

PERTH AND SMITHS FALLS DISTRICT HOSPITAL
“YOUR PROVIDER, LEADER AND PARTNER IN HEALTHCARE”

Board of Directors Meeting
Tuesday, November 23, 2010
Main Boardroom, GWM Site
@ 07:30 hours

Present: J. Brown, Dr. C. Ehrat, L. Evans, L. Hendriks, Dr. S. Muldowney, Dr. P. Roney, M. Ross, R. Schooley, *L. Sparks, Chair*, D. Staples, T. Stepanuik, K. Van Der Meer

Absent: Nil.

Absent w/Notice: C. Beckett

In Attendance: B. Allen, VP, Finance & Support Services, L. Bisonette, VP, Patient Care Services & CNE, K. Kelly, Executive Assistant, C. Cassidy-Gifford, Manager, Quality, M. Guitard, GWM Auxiliary

1. Call To Order

The meeting was called to order at 0735 hours by the L. Sparks, Chair.

2. Chair's Remarks

The Chair, L. Sparks provided the following remarks:

- He welcomed C. Cassidy-Gifford, Manager, Quality and M. Guitard, President, GWM Auxiliary to the meeting.
- He noted that Dr. Parikh would not be attending today's meeting and will join the January meeting.
- The date for the Board Self-evaluation meeting will be January 14, 2011.
- He will be attending the South East LHIN Chairs' meeting tomorrow morning and will raise the issues of labour contracts vs. legislation; Integration/best practices will also be added to the agenda.
- He noted that the Board of Directors will test the use of consent agenda for the meetings held in January, February and March.
- No final changes will be made (re: use of consent agenda) to governance until there is a comfort level with this new process.
- A brief discussion took place regarding the use of consent agendas.

L. Sparks then invited M. Guitard to report on matters with the GWM Auxiliary.

3. Approval of Agenda

RESOLUTION No. 117/10

MOVED by L. Hendriks
SECONDED by J. Brown

THAT the Agenda for the November 23, 2010 Board of Directors' meeting be approved as circulated with the following additions/deletions:

- *(older version) – deletion of Items 6.3 and 8.4.*

CARRIED.

4. Declaration of Conflict of Interest

Nil.

5. Approval of Minutes

5.1 October 26, 2010 (regular meeting)

RESOLUTION No. 118/10

MOVED by T. Stepanuik
SECONDED by L. Hendriks

THAT the Minutes from the October 26, 2010 (regular) Board of Directors' meeting be approved as circulated with the addition of one comment (page 5) "Skills Based Board" ... "K. Van Der Meer noted that a skills based is acceptable but it is still important to include community involvement on board."

CARRIED.

L. Sparks commented that community involvement was a skill that would always be considered in the recruitment process.

6. Action Items

6.1 President & CEO Report – T. Stepanuik

T. Stepanuik – report was emailed to group with a hard copy circulated this a.m. He then referred the members to his report included in the meeting materials. He highlighted the following items:

- he noted that at the recent South East LHIN meeting there was a lengthy discussion regarding integration initiatives; the South East LHIN has supplied hospitals with a template to populate with integration initiatives (dating back to January 2006). The completed document is to be submitted by January 2011. He added that going forward any integration initiative will need to be vetted through the LHIN.
- flu vaccine – a flu shot clinic will be held following today's board meeting;

- he referred the members to the “Ethics Framework” distributed at meeting. He commented that the document has been simplified for ease of staff to follow - need a motion to approve.
- he commented that PSFDH does not have a formal ethics committee, however, it engages the services of an ethicist from Queens University in Kingston.

RESOLUTION No. 119/10

*MOVED by T. Stepanuik
SECONDED by K. Van Der Meer*

THAT the Board of Directors of the Perth and Smiths Falls District Hospital hereby approves the “Ethics Framework” as recommended by Senior Leadership Council.

CARRIED.

RESOLUTION No. 120/10

*MOVED by T. Stepanuik
SECONDED by L. Hendrik*

THAT the Board of Directors of the Perth and Smiths Falls District Hospital hereby accept the President & Chief Executive Officer report as circulated and presented.

CARRIED.

J. Brown requested clarification regarding 3SO. T. Stepanuik commented that the hospital, as it has not been “on-boarded” with 3SO, has been unable to roll out the full magnitude of savings by virtue of delays.

6.2 Chief of Staff Report

Dr. Roney provided a monthly Chief of Staff report to the members. A copy was circulated at the meeting. He highlighted the following:

- The medical staff are working a developing a strategic plan. The clinical chiefs have been charged with preparing a three-year. This information will be collated for review by MAC;
- He has requested an impact studies of a potential centralized laboratory services.
- There have been high level discussions with Kingston General Hospital’s Chief of Staff regarding the clinical services roadmap and timelines for rollout.

