

**LAKE OF THE WOODS DISTRICT HOSPITAL**  
**Regular Meeting of the Board of Directors**  
Thursday, February 1, 2007, Hospital Boardroom

**PRESENT:** B. Anderson, D. Baldwin, A. Cameron, J. Clarke, C. Edie, J. Fletcher, R. Lamb, Dr. K. MacDonald, M. Matheson, B. McCallum, O. Mejia, Dr. S. Moore, J. Reid (Chair), F. Richardson, Dr. S. Sas, E. Skead, L. Brown, C. Gasparini

**REGRETS:** M. Balcaen, M. Mymryk

AGENDA ITEMS		ACTION
1. <b>Call to Order</b>	J. Reid, Chair, called the meeting to order at 5:01 p.m.	
2. <b>Adoption of Agenda</b>	<b>Moved</b> by R. Lamb and <b>seconded</b> by B. Anderson that the regular meeting agenda be adopted with the addition of Item #5.6 Board Profile and Learning Plan.	Motion#07/2/1 Carried
3. <b>Adoption of Minutes</b>	<b>Moved</b> by R. Lamb and <b>seconded</b> by M. Matheson that the minutes of the regular meeting of the Board of Directors held on January 4, 2007 be adopted with an amendment to Item #6.1, second point, to read: <b>comparative benchmarks with Provincial standards for Items #2, #3.</b>	Motion#07/2/2 Carried
4. <b>Education</b>	Ron Nelson, Board Chair of the Thunder Bay Regional Health Sciences Centre and Ingrid Parkes, 1 <sup>st</sup> Vice Chair, joined the meeting and provided a power point presentation on that facility's Strategic Plan 2006 (Attachment #1). Mr. Nelson prefaced his presentation by informing Board members that two experts on strategic planning from Queens University were hired as consultants for this plan. One of the main focuses of the plan is to make Thunder Bay Regional more accessible to the region.	Information
5. <b>Governance Process Items</b>	<p><b>5.1 By-Law Amendment</b></p> <p><b>Moved</b> by R. Lamb and <b>seconded</b> by M. Matheson that amendments to By-Law article 8.03 (a) Signing Officers be approved as follows:</p> <p>Subject to paragraph 8.03(b), <b>two of: the Chair of the Board, the Vice Chair of the Board, the Chief Executive Officer, a senior officer</b> (replacing "<i>either the Chair or Vice chair of the Board, together with either the Chief Executive Officer or a senior officer designated by the Board</i>"), shall sign on behalf of the Corporation and affix the corporate seal to all contracts, agreements, conveyances, mortgages and other documents, for which the Board approval is required.</p> <p>After discussion, it was</p> <p><b>Moved</b> by J. Clarke and <b>seconded</b> by D. Baldwin that the previous motion be amended to strike "senior officer" and replace it with Chief Financial Officer.</p> <p>(Revised page 24 to be circulated in next Board mailing.)</p> <p><b>5.2 GP-2 Governing Style</b></p> <p><b>Moved</b> by J. Fletcher and <b>seconded</b> by O. Mejia that Policy GP-2 Governing Style be revised as follows:</p>	<p>Motion#07/2/3 Carried</p> <p>Motion#07/2/4 Carried</p> <p>Motion#07/2/5 Carried</p>

