

PERTH AND SMITHS FALLS DISTRICT HOSPITAL

Board of Directors' Meeting
Tuesday, May 28, 2013
Main Boardroom, SF Site
7:30 a.m.

PRESENT: D. Adshead, C. Beckett, L. Bisonette, J. Brown, Dr. P. Cunniffe, L. Evans, *L. Hendriks, Chair*, D. Howard, W. Johnson, Dr. P. Roney, M. Ross, R. Schooley

REGRETS: B. Allen, Dr. M. Joannou, L. Sparks, D. Staples, B. Strachan

IN ATTENDANCE: Dr. W. Hollis, C. Cassidy-Gifford, Manager, Quality, K. Kelly, Recording Secretary, M. Bell, President, GWM Auxiliary, K. MacPhail, SFCH Auxiliary

1. CALL TO ORDER

The meeting was called to order by L. Hendriks, Chair at 7:32 a.m.

2. CHAIR'S REMARKS

L. Hendriks highlighted events that have taken place since the last meeting. She reported that she and L. Bisonette continue to attend and present to local municipalities on the hospital's financial condition. She attended the anti-stigma conference held in Carleton Place and found the session quite informative.

L. Hendriks also reported that she attended the recent GWM Auxiliary AGM last week. She then welcomed Dr. Warren Hollis to the meeting today. She noted that he will be joining the board in June.

She also welcomed Karen MacPhail, SFCH Auxiliary and Marion Bell, GWM Auxiliary to today's meeting.

GWM Auxiliary – M. Bell

M. Bell provided a report on the GWM Auxiliary business and activities. She reported that three GWM Auxiliaries have been accepted for provincial auxiliary life membership – Joan Weir, Irene Lister, Marty McGuinness. The GWM Auxiliary will be increasing bursaries to area high school students. The auxiliary will also be purchasing a new sound system. Further, the Genie awards will be increased to four awards each this year. Three awards will be from the Auxiliary and one will be given from the GWM Foundation. A motion at the recent meeting was passed to set aside \$50,000 to support items on the capital equipment list.

She also noted that to date, there has been a total of 20,224 volunteer hours.

SFCH Auxiliary – K. MacPhail

K. MacPhail provided a report on behalf of the SFCH Auxiliary. She highlighted the various fundraising events such as the recent chilli cook-off, summer gladiola sale and bake sale. She reported that the auxiliary has purchased two pumps for the hospital and N. Shaw, Patient Care Manager, M/S/OBS attended the last meeting to provide a demonstration of the pumps and the benefits. A bursary fund for a Smiths Falls resident attending a local high school was also arranged.

K. MacPhail offered her comments regarding the recent Spring Fling Running Thing and noted how the SFCH Auxiliary was not approached to help with volunteers. L. Bisonette commented that W. Hillier coordinated the run and the Hospital is the benefactor.

K. MacPhail also asked if a fund can be set aside for a specific project. L. Bisonette suggested a meeting be arranged with the SFCH Foundation to determine. She added that she will share the capital equipment list once it has been finalized. She did suggest caution when restricting funds as it may limit the use.

L. Hendriks suggested that the SFCH Auxiliary work with the GWM Auxiliary to share ideas. She then thanked both auxiliaries for their ongoing dedication and hard work.

3. APPROVAL OF AGENDA

RESOLUTION No.60/13

MOVED by M. Ross

SECONDED by J. Brown

THAT the agenda for the May 28 2013 Board of Directors' meeting be approved as circulated.

CARRIED.

4. DECLARATION OF CONFLICT OF INTEREST

No conflicts were declared at this point in the meeting. L. Hendriks stated that members may declare conflicts at any point as necessary.

5. CONSENT AGENDA

At this point, L. Hendriks asked the members to review the consent agenda items and information and to bring forward any items that should be moved to the open meeting for comment and/or discussion.

RESOLUTION No.61/13

MOVED by R. Schooley

SECONDED by W. Johnson

THAT the Consent Agenda be approved as presented

CARRIED.

6. ACKNOWLEDGEMENTS

6.1 Grateful Patient Letter – L. Bisonette

L. Bisonette referred the members to the grateful patient letter received recently. She advised that letters of this nature are shared with all staff involved.

