

**LAKE OF THE WOODS DISTRICT HOSPITAL**  
**Regular Meeting of the Board of Directors**  
**Thursday, June 7, 2012**  
**Cascade Room, Best Western Lakeside Inn**

**PRESENT:** B. Anderson, M. Balcaen, L. Brown, K. Dawe, Dr. R. Diamond, G. Kakeeway, Dr. K. MacDonald, M. Matheson, O. Mejia, D. Monteith, D. Munro, J. Reid, F. Richardson (Chair), C. Gasparini, M. Mymryk

**REGRETS:** Dr. J. Beveridge

AGENDA ITEMS	DISCUSSION	ACTION
1. <b>Call to Order</b>	F. Richardson, Chair, called the meeting to order at 5:03 p.m.	
2. <b>Adoption of Agenda</b>	<b>Moved</b> by J. Reid and <b>seconded</b> by B. Anderson that the regular meeting agenda be approved as circulated.	Motion#12/6/1 carried
3. <b>Adoption of Minutes</b>	<b>Moved</b> by J. Reid and <b>seconded</b> by B. Anderson that the minutes of the regular meeting of the Board of Directors held on May 3, 2012 be approved as circulated.	Motion#12/6/2 carried
4. <b>Business Arising</b>	In response to a question out of the minutes of the meeting of May 3, 2012, Item #5 Education by A. Cameron, it was confirmed that 50% of the population served by KAHAC is under the age of 25 years.	
5. <b>Education</b>	F. Richardson informed Board members that an invitation has been received from the NWLHIN to attend a governance to governance session on June 25, 2012 from 1:00 – 4:00 p.m. at the Super 8 Minis Hall. Attendees from LWDH will include F. Richardson, M. Balcaen, B. Anderson, D. Monteith and L. Brown.	Information
6. <b>Committee Reports</b>	<b>6.1 Ownership/Linkages</b>  B. Anderson reported: <ul style="list-style-type: none"> <li>Met with representatives of Onigaming Health Centre on May 22<sup>nd</sup>. A number of concerns from their perspective in terms of service enhancements were outlined and the increasing issue relating to prescription drugs was noted. Their experience with our discharge planning process has been positive. A reciprocal meeting will be arranged.</li> <li>Met with representatives of the Northwestern Health Unit, a partner in the delivery of health care, on May 30<sup>th</sup>. Discussion took place relating to multi service programing to enhance client care including the possible establishment of a managed alcohol program. Improved discharge planning for people on reserves was also discussed.</li> </ul>	Information
	<b>6.2 Governance</b>  M. Matheson reported the following: <ul style="list-style-type: none"> <li>Education at the September Board meeting will be presented Dr. Jim Arthurs, Medical Officer of Health at the NWHU and will include an environmental scan</li> <li>M. Matheson and D. Monteith attended the OHA's Advanced Certificate in Board Governance session in Dryden on June 4. The session provided an interesting perspective on governance and outlined responsibilities of board members. Networking with board representatives of other facilities was very beneficial.</li> <li>Content for the new board member orientation package has been confirmed and hospital orientation/tour will be scheduled to take place in August 2012.</li> <li>A mentoring schedule has been developed for new members</li> </ul>	Information

	<ul style="list-style-type: none"> <li>Details of the fall training session continue to be developed.</li> </ul>	
	<b>6.3 Building a Future</b>  M. Balcaen reported: <ul style="list-style-type: none"> <li>The Ministry of Health has reviewed our OR/CSR capital project submission and informed us that, due to funding restrictions, it will be retained for consideration in future years. The hospital was informed that it may proceed with the project at our own cost and risk.</li> </ul>	Information
	<b>6.4 Quality</b>  F. Richardson reported: <ul style="list-style-type: none"> <li>The number of indicators being considered for the Board is between 10 and 20</li> <li>It was agreed that the committee will continue to hear monthly manager's reports on targets set.</li> <li>Brigitte Loepky is the new Manager of Quality/Risk/Education/ Telehealth</li> <li>Patient satisfaction surveys will be circulated in June and July and again in the winter.</li> </ul>	Information
	<b>6.5 Governance Accreditation</b>  M. Balcaen reported: <ul style="list-style-type: none"> <li>All requirements of Governance have been addressed.</li> <li>The committee will meet once again prior to the survey visit in October 2012.</li> </ul>	Information
	<b>6.6 Nominating</b>  F. Richardson reported that four nominations are being presented for approval at the AGM this evening. The committee continues to recruit for the one remaining vacancy on the Board.	
	<b>6.7 CEO Evaluation and Compensation</b>  F. Richardson reported that the committee met in May by teleconference with Michael Watts, hospital legal counsel. Subsequent to this, M. Watts has provided the committee with an information package on the development of employment contracts for the CEO and senior management. This information will be reviewed in the fall of 2012.	
<b>7. Consent Agenda</b>	<b>Moved</b> by B. Anderson and <b>seconded</b> by J. Reid that the Consent Agenda be approved.	Motion#12/6/3 carried
<b>8. Executive Limitations Items</b>	<b>8.1 EL-3 Financial Condition &amp; Activities - Review</b>  After review and discussion of policy EL-3 Financial Condition & Activities, it was agreed that there was no need to revise the policy at this time.	No change
	<b>8.2 EL-8 Compensation &amp; Benefits - Review</b>  After review and discussion of policy EL-8 Compensation & Benefits, it was agreed that there was no need to revise the policy at this time.	No change
<b>9. Monitoring CEO Performance</b>	<b>9.1 EL-3 Financial Condition &amp; Activities</b>  <b>Moved</b> by J. Reid and <b>seconded</b> by B. Anderson that the Board of Directors has assessed the monitoring report on EL-3 Financial Condition & Activities and found that it demonstrated compliance with a reasonable interpretation of the policy.	Motion#12/6/4 carried
	<b>9.2 EL-8 Compensation &amp; Benefits</b>	

