BOARD OF DIRECTORS

December 5, 2013

Boardroom

MINUTES

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

B. Selby, E. Merbis, P. Went

Regrets: B. Copland, C. Kwok

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

John Hassan, Executive Director, presented an overview of the services of the Port Hope Community Health Centre.

3. APPROVAL OF AGENDA

It was moved by B. Brook and Seconded by C. Stewart to approve the agenda with the following addition: 12.1 Banking Resolution. Carried.

4. APPROVAL OF PREVIOUS MINUTES

It was moved by J. Farrell and seconded by T. Sears that the minutes of November 7, 2013 be approved as circulated. Carried.

5. CONFLICT OF INTEREST

None

6. CHAIR REMARKS

D. Mann noted that the OHA has circulated information on their directions and goals for the next three years. The full strategic plan is available on their website.

D. Mann welcomed Linda Davis to her first Board of Directors meeting as President and CEO. He expressed his wishes to the Board Directors and staff for a prosperous holiday season.

7. CEO REPORT

L. Davis expressed her thanks to the Senior Team for keeping the organization moving forward during the past months. She noted that her verbal report would focus on the five strategic directions with input from the senior staff.

The radiation oncology consultation clinic will bring care close to home for the NHH catchment area. The PATH project will be launching the Aging Well web based tool to support healthy aging.

NHH has received the Gold Quality Workplace Award awarded by the OHA. The NHH United Way Campaign has begun. B. Brook spoke to the Northumberland United Way 2013 campaign, noting that the goal is \$970,000. B. Brook challenged the Board of Directors to help support the NHH campaign goal.

The NHH leadership team is developing the 2014-15 operating plan and the senior staff is investigating Clinical Information System options with peer hospitals, exploring the right approach for the organization.

The Integration Planning Team has developed a draft integration proposal and is currently informing internal stakeholders. A news release with written documents regarding the proposal and public engagement survey will be available next week.

NHH continues to work to strengthen the dialysis program with regional partners and L. Davis participated in the Peterborough Regional Health Centre strategic planning day.

The Senior team is developing goals and objectives for the 2014-15 strategic plan, Prioritization of the goals will need to occur as it is a very ambitious plan.

L. Davis has been meeting with internal and external stakeholders in bid to get to know the organization and community. Internal departmental walk-about and staff forums are underway and meetings with medical staff and media are scheduled.

8. Chief of Staff Report

D. Broderick reported that internal medicine recruitment is close to recruiting a fourth internist to the organization. A recent locum internist commented on the remarkable positive culture at NHH.

D. Broderick presented the report of the Credentials Committee. Three physicians have completed their credentials review and were recommended for appointments. C. Tozer queried on the credentials review. D. Broderick provided assurance that all credentialing requirements have been met.

It was Moved by J. Farrell and Seconded by D. Pepper to approve the following appointments:

- **Dr. Howard Burke, Courtesy Emergency Medicine**
- **Dr. Pascal Gellrich, Courtesy Emergency Medicine**
- **Dr. Jackie Gardner-Nix, Courtesy Medicine**

Carried.

9. REPORTS

9.1 Finance and Audit Committee

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

The Committee reviewed the CUPE Central Agreement that was ratified. A review of the variance report to October 31st, 2013 shows a net operating deficit

of \$432,700 with pressures relating to staffing and supplies due to higher than budgeted occupancy and acuity.

The Hospital Accountability Planning Submission preliminary meetings have been held with the Central East LHIN. The Board discussed strategies and pressures for the 2014-15 operating plan. C. Turk noted that there are continued uncertainties with the Quality Based Procedures (QBP) funding.

L. Davis reported that NHH continues to build capacity in critical care areas to meet the care close to home mandate. Although increased volumes that NHH is seeing should be funded through the new funding formula, NHH will need to address ways to bridge the funding gap until the funding formula catches up.