	<p>The Board will govern....; commitment to obtaining <b>input from residents of the Kenora catchment area</b>; (replacing <i>regional residents' input</i>)</p> <p>(Revised policy to be circulated in next Board mailing.)</p> <p><b>5.3 Board Committee Representation</b></p> <p>Board and Hospital committee membership was finalized (Attachment #2). As per Governance Committee minutes of the January 23<sup>rd</sup> meeting, J. Clarke will fill the vacancy on that committee. In addition to the committee membership outlined on the attached list, C. Edie will participate on the KHPRRC (Kenora Health Professionals Recruitment &amp; Retention Committee) and J. Fletcher will join M. Balcaen, J. Reid and S. Moore on the Kenora Health Providers Group.</p> <p>It was agreed that the Ownership/Linkages committee should meet as soon as possible in order to establish a plan for presentation to the Board at their March meeting. After polling members, S. Winter will inform them of the time and place for the meeting.</p> <p><b>5.4 Board Information on Hospital Web Site</b></p> <p>After brief discussion, it was agreed that J. Fletcher, R. Lamb and O. Mejia would work together to develop format and content of Board related information to be placed on the hospital's web site.</p> <p><b>5.5 Foundation Board of Directors Nomination</b></p> <p><b>Moved</b> by R. Lamb and <b>seconded</b> by B. Anderson that the Board of Directors approve the nomination of Mrs. Donna Wallace to the Foundation Board of Directors.</p> <p><b>5.6 Board Profile &amp; Learning Plan</b></p> <p>The Board Profile sheet as developed by J. Fletcher will be used to both identify current skill sets within the Board and assist in determining what additional expertise may be required of new board members. Board members were asked to complete the "Profile of Directors" section using a 1-5 scale (1 being the least) and checkmarks for the "Board Profile – Specific Skills/Experience" section. Completed profiles are to be submitted to S. Winter and will be assessed by the Governance committee in terms of educational needs of members.</p> <p>It was agreed that an ad hoc committee, consisting of M. Matheson, D. Baldwin and J. Fletcher will meet to fine-tune the Board Orientation Checklist. The revised document will then be submitted to the Governance committee to be evaluated against ends and means prior to presentation to the Board.</p>	<p>S. Winter</p> <p>Information</p> <p>Motion#07/2/6 Carried</p> <p>Board members to complete</p>
<b>6. Consent Agenda</b>	<p><b>Moved</b> by J. Clarke and <b>seconded</b> by R. Lamb that the consent agenda be approved with an amendment to Item #1 under Courtesy (without admitting) – delete Dr. J. Roberts, replace with J. Roberts NP.</p>	<p>Motion#07/2/7 Carried</p>

	<p>Dr. Moore provided for new board members the definitions of active, courtesy, locum tenens, dental staff privileges with/without admitting and outlined specialties of those physicians providing visiting services.</p> <p>In reviewing the 2007/08 HAPS Summary of Changes, C. Gasparini informed members that the Hospital Accountability Agreement (HAA) is a document, signed by both the hospital and the Ministry which outlines obligations of both and is based on information submitted in the Hospital Annual Planning Submission (HAPS). The HAPS is being presented to the Board for approval as the original document, approved by the hospital board in November 2006, has since been revised as per Ministry requirements.</p>	
<b>7. Monitoring CEO Performance</b>	<p><b>7.1 EL-12 Environmental Impact</b></p> <p><b>Moved</b> by J. Clarke and <b>seconded</b> by R. Lamb that the Board of Directors has read and accepted the monitoring report on EL-12 Environmental Impact.</p> <p>The Board requested that the monitoring report on EL-12 be revised and resubmitted as per the Monitoring Report Schedule to be developed at the next meeting of the Governance Committee. Suggestions for revisions were noted by C. Gasparini and will be incorporated into subsequent reports. It was agreed that this area needs to be a major focus for the hospital and board and recommended that the policy be monitored more than once per year in light of the potential impact to the community and hospital and in terms of long term costs.</p>	Motion#07/2/8 Defeated
<b>8. Information Requested by the Board</b>	<p><b>7.1 CEO Report</b></p> <p>M. Balcaen's report was circulated for review. (Attachment #3)</p> <p><b>7.2 Chief of Staff Report</b></p> <p>Dr. Moore reviewed his report as circulated. (Attachment #4).</p> <p>As Dr. Moore is stepping down as Chief of Staff effective March 1, 2007, J. Reid thanked him on behalf of the Board for his commitment to the hospital and the physicians and his contribution to the Board of Directors.</p>	Information
<b>8. Adjournment</b>	<p><b>Moved</b> by J. Clarke that the regular meeting be adjourned at 7:30 p.m.</p>	Motion#07/2/9 Carried

Chair  
/sw

Chief Executive Officer