

NORTHUMBERLAND HILLS HOSPITAL BOARD OF DIRECTORS

**May 2, 2019
Boardroom
MINUTES**

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

K. Simmons, D. Morrison, B. Nixon

Regrets: P. Went, S. Walsh

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

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 L. Kay and Seconded by K. Liu to approve the Consent Agenda matters with the following amendment: item 4.7 Finance Report added to agenda. Carried.

4. ITEMS FOR DISCUSSION / INFORMATION

4.1 Report from the Board Chair

No report.

4.2 Report from the Senior Staff

L. Davis reviewed the written report that was circulated. A new call for interest for members of the Patient and Family Advisory Council has been issued. NHH hosted the annual Volunteer Appreciation event on April 16th.

The NHH Auxiliary was recently awarded the Town of Cobourg Distinguished Civic Award for Community Service. The Board extended their congratulations to everyone involved.

4.3 Report from the Governance Committee

B. Selby reviewed the report of the Governance Committee. A new draft Board policy on evaluating Board function was received by the Committee. This policy was developed in 2018 and outlines process for annual evaluation of Board performance.

On a Motion by B. Selby, Seconded by T. McLean, the Board approved Policy II-007 Evaluation of Board Functioning as presented. Carried.

The meeting frequency and schedule of Board and Committee meetings was reviewed. Discussion was centered on a recommendation to reduce the number of meetings held throughout the fiscal year. The reduced schedule is hoped to assist with recruitment and retention activities for the Board, as well as allow appropriate data collection to ensure fulsome meeting agendas. The revised schedule will have flexibility to call additional meetings if required for urgent subjects.

The Board queried on the confidence of management that the revised schedule will allow Committee's to complete the necessary work throughout the year. L. Davis noted that the reduced number of meetings will allow senior staff to generate broader reports on work to come to the Board, as well as sufficient cycle time to bring forward more detailed data through the corporate scorecard.

On a Motion by B. Selby, seconded by L. Kay, the Board approved a one year trial of the revised meeting schedule as presented, beginning September 2019. Carried.

4.4 Report of the Medical Advisory Committee

M. Bhargava reviewed the Credentials Committee report as circulated. The Board queried on the new electronic credentialing process that was referenced. M. Bhargava noted that the process provides much greater efficiencies and simplicity for staff.

Whereas the Credentials Committee, in accordance with the NHH By-laws, has reviewed and recommended to the Medical Advisory Committee that the credentials of the person(s) named below are in order and;

Whereas the Medical Advisory Committee has reviewed and recommended approval to the Board of Directors;

On a motion by S. Olsen, seconded by D. Slater, the Board approves the following RE-appointments privileges for the year ending March 31st, 2020:

- **Dr. A. Elfirjani, Locum, Medicine**
- **Dr. C. Kwok, Active, Family Practice**

Carried.

Whereas the Credentials Committee, in accordance with the NHH By-laws, has reviewed and recommended to the Medical Advisory Committee that the credentials of the person(s) named below are in order and;

Whereas the Medical Advisory Committee has reviewed and recommended approval to the Board of Directors;

On a motion by B. Carman, seconded by M. McAllister, the Board approves the following NEW appointments privileges for the year ending March 31st, 2020:

- **Dr. Zeev Maizlin, Locum, Radiology**
- **Dr. Orit Freedman, Locum, Medical Oncology**

Carried.

4.5 Report from the NHH Auxiliary

M. Hilborn provided the report of the NHH Auxiliary.

The NHH Auxiliary will be holding their Annual General Meeting on May 29th. A full house is expected. An updated constitution will be unveiled at the meeting.

The Auxiliary was very proud to receive the Town of Cobourg Civic Award.

4.4 Report of the NHH Foundation

T. Hathway provided the report of the NHH Foundation.

The Foundation hosted an event called Scrubbed In on April 25th. Thirty donors participated and had the opportunity to witness first hand two different types of surgeries.

Two third party art shows are happening in May; members interested in purchasing new artwork and supporting the hospital were encouraged to attend.

Northumberland's Biggest Coffee Morning is scheduled for June 5th. Linda Davis will be hosting an event in the NHH Bistro that morning and all members of the Board were asked to stop by.

Wine and Ale in the Park returns on June 27th; members are encouraged to purchase tickets early.

The Foundation's Annual General Meeting is on June 19th in the NHH Education Centre.

4.4 Report of the Finance and Audit Committee

T. McLean reported that the annual year end audit for NHH is currently underway. NHH is expecting to end the year in a surplus position of over \$600,000 as of March 31st, 2019. A recommendation from the auditor has been brought forward for the organization to set up a separate account for CIS and a portion of the surplus be set aside in this account.

It was noted that due to timing of the previous meeting of Finance and Audit and the timing of the recommendation from the auditor, there was not an opportunity for Committee review prior to bringing to the Board for discussion.

The Board queried on the need for approval from the Ministry to proceed with this recommendation. A. Mukherjee noted that the audit review outlined that this does not go against any Government legislation. L. Davis noted that a specific amount to be set aside from this surplus has not yet been identified as the final audited statements are not complete. The Auditors have provided the structure to set up the separate account. The Finance and Audit Committee will determine the amount of the surplus that will be allocated; this determined amount will be done on an annual basis, based on year-end position. As payments are required for the CIS project, dollars will be transferred from this new account and reported to the Board. This will be considered a restricted surplus account.

It was Moved by C. Tozer and Seconded by M. McAllister to receive all reports. Carried.

5. IN CAMERA

No meeting.

6. NEXT MEETING

Thursday, June 13, 2019.

7. TERMINATION

The meeting was terminated at 5:24 pm on a motion by M. McAllister.