

**SOUTH HURON HOSPITAL ASSOCIATION  
MINUTES OF BOARD OF DIRECTORS MEETING  
Thursday, September 9, 2021, 5:30 pm  
Open Session**

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**Present:** Bruce Shaw, Chair                      Brian Heagle, Vice Chair              Laura Stire  
Dan Best    Christie MacGregor                      Aileen Knip  
Brad Sheeler

Nancy Peter    Darlene Borland                              Heather Klopp  
Dr. Mark Nelham                                      Michelle Wick

**Recorder:** Stevie Cowdrey

**Guests:** Tara Oke                                      Rob Morley

**Regrets:** Pat O'Rourke

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1. Call to Order & Welcome – *Bruce Shaw*

- Bruce Shaw (Chair) called the meeting to order at 17:32 hours.
- Potential Board Director Rob Morley introduced himself, has previously served on the SHHA Board.
- Potential Board Director Tara Oke introduced herself, has a nursing background and just recently began a position with GBACHC.

**Motion:**                      *To appoint Rob & Tara to the SHHA Board of Directors for a one-year term.*

**Moved by:**                      *Christie MacGregor*

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

2. Land Acknowledgement – *Bruce Shaw*

3. Board Education

3.1 WebEx Essentials – *Stevie Cowdrey*

3.2 Website & Board Portal Update – *Stevie Cowdrey*

- All Board Directors have been provided access information for the new Board Portal. All resources can be accessed online through this portal.

4. 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.

5. Agenda Items

Agenda – Bruce Shaw

5.1 September 9, 2021 Agenda

**Motion:** *To approve the agenda as presented for the September 9, 2021 Board meeting.*

**Moved by:** *Aileen Knip*

**Seconded by:** *Laura Stire*  
*Carried.*

Consent Items – Bruce Shaw

5.2 Board of Directors Meeting Minutes – June 24, 2021

5.3 Executive, Governance & Planning Committee Minutes – August 4, 2021

5.4 Board Chair Report

5.5 Auxiliary Report

5.6 2021-2022 Board Annual Work Plan

Dan Best requested to add 5.6 and 5.3 to new business for further discussion.

**Motion:** *To accept the remaining Consent Items into the minutes as presented for the September 9, 2021 Board meeting.*

**Moved by:** *Dan Best*

**Seconded by:** *Brian Heagle*  
*Carried.*

*Dr. Mark Nelham left the meeting at 17:58 hours.*

6. Operational Update

6.1 President & CEO Report – *Nancy Peter*

- As provided, Nancy has identified some risks but feels work required is not insurmountable.
- With non-compliance comes business risk and she is finding that when a decision is made to mitigate a risk, sometimes an additional risk results.
- Momentum is starting and she is finding that more ideas are coming forward to better the practices here at SHHA.
- Nancy is working toward increasing pay for executives.

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

**Motioned by:** *Rob Morley*

**Seconded by:** *Aileen Knip*

*Carried.*

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

- July 31 financial statements were provided; they show a deficit of just under 1.5% (\$58K).
- SHHA is currently being impacted by incremental use of PPE, and increased IPAC and staffing needs. Statements are prepared without any reimbursement assumptions.
- Other areas of concern include supply & equipment costs increases that are exceeding the 2% increase in base funding, current union negotiations in progress and ongoing cost of cyber security.

6.3 Clinical – CNE - *Michelle Wick*

- Highlighted areas of work include:
  - The launch of a learning management system – this will help automate completion and tracking of mandatory employee education.
  - Launch of ER Medical Directives which increase timely access to care.
  - Provision of our first medically assisted death.
  - Creation of a service partnership with AMGH. SHHA is outsourcing our sterile processing work to AMGH.
  - Establishment of an education agreement with HPHA which includes having a Clinical Educator come on site to help run mock emergency infant deliveries. These will begin this fall.

6.4 Clinical – COS – *Dr. Mark Nelham*

- As shared in meeting package.

6.5 Patient Experience Story – *Heather Klopp*

- As shared in the meeting package, a patient wrote a poem titled “Angels of COVID” and shared it with SHMC staff.

7. South Huron Hospital Foundation

7.1 Update from the Foundation – *Pat O’Rourke*

- The 2021 SHHF golf tournament is scheduled for tomorrow, September 10 and is set to be the most successful tournament to date. Radiothon plans are ongoing for October and the annual Tim Horton’s smile cookie campaign is in place for next week with a goal of selling 11,050 cookies.