7. ACTION ITEMS

7.1 Leadership Report – L. Bisonette

L. Bisonette referred the members to the leadership report prepared for the Board of Directors' information. Discussion ensued.

L. Bisonette confirmed that the numbers presented for sick days was the result of three full time employees being off.

A brief discussion took place regarding WSIB and L. Bisonette confirmed that we are compared to our peer hospitals. W. Johnson added that each industry is placed in a rate group. Hospitals are in its own rate group and are compared closest with the construction industry.

L. Bisonette also reported that a review of the entire NEER process is being considered and hospitals will be represented by OHA in this review. Further, PSFDH supports modified work strategies to avoid lost time.

RESOLUTION No. 62/13

MOVED by R. Schooley

SECONDED by D. Howard

THAT the President & CEO Report be accepted as presented by Linda Bisonette, President & CEO.

CARRIED.

7.2 CHIEF OF STAFF REPORT – DR. P. RONEY

Dr. P. Roney referred the members to the Chief of Staff report included in the materials. He advised that requests for privileges will be reviewed during the closed session. He reviewed his report and highlighted the following items:

- Medical Staff received a presentation on health records coding. This was provided by L. Greenberg, Manager, Health Records. He noted that there has been an improvement with coding at both sites and our action plan is working well and we continue to make progress.
- Dr. Van Noppen will assume the position of Co-Director, Family Medicine, GWM Site.
- The recent mammography report is based on a 2008 study. Both PSFDH radiologists support that our organization has excellent technology. The patients have been given the option to wait for the new technology. PSFDH is working to upgrade its existing technology to a digital platform.
- Due to Dr. Tweedie's recent illness and the departure of Dr. Chaudry, there are even more potential gaps in patient care. Work is underway to coordinate physician recruitment in the area. L. Bisonette reported that there is a recruitment effort coming from the Heritage Health Clinic located at the Gallipeau Centre. She and Dr. P. McGregor have met with the Gallipeau Centre recruiter, Susan Cafazzo to discuss efforts.
- OR closures – a resolution will be brought forward outlining the upcoming closures.

L. Hendriks commend the physician group for their work on reducing conservable days.

RESOLUTION No.63/13

MOVED by C. Beckett

SECONDED by D. Howard

THAT the Perth and Smiths Falls District Hospital Board of Directors hereby accepts the recommendation of the Medical Advisory Committee to appoint Dr. Bob Van Noppen to the position of Clinical Chief, Family Medicine, GWM Site for 2013/14.

CARRIED.

OR Closures

RESOLUTION No.64/13

MOVED by C. Beckett

SECONDED by D. Adshead

The Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the recommendation of the Medical Advisory Committee to approve the operating room closures as follows:

- *Friday, July 19, 2013 at 4 p.m. to Tuesday, August 6, 2013 at 7:00 a.m.;*
- *Friday, October 11, 2013 at 4 p.m. until Monday, October 21st at 7:00 a.m.;*
- *Friday, December 20, 2013 at 4 p.m. until Monday, January 6th, 2014 at 7:00 a.m.;*
and
- *Friday, March 7, 2014 at 4 p.m. until Monday, March 17, 2014 at 7:00 a.m.*

FURTHER that there will be the associated bed closures as follows:

- *six beds at the Smiths Falls Site; and*
- *five beds at the GWM Site.*

AND It is understood that the Smiths Falls Site Operating Room will be on-call for all urgent and emergent cases.

CARRIED.

RESOLUTION No.65/13

MOVED by R. Schooley

SECONDED by M. Ross

THAT the Chief of Staff report be accepted as presented by Dr. Peter Roney, Chief of Staff with the amendment to the OR closure dates set out in the report.

CARRIED.

Discussion ensued regarding the impact of Dr. Tweedie's practice closing. It was noted that the impact will be felt throughout the summer and fall. The Perth physicians have tried to take on additional patients from Dr. Tweedie and Dr. Chaudry. The closures will be leaving approximately 2000 patients without a physician. Dr. Roney noted that Dr. Tyrell's daughter will be joining in the fall.

