

Perth and Smiths Falls District Hospital

Board of Directors Meeting

Tuesday, May 26, 2020

Via Videoconference @ 7:30 a.m.

PRESENT: S. Bird, G. Church, K. Clupp, C. Dolgowicz, L. Drynan, J. Fenik, Dr. B. Guppy, J. Hewitt, Dr. W. Hollis*, *D. Howard, Chair*, S. Pankow, Dr. M. Roberts, N. Shaw, Dr. K. Stolee, A. Thomlinson

REGRETS: Dr. A. Kuchinad

IN ATTENDANCE: B. Allen, VP, Finance & Support Services, K. Kelly, Recording Secretary, G. Mears*, President, GWM Auxiliary, M. Hallam*, ED, GWM Foundation, B. Hirst at 7:45 a.m.

**by teleconference*

1. Call to Order – D. Howard

D. Howard, Chair, called the meeting to order at 7:31 a.m.

2. Chair's Remarks – D. Howard

D. Howard reported that the last few weeks have been busy as the COVID situation evolves. She thanked everyone for joining and then noted a few changes to the order of today's agenda as the group will consider the approval of a Governance Committee (Recruitment) recommendation prior to the full group joining at 7:45 a.m.

3. Declaration of Conflict of Interest – D. Howard

No conflicts declared.

4. Approval of Minutes

RESOLUTION No. 54/20

MOVED by Dr. W. Hollis

SECONDED by A. Thomlinson

THAT the PSFDH Board of Directors approved the April 28, 2020 meeting minutes.

CARRIED.

4.1 Regular Agenda

RESOLUTION No.55/20

MOVED by A. Thomlinson

SECONDED K. Clupp

THAT the regular meeting agenda be approved as presented.

CARRIED.

4.2 Consent Agenda

RESOLUTION No. 56/20

MOVED by J. Fenik
SECONDED by J. Hewitt

THAT the Consent Agenda was approved as circulated.

CARRIED.

5. Action Items

5.1 Board of Directors Recruitment – J. Hewitt

J. Hewitt reported that the Governance Committee completed the recruitment exercise to fill the current vacancy on the Board of Directors. The Committee is recommending to the Board of Directors the appointment of Bruce Hirst to fill that vacancy. B. Hirst offers extensive knowledge and experience in the areas where gaps were identified, and most specifically in the area of financial expertise.

G. Church commented that he looks forward to B. Hirst joining the board. D. Howard added that B. Hirst had participated as an observer to the Finance Committee on Thursday, May 22, 2020.

RESOLUTION No. 57/20

MOVED by J. Hewitt
SECONDED by G. Church

THAT the PSFDH Board of Directors accepts the Governance Committee recommendation to appoint Bruce Hirst to the current PSFDH Board of Director vacancy;

FURTHER that this recommendation is based on satisfactory reference checks.

CARRIED.

5.4 Loan Renewal – Dr. W. Hollis

Dr. W. Hollis brought forward the matter of the loan renewal. The Finance Committee discussed this matter at the May 2020 meeting.

RESOLUTION No. 58/20

MOVED by Dr. W. Hollis
SECONDED by K. Clupp

THAT The Finance Committee recommends to the Perth and Smiths Falls District Hospital Board of Directors that the two Demand Loans for General Operating Requirements (\$3,350,000 and \$2,000,000) be renewed for one year upon maturity on June 10 and July 6 respectively.

CARRIED.

Item 8 – Beverley McFarlane Awards – D. Howard

D. Howard reported with respect to the uncertainty of annual general meeting timing and forum, the awards ceremony will be deferred to a date in the fall when they can be presented in a group setting. She noted that the Beverley McFarlane Award of Excellence was formerly the "Board of Directors Award of Excellence." The peer nominations are vetted through a nomination committee and all nominees are recognized with a certificate with five awards given. She added that a member of B. McFarlane's family will be invited to attend the award ceremony.

8.2 Year End Committee Reports

D. Howard requested that the annual committee reports be prepared for presentation at the 2020 AGM. The committee reports will inform the annual report of the board.

The date of the AGM has been tentatively set for Tuesday, June 23 but this may change depending on the timing of completed audited financial statements. D. Howard added that she has a conflict for the tentative date. B. Allen will discuss the timing of the audit completion and preparation of draft financial statements. The Finance Committee reviews the draft financial statements prior to presentation to Board.

Secretary's Note: Given the subsequent information that the financial statements will be available, the AGM was set at Tuesday, June 23, 2020 at 4 p.m. via video and audio conference.

