

Meeting of the Board of Directors
November 7, 2018
3:00pm to 5:30pm
Hospital Board Room

2018-2019	Sep	Oct	Nov	Dec	Jan	Feb	Mar	April	May	June
C. Crane (Chair)	✓	✓	✓							
A. Dale	✓	✓	✓							
R. Robertson	✓	✓	NA							
S. Martyn	✓	✓	✓							
D. Hennessey	✓	✓	✓							
P. van der Westen	✓	✓	✓							
D. Ross	✓	✓	✓							
C. Auger	NA	✓	✓							
K. Cook	NA	✓	NA							
Dr. Chehadi	✓	✓	✓							
Dr. Mills	✓	✓	NA							
Dr. P. Andros	NA	NA	✓							
R. Biron	✓	✓	✓							
K. Davies	✓	✓	✓							

1. Call to Order

C. Crane called the meeting to order at 3:10pm.

2. Approval of Agenda

Upon review of the agenda, it was approved, as it was presented to the Board of Directors.

MOTION

MOVED by Deborah-Anne Hennessey SECONDED by Cathie Auger, that the Board of Directors approve the agenda.

CARRIED

3. Lean Huddle / Board Scorecard

Peter van der Westen led the discussion in reviewing the Governance Huddle Board and the status of the improvement tickets. New tickets created included, specifically: two vacancies on the Board of Directors to be filled; what members learned from attending at huddles. As well, the Lean Governance as a standing agenda item on the Governance Committee agendas to be considered.

It was mentioned that, STEGH could offer Lean Yellow Belt Training to members of the Board of Directors, if there was an interest. Mary Stewart explained that Yellow Belt Training takes 10 hours to complete and this training is generally broken down into five two-hour sessions. Mary Stewart agreed to circulate the training curriculum information to the Board Members.

To further the discussion on Lean Methodology at STEGH, Peter recommended reading an article from *American Hospital Association* from October 2018, entitled "Applying Lean Principles to Board Work". Peter pointed out that the article highlighted a three-prong approach,

consisting of Education, Organizational Presence, & Board Succession and Recruitment. Peter asked Mary Stewart to circulate the article to the Board members, so they could read it as well.

4. Education – Board of Directors’ Liability

Guest Speaker, Greg Fisk, Healthcare Practice Leader, from Marsh Canada, presented on Board of Directors’ Liability. Hard copies of his presentation were circulated; and a copy will be posted on the Board web portal, under Orientation. Some Key points were:

- Indemnification - preventative action against any future losses
- Policy purpose – protection & defense of directors personal assets, protection of the company’s balance sheet, covers loss that directors and officers become legally obligated to pay
- Personal & Corporate protection against loss incurred by wrongful acts, which is broadly defined
- Who is protected? – Organization, Directors, Employees & Volunteers, Legal Spouse of insured, Charitable Foundation of organization, etc.
- What is not covered? – Exclusions: Insurable elsewhere, Uninsurable by Law, Outside the Intent of the Administrators Errors & Omissions Policy, and Specific “Risk Related” Exclusions
- STEGH’s Policy - Administrators Errors & Omissions limit is \$15,000,000 and the deductible is zero.

5. Declaration of Conflicts of Interest

None declared.

6. Approval of Minutes of Prior Meetings:

October 3, 2018 Board of Directors Meeting Minutes, were pre-circulated with the Board package for review and subsequent approval by the Board of Directors.

MOTION

MOVED by Dan Ross, SECONDED by Peter van der Westen, that the Board of Directors approve the minutes of the October 3, 2018 Board of Directors Meeting.

CARRIED

7. Board of Directors – 2018-2019 Work Plan

The Board of Directors Work Plan was created using the Committees Work Plans.

The work plan consists of 12 individual areas of work, which are:

1. Board Work
2. Governance Best Practice
3. Strategic Planning and Monitoring
4. Enterprise Risk Management
5. Quality of Care and Patient Safety
6. Corporate Performance and Financial Oversight
7. Executive Evaluation, Compensation and Succession Planning
8. Oversight of Professional Staff
9. Board Evaluation and Effectiveness
10. Partnership with Foundation
11. Legislative and Regulatory Compliance
12. Accreditation

Some highlights of from the above noted areas of work are, *Strategic Planning and Monitoring* – Approval of the annual corporate strategic directions and goals for the 2019-2020 fiscal year,

which will commence with the new Strategic Plan. *Enterprise Risk Management* – the identification and monitoring of principle risks *and* approval of significant risk management principals and policies, which is to be developed in 2019-2020.

MOTION

MOVED by Sally Martyn, SECONDED by Cathie Auger, that the Board of Directors approve the, Board of Directors 2018-2019 Work Plan, as presented.

CARRIED

8. Committee Reports

8.1 Quality & Safety Committee

8.1.1 Quality & Safety Committee Meeting Minutes (October 24, 2018)

The Quality & Safety Committee Meeting Minutes from October 24, 2018, were pre-circulated with the Board package for information purposes.

8.2 Lean Ad-hoc Committee

8.2.1 Lean Ad-hoc Committee Meeting Minutes (September 21, 2018 & October 19, 2018)

The Lean Ad-hoc Committee Meeting Minutes from September 21, 2018 & October 19, 2018, were pre-circulated with the Board package for information purposes.