7.3 Finance Committee – Audited Financial Statements – C. Beckett

C. Beckett referred the members to the audited financial statements included in the meeting materials. She reported that the statements were reviewed at the most recent Finance Committee meeting. She added that B. Allen joined that meeting. The Finance Committee members spoke with the auditors during the closed session and they (the auditors) did not highlight any issues. The auditor confirmed (at the Finance Committee meeting) that the information has been reviewed by the Finance Committee and a few points have been clarified by B. Allen, Vice President, Finance & Support Services.

Further, C. Beckett noted that the auditors feel that all is being monitored despite B. Allen's absence.

Discussion ensued regarding page 17, last paragraph. It should be clarified by the foundation was the repository. The word, "overseeing" should be removed from the 1st sentence and the 2nd

sentence should be modified to read that, "...the hospital and its foundations will work together to raise the remaining..."

Regarding Note 13, there should be further clarification as to how funds are received and processed specifically related to the Town of Perth donation to the redevelopment. The funds were received by the GWM Foundation and then forwarded to the SFCH Foundation to the Hospital. Discussion ensued. The issue is that the statements show that the monies were not advanced last year by the foundation.

Regarding Note 8, there was a request to clarify the wording regarding the interest rates on the long term debt.

RESOLUTION No. 66/13

MOVED by C. Beckett

SECONDED by D. Adshead

The Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the recommendation of the Finance Committee and approves the draft audited financial statements for the year ending March 31, 2013 as prepared by Allan Chartered Accountants with the change to Notes 8, 13 and 16;

FURTHER that the audited financial statements be presented to the membership at the Annual General Meeting.

CARRIED.

7.4 Governance Committee – M. Ross

M. Ross referred the members to the documents included in the materials that have been brought forward from Governance Committee. He advised that the committee continues to review the policies currently in place and update as necessary. Working with committee to review and update all policies;

7.4.1 ETHICS POLICY, FRAMEWORK AND PROCEDURE

M. Ross referred the members to the policy. He reported that the policy has been reviewed and discussed by the Governance Committee.

Discussion ensued regarding committee composition and membership. L. Bisonette commented that PSFDH rarely calls a formal meeting of the Ethics Committee and when called, the membership is determined based on the issue. It is not a standing committee. Further, the committee does not take any specific action, but rather develops recommendations. The members discussed how to best ensure that the policy will support the process and not belabour the issue.

The members discussed amending the quorum statement to have the Ethics Committee be the Chief of Staff who will determine the membership pending the issue. Dr. P. Roney suggested that the membership be a minimum number and further members to be determined by the chair.

Suggested wording would set out that the committee membership would be a minimum of three people: the Chief of Staff, Chair, President & CEO and one other person to be determined by Chair.

L. Evans commented that on page 6, the statement refers to only health and research. She suggested if other areas should be incorporated such as Lanark County Support Services and Lanark County Mental Health as they may have issues outside of scope of medical issues.

Dr. Cunniffe suggested we contact other hospitals regarding their processes and policies. Dr. Roney also suggested that we utilize the ethics research available to the hospital from interested companies.

L. Bisonette advised that this item has been brought forward based on the last accreditation report. This review is to ensure that the framework is more inclusive. The present framework is simple. She suggested that the document can be reworked (membership portion) to ensure that it is more “*ad hoc*” in tone. Further, the skill set can be drawn from a list set out in the terms of reference.

C. Beckett noted that she would not want to have a policy that conflicts with the practice in place.

RESOLUTION No. 67/13

MOVED by M. Ross

SECONDED by D. Howard

The Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the Governance Committee recommendation to approve the Ethics Policy, Framework and Procedure as discussed with changes to the terms of reference specifically the section related to membership and set the membership to be a minimum of three members with the Chief of Staff to serve as Chair of the ad hoc committee.

CARRIED.

7.4.2 TERMS OF REFERENCE – AUDIT/FINANCE COMMITTEE

M. Ross referred the members to the policy. He reported that the policy has been reviewed by the Finance Committee and discussed by the Governance Committee. He reported that per C. Beckett, Chair, Finance Committee, the terms are appropriate as set out.

RESOLUTION No.68/13

MOVED by M. Ross

SECONDED by J. Brown

The Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the Governance Committee recommendation to approve Governance Process Policy No. 2.6.1 Audit/Finance Committee Terms of Reference as presented.

CARRIED.