At this point, D. Howard welcomed B. Hirst to the meeting (joined at 7:47 a.m.) She also welcomed M. Hallam and G. Mears (by telephone).

5.1 Leadership Report – Dr. B. Guppy

Dr. B. Guppy noted that he had a verbal report for open session and would speak to more items in the closed session (written report.) He updated that members on the search for a CFO and there are six candidates with three having significant leadership experience. The search committee will meet on Monday, June 1 to discuss the applications and coordinate interviews.

The OHA Medium-Size Hospital Council will meet in early June. The Southeast Region CEOs continue to meet regularly regarding the COVID-19 response and matters such as deferred surgeries. More discussion later in the meeting.

Dr. Guppy reported that the hospital's current capacity is diminishing due to increasing ALC patients. COVID-19 has created challenges for repatriating and discharging patients to LTC or retirement home facilities. Further, many admissions require initial isolation pending COVID-19 or other test results. He noted that hospital operating costs continue to increase. A projection of expenses and lost revenue will be submitted to the Ministry by Friday, May 29 and then going forward on the 15th of each month.

Patient Story – N. Shaw

N. Shaw provided a patient story that related to communication issues that included ethical discussion in the initial period of COVID restrictions. The discussion involved the patient, family and community partners. She noted that an external care provider was identified to support the patient who has a disability, during his journey. She noted that while the patient was initially not permitted to have support person while in tertiary care. Through PSFDH efforts, changes were made and ultimately, the patient's circle was broadened to include the external support person. This change contributed to changes to the Ministry guidance to include persons outside of family.

D. Howard commented that this is a reminder of why we are here and offered credit to the staff who continue to provide compassionate care in this challenging environment.

5.2 Chief of Staff Report – Dr. K. Stolee

The monthly Chief of Staff report was included in the meeting materials. Dr. K. Stolee highlighted the following items:

- There are no credentials to bring forward this month. Credentials and requests will be brought forward to the June 2020 board meeting.
- Credential and privilege request applications are now online. The application now includes the requirement to be Fit tested for N95 respirators along with the provision of photo identification.
- Recruitment – one physician will join the Perth Medical Center in October 2020. Two internists are scheduled to join the hospital group in August 2020.
- Professional Staff By-Law review continues.
- HIS Advisory Committee work was set aside due to COVID-19 and it is anticipated that work will restart in late summer.
- COVID-19 – with the work of five (physician) working groups, PSFDH is in a good position to respond to a potential second wave. Medical Staff are eager to resume normal activity with procedures, investigations and services.

RESOLUTION No. 59/20

MOVED by K. Clupp

SECONDED by Dr. W. Hollis

THAT the PSFDH Board of Directors accepts the Chief of Staff and Leadership reports as presented.

CARRIED.

6 Patient & Family Centred Care – N. Shaw

This item was discussed earlier in the meeting.

7 Foundations & Auxiliaries

7.1 SFCH Foundation –

No report provided.

7.2 GWM Foundation – M. Hallam

The GWM Foundation written report was included. She highlighted that the online donations option is active and reminded the group that the Black Tie Bingo was postponed until November 7, 2020.

G. Church suggested that the foundations approach the area service clubs for support given that the Federal Government has provided the service clubs with some financial support. Ms. Hallam acknowledged the suggestion under advisement.

7.3 GWM Auxiliary – G. Mears

The GWM Auxiliary written report was included. D. Howard thanked the foundation and auxiliary for ongoing work and support in these challenging times.

7.4 SFCH Auxiliary –

No report provided.

8. New Business

8.1 Annual General Meeting – D. Howard

Discussed earlier in the meeting

8.1.1 Beverley McFarlane Award of Excellence Update – D. Howard

Discussed earlier in the meeting.

M. Hallam and G. Mears left the meeting at 8:11 a.m.

9. Closed Session

RESOLUTION No. 60/20

MOVED by C. Dolgowicz

SECONDED by J. Fenik

THAT the PSFDH Board of Directors moved to a closed session at 8:11 a.m.

CARRIED.

RESOLUTION No. 61/20

MOVED by S. Pankow

SECONDED by Dr. W. Hollis

THAT the PSFDH Board of Directors moved out of the closed session at 9:18 a.m.

CARRIED.

