



Red Lake Margaret Cochenour Memorial Hospital

Board of Governors MINUTES

DATE: Thursday, September 15, 2011
TIME: 5:30 p.m.
PLACE: Hospital Board Room

PRESENT:

Ms. Terry Bursey	
Ms. Cathy Kaczmarek	
Ms. Alana Procyk	Past Chair
Ms. Eleanor Vachon	Board Chair
Ms. Marion Whitton	
Mr. Dave Wilson	
Mr. Trevor Zhukrovsky	
Mr. Hal Fjeldsted	Interim Chief Executive Officer
Ms. Debbie Larson	Chief Nursing Officer
Ms. Deikel Orocu	IT/Finance Administrator

REGRETS:

Dr. Vic Aniol	Chief of Staff
Ms. Anne Billard	
Ms. Leah Gentes	
Ms. Arlene Swanwick	

1. CALL TO ORDER

The meeting was called to order by Ms. Vachon at 5:35 p.m.

Ms. Vachon welcomed all members back after the summer and acknowledged the guests present.

A quorum was established.

1.2 ACCEPTANCE OF AGENDA

The following motion was brought forward:

MOTION NO.: 11-35 Moved: M. Whitton Seconded: D. Wilson

That the agenda be accepted as presented.

VOTE FOR MOTION 11-35; Carried

1.3 DECLARATION OF CONFLICT OF INTEREST

There was no conflict of interest declared.

2. CONSENT AGENDA

The following motion was brought forward:

MOTION NO.: 11-36 Moved: A. Procyk Seconded: M. Whitton

That the Consent Agenda be approved as presented.

VOTE FOR MOTION 11-36; Carried

It was noted that there was a spelling error in the Medical Advisory Committee Minutes, page 2, #5.2, "work" was misspelled.

3. BUSINESS ARISING

3.1 Broader Public Sector Accountability Act

A copy of the approved Broader Public Sector Perquisites Directive Policy was distributed. The policy was approved at the July 28, 2011 Special Board Meeting; however, after consultation with Ms. Cordeiro it was recommended that the last line in the policy be removed.

The following motion was brought forward:

MOTION NO.: 11-37 Moved: D. Wilson Seconded: C. Kaczmarek
That the Broader Public Sector Perquisite Directive Policy be approved as revised.
The last line in the policy will be removed.
VOTE FOR MOTION 11-37; Carried

4. NEW BUSINESS

4.1 By-Law Review

Copies of the Draft September 8, 2011 Hospital By-Laws were distributed for review and discussion. Mr. Fjeldsted inquired whether members would like to spend time at the meeting to review the revisions or set a future date in order to review. It was decided to proceed and go through the revisions. Mr. Fjeldsted briefly ran through the revisions with members.

- ✓ #4.6 – Election and Term - Recommended Directors be elected for a minimum of a **two year term**; maximum of ten.
- ✓ #4.8 – Maximum Terms – Recommended Directors be elected up to a maximum of **10 years**.
- ✓ Revisions as presented will be incorporated into the Corporate Hospital By-Laws.
- ✓ There was consensus that the final draft be approved as presented, pre-circulated prior to and a motion be passed at the October 13, 2011 Board meeting.
- ✓ It was recommended that a letter be sent to Ms. Herbert thanking her for her dedication and time on the By-Law Review Committee assisting with the revisions.

4.2 Committee Structure

Proposed committee structure for the Board and draft Terms of References for the Executive, Quality of Care and Resource & Planning Committee's were circulated for review and discussion.

Mr. Fjeldsted recommended that half the Board sit on the Quality Committee and the other half sit on the Resource & Planning (Finance) Committee.

It was suggested that quorum for each of the committee's be reviewed and established as well as meeting schedules.

Mr. Fjeldsted will send out an e-mail to members requesting their input as to which committee they are interested in sitting on. Once all member's feedback has been received Ms. Vachon will work with the Executive Committee to establish a Quality and Resource & Planning Committee.

The following motion was brought forward:

MOTION NO.: 11-38 Moved: C. Kaczmarek Seconded: M. Whitton
That the proposed committee structure be approved as presented.
VOTE FOR MOTION 11-38; Carried

4.3 Financial Statements ending July 31, 2011

Financial statements ending July 31, 2011 were reviewed.

