

**ALMONTE GENERAL HOSPITAL
MINUTES OF THE BOARD OF DIRECTORS
OPEN MEETING HELD ON
MONDAY, MAY 28, 2018
IN THE AGH BOARDROOM**

PRESENT:

√	Ms. F. Bird	√	Mr. R. Larkin - Chair
√	Ms. R. de Kemp	√	Dr. U. McGarry
√	Dr. C. Deschenes	√	Mrs. S. Muston – via telecon
√	Dr. L. Heslop	√	Mr. D. Perley
√	Ms. C. Hobbs	√	Mr. P. Virgin
√	Ms. I. Kadoke	√	Mrs. M. Wilson Trider

REGRETS:

X	Ms. D. Bremner	X	Dr. M. Leonard
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STAFF:

√	Ms. K. Harbord	√	Ms. M. Dillibaugh – Volunteer Services Chair
√	Ms. T. McLelland		
√	Mr. R. Shaw		
√	Mr. Al Roberts		

GUESTS:

1.0	Call to Order
	<p>Mr. Larkin called the meeting to order at 7:10 pm. Mr. Larkin invited Ms. McLelland to provide an overview of the draft website which will be launched on June 25th.</p> <p>Ms. McLelland reviewed the new website with the Members and answered questions as they were raised. The Members commended Ms. McLelland and Ms. Adams on their work updating the website and thanked her for the presentation.</p>
2.0	Declaration of Conflict of Interest
	No conflicts were declared.
3.0	Reminder to Consider Ethical Issues
	Members were reminded to consider ethical issues.
4.0	Approval of Agenda
	<p>IT WAS MOVED AND SECONDED THAT THE AGENDA BE APPROVED.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p>
5.0	Chair's Remarks
	<p>Mr. Larkin addressed the following:</p> <ul style="list-style-type: none"> • Welcomed Kimberley Harbord to her first AGH Board Meeting • Informed the Members of the resignation of Michael Leonard who, due to his heavy work-load, will not be renewing his term • Reminded Members of the Basket of Cheer draw for the Golf Tournament and to provide any gift cards to Mr. Perley

	<ul style="list-style-type: none"> Reminded the Members to consider either registering for the Golf Tournament or attend the dinner and to let Ms. McLelland know so she can update the Foundation Event Participation spreadsheet.
6.0	<p>Consent Agenda Matters</p> <p>IT WAS MOVED AND SECONDED THAT THE FOLLOWING ITEMS CONTAINED IN THE CONSENT AGENDA BE APPROVED:</p> <ol style="list-style-type: none"> Minutes of the March 26, 2018 Board of Directors meeting Financial Statements for the 12 months ended March 31, 2018 Attestation Report for the period of April 1, 2017 to March 31, 2018 A motion to grant Kimberley Harbord, VP and Chief Financial Officer, signing authority with the Bank of Montreal and Royal Bank of Canada and remove Brian Burns Draft Policy V-A-1 Board Roles and Responsibilities Draft Policy V-B-8 Committee Chair Position Description Draft Policy V-B-11 Meeting Without Management Medical Advisory Committee physician credentialing recommendations <p style="text-align: right;"><u>MOTION CARRIED</u></p>
7.0	<p>Business Arising from the Minutes</p> <p>There was no business arising from the minutes.</p>
8.0	<p>Matters Requiring Decision</p> <p>8.1 Audited Financial Statements</p> <p>Dr. Heslop reported that the audited financial statements were included in the package and noted that they were previously reviewed in detail by the Finance & Audit Committee. Dr. Heslop indicated that the Audit went very well and that no control deficiencies determined to be significant were found. Dr. Heslop complimented both Mr. Burns and Ms. Harbord who completed the audit in a timely manner and under a lot of pressure.</p> <p>Ms. Harbord referred to the Statement of Operations and Statement of Financial Position and noted the balances.</p> <p>Ms. Harbord reported that an additional note from the Auditors was missed in the original report. Ms. Harbord read the note which indicated that “on April,1, 2017, the Hospital adopted Canadian public sector accounting standards PS 2200 Related party disclosures, PS 3420 Inter entity-transactions, PS 3210 Assets, PS 3320 Contingent Assets and PS 3380 Contractual rights. The adoption of these standards did not result in an accounting policy change for the entity, and did not result in any adjustments to the financial statements as at April 1, 2017.”</p> <p>IT WAS MOVED AND SECONDED THAT THE BOARD OF DIRECTORS RECOMMEND THE AUDITED FINANCIAL STATEMENTS FOR THE 12 MONTHS ENDED MARCH 31, 2018 TO THE MEMBERS FOR APPROVAL AT THE ANNUAL GENERAL MEETING.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p> <p>8.2 Auditor for year ending March 31, 2019</p> <p>Dr. Heslop referred to the Finance & Audit Committee minutes at which a recommendation was made to re-appoint KPMG as Auditors for the Corporation. It was noted that KPMG is at the end</p>

of their five year contract however it was suggested that Organizations should not change Auditors the same year there is a change in the CFO position, therefore the Finance & Audit Committee has recommended that KPMG be re-appointed as auditors for an additional one year term.

IT WAS MOVED AND SECONDED THAT THE BOARD OF DIRECTORS RECOMMEND RE-APPOINTMENT OF KPMG AS AUDITORS FOR THE CORPORATION FOR THE FISCAL YEAR ENDING MARCH 31, 2019 TO THE MEMBERS FOR APPROVAL AT THE ANNUAL GENERAL MEETING.

