

**SOUTH HURON HOSPITAL ASSOCIATION
MINUTES OF BOARD OF DIRECTORS MEETING
Thursday, November 18, 2021, 5:30 pm
Open Session**

Present:	Bruce Shaw, Chair Laura Stire Aileen Knip	Brian Heagle, Vice Chair Dan Best Tara Oke	Brad Sheeler Christie MacGregor Rob Morley
	Nancy Peter Michelle Wick	Darlene Borland	Heather Klopp
Regrets:	Pat O'Rourke		
Guests:	Emily Wells Scott Rundle	Heather Hern Bonnie Baynham	Julie Morrison
Recorder:	Stevie Cowdrey		

1. Call to Order, Welcome & Land Acknowledgement – *Bruce Shaw*
 - Bruce Shaw (Chair) called the meeting to order at 17:33 hours. Land acknowledgement was shared.
 - Heather Hern, prospective Board Director was introduced.
2. MAID Experience – *Scott Rundle & Bonnie Baynham*
 - Scott Rundle & Bonnie Baynham shared their positive experience with MAID and the passing of Scott's mother earlier this year at SHHA.

Scott Rundle & Bonnie Baynham left the meeting at 17:55 hours.

3. RBC Portfolio Review – *Julie Morrison*
 - Julie shared an extensive overview of SHHA's current investment portfolio.
 - Portfolio is producing \$74K annually on average.
 - Current portfolio is more conservative than many others, which led to the discussion of whether or not our portfolio should have a higher risk tolerance.
 - The intent of these funds is important to understand. Our portfolio is completely liquid – if we required the funds they would be available within 3-5 business days and we do not have any current operational needs for additional cash.

Julie Morrison left the meeting at 18:41 hours.

Motion: *To request that the Audit Committee review SHHA's current risk tolerance and asset mix at their next meeting and bring a recommendation back to the Board.*

Moved by: *Brad Sheeler*

Seconded by: *Dan Best*
Carried.

3. Declaration of Conflict – *Bruce Shaw*

- Members were asked to voice any declarations of conflict.
- There being no further declaration, the meeting continued. Should an unanticipated conflict arise during the course of this meeting, members were asked to notify the Chair, immediately.

4. Leadership Team Overview – *Emily Wells, Administrative & Project Coordinator*

- Emily introduced herself to the Board and shared that her current projects are centred around outsourcing our Central Processing Department and finalizing our MAID policy.

5. Agenda Items

Agenda - *Bruce Shaw*

5.1 November 18, 2021 Agenda

Motion: *To approve the agenda as presented for the November 18, 2021 Board of Directors meeting.*

Moved by: *Christie MacGregor*

Seconded by: *Aileen Knip*
Carried.

Consent Items – *Bruce Shaw*

5.2 Board of Directors Meeting Minutes – October 14, 2021

5.3 SHHF Report

Motion: *To accept the consent items into the minutes as presented for the November 18, 2021 Board of Directors Meeting.*

Moved by: *Rob Morley*

Seconded by: *Tara Oke*
Carried.

6. Operational Update

6.1 President & CEO Report and Workplan Update – *Nancy Peter*

- Accreditation work is now underway.
 - Results of recent staff survey will come to the board in December or January, but results have greatly improved from 2017.

- Strategic plan proponent has been selected, discussion in place for January. Master plan did not have any successful proponents, but it has now been reposted for bidding.

Motion: ***To accept the President & CEO Report and Workplan Update as presented.***

Moved by: ***Laura Stire***

Seconded by: ***Aileen Knip***
Carried.

6.2 Financial – CFO (September) – *Darlene Borland*

- September statements show a surplus of \$110K (1.75%). This is a change from previous as we were able to accrue COVID-19 funds.
- Michelle & Darlene have had conversations with OHW re: additional funds for increased capacity. There are strong indications we will receive one-time funds effective Oct 1 – March 31st.
- SHHA is currently forecasting a fiscal end deficit of ~\$285K, as we can't accrue funds without confirmation from the Ministry.
- We are currently putting the 2022-2023 operational and capital budgets together, which currently show a deficit position. This will come to the Board for approval once complete.

