

Board of Directors Meeting (Open Session)

3rd Floor Main Boardroom, HMFHC

Wednesday, 11/27/2019

1:00 - 3:00 PM ET

SPECIAL NOTES:

- (1) Lunch is served from 11:45am
- (2) Flu Cart will be available from 12:00noon in the Board Office
- (3) Board Group Photo will take place at 12:45pm (Lobby, HMFHC Building)

1. Call to Order	1:00pm		Dom Mercuri, Chair
2. Declarations of Conflict			D. Mercuri
3. Agenda Approval		Approval	D. Mercuri
4. OHT EDUCATION SESSION: Digital Health <i>4.0 Digital Health Roadmap for Board Nov 18 - Page 5</i>	1:01pm	Information	May Chang
5. Approval of Minutes from Previous Meeting (Minutes from September 25, 2019 Meeting Attached) <i>5.0 Open Session Minutes September 25 2019 - DRAFT-1 - Page 18</i>	1:45pm	Approval	D. Mercuri
6. Chair's Report	1:46pm		D. Mercuri
7. Action Items from Previous Meeting (There were no action items from the previous meeting)	1:52pm		D. Mercuri
8. In-Camera Session - Patient Story (Motion to go In-Camera) (Motion to reconvene Open Session)	1:52pm	Discussion	Dr. Cheryl Williams
9. President & CEO Report (President & CEO Report Attached) <i>9.0 President CEO Open Report to the Board Nov 27 2019 - Page 24</i> <i>9.0(a) Addendum #1 - Ontario News Release - Page 34</i> <i>9.0(b) Addendum#2 - Map - Page 37</i>	2:02pm	Information	Eric Vandewall
10. Professional Practice Report (CNE & COS) (Professional Practice Report Attached) <i>10.0 Professional Practice Report November 26 2019 - Page 38</i> <i>10.0(a) PPR - Patient Discharge Summary - Page 45</i>	2:12pm	Information	Dr. Cheryl Williams/Dr. Ian Preyra
11. COMMITTEE REPORTS			
a. Quality Committee Report (Written) (November 26, 2019 Quality Committee Report to be distributed on November 26 end of day) <i>QC Report to Board - November 26, 2019 - FINAL (Open Session) - Page 49</i>	2:22pm	Information	Mae Radford
b. Medical Advisory Committee Report	2:27pm	Information	Dr. Ian Preyra

October 9 & November 13, 2019
(ITEMS FOR APPROVAL ON IN-CAMERA AGENDA)

c. Finance & Audit Report (Written)** 2:32pm Approval Randy Smallbone
(November 26, 2019 FAC Report to be distributed Nov 26 end of day)

ITEM FOR APPROVAL ON CONSENT AGENDA
FAC Report to Board - November 26 2019 - FINAL - Page 52

d. Governance & Nominating Report (Written)** 2:37pm Information Anjee Patel
(November 26, 2019 GNC Report to be distributed November 26, 2019 end of day)

ITEMS FOR APPROVAL ON CONSENT AGENDA
GNC Report to Board - November 26 2019 - FINAL (Open Session) - Page 56

i. Administrative By-laws Proposed Amendments (Recommendation to Members) Approval Anjee Patel

(ATTACHMENTS: Summary of proposed amendments; Blacklined Administrative By-laws; Clean Administrative By-laws showing accumulated changes)

11d(i) Summary of By-Law Amendments - Page 59
11d(ii) BLACKLINED - Joseph Brant Hospital Administrative By-Laws (Cumulative Revisions to 2019.11.15) - Page 68
11d(iii) CLEAN - Joseph Brant Hospital Administrative By-Laws (MT Revised 2019.11.15) - Page 94
BOARD RESOLUTION - Admin By-law Amendments - November 27, 2019 Board Meeting - Page 116

12. REFRESHMENT BREAK (2:44-2:49pm)

13. CONSENT AGENDA APPROVAL 2:49pm Approval D. Mercuri
(Please refer to Consent Agenda List & Motions below)

14. OPERATIONS UPDATE

a. Burlington Ontario Health Team Update 2:51pm Information E. Vandewall; C. Williams; I. Preyra
(BN Attached)
14(a) BN_OHT Progress Update_Nov_2019 - Page 117

b. Medical Staff Association Report 2:56pm Information Dr. David Charland

c. Communications & Public Relations Report (CCO) Written Information
(Communications & PR Report Attached)
14(c) Corporate Communications Board Report November 2019 - Page 119

