



Open Board of Directors Meeting

Susan Busby Conference Room
1221 Lakeshore Road
Wednesday, 9/26/2018
3:00 - 5:30 PM ET

Board of Directors Meeting (Open Session)

1. Call to Order	3:00 p.m.	D. Mercuri	
2. Declaration of Conflict		D. Mercuri	Approve
3. Agenda Approval <i>Open Board Agenda - September 26_18 FINAL - Page 5</i>		D. Mercuri	Approve
4. Approval of Minutes from Previous Meeting June 6, 2018 June 20, 2018 <i>O-4.0a June 6 2018-Open Board Meeting Minutes-DRAFT June 7 - Page 7</i> <i>O-4.0b Open Meeting Minutes - June 20 2018 - Page 14</i>		D. Mercuri	Approve
5. Chair's Report		D. Mercuri	Information
a. Recognition Presentation		Dominic Mercuri	
6. Action Items Review	3:10 p.m.	D. Mercuri	Information
7. In Camera - Patient Story	3:15 p.m.	C. Williams	Information
8. President & CEO Report <i>O-8.0 President CEO Open Report to the Board - September 21 2018 - Page 17</i>	3:30 p.m.	E. Vandewall	Information
9. Professional Practice Report <i>O-9.0 Professional Practice Report- Sept 2018 for BOD - Page 25</i>	3:40 p.m.	I. Preyra/C. Williams	Information
10. Committee Reports	3:50 p.m.		
a. Finance & Audit** September 20, 2018 <i>O-10.0 FAC Report to Board - Sept 20_18-1 v2 - Page 31</i>		D. Dean	Information
b. Governance & Nominating** September 7, 2018 <i>GNC Report to Board - Sept 7 2018-V2 - Page 34</i>		D. Cowan	Information
c. Quality Committee** September 6, 2018 <i>O-12.0 QC Report to Board - Sept 6 2018 - Page 37</i>		M. Radford	Information
d. Building & Facilities** September 11, 2018 <i>O-13.0 BFC Report to Board - Sept 11 2018 - Page 39</i>		D. Mercuri	Information
e. Medical Advisory Committee** June 13 & September 19, 2018 Meetings <i>O-14.0 MAC Report to Board - Sept 19 2018 - Open Session - Page 41</i> <i>MAC Report to Board - June 13 2018 - Open Session - Page 42</i>		I. Preyra	Information
11. BREAK	4:10 p.m.		

12. Consent Agenda Approval	4:20 p.m.		
a. Consent Agenda Motions <i>BOARD RESOLUTIONS - Sept 26 2018 - Page 43</i>		D. Mercuri	Approve
13. Operations Update			
a. Medical Staff Association Report	4:30 p.m.	Dr. Ajay Manjoo	Information
b. JBH Foundation Quarterly Update	4:40 p.m.	A. Hilborn/J. Sweetlove	Information
c. Communications & Public Relations Report <i>O-18.0 Corporate Communications Board Report - June 2018 - Page 66</i>	4:55 p.m.	M. Joannette/Oren Tal (Marshall Fenn)	Information
i. PHAST Program Video			
ii. Marketing Plan Presentation <i>O-18 Briefing Note - Final Breast DAP marketing plan - Page 77</i>			
d. Accreditation Update <i>O-19.0 JBH Accreditation Overview BOD Sept 2018 - Page 79</i>	5:15 p.m.	S. Metham/C. Williams	Information
14. Other Business			
a. Review Action Items	5:20 p.m.	D. Mercuri	Information
b. Next Meeting - November 28, 2018 Start time 3:00 p.m.		D. Mercuri	Information
15. Adjournment	5:30 p.m.	D. Mercuri	Approve
16. DINNER	5:30 p.m.		
17. Consent Agenda Material			
a. Consent Agenda Items for Approval			
i. Governance & Nominating Report			
• GNC 2018-2019 Work Plan <i>O-23a-i GNC Work Plan 2018-19 - August 2018 - DRAFT - Page 89</i>			
• Board 2018-2019 Work Plan <i>O-23a-ii Board Work Plan 2018-19 - Draft Sept 6 2018 - Page 92</i>			
• Governance Policies (GNC) <i>G-01 Board Accountability Statement - Clean - Page 96</i> <i>G-05 Integrated Risk Management - Clean - Page 98</i> <i>G-08 Email Voting - Clean - Page 100</i> <i>G-10 Director Expense Reimbursement - Clean - Page 104</i> <i>G-13 Meetings of the Board - Clean - Page 106</i> <i>G-15 Political Donations - Clean - Page 109</i> <i>G-20 JBH Director Annual Term Agreement - Clean - Page 110</i> <i>G-04 Conflict of Interest Policy - Clean - Page 112</i> <i>G-02 Chair & Vice-Chair Selection Process - Clean - Page 117</i> <i>G-21 Director Role Description - Clean - Page 119</i> <i>G-03 Code of Conduct - Clean - Page 123</i> <i>G-18 Statement of Board Roles and Responsibility - Clean - Page 127</i> <i>G-22 In Camera & Meetings Without Management - Clean - Page 132</i>			

