



BOARD OF DIRECTORS OPEN MEETING

Thursday, March 25, 2021 at 2:00 pm via MS Teams

PRESENT: Paul Nichols (Chair), Varouj Eskedjian, Cathy Vosper, Sandra Chapman, Nancy French, Valerie Przybilla, Karen MacGinnis, Craig Hitchman, Liz Mathewson, Michael Bunn, Trish Wood, Heather Zak, Kevin Huestis, Bruce Thompson, Robbie Beatty, Patricia McAllister (by phone).

REGRETS: Joe Csafordi, Dr. Bruce Bain, Dr. Kelly Parks.

STAFF PRESENT: Mark O'Dell – CFO; Alysia English – CNO; Caitlin Lavoie - Communications Coordinator and Lynda Tinney, Interim EA to CEO/Board of Directors and Recorder.

AGENDA ITEM & DISCUSSION	MOTION / DISCUSSION OUTCOME
1. CALL TO ORDER	Paul Nichols called the meeting to order at 2:01pm.
1.1 Confirmation of Quorum	A quorum was confirmed.
1.2 Approval of Agenda	MOVED by Valerie Przybilla and SECONDED by Bruce Thompson that the agenda be approved. CARRIED.
1.3 Declaration of Conflicts of Interest	None declared.
1.4 Patient Story Alysia English provided a patient story that was circulated in advance of the meeting. This patient story was brought to Alysia's attention by our Chief of Emergency. The presentation was titled, "Acting fast to avert disaster: A Patient Story from CMH Emergency Room".	The Board of Directors congratulated Alysia and the ER physicians, nurses and EMS for their outstanding patient care and professionalism during this stressful and critical situation.
2. CONSENT AGENDA	
2.1 Board of Directors minutes of February 25, 2021. 2.2 Quality Committee minutes of March 11, 2021 2.2.1 2021/22 QIP 2.2.2 Q3 Quality Care & HSAA Indicators Report & Definitions 2.2.3 Q3 Incident Report & Occurrence Incident Type/Risk Assessment Crosstab 2.2.4 Q3 Operational Goals & Objectives Status 2.2.5 Vaccine FAQ's – For Information Purposes	Items identified as part of the Consent Agenda were previously circulated. MOVED by Craig Hitchman and SECONDED by Karen MacGinnis that the Board of Directors approves items 2.1, 2.2, 2.3, 2.4 and 2.5 as listed on the Consent Agenda for March 25, 2021. CARRIED.

<p>2.3 Finance/Audit Committee minutes of March 22, 2021 2.4 CMH Foundation Report 2.5 Auxiliary to CMH Report</p>	<p>CMH's intention is to provide the second vaccine dose to individuals that the hospital provided the first dose to.</p>
<p>3. BOARD BUSINESS/COMMITTEE MATTERS</p>	
<p>3.1 <u>Professional Staff Credentialing</u></p>	<p>There were no Professional Staff credentials to bring forward to the Board for approval.</p>
<p>3.2 <u>Quality Committee</u></p> <p>3.2.1 <u>Accreditation Policy 1-119</u> – Michael Bunn advised that this policy, approved by the Quality Committee, provides that the hospital:</p> <ul style="list-style-type: none"> • will maintain accreditation • the board will: <ul style="list-style-type: none"> - support the hospital and - will participate as appropriate which they have done and that responsibly for that rests with the Governance Committee. <p>The measure of oversight is the Board will receive timely status reports throughout the period which they have been getting.</p> <p>3.2.2 <u>Occupational Health & Safety 5-050</u> – Michael Bunn advised that this policy, approved by the Quality Committee, outlines the hospital's Occupational Health & Safety Program. The oversight and monitoring is that the Quality Committee will receive and review the quarterly employee incidents and staff health and safety reports and that the Board will review the Program annually.</p>	<p><u>MOTION</u></p> <p>MOVED by Robbie Beatty and SECONDED by Karen MacGinnis that Accreditation Policy 1-119 and Occupational Health & Safety Policy 5-050 be approved by the Board as recommended by the Quality Committee. CARRIED.</p>
<p>3.3 <u>Finance/Audit Committee Presentation March 22/21</u></p> <p>3.3.1 <u>Financial Statements</u> – Kevin Huestis referenced one recommendation from the minutes of the Finance/Audit Committee meeting on March 22, 2021 to expand the hospital's debt capacity.</p> <p>Mark advised that motions of approval are required from the Board for the:</p> <ul style="list-style-type: none"> - Financial Statements - HSAA & MSA 2021/22 - CAPS Operating Budget Plan 2021/22 (exactly the same as prior years) and - Capital Expenditure Plan 2021/22 (updated version from October 2020) with a minor change. <p>Largest item is 3.3.5 – Under the EPIC proposal the hospital had established a \$880,000 loan with the bank based on:</p> <ol style="list-style-type: none"> a) EPIC coming in exactly as budgeted b) Funding from the CMH Foundation coming in when required 	<p><u>MOTION</u></p> <p>MOVED by Kevin Huestis and SECONDED by Valerie that the Board of Directors approve the increase the hospital's line of credit up to \$2.5 million for the EPIC project from \$880,000. CARRIED.</p> <p>MOVED by Michael Bunn and SECONDED by Valerie Przybilla that the report of the Finance/Audit Committee be approved by the Board of Directors. CARRIED.</p>

Unfortunately, neither of the above occurred. This means, in the short term, the hospital needs a larger credit facility with the bank and the Finance/Audit Committee is looking for approval for the hospital to progress with that.