8.2.2 Disband Lean Ad-hoc Committee

Following a discussion about the continuing responsibility for overseeing the Board's Lean Activities being assigned to the Governance Committee, it was recommended to the Board of Directors that the Board Lean Ad-hoc Committee be disbanded.

MOTION

MOVED by Dan Ross, SECONDED by Peter van der Westen, that the Board of Directors approve continuing responsibility for overseeing the Board's Lean Activities be assigned to the Governance Committee and that the Board Lean Ad-hoc Committee be disbanded.

CARRIED

9. Officer Reports

9.1 Board Chair Report

Cathy Crane referred to her report that was pre-circulated with the Board meeting package. Key highlights included:

- **Strategic Planning Community Roundtables** – Community Roundtables have been scheduled to acquire community input into our strategic plan. These roundtables are scheduled to take place in St. Thomas, Aylmer, Port Stanley and Dutton. Cathy encouraged all to consider attending at least one of these events and to encourage personal and professional contacts in the community to participate as well.
- **Trillium Gift of Life Award** - A representative from the Trillium Gift of Life Network presented STEGH's Transplant Team with a 2018 Provincial Conversion Rate Award, for meeting or exceeding the target set by the Network for saving lives. The award recognizes STEGH staff for their commitment to organ and tissue donation. There was a presentation to honour several 'Hidden Heroes' in the hospital who play key roles in the organ donation process. Staff from the following services were recognized: Laboratory, Operating Room Technicians and Housekeeping.

9.2 President and CEO Report

Robert Biron referred to his report that was pre-circulated with the Board meeting package. His verbal report highlighted:

- **Strategic Planning Update**

- *External Stakeholders* - roundtables scheduled in November / December will include:
 - 4 public roundtables to be held in different locations across St. Thomas / Elgin County
 - 2 roundtables for health system partners representing all other health and social services
 - 1 roundtable for primary care providers.
 - 1 roundtable with the Foundation Board and donor community
 - 1 roundtable with our Patient Partners
 - Roundtables with the new municipal councils for the City and County
 - 1 roundtable with the business community through an event co-hosted by the Chamber of Commerce
 - One-to-one meetings will be scheduled for our regional hospital partners and the South West LHIN

Robert encouraged the Board of Directors to make arrangements to attend at least one of the public roundtables and to help distribute the information regarding the roundtables to their personal and professional networks, in order to encourage attendance.

- *Internal Stakeholders*

- Various engagement strategies for front-line staff have been initiated, such as; two staff *Let's Imagine Forums*, which were designed as drop-in sessions that provided an overview of the community's demographics, and an introduction to the Values Ambassadors.

- *Values Ambassadors*

- Through an application process, nine front-line staff were selected to serve as Value Ambassadors representing a good cross section of departments/services and roles.
- These Ambassadors will guide and facilitate discussions and engagement activities among front-line staff, physicians, and volunteers. Updates on this work will be provided to the Board of Directors in the weeks ahead.

- **Surge Capacity Funding**

On October 9, 2018, STEGH submitted its proposal for surge beds, specifically stating that, STEGH would require five permanent beds to reflect the increased patient activity that has sustained over the past year, which may be partly attributed to the opening of the new Emergency Department with higher than expected volumes. In addition, that, five additional surge beds are needed to manage the flu season, based on prior experience, past and current occupancy rates, prior flu season experiences, ALC rates and the predictions for the 2018/2019 flu season.

9.3 Chief of Staff Report

Dr. Waleed Chehadi referred to his report that was pre-circulated with the Board meeting package. His verbal report highlighted:

- *New Specialized Ultrasound Training in STEGH's Emergency Department*

Point of Care Ultrasound experts Drs. Jean-François Lanctôt and Maxime Valois visited St. Thomas Elgin General Hospital lending their expertise and experience to our ER physicians for a 2-day course called, Echo Guided Life Support (EGLS).

- *Challenges- Immediate & Long term*
The position of Chief for the Department of Surgery became vacant on shorter notice than expected and therefore, in the interim, Dr. Andy Van Houwelingen will act as Department Chief until full approval is determined.

MOTION

MOVED by Amy Dale, SECONDED by Deborah-Anne Hennessey, that the Board of Directors receive the Officer Reports as presented.

CARRIED

10. Correspondence / Information

10.1 Elgin Hospice Letter – October 19, 2018

A letter from the St. Thomas Office of the City Clerk, supporting advocacy efforts for funding to establish a residential hospice within Elgin County, was pre-circulated with the Board meeting package.

10.2 Woodstock Private Hospital – Notice – October 31, 2018

A letter from Ron Sapsford, Interim CEO, South West LHIN, regarding the slated closure of the Woodstock Private Hospital, was pre-circulated with the Board package.

11. In-Camera Meeting

11.1 Move to In-Camera

MOTION

MOVED by Dan Ross, SECONDED by Sally Martyn, that the meeting of the Board of Directors move to the in-camera portion of the meeting.

CARRIED

Having completed the In-Camera meeting, the meeting resumed in the open session.

12. Termination of Meeting

With all items on the agenda having been covered, it was motioned to terminate the meeting.

MOTION

MOVED by Deborah-Anne Hennessey, SECONDED by Amy Dale, that the Board of Directors terminate the meeting.

CARRIED