Role Description Board Chair - Clean - Page 137
G-12 Director and Community Rep Recruitment, Nomination and Election - Clean - Page 141
Role Description Board Vice Chair - Clean - Page 146
Role Description Corporate Secretary - Clean - Page 148
Role Description Committee Chair - Clean - Page 150
G-11 Evaluation of Directors - Clean - Page 152
Board Agenda Development - Page 155
Board Decision-Making Criteria - Page 157
Board Goals and Work Plan - Page 159
Board Member Recognition - Page 161
Board Confidentiality - Page 162
Attendance Policy - Page 164
Policy Development & Oversight Framework - Page 166
Board Standing Committees Principles - Page 169
Professional Board Development & Education Policy - Page 172
Resignation and Removal of a Director - Page 175
Respect for Diversity Policy - Page 177
Role Description Committee Vice Chair - Page 178
Strategic Planning - Page 180
Principles of Governance - Clean - Page 183
Consent Agenda Policy - Page 188

ii. Quality Committee Report

- **QC 2018-2019 Work Plan**
O-23b-i QC Work Plan 2018-19 - Draft - Page 191

iii. Finance & Audit Report

- **FAC 2018-2019 Work Plan**
O-23c-i FAC Work Plan 2018-19 - DRAFT - September 21 2018 - Page 193
- **Governance Policies (FAC)**
O-23c-ii Board Financial Oversight Policy - Page 195
O-23c-ii Delegation of Signing Authority - Board Policy - Page 200
O-23c-ii Engaging External Auditors for Non-Audit Services - Page 204
O-23c-ii Borrowing - Page 208
O-23c-ii Investments - Page 209
- **Financial Statements @ July 31, 2018**
O-23c-iii CFO Report July 31 2018 - Page 212
- **Utilization of Line of Credit for MRI Purchase**
O-23c-iv BN MRI Project Borrowing Request - Page 229

iv. Medical Advisory Committee Report

- **MAC Sub-Committee Structure**
O-23d-i MAC - Committee Structure (2) - Page 240
- **Professional Staff Appointment & Credentialing Policy**
O-23d-ii Credentialing Policy - September 2018 - draft - version 2a - Page 241
- **Medical & Professional Staff By-Laws (Proposed Amendment)**
O-23d-iii Professional Staff Bylaws - June 2018 draft - Page 249

v. Building & Facilities Report

- **BFC 2018-2019 Work Plan**

O-23e-i BFC 2018-19 Work Plan - Page 278

b. Consent Agenda Items for Information

i. Finance & Audit

- **Compliance Reporting**

O-23ii-a-i Hospital Remittance - signed - Page 280