MOTION CARRIED

8.3 Exceptional Circumstances Project and Grants 2018/19

Ms. Harbord referred to the memo included in the package and highlighted the projects. Questions were raised regarding the timing of the roof project and possibility of completion. Mr. Shaw confirmed that it will be challenging but assured it is achievable.

IT WAS MOVED AND SECONDED THAT THE BOARD OF DIRECTORS APPROVE DISTRIBUTION SYSTEM AT THE ROSAMOND WING, THE FIRE ALARM DEVICE UPGRADE AND THE ROOFING PROJECT AT 95 SPRING STREET SUBJECT TO RECEIVING ALL OR ANY EXCEPTIONAL CIRCUMSTANCES HIRF FUNDING.

MOTION CARRIED

8.4 GBIN Partnership Agreement

Ms. Harbord referred to the memo included in the package. A question was raised regarding the possibility of the other partners not being approved to sign the partnership agreement. Mrs. Trider responded by indicating that all but one group is seeking approval and have indicated that they will continue with agreement even if the one group decides not to join and that the share would go up by 1.6%

IT WAS MOVED AND SECONDED THAT THE BOARD OF DIRECTORS AUTHORIZE THE PRESIDENT & CEO TO SIGN AS A PARTNER, THE GOVERNANCE AND SERVICE AGREEMENT BETWEEN GREY BRUCE HEALTH SERVICES AND ITS PARTNERS.

MOTION CARRIED

8.5 Senior Friendly Plan 2018-19

Ms. de Kemp referred to the Senior Friendly Plan included in the package and noted that the Plan is in place with the Hospital Service Agreement. It was noted that it focuses on two indicators and is not an inventory of the all services offered.

IT WAS MOVED AND SECONDED THAT THE BOARD OF DIRECTORS APPROVE THE 2018-19 SENIOR FRIENDLY PLAN.

MOTION CARRIED

8.6 Proposed Medical Staff By-law Change

Dr. Deschenes referred to the Medical Staff meeting minutes of May and noted the discussion that took place about the proposed changes to the MAC structure. Dr. Deschenes reported that since the medical staff has grown in number it makes it difficult to always achieve quorum. The new structure will improve efficiency and still allow everyone to participate via a separate Medical Staff meeting.

IT WAS MOVED AND SECONDED THAT THE BOARD OF DIRECTORS RECOMMEND THE PROFESSIONAL STAFF BY-LAW AMENDMENT TO REDUCE THE SIZE OF THE MEDICAL ADVISORY COMMITTEE TO THE MEMBERS FOR APPROVAL AT THE ANNUAL GENERAL MEETING.

MOTION CARRIED

	<p>8.7 Spending Authority</p> <p>Mrs. Trider reported that at the last Board meeting a motion was pasted to extend spending authority until the end of May and since the Organization has heard nothing further from the LHIN an additional motion is needed to extend spending for one more month.</p> <p>IT WAS MOVED AND SECONDED THAT THE BOARD OF DIRECTORS GRANT THE CEO AUTHORITY TO CONTINUE EXPENDITURE ON HOSPITAL OPERATIONS IN ACCORDANCE WITH THE 2018/19 HOSPITAL ANNUAL PLANNING SUBMISSION UNTIL THE JUNE 25, 2018 MEETING OF THE BOARD OF DIRECTORS.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p>
9.0	<p>Matters for Discussion</p> <p>9.1 Report of the CEO & Senior Team</p> <p>Mrs. Trider noted that the Report was included in the package. No questions were raised.</p> <p>9.2 Compliment/Concern – Quality Committee</p> <p>Ms. de Kemp referred to a concern received from a patient describing the pre-operative and post-operative processes experienced at AGH. Several suggestions for improvement noted by the patient were shared. Ms. de Kemp stated the patient was helpful by identifying several issues to resolve. The patient noted that they were still very thankful for the care they received.</p> <p>Ms. de Kemp referred to two compliments that were sent to the Dietary department – one of which was hand-written on the reverse of a menu selection form. Ms. de Kemp stated that it is common for compliments to come to the Dietary department in that manner and illustrates the personal nature of the compliment.</p> <p>Mr. Virgin added a verbal compliment of his own expressing his thanks to the compassionate staff who took care of this mother. He indicated that one staff member went above and beyond by staying 45 minutes past her shift to sit with his mother while his family stepped outside to have a private conversation while a physician returned a call to him even though he was on his way to the airport. Mr. Virgin also thanked the Board Members for their messages and support.</p>
10.0	<p>Matters for Information</p> <p>Mr. Larkin noted that the Board Workplan and Ms. Bird’s education report was included in the package for information.</p>
11.0	<p>Other Business</p> <p>There was no other Business.</p>
12.0	<p>Next Meeting(s)</p> <p>The next meetings are scheduled for:</p> <ul style="list-style-type: none">• Regular Board of Directors Meeting –June 25, 2018.
13.0	<p>Adjournment</p> <p>There being no further business, IT WAS MOVED THAT THE MEETING BE ADJOURNED.</p> <p>_____ Mr. R. Larkin, Board Chair</p> <p>_____ Mrs. M. Wilson Trider, Secretary</p>