Dr. Roney then informed the members that he is in receipt of information from The Ottawa Hospital, specifically an internal memorandum that was circulated to The Ottawa Hospital surgeons (unsigned) indicating that the surgeons have been directed to not accept outside LHIN referrals. He added that L. Bisonette and he are looking into this matter. He also commented that this issue has come up before. Discussion ensued.

T. Stepanuik requested an update on the Windsor Essex matter regarding pathology issues. Dr. Roney advised that Dr. Sen Gupta, PSFDH pathologist/co-chief at Kingston General Hospital, has reviewed the matter and there are no issues at our organization.

D. Staples referred to Item 3 of Dr. Roney's report regarding the timelines/deadlines for the clinical services roadmap. L. Sparks indicated that he will be reinforcing this matter (clinical services roadmap timelines) with the South East LHIN. He noted that there is a meeting scheduled in early January to review and discuss.

L. Hendriks requested an updated on Elmgrove. T. Stepanuik advised that the matter has been discussed with MPP Randy Hillier. MPP Hillier will be meeting on the matter Friday, November 26 to further discuss with government. The new date has been moved to December 31, 2010. It is unknown though what level of service will be available.

RESOLUTION No. 121/10

*MOVED by D. Staples
SECONDED by J. Brown*

THAT the Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the Chief of Staff report as presented.

CARRIED.

6.3 Governance Process Policies

L. Hendriks provided a Governance Committee report on behalf of C. Beckett. She reported that the Governance Committee met on Friday, November 19, 2010 and reviewed policies and discussed subsequent changes. L. Sparks commented that to incorporate "board job descriptions" would assist in the recruitment of additional members in January 2011. He also suggested that as early as possible (February), that each committee develop a work/strategic plan. He will meet with each committee to help with this process.

At this point, L. Hendriks reviewed the included policies and highlighted the proposed changes/updates/additions/revisions.

RESOLUTION No.122/10

*MOVED by L. Hendriks
SECONDED by R. Schooley*

THAT the Board of Directors of the Perth and Smiths Falls District Hospital hereby approves the revised Governance Process policies No. 2.0, "Authority for Governance", No. 2.3, "Board Job Description", No. 2.4, "Chairperson's Role"; and No. 2.5, "Board Committee Principles" per the recommendation of the Governance Committee.

CARRIED.

6.4 Strategic Plan – TNG Proposal

L. Sparks opened the floor to discussion of the proposal. J. Brown commented that she likes the collaborative approach of the proposal. L. Sparks referred the members to pg. 7 and suggested that the last bullet (“attend board meetings quarterly, meet with ...”) be deleted. Discussion ensued regarding what the board needs in terms of a communication strategy. The members did not think this (communication strategy) was necessary.

R. Schooley suggested that the board ask TNG to review our communications strategy and request an approximate cost for review rather than to develop a strategy. Discussion ensued regarding whether or not this process should be vetted through the procurement process. T. Stepanuik advised that this proposal is an extension of the original contract with TNG.

L. Sparks will clarify the point regarding the LHIN. D. Staples asked for clarification on the timeframe. L. Sparks commented that he recalls that the process would take board through to the 2011 Annual General Meeting.

Discussion ensued regarding timeline and fees. L. Hendriks added that the board should proceed now despite new members coming to the board.

RESOLUTION No. 123/10

*MOVED by T. Stepanuik
SECONDED by L. Hendriks*

THAT the Board of Directors of the Perth and Smiths Falls District Hospital, upon review of the October 5, 2010 proposal as authored by TNG, authorizes the Board Chair to accept the proposal.

THAT the TNG agreement will entail the development of a work plan, a dashboard, a governance to governance stakeholder strategy and the development of a Board integration strategy at a cost not to exceed \$25,000.

CARRIED.

7. Closed Session

RESOLUTION No. 124/10

*MOVED by L. Hendriks
SECONDED by K. Van Der Meer*

THAT the minutes of the October 26, 2010 closed session be approved as circulated.

CARRIED.

L. Sparks reported that there will be an update on the Memorandum of Understanding at the January 2011 Board of Directors' meeting.

8. Business Arising from Minutes

8.1 South East Local Health Integration Network (SE LHIN)

8.1.1 **Draft Minutes – September 2010** – included in materials for information purposes only.

8.1.2 **CEO Monthly Report – September 2010** – included in materials for information purposes only.

