

**CARLETON PLACE & DISTRICT MEMORIAL HOSPITAL
MINUTES OF THE BOARD OF DIRECTORS
OPEN MEETING HELD ON
WEDNESDAY, MAY 26, 2021
VIA ZOOM CONFERENCE**

PRESENT:

√	Ms. C.A. Esnard, Chair	√	Mr. J. Hann
√	Dr. M. Bastin Millar	√	Ms. K. Harbord
√	Mr. A. Bhatt	√	Ms. T. Moffa
√	Mr. T. Cairns	√	Mr. R. Probert
√	Mr. R. Chmiel	√	Mr. G. Smith
√	Mr. R. Clayton	√	Ms. C. Snyder
√	Mr. R. Cooper	√	Mr. P. Staniforth
√	Mr. J. Fournier	√	Mrs. M. Wilson Trider
√	Dr. J. Fullerton		

REGRETS:

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STAFF:

GUESTS:

√	Mr. R. Shaw	√	Mr. Ian Grant, CPDMH Foundation Chair
√	Ms. T. McLelland	√	Ms. Linda McGreevy

1.0	Call to Order
	Ms. Esnard called the meeting to order at 6:33 pm.
2.0	Constitution of Meeting
	The Secretary confirmed that due notice was provided to the members and the meeting was therefore duly constituted.
3.0	Declaration of Conflict of Interest
	No conflicts were declared.
4.0	Reminder to Consider Ethical Issues
	Members were reminded to consider ethical issues.
5.0	Approval of Agenda
	IT WAS MOVED AND SECONDED THAT THE AGENDA BE APPROVED.
	<u>MOTION CARRIED</u>
6.0	Chair's Remarks
	Ms. Esnard addressed the following: <ul style="list-style-type: none"> • Asked Members to use the "Raise Hand" function if they wish to speak • Informed Members that the meeting evaluation survey (in a Survey Monkey link) has been sent to them by Ms. McLelland to be completed after the meeting • Thanked the Foundation for their support and contributions of over \$670,000 in the last two years

	<ul style="list-style-type: none"> • Thanked Board Members for the time they devoted to the three Retreat evenings in April as well as all the work they have accomplished over the year and noted the importance of the items addressed • Thanked the Board Members for taking the time to complete the Board Evaluations and providing feedback on opportunities to improve. She invited Mr. Clayton to provide a short report on the results. • Mr. Clayton reported the following: <ul style="list-style-type: none"> • Thanked the Members for completing the evaluations and indicated that all comments are taken into consideration when the committee reviews them. • Gave kudos to Ms. Esnard for the fantastic results on the Board Chair evaluation and congratulated and thanked her for her excellent leadership and noted that numerous positive comments were included. • Board and Board Member evaluations were also very positive and across all sections and thanked the Board members for their dedication. Suggestions for education was noted and will be provided to the Governance & Nominating Committee next year • Board committee evaluations were also all excellent – no concerns were made.
7.0	Consent Agenda Matters
	<p>IT WAS MOVED AND SECONDED THAT THE FOLLOWING ITEMS CONTAINED IN THE CONSENT AGENDA BE APPROVED:</p> <ol style="list-style-type: none"> a. Minutes of the March 31, 2021 Open Board of Directors meeting b. Financial statements for the 12 months ended March 31, 2021 c. Authorization of the Board Chair and CEO to sign the 2020/21 Broader Public Sector Accountability Act Attestation Report d. A motion to authorize the Board Chair to sign the HSAA Declaration of Compliance for the period April 1, 2020 – March 31, 2021 <p style="text-align: right;"><u>MOTION CARRIED</u></p>
8.0	Business arising from the minutes
	There was no business arising from the minutes.
9.0	Matters Requiring Decision
	<p>9.1 2020/21 Audited Financial Statements</p> <p>Ms. Snyder referred to draft 2020/21 Audited Financial Statements which were included in the package and noted that the audit went well, resulted in a clean opinion and were presented fairly. Although it was an extraordinary year with the Pandemic the Hospital ended with a surplus of operations. The audit opinion contains no qualifications.</p> <p>No concerns were raised.</p> <p>IT WAS MOVED AND SECONDED THAT THE AUDITED FINANCIAL STATEMENTS FOR THE 12 MONTHS ENDED MARCH 31, 2021 BE RECOMMENDED TO THE MEMBERS FOR APPROVAL AT THE ANNUAL GENERAL MEETING.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p>
	<p>9.2 Auditor for year ending March 31, 2022</p> <p>Ms. Snyder reported that a discussion was held at the RPUC meeting regarding the recommendation of an Auditor for the coming year. It was noted that they are happy with the</p>

services of BDO and recommend re-appointment for the year ending March 31, 2022. No concerns were raised.

