



**Stevenson Memorial Hospital
Meeting of Board of Directors**

January 9, 2020
Physical Therapy Department
5:04 p.m. – 6:12 p.m.

**Vision: Setting a New Standard for Community Hospital Care
Mission: Promising Progress, Pursuing Perfection**

"P"= Present, "R"= Regrets, "A"=Absent, "T"=Teleconference, "S"= Staff, "G"= Guest, "E"= Ex-Officio							
Colleen Butler	P	John Murray	P	Norm Depta	P	David Knight	P
Wendy Fairley	P	Jan Tweedy	P	Sheila Kaarlela	P	Kevin Mullins	P
Shelly Cunningham	P	Jeff Stubbs	P	Alison Howard	R	Nishika Jardine	P
Jody Levac	E,P	Carrie Jeffreys	E,P	William Bye	E,P	Barry Nathanson	R
Margaret Barber	R	Gary Munro	R	Oswaldo Ramirez	R		

Chair: Colleen Butler

Recorder: Sharon Crowe

1.0 WELCOME AND CALL TO ORDER – C. Butler

1.1 Quorum

C. Butler advised the Directors there was a quorum.

1.2 Declaration of Conflict of Interest – C. Butler

C. Butler reminded those in attendance of their responsibilities as Board members with respect to the conflict of interest as outlined in the Corporation Bylaws and asked if anyone present wished to declare a conflict of interest. No declarations were made.

1.3 Approval of the Agenda

Motion: Moved by J. Murray, seconded by N. Depta.

"That the Board of Directors accepts the amended agenda as presented."

All in favour. Motion passed.

2. PRESENTATIONS

2.1 N. Jardine – Financial Literacy for Hospital Board Directors

N. Jardine went over the course she took on October 10th, 2019 including Basic Principles of Financial Statements, Hospital Accounting Standards, Hospital Funding 101 and External Auditors. She provided all directors with a "Next Steps for Growth and Efficiency Model" as well as an article on Health System Reform.

2.2 J. Stubbs – Political Intelligence for Boardrooms

J. Stubbs attended the Political Intelligence for Boardrooms course on November 5th, 2019. He reviewed the topics of the course including Lobbying law and Assessing Board

Political Intelligence, Social Risk and Political Risk and evaluating management strategy for political risk.

ACTION: S. Crowe to send the documents from Political Intelligence for Boardrooms to M. Martin and W. Fairley for the RCEC.

3. CONSENT AGENDA

3.1 Board of Directors Minutes – December 5, 2019

*Motion: Moved by S. Kaarlela, seconded by W. Fairley.
"That the Board of Directors accepts the consent agenda."
All in favour. Motion passed.*

4. BUSINESS ARISING FROM CONSENT AGENDA

There was none.

5. GOVERNANCE

5.1 By-Law Revisions

Approval of the By-Law Revisions

Motion: Moved by W. Fairley, Seconded by S. Kaarlela.

"That Article 1 Section 1.1 g be changed to "Chief Financial and Information Officer", section h changed to "Chief Nursing Executive" and section bb be changed to "President of the Professional Staff". That Section 2.3 of the Corporate By-laws be amended to include the Chief Financial and Information Officer as an ex-officio member of the Board of Directors. Also in Section 2.3, change Chief Nursing Officer, to Chief Nursing Executive, and President of the Medical Staff to President of the Professional Staff, and change President of the Foundation to the Chair of the Hospital Foundation Board of Directors. The amended section 4.1 to be as follows:

"The Ex-Officio members shall consist of the Chief Executive Officer; Chief Nursing Executive; Chief Financial and Information Officer; Chief of Staff or Chair of Medical Advisory Committee; President of the Professional Staff Association; President of the Hospital Auxiliary; and Chair of the Hospital Foundation Board of Directors". Also change from By-Laws to By-Law throughout the entire document". Also ensure there is a "The" in front of Stevenson Memorial Hospital throughout the document.

All in Favour. Motion passed.

5.2 Competency Profile

We will add Construction and Project Management, and Political Acumen to the Board Competency Framework.

5.3 Policy Review

J. Tweedy introduced the new Board Policy manual. She asked if the Board had any of the following issues:

1. Do you see any gaps in the policies?
2. Are the policies written with enough clarity that you feel comfortable using them?

INTEGRITY COMPASSION ACCOUNTABILITY RESPECT EXCELLENCE

3. Are you willing to approve the policies for adoption.

New name for LHINs or its successor* – in definition put a footnote that the name will be changed when it is known. Changes - MOHLTC change to MOH “Ministry of Health” and MLTC “Ministry of Long Term Care”.

Motion: Moved by J. Tweedy, Seconded by N. Depta.

“That the Governance and Nominating Committee recommends to the Board of Directors that they approve the updated policy manual presented to the Board of Directors on January 9, 2020 and effective January 2020.

All in favour, Motion passed.

Decision to keep the following documents electronically.

1. ByLaw
2. Policy Manual
3. Professional Staff Bylaw
4. Guide to Good Governance

Board Liaison to send out an email once a year after AGM with these documents attached.

5.4 CEO Update

J. Levac did a CEO update on the following topics:

1. ICU Update
2. Base Borden Primary Care Clinic—talking to Terry Dowdall and being invited to Ottawa to speak
3. Scott McLeod – CEO of Central office – spoke to him about redevelopment, ICU, OHT
4. OHT – Advisory Board consultants hired
5. Capital Branch phone calls – continue to have regular phone calls with capital branch
6. Fraud phone calls – being investigated

6.0 There being no further business, the meeting adjourned at 6:12 p.m. Moved by N. Jardine.

UPCOMING MEETING DATE

The next Board meeting will be held on Thursday February 6, 2020.



Colleen Butler, Board Chair

Recording Secretary: Sharon Crowe