8. Strategic Matters

8.1 HPAOHT Update – *Aileen Knip*

- Aileen is the SHHA Board representation at the HPAOHT level.
- Areas of focus for the HPAOHT are infection prevention and control, congestive heart failure, and mental health and addictions.
- **ACTION:** The HPAOHT Google Drive link will be shared, which has several resources and files for anyone to review.
- Minutes from the Board to Board group will be shared through Aileen when received.

## 9. New Business

### 9.1 Board Governance Policies – *Bruce Shaw*

- The following policies were reviewed and edits were included in the meeting package: 02-004, 02-005, 02-007, 02-015, 02-017, 02-024, 02-025, 02-027, 02-030, 02-036, 02-037, 02-038.

**Motion:** *To accept the revised Board Governance policies as presented.*

**Moved:** *Aileen Knip*

**Seconded:** *Laura Stire*  
*Carried.*

### 9.2 Corporate By-Laws Review - *Bruce Shaw*

- Over the last few months, several partially amended versions of the corporate by-laws were reviewed and a final revision has been provided in the meeting package.

**Motion:** *To approve the revised corporate by-laws as presented.*

**Moved:** *Brian Heagle*

**Seconded:** *Rob Morley*  
*Carried.*

- Of note, the corporate by-laws can now be adopted into practice and will be sanctioned at the AGM in June.

### 9.3 2021-2022 Board Annual Work Plan

- Anything in yellow has been added to ensure that current compliance issues don't repeat themselves.
- Consensus that the work plan will be a standing agenda item given appropriate time at each meeting to discuss status on a monthly business.
- **ACTION:** Nancy & Bruce will provide an update on September & October items at the October Board meeting.

### 9.4 Leadership & Governance

- Goal is to be able to track and easily locate resources, create a place where you put the key governance documents and resources.

- Dan is willing to assist in governance initiatives, including a Board manual.

## 10. Other Business

### 10.1 Confidentiality Policy & Annual Agreement – *Bruce Shaw*

- Annual sign-off of confidentiality agreement is a requirement for Board Directors.
- **ACTION:** Directors are asked to sign the agreement included in the meeting package and provide to Stevie for tracking.

*Darlene Borland & Heather Klopp left the meeting at 19:59 hours.*

## 11. In-Camera Session – *Bruce Shaw*

**Motion:** *That this Board meeting proceed to the in-camera session at 20:00 hours.*

**Moved:** *Brad Sheeler*

**Seconded:** *Tara Oke*  
*Carried.*

*Returned to open session at 21:51 hours.*

In-Camera 5.3.1 Executive, Governance & Planning Committee Recommendation –  
*Bruce Shaw*

**Motion:** *That the interim President & CEO pursue shared services with AMGH or any other hospital to further enhance the quality of care provided at SHHA.*

**Motioned by:** *Dan Best*

**Seconded by:** *Brad Sheeler*  
*Carried*

In-Camera 5.3.2 President & CEO Recruitment Task Force Report – *Christie MacGregor*

**Motion:** *That the President & CEO Recruitment Task Force meet again to discuss options and report back to the Board at the October meeting.*

**Motioned by:** *Dan Best*

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

In-Camera 5.4 Executive, Governance & Planning Committee Meeting Frequency

**Motion:** *To accept the recommendation from the Executive, Governance & Planning Committee to change meeting frequency from monthly to at the call of the Chair.*

**Motioned by:** *Aileen Knip*

**Seconded by:** *Laura Stire*  
*Carried.*

In-Camera 7.1 New Physician Applications

**Motion:** *To approve noted applications to the SHHA Medical Staff.*

**Approved by:** *Dan Best*

**Seconded by:** *Tara Oke*  
*Carried.*

12. Next Meeting – *Bruce Shaw*

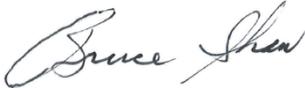
- Thursday, October 14, 2021 at 5:30 p.m.

13. Adjournment – *Bruce Shaw*

**Motion:** *To adjourn open session at 2155 hours.*

**Moved by:** *Brian Heagle*

**Seconded by:** *Laura Stire*  
*Carried.*



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Bruce Shaw  
Acting Board Chair



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Nancy Peter  
Interim President & Chief Executive Officer