- MOH allocation funding is on budget
- Year to date surplus of \$12,229
- After amortization – surplus of \$2,800

The following motion was brought forward:

MOTION NO.: 11-39 Moved: D. Wilson Seconded: T. Burse

That the financial statements ending July 31, 2011 be approved as presented.

VOTE FOR MOTION 11-39; Carried

4.4 2011/2012 Budget/Hospital Service Accountability Agreement

A Budget analysis comparison for September 2011 was distributed for review. The original budget of April 2011 was compared to the revised budget as outlined by Mr. Fjeldsted.

A number of adjustments have been made to expenses increasing some and decreasing others. These were reviewed at a high level by Mr. Fjeldsted. One of the areas which has been adjusted is registration and travel for professional development and continuing education. We reviewed the expenditures over the last few years and determined that the budget allocations are significantly higher than what has been utilized. At this point we are estimating a budget shortfall of approximately \$34,000; however there are a number of adjustments which need to be looked at – one of these relating to the additional cost of staffing in the Nursing Department. It was Mr. Fjeldsted's suggestion to the Board that the Board approve the revised budget as discussed and with the condition that the shortfall not exceed 1% of expenses or approximately \$75,000.

The following motion was brought forward:

MOTION NO.: 11-40 Moved: T. Burse Seconded: M. Whitton

That the Board authorize the Board Chair and CEO to approve the 2011/2012 revised budget assuming the projected deficit does not exceed \$75,000.

It was noted that if the budgeted deficit exceeds the amount of \$75,000 then a special meeting of the Board would be called.

VOTE FOR MOTION 11-40; Carried

4.5 Investment Report/Update

This item will be deferred to the October Board Meeting.

4.6 Signing Authorities

Mr. Fjeldsted noted that a few changes will need to be made for the bank signing authority:

- ✓ Removing Ms. Shewchuk's signature effective immediately and
- ✓ Adding Mr. Paul Chatelaine's signature effective October 14, 2011; replacing Mr. Fjeldsted's name.

The following motion was brought forward:

MOTION NO.: 11-41 Moved: T. Bursey Seconded: D. Wilson
That Ms. Shewchuk's name be removed from the bank signing authority effective immediately and that Mr. Chatelaine's name be added replacing Mr. Fjeldsted effective October 14, 2011.
VOTE FOR MOTION 11-41; Carried

5. **GOVERNANCE COMMITTEE**

5.1 Draft Board Policies

The Governance Committee reviewed and recommended the following policies to the Board:

BG-I-23 Meetings without Management

BG-I-24 Director Selection

BG-I-25 Consent Agenda

BG-I-26 Open Board Meetings

The following motion was brought forward:

MOTION NO.: 11-42 Moved: C. Kaczmarek Seconded: A. Procyk
That Policies BG-I-22 Open Board Meetings, BG-I-23 Meetings without Management, BG-I-24 Director Selection, and BG-I-25 Consent Agenda be approved as presented.
VOTE FOR MOTION 11-42; Carried

6. **MEDICAL ADVISORY COMMITTEE**

6.1 Appointment to the Medical Staff

Dr. Jennifer Tong and Dr. Alex Moreno recently joined the Red Lake Medical Associates, Associate Staff. Their appointment was discussed at the September 1, 2011 Medical Advisory Committee and it was recommended that a motion be made at the Board meeting.

The following motion was brought forward:

MOTION NO.: 11-43 Moved: C. Kaczmarek Seconded: M. Whitton
That the recommendation from the Medical Advisory Committee to approve Dr. Tong and Dr. Moreno's appointment to the Associate Medical Staff be approved as presented.
VOTE FOR MOTION 11-43; Carried

7. **REPORTS**

7.1 Interim CEO Report

Mr. Fjeldsted's report was distributed and briefly reviewed.

A HIRF (Hospital Infrastructure Renewal Fund) Project Update was distributed for information as well as architectural drawings of the proposed front entrance canopy.

7.2 Verbal Reports

RLMCH Foundation:
Ms. Whitton did not have anything to report on.

RLMCH Auxiliary:
Ms. Gentes was absent.

8. INFORMATION

There was not any additional information.

9. NEXT MEETING

October 13, 2011

10. ADJOURNMENT

The meeting adjourned at 8:30 p.m. for an in camera session.



Eleanor Vachon
Chair



Hal Fjeldsted
Interim Secretary