

**Perth and Smiths Falls District Hospital
Board of Directors – Closed Session
Tuesday, January 26, 2021**

1. Call to Order

RESOLUTION No. 8/21

MOVED by C. Dolgowicz

SECONDED by Dr. W. Hollis

THAT the PSFDH Board of Directors moved to a closed session at 8:19 a.m.

CARRIED.

2. Declaration of Conflict of Interest

No conflicts were declared. Members were reminded to declare a conflict at any time.

3. Review of Agenda

J. Fenik requested one addition under Other Business – Item d) Contractual Issues.

4. Review of Minutes

There were no changes to the minutes. A resolution approving the minutes will be made in open session.

5. Business Arising from Minutes

a) Leadership Report – Dr. B. Guppy

Hospital capacity

PSFDH has capacity to provide 11 additional beds (10 at GWM, 1 SF). This has not yet actioned but the organization is ready to implement once surge capacity has been exhausted. PSFDH has submitted a funding request for additional equipment.

Legal matter

- 1st matter – PSFDH counsel is waiting for documents from other counsel. These items are material to the matter.
- 2nd matter – PSFDH counsel reviewed the full and final release based on comments that were provided from PSFDH. The comments were supported and have been sent to other party so that the full and final release can be amended.

MRI Update – PSDFH has engaged the ministry with positive response. Operational funding may be provided which initially was it was not.

Discussion ensued regarding additional beds. Dr. B. Guppy confirmed that there would not be additional negative pressure rooms. Dr. Kuchinad asked if further consideration has been given to utilize the services of community facilities such as Lanark Lifestyles. Dr. Guppy indicated that they would be considered if needed.

The members discussed the number of vacant LTC beds across the province with little movement to fill. Dr. Guppy indicated that many hospitals have been asking that there be movement to have patients moved to the best environment and to alleviate bed capacity pressures.

b) Chief of Staff Report – Dr. K. Stolee

Dr. K. Stolee referred the members to the list of appointments, cross appointments, reappointments and temporary appointments. She advised that the applications and requests have been reviewed by the Medical Advisory Committee.

A resolution will be made in open session. It was noted that temporary appointment would not be included in the resolution as the information was provided for Board awareness.

A temporary appointment may be made only for one of the following reasons:

- (a) to meet a specific singular requirement by providing a consultation and/or operative procedure; or
- (b) to meet an urgent unexpected need for a medical service.

c) Critical Events – Dr. B. Guppy for N. Shaw

There were no critical events to report.

6. New Business

a) External Auditor Services SBAR – K. Clupp

K. Clupp referred the members to the SBAR included in the material, specifically, the recommendation and motion to be made in the open session. He noted that this matter was discussed by the Finance Committee. He clarified that the current auditor for PSFDH audit services would be eligible to participate in the RFP.

b) Insurance Services SBAR – K. Clupp

K. Clupp referred the members to the SBAR included in the materials. He noted that this matter was discussed by the Finance Committee. He highlighted that Marsh Canada has been notified by Aviva Canada, the insurer for the liability and crime policies that they are proceeding to introduce a mandatory Contagious Disease exclusion to their liability and crime wordings effective April 1, 2021.

Dr. B. Guppy stated that PSFDH is overdue to go to tender for insurance services. To proceed with sole source for up to a year period contingent on the current vendor securing a carrier that will provide liability and crime of contagious disease coverage. This will be declared to the LHIN and Ministry as part of the annual declaration.

A motion supporting PSFDH to sole source for up to a one year period and complete a formal tender process by March 31, 2022 will be made in open session.

7. Other Business

a) Capital Alliance Update – G. Church

G. Church reported that he is pleased with the work and outcome. Dr. Kathy Wickens will continue as interim Chair of the new foundation with representatives from each foundation, hospital board and hospital CEO. Additional board members will be recruited. The interim board has authority to begin as the new foundation board must immediately pass By-Law No. 1 along with completing procedural items to create the new entity.

While there has been no formal announcement, M. Hallam will continue as the new foundation ED. A general discussion ensued regarding other foundation personnel. The new foundation is seeking communications support. G. Church advised that financial reconciliation continues between the foundations.

J. Fenik acknowledged the work of the team to bring together the two foundations. D. Howard noted that legally the new foundation was in place January 31. However, there are some processes that require ministry approval.

b) HIS Renewal Initiative – Dr. B. Guppy

The HIS timelines have been delayed in part due to COVID-19. It is unclear the duration of delay.

c) Operating Budget 2021/22 – D. Hodgins/Dr. B. Guppy

D. Hodgins referred the members to the presentation included in the materials and noted that the Finance Committee reviewed it at the January 21, 2021 Committee meeting. She highlighted the internal progress internal on the 2021/22 operating budget. It will be presented at the next Finance Committee meeting. She noted that externally (LHIN/Ministry) the submission timelines that are pending.

d) Contractual Issue – J. Fenik

J. Fenik brought shared messaging that he received as mayor regarding the hospital, specifically, that the GWM Site is set for closure. He felt that despite the information being based on rumours and innuendo, it was important to bring forward for awareness.

D. Howard advised that a meeting of the Joint Conference Committee (Chair, Vice Chairs, President, Chief of Staff and President, Vice President of the Medical Staff) has been scheduled to discuss issues. She added that utilizing the Joint Conference Committee can be an effective forum for dealing with like situations.

She asked that if anyone receives or hears comments that they be brought to the board directly. Discussion ensued. Dr. Roberts indicated that he has received similar calls and strongly discourages this style of communication. He added that morale and angst issues are based on miscommunication or lack of information.

Dr. Hollis suggested that there may be an opportunity generate clear messaging via the capital planning group regarding lifespan of facilities and equipment, etc.

The members all agreed to support clear messaging.

8. Adjournment

RESOLUTION No. 9/21

MOVED by Dr. W. Hollis

SECONDED by K. Clupp

THAT the PSFDH Board of Directors moved out of the closed session at 9:04 a.m.

CARRIED.