7.4.3 BOARD/STAFF RELATIONSHIP POLICY NO. 3.4 – DELEGATION TO MEDICAL STAFF

M. Ross referred the members to the policy. He reported that the policy has been reviewed and discussed by the Governance Committee. Discussion ensued regarding Item 3 of the policy. L. Bisonette advised that at this point, the hospital does not have in its scope or vision to incorporate midwives or nurse practitioners. Dr. Roney added that this can be amended when the need arises.

D. Howard suggested that she would like to include nurse practitioners as midwifery is included. L. Bisonette commented that nurse practitioners have a dual reporting relationship and there would be a number of additional policies to bring forward. Dr. Roney also noted that PSFDH had midwives a number of years ago. He added that registered nurses are not credentialed by the board as they are employees.

M. Ross stated that this policy reflects the current status and if it changes, it can be revisited.

RESOLUTION No.69/13

MOVED by M. Ross
SECONDED by L. Evans

The Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the Governance Committee recommendation to approve Board/Staff Relationship Policy No. 3.4 "Delegation to Medical Staff" as presented.

CARRIED.

7.4.4 EXECUTIVE LIMITATIONS POLICY NO. 4.1 – STAFF & VOLUNTEER TREATMENT

M. Ross referred the members to the policy. He reported that the policy has been reviewed and discussed by the Governance Committee.

RESOLUTION No.70/13

MOVED by M. Ross
SECONDED by C. Beckett

The Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the Governance Committee recommendation to approve Executive Limitations Policy No. 4.1 "Staff & Volunteer Treatment" as presented.

CARRIED.

7.4.5 EXECUTIVE LIMITATIONS POLICY NO. 4.2 – STAFF CHANGES

M. Ross then referred the members to the policy. He reported that the policy has been reviewed and discussed by the Governance Committee.

RESOLUTION No. 71/13

MOVED by M. Ross
SECONDED by D. Howard

The Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the Governance Committee recommendation to approve Executive Limitations Policy No. 4.2 "Staff Changes" as presented.

CARRIED.

7.4.6 EXECUTIVE LIMITATIONS POLICY NO. 4.3 – FINANCIAL CONDITION

M. Ross referred the members to the policy. He reported that the policy has been reviewed and discussed by the Governance Committee.

RESOLUTION No.72/13

MOVED by M. Ross
SECONDED by R. Schooley

The Board of Directors of the Perth and Smiths Falls District Hospital hereby accepts the Governance Committee recommendation to approve Executive Limitations Policy No. 4.3 "Financial Condition" as presented.

CARRIED.

7.5 Annual General Meeting – L. Hendriks

7.5.1 Date/Time – L. Hendriks

L. Hendriks reported that traditionally the AGM is held at 4 p.m., however, last year the date and time were changed given the events. She suggested either having the AGM follow the regular board meeting in the morning or revert back to the traditional 4 p.m. timeslot. Discussion ensued.

K. Kelly to send a survey to the board members requesting their time preference. Based on the results, K. Kelly will send a confirmation email to the Board regarding the time.

A brief discussion also ensued regarding corporation membership. M. Ross reported that based on discussion at a recent Governance Committee meeting, the hospital will circulate a notice in September regarding membership. K. Kelly noted that existing members receive a renewal each year and if a member fails to complete and submit the application form and fee, they cease to be a member.

C. Cassidy-Gifford left the meeting at 8:49 a.m.

7.5.2 Directors – M. Ross

M. Ross reported that Lynne Evans and Wayne Johnson are seeking reappointment to the PSFDH Board of Directors. This matter will be brought forward for resolution at the 2013 Annual General Meeting.

Further to Resolution No. 90/12 regarding future vacancies, Dr. Warren Hollis has confirmed his intention of joining the PSFDH Board of Directors. Welcome to Dr. Hollis and appreciate him being involved.

7.5.3 Corporation Membership Listing – M. Ross

RESOLUTION No. 73/13

*MOVED by M. Ross
SECONDED by C. Beckett*

Further to Article 2.1 of the PSFDH Corporation By-Laws regarding “Admission”, the Perth and Smiths Falls District Hospital Board of Directors approves the corporation membership listing as presented.

CARRIED.