8.1.3 Clinical Services Roadmap Project Update

T. Stepanuik referred the members to the communiqués included in the materials. He expects that there will be more substantive team reports in January 2011. L. Bisonette reported that she felt that surgical services will have the most potential impact on our hospital.

L. Sparks asked if The Ottawa Hospital memo directing TOH surgeons to not accept patients outside LHIN for elective surgical services/procedures be brought to the attention of the SE LHIN. D. Staples commented that he feels that the board has an obligation to report this matter. It was agreed that Dr. Roney would author a letter to the Champlain LHIN and The Ottawa Hospital (copies to Board chairs, CEOs and PSFDH Board members) addressing the matter.

The members then discussed next steps regarding this memo. It was noted that PSFDH and Brockville General hospital are impacted by this measure. Dr. Ehrat noted that 1/3 of our catchment area reside in Champlain LHIN and the PSFDH is in a unique position geographically. She also added that the source of the letter must have been uncomfortable with the content and PSFDH should try to minimize the impact on the person who provided this information. All members agreed.

8.1.4 SE LHIN Meetings

8.1.4.1 SE CHEF Meeting –

Clinical Leaders – Dr. P. Roney and L. Bisonette provided the following update:

- reported above.

8.2 Accreditation Qmentum – L. Hendriks/C. Cassidy-Gifford

L. Hendriks reported that Qmentum process was completed last month. The surveyors were very positive about PSFDH at the debriefing. T. Stepanuik has received the final report. C. Cassidy-Gifford noted that the organization should be pleased overall with results as the hospital showed very well. L. Hendriks added that the next steps were to complete the outstanding pieces and receive the final accreditation in the new year.

T. Stepanuik reported that the final report is lengthy, but concurred that overall, the surveyors were pleased with the survey. The organization met 95% of the survey dimensions. The organization, like 80-90% of all hospitals initially navigating the

Qmentum process, has received “accreditation with condition”. T. Stepanuik added that this process was a huge undertaking and a significant amount of work was completed. A communication to managers and staff will be forwarded this week regarding the outcome.

L. Sparks offered his congratulations to C. Cassidy-Gifford for a job well done.

L. Hendriks presented C. Cassidy-Gifford with a gift basket and thanked her for her leadership.

8.3 Strategic Plan Update – L. Sparks/T. Stepanuik

L. Sparks reported that during the week of December 6, various information sessions have been scheduled to officially roll out the new strategic plan to staff, auxiliaries, foundations, MAC. He added that the municipalities will receive a presentation in early January.

L. Sparks also added that municipal mayors have been invited to the Board Christmas social.

8.4 Smiths Falls Site Redevelopment – T. Stepanuik/K. Van Der Meer

K. Van Der Meer spoke to the letter included in the materials regarding Post Construction Operating Plan (“PCOP”). T. Stepanuik reported that no response has been received to the request to date.

K. Van Der Meer referred to the Aecon letters included in the materials regarding the ER parking lot, warranty, etc. He reported that the Building Committee met on Monday, November 22 and heard a report from J. Carlone, Jones, Lang Lasalle. It was noted that there continue to be deficiencies in the new wing. However, Aecon is working to remedy them. He added that the project completion date may have shifted beyond June 2011.

K. Van Der Meer also reported that parking issue at Elmsley Street entrance was discussed at the meeting and there is a potential resolution to the matter.

With regards to the warranty issue, T. Stepanuik commented that there is a fundamental difference in the interpretation of the contract between Perth and Smiths Falls District Hospital and Aecon regarding substantial completion of project. He added that letters have been sent and there is a paper trail outlining the hospital’s position.

He also reported that there exists approximately 13 event letters with Aecon. To date, four of these events have been resolved.

Discussion ensued regarding the project schedule. T. Stepanuik advised that the schedule in the meeting materials has not been accepted by the hospital. All of Aecon’s delays and event letters have been incorporated into the schedule. Discussions will take place with Aecon to modify/compress schedule.

K. Van Der Meer noted that there are no penalties in the contract for delays. T. Stepanuik clarified that the reason that there are no penalties for delays is a result of Ministry requirements.

D. Staples thanked T. Stepanuik and B. Allen regarding the parking issues.

Discussion ensued regarding the potential that the project cost could increase beyond \$45 million. T. Stepanuik anticipates having more cost information at the January 2011 board meeting which will include a costing to November 2011.

Discussion ensued regarding potential delays. It was noted that the project would still be eligible for 90/10 cost share.

