



Board of Directors Meeting (Open Session)

Susan Busby Room

Wednesday, 3/27/2019

3:00 - 5:30 PM ET

1. Call to Order	3:00p		Chair
2. Declarations of Conflict			Chair
3. Approval of Agenda		Approve	Chair
4. BOARD EDUCATION: Integrated Health Delivery Systems (Slide deck attached) <i>ICDS March 2019 - Page 5</i>	3:05p	Information	E. Vandewall
5. Approval of Minutes - January 30, 2019 (January 30, 2019 Minutes Attached) <i>2-Open Session Minutes January 30, 2019 - DRAFT - Page 25</i>	3:25p	Approve	Chair
6. Chair's Report	3:30p	Information	Chair
7. Action Items from Previous Meeting - Dr. Preyra to send out Miller Thomson presentation on Credentialing to the Board for information - COMPLETE	3:35p	Review	Chair
8. In-Camera Session - Patient Story	3:40p	Information	Dr. C. Williams
9. President & CEO Report (Report attached) <i>3-President CEO Open Report to the Board - March 27 2019 - Page 32</i> <i>3-President CEO Open Report to the Board updated March 27 2019 - REVISED - Page 42</i>	3:50p	Information	E. Vandewall
10. Professional Practice Report (CNE & COS) (Report attached) <i>4-Professional Practice Report March 2019 - Page 52</i>	4:00p	Information	Dr. I. Preyra/Dr. C. Williams
11. COMMITTEE REPORTS	4:10p		
a. Quality Committee Report (March 7, 2019) (Item for approval In-Camera) (Open Session Report attached) <i>5-QC Report to Board - Open Session - Mar 7_2019-FINAL - Page 58</i>		Information	M. Radford
b. Governance & Nominating Report (March 4, 2019) (Items for approval) (Open Session Report attached) <i>6-GNC Report to Board Open Session - March 4 & 20, 2019 - FINAL - Page 60</i>		Information	D. Cowan
c. Medical Advisory Committee Report (Feb. 13 & March 6, 2019) (Items for approval In-Camera) <i>7-MAC Report to Board - February 13, 2019 - Open Session - Page 63</i>		Information	Dr. I. Preyra

<p>d. Finance & Audit Committee Report (March 21, 2019) (Items for approval) (Open Session Report attached) <i>8-FAC Report to Board - Open Session - Mar 21_19-FINAL - Page 64</i></p>	<p>Information D. Dean</p>
<p>12. ****REFRESHMENT BREAK****</p>	<p>4:25-4:30p</p>
<p>13. CONSENT AGENDA APPROVAL (Consent Agenda Motions Attached) Please refer to Consent Agenda list & Motions</p>	<p>4:30p Approve Chair</p>
<p>14. DECISION ITEMS</p>	<p>4:35p Approve Chair</p>
<p>a. Administrative By-Laws Proposed Amendments GNC Recommendation (Administrative By-Laws Attached) <i>9a-Proposed Amendments & Rationale - Administrative By Laws - Page 67</i> <i>9-Administrative By-laws June 20 2018-Proposed for June 2019 AGM - Page 69</i></p>	<p>4:35p Approve D. Cowan</p>
<p>b. Medical & Professional Staff By-Laws (Proposed Amendments) GNC Recommendation (Medical & Professional Staff By-Laws Attached) <i>10-Proposed Amendments & Rationale - Medical Staff By Laws - Page 92</i> <i>11-Medical & Professional Staff Bylaws - February 2019 - Proposed for June 2019 AGM - Page 93</i></p>	<p>4:40p Approve D. Cowan</p>
<p>c. Proposed 2019/2020 Board Committee Structure GNC Recommendation (Board Committee Structure attached) <i>12-Proposed 2019-2020 Board Committee Structure - DRAFT - Page 123</i></p>	<p>4:45p Approve D. Cowan</p>
<p>d. Borrowing (Short-term to Long-term Borrowing) (FAC Recommendation)</p>	<p>Approve D. Dean</p>
<p>e. Renovation to Units (North Tower) (FAC Recommendations)</p>	<p>Approve D. Dean</p>
<p>15. OPERATIONS UPDATE</p>	<p>4:50p</p>
<p>a. Medical Staff Association Report</p>	<p>4:50p Information Dr. A. Davis</p>
<p>b. Communications & Public Relations Report (CCO) (Written Report attached) <i>13-March 2019 Communications Board Report - Page 124</i></p>	<p>Information</p>
<p>16. OTHER BUSINESS</p>	<p>5:00p Chair</p>
<p>a. Review of Action Items from Meeting</p>	<p>5:00p Chair</p>
<p>b. Next Meeting: Wednesday June 12, 2019 @ 3:00pm</p>	<p></p>
<p>17. Adjournment</p>	<p>5:05p Chair</p>
<p>18. ***DINNER BREAK***</p>	<p>5:30-6:00p</p>
<p>19. CONSENT AGENDA MATERIAL (For Approval)</p>	<p></p>
<p>a. Governance & Nominating Report</p>	<p></p>
<p>i. Signing Authority Policy (Proposed Amendments) <i>G-A-08 Delegation of Signing Authority - Blacklined Proposed Version (January 2019) - Page 127</i> <i>G-A-08 Delegation of Signing Authority - Clean Proposed Version (January 2019) - Page 131</i></p>	<p>Approve</p>