If the Board approves the motion to allow the hospital to get a larger line of credit with the bank, we will then need to go to Ontario Health East Region for their approval.

Looking at the cash flows, Mark O'Dell commented that it looks like the hospital will need approximately \$1.9 million each year however we still have a couple of unknowns as far as hosting is concerned.

Varouj Eskedjian announced that in the past two weeks, the hospital had received \$150,000 grant from the LHIN to help us acquire the new chemistry analyzer after we had approached them for the loan and they provided a grant to us.

Following that there were discussions between Mark and Varouj about the potential of asking for more money and so they asked for an additional \$700,000 from the LHIN for operating pressures which they have also agreed to provide us. In total, Ontario Health East provided CMH with \$850,000. Then the Ministry of Health also provided CMH with two funding letters in the past week: one for \$715,000 for working funds pressures and \$164,400 for COVID-related lost revenue for a total of \$880,000. All totaled it adds up to \$1.73 million in one-time funding. Unfortunately, it is not "base-funding", but it gets the hospital through at this this fiscal year, next fiscal year and possibly into the following fiscal year.

3.4 Twelve Best Practices

All participants on the 3 teams identified at the February Board meeting agreed that the small group activity was very beneficial and allowed each one to have a voice, discuss and debate things in a small group environment.

One representative from each team presented with the hope to allow time at the end of each presentation for board members to ask questions. A fair amount of overlap is expected as the groups did not have time to discuss and share their group presentations. The intent is to take these discussions to the Governance Committee to come up with an action plan for some or all the recommendations.

ACTION ITEMS

All 3 presentations will be emailed to the Board of Directors and be put on the next Governance Committee meeting agenda.

Once the Board determines what the best Governance Model is for the CMH Board, then they can begin working on and creating some of the tools.

The Board Governance Model should be an agenda item at the summer Board Retreat to work through the issue and opportunities for improvements and make a plan where there is not one.

Robbie Beatty has volunteered and is working on a framework for the Board orientation schedule.

Michael Bunn and Liz Mathewson will work on the Board orientation manual.

<p>4. REPORTS</p>	
<p>4.1 <u>Chief of Staff Report</u> In Dr. Bain’s absence, Varouj Eskedjian noted we continued through surge for the entire months of February and March. In the past week some of our ‘sister’ hospitals took some of our patients. All the admissions taking place are appropriate admissions. More sick people in the community are arriving at ER and they are being appropriately cared for and admitted to the hospital. Coincidentally, NHH has also been under a tremendous amount of patient pressure.</p>	<p>For information purposes.</p>
<p>4.2 <u>President & CEO Report</u> Varouj Eskedjian circulated and highlighted his report that was circulated in advance. The report provided update on the vaccinations. The Lab went through a virtual lab accreditation process with “flying colours” and Varouj congratulated all the staff, physicians and the manager for doing an excellent job. The employee service and values awards were held virtually. Some Board members attended prior to take pictures with some of the staff and some attended virtually. Dr. Bhimji has arrived and her presence on the Med/Surg Unit has been overwhelmingly well received as a “breath of fresh air” with the staff, physicians, patients and families. She is currently working two weeks per month. Her specialty is internal medicine, and she is a qualified licensed physician.</p>	<p>For information purposes.</p>
<p>5. OTHER BUSINESS</p>	
<p>5.1 <u>New Website</u> One of Caitlin’s first projects when she started working at CMH was to look at the current website. The website was built on an older platform. There are some difficulties and challenges among those who were frequently updating it either through HR, Caitlin and Lynda. She started to look at the possibility of creating a new website and approached the current vendor to see what could be done to update the website, but we were limited within that platform and it is too old to update. We are now moving to a new vendor in Belleville and should be able to update and post on the website without having to go through the vendor as what was happening in the past. The initial wire frame developed so far which is the home page of the website was shown to the Board. The Board portal and public facing on the new website will have the same vendor. The hospital obtained 3 quotes and the budget for the new website is approximately \$9,000.</p>	<p><u>ACTION</u> The goal is to launch the new website in 6 weeks. Communication will go out into the community near the launch date. Representing the Board, Heather Zak and Michael Bunn will work with Caitlin and Lynda to give input on subject matters and as a “user group” on the new website.</p>

Given the importance of the website for the organization the Board decided it would be a good idea to have Board representation and input in the new website.	
5.2 <u>Next Meeting Date</u>	Thursday, April 29, 2021 at 2:00 pm via MS Teams
6. MOTION TO ADJOURN THE OPEN MEETING & MOVE INTO THE IN-CAMERA MEETING	MOVED by Valerie Przybilla to adjourn the Open meeting at 3:35 pm and move into the In-Camera meeting. CARRIED.