IT WAS MOVED AND SECONDED THAT RE-APPOINTMENT OF BDO AS AUDITORS FOR THE CORPORATION FOR THE FISCAL YEAR ENDING MARCH 31, 2022 BE RECOMMENDED TO THE MEMBERS FOR APPROVAL AT THE ANNUAL GENERAL MEETING.

MOTION CARRIED

9.3 Updated Professional Staff By-Laws

Mr. Clayton referred to the updated Professional Staff By-Laws included in the package and noted that a document with track changes as well as a clean copy was provided to the Members for review. Mr. Clayton reported that while the CPDMH and AGH Medical Staff have been working closer together during the Pandemic it was felt that it was important to align the Professional Staff By-Laws where appropriate. The following changes were made:

- 6 month review for Associate Staff
- Removing the term limit on the Chief of Staff
- Section on Nurse Practitioner

Mrs. Trider reported that CPDMH has two Medical Staff policies that contained information that is required in the By-Laws which has been included in the draft document. No concerns were raised.

IT WAS MOVED AND SECONDED THAT THE AMENDED PROFESSIONAL STAFF BY-LAWS BE RECOMMENDED TO MEMBERS FOR APPROVAL AT THE ANNUAL GENERAL MEETING.

MOTION CARRIED

10.0 Matters for Discussion

10.1 Foundation Comprehensive Campaign

Mr. Ian Grant introduced Ms. Linda McGreevy who is being recommended for appointment as the incoming Chair of the Foundation as his term is expiring. He referred to the documents included in the package and noted that the CPDMH Foundation and Campaign Cabinet are making plans to launch the public phase of the Comprehensive Capital Campaign. They are first focusing on providing confirmation of the CPDMH Foundation Board and CPDMH Board leadership gifts in support of the internal "Hospital Family Campaign" initiative which is planned to take place this summer. Mr. Grant invited the Members to complete the Gift Commitment and Donor Declaration forms to celebrate the group contribution of the Hospital Board when launching the internal "Hospital Family Campaign" later this summer.

Ms. McGreevy reported that she plans to build on the relationship between both Boards with a goal of being a unified force going forward.

10.2 2020/21 Corporate Goals Results

Mrs. Trider reviewed the results of the 2020/21 CEO Goals and Objectives noting that updates have been provided throughout the Board year via the CEO/Sr. Team Report and Board workplan schedule. No concerns were raised.

10.3 Report of the Chief of Staff

Dr. Fullerton reported that a family physician, who is also an anesthetist, has provided a verbal commitment to start in July. His family practice location will be in Carleton Place and he will provide aneesthesia service at both CPDMH and AGH.

	<p>10.4 Report of the CEO and Senior Team</p>
	<p>Mrs. Trider noted that the Report was included in the package. No questions were raised.</p>
	<p>10.4 Quality of Care: Near Miss of the Month</p>
	<p>There was no Near Miss of the Month to discuss since the last report.</p>
	<p>10.5 Quality of Care: Compliment/Concern</p>
	<p>Mr. Hann shared a concern received from a mother who brought her 2 year old into the emergency department with a high fever. The physician asked why she brought her here for a fever, completed a brief exam and told her it was just a viral infection and to come back in 5 days. The mother was still concerned so she went to another hospital and found out it was a urinary infection. The Chief of the Emergency Department followed up with the Emergency physician and educated them on being considerate and empathetic and the benefit of doing a urinalysis. The complaint was resolved with the mother.</p> <p>Mr. Hann shared positive feedback received from a pre-operative patient who expressed that the team was kind and informative and helped her feel less nervous as she felt more knowledgably going into her surgery.</p>
<p>11.0</p>	<p>Matters for Information</p>
	<p>Ms. Esnard noted the Board Workplan has been provided for information.</p>
<p>12.0</p>	<p>Other Business</p>
	<p>There was no other business.</p>
<p>13.0</p>	<p>Next Meeting</p>
	<p>The next meeting is scheduled for Wednesday, June 30, 2021.</p>
<p>14.0</p>	<p>Statutory Declaration & Adjournment</p>
	<p>The Secretary advised that there were no other matters of which the Board should be aware at this time, and that the Hospital has fulfilled its statutory obligations since the regular meeting of the Hospital Board, held March 31, 2021.</p> <p>There being no further business, IT WAS MOVED THAT THE MEETING BE ADJOURNED.</p> <p>_____</p> <p>Ms. C. A. Esnard, Board Chair</p> <p>_____</p> <p>Mrs. M. Wilson Trider, Secretary</p>