	<p><b>Moved</b> by D. Monteith and <b>seconded</b> by D. Munro that the Board of Directors has assessed the monitoring report on EL-8 Compensation &amp; Benefits and found that it demonstrated compliance with a reasonable interpretation of the policy with the exception of Item #2 Non Union Non-Management and Non Union Management staff for which full compliance may not be achieved within the foreseeable future due to financial limitations and the need to maintain quality patient services.</p>	Motion#12/6/5 carried
<b>10. Monitoring Board Performance</b>	<p><b>10.1 GP-8.4 Governance Committee ToR</b></p> <p>The monitoring report on GP-8.4 Governance Committee Terms of Reference, completed by G. Kakeeway, was reviewed.</p>	Information
	<p><b>10.2 GP-8.7 Building a Future Committee ToR</b></p> <p>The monitoring report on GP-8.7 Building a Future Committee Terms of Reference, completed by F. Richardson, was reviewed.</p>	Information
<b>11. Governance Process Items</b>	<p><b>11.1 Revisions to GP-3 Board Members' Code of Conduct</b></p> <p><b>Moved</b> by J. Reid and <b>seconded</b> by D. Monteith that the Board of Directors approve revisions to policy GP-3 Board Members' Code of Conduct as recommended by the Governance Committee.</p>	Motion#12/6/6 carried
	<p><b>11.2 Revisions to GP-8.5 CEO Evaluation &amp; Compensation Committee ToR</b></p> <p><b>Moved</b> by D. Monteith and <b>seconded</b> by J. Reid that the Board of Directors approve revisions to policy GP-8.5 CEO Evaluation &amp; Compensation Committee Terms of Reference as recommended by the Governance Committee.</p>	Motion#12/6/7 carried
<b>12. Information Requested by the Board</b>	<p><b>12.1 President &amp; CEO Report</b></p> <p>M. Balcaen reviewed his report as circulated (attached).</p> <p><b>12.2 Chief of Staff Report</b></p> <p>Dr. MacDonald provided a verbal report noting that the laboratory has recently gone live with a new chemical analyzer. Items of a confidential nature were moved to the in-camera session.</p> <p><b>12.3 VP Patient Services Report</b></p> <p>L. Brown reviewed her report as circulated (attached).</p> <p><b>12.4 VP Community Programs Report</b></p> <p>M. Mymryk reviewed her report as circulated (attached).</p> <p><b>12.5 VP Corporate Services Report</b></p> <p>C. Gasparini reviewed her report as circulated (attached). Shawn Brown, of Meyers Norris Penny, will report on the audited financial statements to March 31, 2012 at the in-camera meeting to follow. The 2012/13 Capital Budget was circulated to board members for their information. C. Gasparini outlined the process by which this list was arrived at and noted that this process included input from managers and physicians.</p>	Information
<b>13. Recess</b>	A recess of the regular meeting was called at 6:09 p.m. to move to	

	the In-camera session and the Annual General Meeting.	
<b>14. Re-convene</b>	<p>The regular meeting was reconvened at 8:15 p.m. Adam Pringle and Theresa Stevens, newly elected Board Directors, were present for this portion of the meeting.</p> <p><b>Election of Officers</b></p> <p>Mr. Balcaen, President and Chief Executive Officer, assumed the position of Chair for the next portion of the meeting. Elections for the positions of Board Chair and Board Vice Chair for a one year term of office followed.</p> <p>Mr. Balcaen called for nominations from the floor for Board Chair.</p> <p><b>Moved</b> by B. Anderson and <b>seconded</b> by D. Monteith that Fred Richardson be nominated for the position of Chair of the Board of Directors.</p> <p>There being no further nominations, <b>Fred Richardson was acclaimed Chair of the Board of Directors.</b></p> <p>Upon assuming the position of Chair, F. Richardson called for nominations for the position of Vice Chair.</p> <p><b>Moved</b> by O. Mejia and <b>seconded</b> by G. Kakeeway that Dorothy Monteith be nominated for the position of Vice Chair of the Board of Directors.</p> <p>There being no further nominations, <b>Dorothy Monteith was acclaimed Vice Chair of the Board of Directors.</b></p> <p><b>Moved</b> by D. Monteith and <b>seconded</b> by B. Anderson that Mark Balcaen be appointed Secretary-Treasurer of the Board of Directors.</p>	<p>Motion#12/6/8 Carried</p> <p>Motion#12/6/9 Carried</p> <p>Motion#12/6/10 carried</p>
<b>15. Adjournment</b>	The regular meeting was adjourned at 8:25 p.m.	

Chair

President & CEO

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