15. OTHER BUSINESS

a. Review of Action Items 2:58pm Information D. Mercuri

b. Date of Next Meeting: Wednesday January 29, 2020 @ 1:00pm D. Mercuri

16. Adjournment 3:00pm Approval D. Mercuri
(Motion to Adjourn meeting)

17. CONSENT AGENDA MATERIAL (FOR APPROVAL)

a. Governance & Nominating Report

i. Governance Policy Review

- **Diversity Statement Policy (no amendments)**
17a(1) G-A-03 Diversity Statement - Approved (November 2018) - Page 126

- **Board Financial Oversight Policy (proposed)**

amendments)

17a(2) G-A-07 Board Financial Oversight - Approved (Jan 2019) - proposed amendments - Page 127

- CEO & COS Direction Policy (no amendments)

17a(3) G-B-12 CEO & COS Direction Policy - COMBINED- Approved (June 2019) - Page 131

- Meetings by Electronic Means Policy (Recommendation to Rescind Policy)

17a(4) G-D-35 Meetings by Electronic Means- Approved (June 12, 2019) - Page 133

17a(4a) G-D-35P Meetings by Electronic Means Procedure - Approved (June 12, 2019) - Page 134

- Chair/Vice Chair Selection Policy & Procedure (minor amendments)

17a(5a) G-D-38P Board Chair and Vice Chair Selection Process Procedure - Approved (March 2019) - proposed amendment - Page 137

17a(5) G-D-38 Board Chair and Vice Chair Selection Process Policy - Approved (March 2019)-proposed amendments - Page 140

- Director Onboarding & Offboarding Policy & Procedure (NEW)

Board OnBoarding and OffBoarding Policy - REVISED DRAFT (November 2019) - Page 142

17a(6) Board OnBoarding and Offboarding Policy - DRAFT (November 2019) - Page 144

17a(6a) Board OnBoarding and OffBoarding Procedure - DRAFT (November 2019) - Page 146

- Director Reference Framework Policy & Procedure (NEW)

17a(7) Board Director Reference Framework Policy - DRAFT (October 2019) - Page 151

17a(7a) Board Director Reference Framework Procedure - DRAFT (October 2019) - Page 153

- Annual Term Agreement (proposed minor amendment)

17a(8) G-C-28 Annual Term Agreement Director and Community Representative - Approved (January 30 2019) - proposed amendment - Page 156

- Director & Designated Executive Expense Reimbursement Policy (no amendments)

17a(9) G-D-31 Director and Designated Executives Expense Reimbursement - Approved (June 12, 2019) - Page 160

- Vice Chair Role Description (no amendments)

17a(10) G-E-45 Board Vice Chair Role Description - Approved (March 2019) - Page 163

ii. Draft 2020/21 Board Calendar

17a(ii) 2020-2021 Board Calendar - Page 165

17a(ii) ProposedBoard&Committee Schedule - Page 166

b. Finance & Audit Committee Report

(CFO Report Attached)

17b(i) CFO Report as of Sep 2019 - Page 167

i. Financial Statements @ September 30, 2019

(Included in CFO Report)

ii. Non-Audit Services

(BN Attached)

17b(iii) Non-Audit Services Update - Page 192

18. ITEMS FOR INFORMATION TO THE BOARD

a. OR Staffing BN

18a. OR Staffing Shortage 2019_Nov_19_final - Page 194

b. Statutory Financial Reporting Compliance

18b. Compliance Reporting - Page 196

c. Executive Expense Reporting Compliance

18c. Executive Expense Reporting - Page 197

Toll-free dial-in number (Canada/US): 1-800-974-5902

Local dial-in number: 416-874-8100

Conference ID: 2318267

Please contact Donna Philip (dphilip@josephbranthospital.ca) the day before the meeting if you would like to join the meeting by phone.