

LAKE OF THE WOODS DISTRICT HOSPITAL
Regular Meeting of the Board of Directors
Thursday, February 7, 2008, Boardroom

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

REGRETS: M. Balcaen, Dr. J. Kroeker

ABSENT: E. Skead

AGENDA ITEMS	DISCUSSION	ACTION
1. Call to Order	J. Reid, Chair, called the meeting to order at 5:02 p.m.	
2. Adoption of Agenda	Moved by B. Anderson and seconded by R. Lamb that the regular meeting agenda be adopted with the addition of 6.3 Ownership/Linkages Update.	Motion#08/2/1 Carried
3. Self Evaluation of Governance Process	<p>3.1 Meeting Monitor Report</p> <p>The January 3, 2008 meeting monitor report, completed by J. Kroeker was circulated to members for review (Attachment #1).</p> <p>3.2 February Meeting Monitor</p> <p>A. Cameron was appointed meeting monitor for the current meeting.</p>	
4. Adoption of Minutes	<p>Moved by Dr. K. MacDonald and seconded by R. Lamb that the minutes of the regular meeting of the Board of Directors held on January 3, 2008 be adopted as circulated.</p> <p>After review of the previous minutes, it was restated that a monitoring report must either be accepted or rejected with a request to resubmit at a later date. Suggested changes should not be included in a motion.</p>	Motion#08/2/2 Carried
5. Business Arising	There was no business arising.	
6. Governance Process Items	<p>6.1 Board Committee Membership</p> <p>The Board Committee Membership list was circulated for review. J. Reid confirmed that any members are welcome to attend any committee meeting of the Board.</p> <p>6.2/6.3 Approval of Board Member Nominations</p> <p>This item was moved in-camera following Item #4 Adoption of the Minutes. Dale Munro and R. Thompson left the meeting for discussion of this item. S. Winter will make arrangements to have new Board members complete the Oath of Office at the March meeting of the Board of Directors. F. Richardson, J. Clarke and M. Matheson were thanked for their recruitment efforts.</p> <p>6.4 Ownership/Linkages Update</p> <p>J. Clarke informed Board members that the O/L Committee met following the Education Committee meeting on Tuesday, February 5, 2008 to discuss ongoing strategies to meet with stakeholders. At the request of several groups, return visits are being scheduled (Retired Railroaders, Hospital Auxiliary). In addition, two town hall meetings have been scheduled to take place later in February and early March. The revised powerpoint presentation includes results of stakeholder</p>	S. Winter to confirm attendance of commissioner of oaths at March meeting

	<p>meetings in 2007, the Board of Director's strategic plan, mission, vision and values, information relating to the LHIN and future healthcare and details of the Hospital Annual Planning Submission process.</p> <p>The Board's position was discussed and confirmed as follows: current funding is insufficient; the Board's priority is with patient care and therefore will not support any reduction in services. The mandate of the LHIN's was acknowledged but agreed that the process is flawed.</p> <p>Board members recognized that the LHIN's have the force of legislation behind them and that the Board's position will not be supported by the LHIN.</p>	
7. Executive Limitations Items	<p>7.1 EL-1 Financial Planning – for Review</p> <p>After review of EL-1 Financial Planning, it was agreed that there was no need to change the policy.</p> <p>7.2 EL-2 Financial Condition & Activities – for Review</p> <p>After review of EL-2 Financial Condition & Activities, it was</p> <p>Moved by D. Baldwin and seconded by F. Richardson that Item #2 of the policy should include "without prior board approval".</p> <p>This motion was amended as follows:</p> <p>Moved by D. Baldwin and seconded by F. Richardson to amend the previous motion to read that the existing text in Item #2 be revised as follows "Use any restricted reserve funds without prior Board approval."</p> <p>Moved by A. Cameron and seconded by J. Clarke that Item #5 be revised to read "Make a purchase or commitment for a capital asset costing in excess of \$50,000 if the final cost exceeds the amount originally planned by 10%."</p>	<p>Motion#08/2/5 Carried</p> <p>Motion#08/2/6 Carried</p>
8. Monitoring CEO Performance	<p>8.1 EL-1 Financial Planning</p> <p>Moved by R. Lamb and seconded by Dr. K. MacDonald that the Board of Directors has assessed the monitoring report on EL-1 Financial Planning, accepted the report as non compliant and requested that it be resubmitted at the April 3rd meeting of the Board showing compliance.</p> <p>Additional comments/questions: #4 Is Board education adequate? Were the needs of Board members with respect to Board prerogatives addressed within the funding allocation? #6.1 What other mechanisms are available to the FAC to make direct representation to the Board?</p> <p>8.2 EL-2 Financial Condition & Activities</p> <p>Moved by R. Lamb and seconded by B. Anderson that the Board of Directors has assessed the monitoring report on EL-2 Financial Condition & Activities and found that it demonstrated compliance with a reasonable interpretation of the policy.</p>	<p>Motion#08/2/7 Carried</p> <p>Motion#08/2/8 Carried</p>
9. Monitoring Board Performance	<p>9.1 GP-2 Governing Style</p> <p>Moved by M. Matheson and seconded by A. Cameron that the Board of Directors has assessed the monitoring report on GP-2 Governing Style and found that it demonstrated compliance with a reasonable interpretation of the policy.</p> <p>9.2 GP-3 Board Members' Code of Conduct</p>	<p>Motion#08/2/9 Carried</p>

	<p>Moved by Dr. K. MacDonald and seconded by J. Clarke that the Board of Directors has assessed the monitoring report on GP-3 Board Members' Code of Conduct and found that it demonstrated compliance with a reasonable interpretation of the policy.</p> <p>9.3 GP-9 Board & Committee Expenses</p> <p>Moved by B. Anderson and seconded by M. Matheson that the Board of Directors has assessed the monitoring report on GP-9 Board & Committee Expenses and found that it demonstrated compliance with a reasonable interpretation of the policy.</p> <p>9.4 GP-9.1 Board Education Policy</p> <p>The motion to approve this report was deferred to next meeting so that Board budget and expenditures may be reviewed and incorporated into the report.</p> <p>Board members requested that they receive monthly expenditure reports on Board spending.</p>	<p>Motion#08/2/10 Carried</p> <p>Motion#08/2/11 Carried</p>
10. Information Requested by the Board	<p>10.1 CEO Report</p> <p>M. Balcaen's report was circulated for review. (Attachment #2).</p>	Information
12. Adjournment	<p>Moved by O. Mejia and seconded by F. Richardson that the regular meeting be adjourned at 6:20 p.m.</p>	Motion#08/2/12 Carried

Chair

Chief Executive Officer

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