

NORTHUMBERLAND HILLS HOSPITAL BOARD OF DIRECTORS

**March 7, 2019
Boardroom
MINUTES**

Present: B. Selby, Chair; L. Kay, P. Went, M. Hilborn, T. McLean, M. McAllister, A. Logan, C. Gilmer, D. Slater, C. Tozer, S. Olsen, M. Bhargava, K. Liu, L. Davis, S. Walsh

K. Simmons, D. Morrison, B. Nixon

Regrets: M. Vaughan, K. Al-Ali, T. Hathway, B. Carman

Staff: J. Gillard, E. Vosburgh, A. Mukherjee

1. CALL TO ORDER

B. Selby called the meeting to order at 5:00 pm.

2. CONFLICT OF INTEREST

None declared.

3. CONSENT AGENDA

B. Selby reviewed the process for a consent agenda at the Board meeting.

It was Moved by M. McAllister and Seconded by L. Kay to approve the Consent Agenda matters as circulated. Carried.

4. ITEMS FOR DISCUSSION / INFORMATION

4.1 Report from the Board Chair

B. Selby noted that NHH has received additional funding for four beds for the retirement home transition program to help with ALC volumes. In addition, B. Selby mentioned the new Youth Mental Health walk-in program that will begin operations in mid-March through a partnership between the NHH Community Mental Health program and Rebound Child and Youth Services.

4.2 Report from the Senior Staff

L. Davis extended her thanks to E. Vosburgh for standing in as Acting CEO during her recent vacation. L. Davis provided further highlights on the youth mental health walk-in clinic program.

Northumberland County has begun public input consultations on the development of their strategic plan. Board members were encouraged to submit their feedback.

4.3 Report from the Finance and Audit Committee

T. McLean provided the report of the Finance and Audit Committee.

The Committee received the draft 2019-2020 Capital budget plan for review. The plan was developed with input from across the organization including management and physician leadership. The plan includes purchases totaling \$2.487 million with a contingency fund of \$375,000. The majority of the dollars will support diagnostic imaging, IT projects, beds, mattresses and scopes. \$100,000 will be set aside to support the CIS project.

On a motion by T. McLean, seconded by M. McAllister, the Board approved the 2019-2020 Capital Plan as presented. Carried.

The Committee received the Audit Planning Report and Annual Engagement Letter from KPMG for the 2018-2019 year-end audit. There are no significant changes in the audit approach from the prior year. The engagement letter outlines the auditor and management responsibilities, deliverables and related annual fees.

On a Motion by T. McLean, Seconded by M. McAllister, the Board approved the signing of the Auditor's annual Engagement Letter, including fees, for year ending March 31, 2019. Carried.

4.4 Report of the Governance Committee

P. Went reviewed the red-lined version of the Board policies that was pre-circulated with the agenda package. The revisions do not include any material changes to the policies, mostly housekeeping related. B. Selby reminded the Board that the annual policy review is a good refresh education opportunity for all members of the Board.

The Board extended their thanks to the working committee for completing the annual review process.

On a Motion by P. Went, Seconded by L. Kay, the Board approved the amended Board policies as circulated. Carried.

4.5 Report from the NHH Auxiliary

M. Hilborn provided the report of the NHH Auxiliary.

The NHH Auxiliary is currently undertaking review of the volunteer by-laws.

4.4 Report of the NHH Foundation

L. Davis read the report of the NHH Foundation on behalf of T. Hathway.

The Foundation has received two generous donations from members of the community, both received due to the outstanding care received from the NHH front line staff.

The Foundation has completed their budget process for the coming year and expects to approve the 2019-2020 budget and operational plan in April. The Foundation will present highlights of the year to the NHH Board at a future meeting.

NHH Foundation has achieved an actual fundraising total of \$3,352,000 against a goal of \$2,408,000.

It was Moved by S. Olsen and Seconded by M. McAllister to receive all reports. Carried.

5. IN CAMERA

On a motion from C. Gilmer and Seconded by T. McLean, the meeting moved to In-camera. The in-camera meeting addressed matters related to medical human resources and partnership opportunities.

6. NEXT MEETING

Thursday, April 7, 2019.

7. TERMINATION

The meeting was terminated at 5:51 pm on a motion by T. McLean.