Motion: ***To accept the Financial Report as presented.***

Moved by: ***Brian Heagle***

Seconded by: ***Christie MacGregor***
Carried.

6.3 Clinical – CNE – *Michelle Wick*

- Increase census and capacity rates remain. SHHA recently admitted patients from ED to acute beds at other hospitals as a temporary solution. Thank you to Dr. Sean Ryan for assisting with this.
- Increased numbers of ALC patients remains an issue and SHHA continues to advocate with OHW for alternate solutions to this issue.
- Question: What happens when patients are admitted in our ED, but there isn't a bed on the inpatient unit for them?
 - They receive care from our ED nurses, but yes, their care can sometimes be disjointed as they are cared for by the Hospitalist. Our Patient Care Manager is working to standardize this type of care.

Motion: *To accept the Clinical – CNE Report as presented.*
Moved by: *Laura Stire*
Seconded by: *Tara Oke*
Carried.

6.4 Clinical – COS – Dr. Mark Nelham – *deferred*

6.5 Patient Experience Story – *Heather Klopp*

- Story shared shows the appreciation for our small hospital and the management of the difficult conversations and decisions that had to be made.

Motion: *To accept the Patient Experience Story as presented.*
Moved by: *Rob Morley*
Seconded by: *Dan Best*
Carried.

7. Quality & Risk

7.1 Quality, Utilization & Risk Committee Report – *Dan Best*

Motion: *That the report of the Quality Utilization and Risk Committee Chair be received; and that the Committee shall review the current Terms of Reference to ensure there is compliance with the Act but also ensures clear roles and responsibilities; and that a mandatory training session(s) be established for all Board members to ensure a clear understanding of the Board role and responsibilities with respect to all applicable legislation to ensure compliance; and that a Sub-Committee be established by the Board to develop and incorporate training modules based on the recent Essentials in Hospital Governance for New Directors presented by Borden Ladner Gervais.*

Moved by: *Brian Heagle*
Seconded by: *Aileen Knip*
Carried.

8. New Business

8.1 HPA-OHT Collaboration Agreement (V2.4) – *Nancy Peter*

- Does SHHA want to move forward with the HPAOHT and be an engaged *OHT Member*, or be a *Collaborating Partner*?
- 0.1% of our budget is currently going to the HPAOHT currently.
- Heather pointed out that we do represent a large catchment area and we also represent a lot of different aspects of care.

- HPAOHT is looking for feedback on the agreement. A finalized document will be sent in the new year for ratification.

8.2 Committee Structure – *Nancy Peter*

- Nancy was asked to compile a list of hospital committees (including Board committees) to assist in filling current vacancies.
- **ACTION: Directors are asked to forward preferences to Stevie by end of November.**

8.3 Potential New Director – Heather Hern – *Bruce Shaw*

Motion: *To appoint Heather Hern to the SHHA Board of Directors for a one-year term.*

Moved by: *Tara Oke*

Seconded by: *Aileen Knip*
Carried.

Darlene Borland, Heather Klopp, Emily Wells and Michelle Wick left the meeting at 19:57 hours.

9. In-Camera Session – *Bruce Shaw*

Motion: *That this Board meeting proceed to the in-camera session at 19:58 hours.*

Moved: *Aileen Knip*

Seconded: *Christie MacGregor*
Carried.

Returned to open session at 20:51 hours.

Motion: *To accept the recommendations made in the in-camera session.*

Moved by: *Brian Heagle*

Seconded by: *Dan Best*
Carried.

10. Next Meeting – *Bruce Shaw*

- Thursday, December 9, 2021 at 5:30 p.m.

11. Adjournment – *Bruce Shaw*

Motion: *To adjourn the November 18, 2021 Board of Directors meeting at 20:54 hours.*

Moved by: *Brian Heagle*

Seconded by: *Laura Stire*
Carried.



Bruce Shaw
Acting Board Chair



Nancy Peter
Interim President & Chief Executive Officer