9.2 Governance Committee

T. Sears provided the report of the Governance Committee.

The Committee reviewed comments received on the posted Hospital By-law on Chief of Staff Appointment. The proposed amended By-law will be posted until end of January.

The Chief of Staff Selection Committee have reviewed and approved the Committee Terms of Reference.

The Committee continues to follow the proposed changes to the not-for-profit legislation and will be reviewing Board specific documents such as the indemnity agreement.

The Committee received information on a presentation at OHA Health Achieve on Collaborative Governance. Access to the full presentation was provided to the Committee.

C. Stewart queried on L. Davis' comment on developing relationships with the CE LHIN Board. L. Davis responded that it is important that the NHH Board of Directors build relationship with the CE LHIN Board of Directors in order to ensure the CE LHIN Board has a good understanding of the strengths of NHH.

9.3 Quality and Safety Committee

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

The Committee received a presentation from Patient Care Manager, H. Campbell on the NHH ICU Department. Following the presentation, members of the committee had a chance to tour the ICU Department.

The Committee received a presentation on a patient case study, with focus on staff and patient safety and partnership with Ontario Shores.

The second quarter Quality Improvement Plan and Quality Indicator Report updates were reviewed and the Committee discussed reporting times for critical incidents and incomplete charts.

10. Foundation Report

D. Mann presented the Foundation Report on behalf of B. Copland.

The Gala was a success with \$155,000 raised. The doctor's raffle raised over \$17,000 of the total amount raised and gratitude was expressed to all those that supported the raffle. The post-gala magazine was delivered to all households in west Northumberland. Extra copies were circulated.

The 2013 Light up a Life campaign has begun with Dr. Michael Barrie as this year's campaign Chair. The Lighting of the Rotary Courtyard will be held on December 11th at 7 pm.

11. Auxiliary Report

G. Metson provided the report of the Auxiliary.

The NHH Auxiliary will be re-instating the volunteer recognition program and years of service pins will be distributed to all volunteers.

Petticoat Lane is celebrating its 45th Anniversary with a special sale. A donation has been received on behalf of a departed Auxiliary member and will be used to purchase a flower cooler for the hospital Little Treasure Shop.

The Auxiliary has begun a review of its By-laws in advance of the changes to the Not-for-Profit legislation. Volunteer recruitment for the Elder Life Program is underway.

It was Moved by J. Hudson and Seconded by B. Carman to receive all reports. Carried.

12. OTHER BUSINESS – Integration Update

12.1 Banking Resolution

The Board Chair requested Board approval of Linda Davis, President and CEO, be added to the Banking Resolution with the current banking institution in accordance with the Hospital's By-laws Article 10.05 (a) Banking and Borrowing, which states: any two of the chair, vice-chair(s), Chief Executive Officer, Chief Financial Officer or such person or persons who may be authorized from time to time by resolution of the Board, are hereby authorized for and in the name of the Corporation:

- (i) to draw, accept, sign and make all or any bills of exchange, promissory notes, cheques and orders for payment of money;
- (ii) to receive all monies and to give acquittance for the same;
- (iii) subject to the approval of the Board, to assign and transfer to a bank all or any stocks, bonds and other securities;
- (iv) subject to the approval of the Board, from time to time to borrow money from, and, if applicable, grant security in connection therewith to, a bank and to enter into such credit, security and other agreements as may be incidental thereto; and

- (v) generally, for and in the name and on behalf of the Corporation, to transact with the said bank any business they may think fit.

It was Moved by T. Sears and Seconded by J. Farrell to approve Linda Davis, President and CEO, be added to the Banking Resolution with the banking institution in accordance with the Hospital's By-laws Article 10.05 (a) Banking and Borrowing.
CARRIED

13. IN CAMERA

The meeting moved in-camera at 6:30 p.m. on a motion by J. Hudson and seconded by T. Sears.

The in-camera meeting addressed matters relating to integration and Executive Compensation.

11. TERMINATION OF MEETING

The meeting was terminated at 7:07 pm on a motion from J. Hudson.