Approval of Closed Session Agenda

RESOLUTION No. 61A/20

MOVED by L. Drynan

SECONDED by K. Clupp

THAT the PSFDH Board of Directors approved the closed session agenda with the following additions:

- Item 6. c) Critical Events
- Item 6. d) Retirement Home Update

CARRIED.

Approval of Closed Session Minutes

RESOLUTION No. 61B/20

MOVED by C. Dolgowicz

SECONDED by J. Fenik

THAT the PSFDH Board of Directors approved the April 28, 2020 closed session notes as presented.

CARRIED.

Regional HIS Initiative

RESOLUTION No. 62/20

MOVED by G. Church

SECONDED by S. Pankow

THAT the Perth and Smiths Falls District Hospital Board of Directors approves the following motion supporting the ongoing participation of the Perth and Smiths Falls District Hospital in the Regional HIS initiative:

WHEREAS the South East Hospitals within the South East Local Health Integration Network are Brockville General Hospital, Kingston Health Sciences Centre, Lennox and Addington County General Hospital, Perth & Smiths Falls District Hospital, Providence Care, and Quinte Health Care as defined in the Memorandum of Understanding effective January 30, 2019; and

WHEREAS the South East Hospitals recognize the significant clinical benefit of digital health care solutions for patients, clients, and residents including the potential for enhanced inter-operability across the entire health care system and are therefore committed to proceeding as regional partners in the procurement process for a single Regional HIS solution as outlined in the South East LHIN HIS Business Case November 2017; and

WHEREAS the South East Hospitals have issued and evaluated responses to a Request for Proposal for a single Regional HIS solution; and have developed a regional financial strategy to optimize Regional HIS

affordability; and created a draft Partnership Agreement that identifies partnership parameters for the Regional HIS;

AND THAT any of the participating hospitals opt not to proceed with negotiations, this resolution is void and the matter is subject to further discussion and consideration by the PSFDH board of directors;

THEREFORE BE IT RESOLVED THAT the Perth and Smiths Falls District Hospital recognizes and endorses the results of the Regional HIS Projects Request for Proposal and evaluation, as described in the summary documents of the Board Package;

AND THAT the Perth and Smiths Falls District Hospital endorses the work to date on the draft Partnership Agreement, based on the executed Memorandum of Understanding, and will work collaboratively with the South East Hospitals to finalize;

AND THAT the Perth and Smiths Falls District Hospital will work collaboratively with South East Hospitals to secure debt financing in alignment with the recommended Regional Financing Strategy;

AND THAT the Perth and Smiths Falls District Hospital will proceed in good faith with South East Hospitals to negotiate a contract with the preferred proponent, and in the event that negotiations break down with the preferred proponent, an additional Board motion will be required to move forward with the proponent in abeyance.

CARRIED.

10. Business Arising from Minutes

Dr. W. Hollis reported that the monthly finance report and the report of the committee were included in the materials. He added that the hospital submitted a cash advance request to the LHIN. No LHIN response has been received to date.

11. Board Committees

11.1 Board Quality Committee – May 14, 2020 – L. Drynan

Scorecard with comments and report included

11.2 Governance Committee – May 19, 2020 – J. Hewitt

J. Hewitt reported that the Committee reviewed the monthly meeting evaluation responses of which there were eight. He encouraged board members to complete the evaluations. He reported that the Committee had an initial look at the OHA self-assessment results. A report on these results will be shared at the next meeting. The OHA self-assessment information was included in the materials.

11.3 Finance Committee – May 22, 2020 – Dr. W. Hollis

Discussed earlier in the meeting. The Finance Committee Report to the Board was included in the materials.

Other – Executive Committee – D. Howard

D. Howard reported that the Executive Committee will discuss its response to Board processes in the pandemic environment. She will circulate a survey to the members next week to gauge the member feedback on how to proceed (continue with regular meetings and reports, etc.)

G. Church reminded the members that the Liaison Committee will meet June 12 and all members are encouraged to attend. The foundation and auxiliary leads were invited.

12. Information Items

- Items were referenced.

13. Next Meeting Date

Tuesday, June 23, 2020, Tele/Videoconference – 7:30 a.m.

D. Howard and the members acknowledged the work of senior team during the COVID-19 pandemic.

14. Adjournment

RESOLUTION No.63/20

MOVED by K. Clupp

SECONDED by J. Fenik

THAT the May 26, 2020 Perth and Smiths Falls District Hospital Board of Directors' meeting adjourned at 9:28 a.m.

CARRIED.



D. Howard, Chair



Dr. B. Guppy, Secretary