<p>ii. Investment Policy (Proposed Amendments) <i>G-A-09 Investments - Proposed Version - Blacklined (January 2019) - Page 135</i> <i>G-A-09 Investments - Proposed Version - Clean (Jan 2019) - Page 139</i></p>	<p>Approve</p>
<p>iii. Conflict of Interest (No proposed amendments) <i>G-C-22 Conflict of Interest Policy - Page 142</i></p>	<p>Approve</p>
<p>iv. Statement of Board Roles & Responsibilities (Proposed Amendments) <i>G-C-24 Statement of Board Roles and Responsibilities - proposed amendment - Page 145</i></p>	<p>Approve</p>
<p>v. Annual Term Agreement (Proposed Amendments) <i>G-C-28 Annual Term Agreement Director and Community Representative - proposed amendment - Page 150</i></p>	<p>Approve</p>
<p>vi. Director & Community Rep Recruitment, Nomination & Election (Proposed Amendment) <i>G-D-29 Director and Community Representative Recruitment, Nomination and Election - proposed amendment - Page 153</i> <i>G-D-29P Director and Community Representative Recruitment, Nomination and Election Procedure - proposed amendment - Page 157</i></p>	<p>Approve</p>
<p>vii. Board Member Recognition (Proposed Amendment) <i>G-D-42 Board Member Recognition - proposed amendment - Page 160</i></p>	<p>Approve</p>
<p>viii. Director Role Description (No proposed amendments) <i>G-E-43 Director Role Description - Page 161</i></p>	<p>Approve</p>
<p>ix. Board Chair Role Description (Proposed Amendment) <i>G-E-44 Board Chair Role Description - proposed amendments - Page 165</i></p>	<p>Approve</p>
<p>x. Board Vice Chair Role Description (No proposed amendments) <i>G-E-45 Board Vice Chair Role Description - Page 170</i></p>	<p>Approve</p>
<p>xi. Board Chair/Vice Chair Succession Planning Procedure (Proposed Amendments) <i>G-D-38P Board Chair and Vice Chair Selection Process Procedure - Current - Proposed Clean - Mar 2019 - Page 172</i> <i>G-D-38P Board Chair and Vice Chair Selection Process Procedure - Current - Proposed Blacklined - Mar 2019 - Page 175</i></p>	<p>Approve</p>
<p>xii. Quality Committee ToR (Proposed Amendments) <i>25-QC Terms of Reference 2018-19 - Standardized Wording - Blacklined - Jan 2019 DRAFT - Page 178</i></p>	<p>Approve</p>
<p>xiii. Finance & Audit ToR (Proposed Amendments) <i>26-FAC - Terms of Reference 2018-19 - Standardized Wording - Blacklined - Jan 2019 DRAFT - Page 183</i></p>	<p>Approve</p>
<p>xiv. Building & Facilities ToR (Proposed Amendments) <i>27-BFC Terms of Reference 2018-19 - Standardized Wording - Jan 2019 DRAFT - Page 187</i></p>	<p>Approve</p>