M. Bell left the meeting at 8:53 a.m.

7.6 Lanark County Mental Health – Declaration of Compliance – L. Bisonette

L. Bisonette brought forward the matter of the Schedule G “Declaration of Compliance” on behalf of Lanark County Mental Health. She advised that all indicators set out in the M-SAA have been met.

RESOLUTION No.74/13

*MOVED by C. Beckett
SECONDED by D. Howard*

AS REQUIRED by the M-SAA between the South East Local Health Integration Network and Lanark County Mental Health;

BE IT RESOLVED THAT:

The Board of Directors of the Perth and Smiths Falls District Hospital hereby authorizes Lynda Hendriks, Chair, Board of Directors to sign "Schedule G – Form of Compliance Declaration" on behalf of Lanark County Mental Health and submit this Declaration to the South East Local Health Integration Network.

CARRIED.

9.1.1 Primary Health Links

Dr. P. Cunniffe provided an update and confirmed that the initiative is progressing. The first work session will take place Saturday, June 1, 2013. He advised that 25 primary health care providers will be in attendance and the session will be facilitated by a professional.

A 2nd meeting will be held Wednesday, June 19 with invitations being sent out to the hospital, LCMH and CCAC among others. Based on the outcomes of these sessions, Dr. Cunniffe reported that a business plan will be developed and submitted to the government in the fall.

L. Bisonette added that she understood that there may be a patient engagement session organized by P. McKenna, Executive Director, Rideau Community Health Services.

Dr. Cunniffe confirmed that the meetings are not open to the public.

8. CLOSED SESSION

RESOLUTION No.75/13

MOVED by J. Brown

SECONDED by C. Beckett

THAT the Board of Directors of the Perth and Smiths Falls District Hospital hereby move to a closed session 8:59 a.m. and L. Bisonette, President & CEO, and K. Kelly, Recording Secretary, to remain for the discussion.

CARRIED.

RESOLUTION No. 76/13

MOVED by M. Ross

SECONDED by D. Adshead

THAT the Board of Directors hereby moves out of the closed session at 9:23 a.m.

CARRIED.

Dr. W. Hollis, M.L. Sample, M. Bellows returned to the meeting.

Approval of Closed Session Notes

RESOLUTION No. 77/13

MOVED by R. Schooley

SECONDED by M. Ross

THAT the closed session notes of the April 23, 2013 meeting be approved as circulated.

CARRIED.

Physician Privileges

RESOLUTION No. 78/13

MOVED by C. Beckett
SECONDED by D. Howard

THAT the Perth and Smiths Falls District Hospital Board of Directors accepts the recommendation of the Medical Advisory Committee to approve the following applications for privileges:

- Dr. Devin Nielson – Courtesy Privileges in Anesthesia; and
- Dr. Hillary Lawson, Associate Staff Privileges in Family Medicine.

CARRIED.

Chief of Staff Contract

RESOLUTION No.79/13

MOVED by C. Beckett
SECONDED by D. Adshead

The Board of Directors of the Perth and Smiths Falls District Hospital hereby approves the contract for Chief of Staff as circulated during the closed session with the change to 15 hours per week;

FURTHER that C. Beckett and L. Hendriks be authorized to sign.

CARRIED.

9. BUSINESS ARISING FROM MINUTES

9.1 South East Local Health Integration Network

Dr. P. Roney and M.L. Sample attended the recent SECHEP meeting. M.L. Sample reported that discussion on the clinical services roadmap took place at the meeting.

L. Bisonette reported that a sustainability plan was discussed during the CEO portion of the recent SE CHEF meeting. She would like the PSFDH board to consider the proposed sustainability plan before committing to the next steps. She added that to implement the plan, an external consultant will be engaged by the SE LHIN. The plan considers the creation of centres of excellence. She noted that until the board has reviewed, she is not comfortable in providing comments to the SE LHIN.

L. Hendriks suggested that the document be reviewed by the Board members prior to additional discussion. Discussion ensued. The members agreed that it is important to cooperate with the SE LHIN on this initiative. L. Bisonette noted that the SE LHIN timeline is tight from July to November (review to implementation in January.)

9.1.1 Primary Health Links – Dr. Cunniffe/Dr. Joannou

- reported earlier in the meeting.