8.5 Elmgrove Schedule One Psychiatric Facility - Update – T. Stepanuik/Dr. P. Roney

- discussed earlier in meeting. L. Sparks commented that G. Thompson, Chair, SE LHIN Board, noted to him that this is a province-wide issue. T. Stepanuik suggested that this matter should be an agenda item for the Board chairs meeting with the LHIN.

8.6 Bill 46 *Excellent Care for all Act 2010* – Proposed Legislation – T. Stepanuik
- deleted.

8.7 Bill 122 *Broader Public Sector Accountability Act 2010* – T. Stepanuik
- deleted.

9. New Business

9.1 Working Capital Government Task Force – T. Stepanuik

T. Stepanuik reported that the government has engaged the services of Deloitte & Touche. Each hospital has been asked to complete and submit a spreadsheet/survey. The information will be collated and recommendations will be formulated by January 2011. He anticipates being able to provide additional information in the new year. B. Allen confirmed that, to date, no feedback has been received on the completed survey.

10. Board Committee Reports

10.1 Finance Committee – R. Schooley

R. Schooley provided a report of the most recent Finance Committee meeting. He highlighted the following items:

- hospital is reporting a year to date deficit from operations of \$139,463 to October 31, 2010;
- October 2010 ended with a deficit of \$26,117;
- updated 2010/11 year-end projection is a deficit of \$87,732 – the projection takes into account the previously announced \$1,375,800 of PCOP funding as well as an additional \$394,000 of PCOP funding expected to be announced soon.
- some major contributing factors include:
 - hip/knee activity to October is below expectations;
 - private/semi-private/co-payment revenues continue to be lower than budget totalling \$155,00 to the end of October.
 - salaries and benefits – are over budget due to overtime costs.

- medical staff remunerations are over budget mainly as a result of OHIP related physician payments in the DI department.

10.1.3 Change Order Summary – B. Allen

B. Allen provided a review of the change order summary. He advised that the change order budget is \$1.5 million and to date, 136.1% of the budget has been utilized. The summary was discussed at the Finance Committee meeting.

10.1.4 2010/2011 Operation Forecast – R. Schooley

- a brief discussion ensued.

10.1.5 HAPS Update – B. Allen

- document was submitted.

RESOLUTION No. 125/10

MOVED by R. Schooley

SECONDED by M. Ross

THAT the Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the Finance Committee report as presented by R. Schooley, Treasurer.

CARRIED.

10.2 Board Quality Committee – November 19, 2010 – L. Hendriks

- nothing to report. A meeting of the Committee will be held in early December.

10.3 Governance Committee – November 19, 2010 – C. Beckett

- discussed earlier in meeting.

10.4 Building Committee – November 22, 2010 – K. Van Der Meer

- discussed earlier in meeting.

11 Board Education

11.1 HBAM Presentation – T. Stepanuik/B. Allen

At this point, T. Stepanuik and B. Allen provided a presentation on Health Based Allocation Model (HBAM).

M. Ross left the meeting at 0900 hours.

The members discussed the new model. D. Staples raised the matter of standard costing approach to service delivery. Dr. C. Ehrat commented that the HBAM process is similar to earlier processes such as cost per weighted cases, ELOS, etc. L. Bisonette noted that the new model looks at the situation from a futuristic perspective and not retroactively (like ELOS and CPWC).

Drs. Roney and Ehrat left the meeting at 0920 hours.

11.2 OHA Annual Convention & Exhibition – Delegates

The delegates to the recent OHA Annual Convention provided their comments and feedback on the event. All felt that it was time well spent. L. Hendriks suggested that the board have a patient story at the start of each meeting.

12 Other Business

12.1 Lanark County Mental Health – Community Advisory Board

- nothing to report.

Lanark County Support Services Agreement:

It was noted that the Lanark County Support Services Agreement required approval. L. Sparks advised that due to lack of quorum, the agreement will be reviewed (and approved) at a brief Executive Committee meeting to follow today's Board of Directors' meeting.

13 Next Meeting Date

The next regular meeting of the Board of Directors has been scheduled for Tuesday, January 25, 2011 at 7:30 a.m., Main Boardroom, GWM Site.

A special meeting of the Board will be held to conduct the board self-evaluation. This special meeting will be held on Friday, January 14, 2011.

14 Adjournment

RESOLUTION No. 126/10

MOVED by K. Van Der Meer

SECONDED by L. Evans

THAT the meeting of the Perth and Smiths Falls District Hospital Board of Directors hereby adjourns at 09:30 hours.

CARRIED.

"Larry Sparks"

"Todd Stepanuik"

Larry Sparks, Chair

Todd Stepanuik, Secretary