Dr. Roney left the meeting at 9:38 a.m.

9.2 Family Physician Shortage – Smiths Falls – Update – L. Bisonette

- nothing to report at this time.

10. NEW BUSINESS

10.1 Board Executive Officer Succession Planning – L. Hendriks

L. Hendriks asked that those members interested in an executive position on the board of directors to advise K. Kelly. R. Schooley expressed his desire to continue on the Executive.

11. BOARD COMMITTEE REPORTS

11.1 Liaison Committee – May 6, 2013 – L. Evans

L. Evans reported that the committee met May 6, 2013 with members of the local media. She continues to be busy participating in a number of hospital, auxiliary and foundation related events.

Comments from the media were very positive. They indicated that they would like to see more coming from hospital regarding good news stories on departments, happenings, etc. The Committee will consider this in September.

The committee is considering an invitation to the CCAC and Lanark County Mental Health to a future meeting.

11.2 Accreditation Governance Roadmap - Update – R. Schooley

R. Schooley reported that the Accreditation Governance Roadmap group met on May 9, 2013. The group continues to move along with the sustainable governance project with the focus on board performance measurement. There will be a board quality report at the June meeting.

11.3 Finance Committee – May 23, 2013 – C. Beckett

C. Beckett referred the members to the information in the materials. She reported that the Committee reviewed the draft audited financial statements, the financial summary for April, redevelopment and the peer review dashboard. She advised that the item related to bad debt collection has been put out to tender by 3SO. All other peer review/PIP items have been implemented. She noted that the greatest risk for the organization may be litigation.

She reported that there was a surplus for April and she then reviewed the summary provided in package. She is encouraged by the progress to date. A brief discussion ensued.

C. Beckett stated that senior management will be requesting a final bill to bring conclusion to the SF Site redevelopment matter.

Discussion ensued regarding the status of the change order submissions. L. Bisonette commented that D. Staples has contacted counterparts in the Ministry to inquire about the status of the submissions. She added that B. Allen will continue to complete the additional documents and submit. She confirmed that Part 1 submission has been completed and Part 2 is not yet complete.

D. Howard left the meeting at 9:50 a.m.

Discussion ensued that a balanced budget may help with the fundraising.

11.4 Governance Committee – Self Evaluation – M. Ross

M. Ross asked R. Schooley to speak to the draft self-evaluation document. R. Schooley asked that any suggestions be forwarded to K. Kelly prior to the next meeting tentatively scheduled for June 13.

11.5 Lanark County Mental Health Community Advisory Board – W. Johnson

W. Johnson provided a report from the recent LCMH Community Advisory Committee meeting. He reported that the group meets the day before the PSFDH Board meeting and as it is an advisory board, the meetings are generally brief yet informative. He noted that LCMH monitors hospital readmissions for clients who have been referred by the hospital and for the 4th month, there have been no readmissions. This was excellent news.

LCMH has developed a balanced scorecard in terms of major goals and the work to date has been great. W. Johnson also reported that Community Advisory Committee Chair, Executive Director and L. Hendriks have been invited to a LHIN visioning session to determine the future of mental health.

He further reported that the LCMH capital submission has met an obstacle. The submission was ready to be reviewed by the LHIN board this month, but it has been pulled back for further review. The LHIN expressed concern that there might be a rental increase with new space.

W. Johnson to send most recent report for K. Kelly to circulate to the full Board of Directors.

12. OTHER BUSINESS

Nil.

13. DATE OF NEXT MEETING

Regular Meeting – Tuesday, June 25, 2013, Main Boardroom, GWM Site at 7:30 a.m.

Annual General Meeting – Tuesday, June 25, 2013, GWM Site. The time to be determined and confirmed by email from K. Kelly based on survey results.

14. ADJOURNMENT

RESOLUTION No. 80/13

*MOVED by L. Evans
SECONDED by M. Ross*

THAT the meeting of the Perth and Smiths Falls District Hospital Board of Directors be adjourned at 9:56 a.m.

CARRIED.

“L. Hendriks”

“L. Bisonette”

L. Hendriks, Chair

L. Bisonette, Secretary

Note: Following the close of the meeting, the members remained for a general debriefing session. Staff did not attend this session.