



**Minutes of the
BOARD OF DIRECTORS MEETING
May 29, 2019**

Resource Room, 58 Goodall Street, Dryden, Ontario

1. **CALL TO ORDER:** Sandra Boyko, Chair of the Board of Directors called the meeting to order at 1732 hours.

2. **ROLL CALL:**

Present:	J. Green, Vice Chair	T. Ledoux	J. Park
	C. Brown	A. Madussi (on-line)	W. Petranik
	M. Ferguson	B. Moore-Bunney	G. Rabbat
	G. Johnston		S. Viherjoki

A. McAuley	S. Moore	
K. Vares (Recorder)		R. Van Oort

Regrets: S. Boyko D. Armstrong-Ross

Guest: Michael Ebbling, CKDR

3. **DECLARATION OF CONFLICT OF INTEREST:** None declared.

4. **CONNECTING TO PURPOSE: PATIENT STORY/ORGANIZATIONAL WIN:**

The Board viewed a recording of the award and recognition paid to Wade Petranik by the Ontario Hospital Association for his valued contributions, guidance and leadership as a member of the Small Rural and Northern Hospital Committee.

The Board viewed a recording of the general debriefing provided by Surveyors with Accreditation Canada.

5. **PRESENTATION:** As above.

6. **CONSENT AGENDA:**

The Board of Directors received and reviewed:

- A. MINUTES OF THE REGULAR BOARD MEETING – MARCH 2019
- B. MINUTES OF THE QUALITY AND SAFETY COMMITTEE MEETING – APRIL 2019
- C. MINUTES OF THE GOVERNANCE COMMITTEE MEETING – APRIL 2019
- D. REPORT FROM THE DRYDEN AREA FAMILY HEALTH TEAM

MOTION #127 2019-20: THAT the Board of Directors of the Dryden Regional Health Centre approves the items from the Consent Agenda, as presented.

Moved by: M. Ferguson

Seconded by: J. Park

CARRIED

7. ITEMS SEVERED FROM THE CONSENT AGENDA:

MINUTES OF THE AUDIT COMMITTEE MEETING – APRIL 2019

Minutes of the Audit Committee meeting of May 27, 2019 were received and reviewed. Minor wording and grammatical errors were noted.

MOTION #128 2019-20: THAT the Board of Directors of the Dryden Regional Health Centre approves the May 27, 2019 minutes of the Audit Committee, as amended.
Moved by: G. Johnston
Seconded by: T. Ledoux
CARRIED

8. BUSINESS ARISING FROM THE CONSENT AGENDA:

a) Director Attendance

Copies of the updated Director Attendance report were circulated and reviewed.

b) Board Meeting Evaluation – April 2019

Copies of the Board Evaluation Summary for April 2019 were circulated and reviewed.

9. NEW BUSINESS:

ADDITION – Dryden Area Family Health Team Budget Amendment

Pillar	Topic	Priorities
Our Patients & Families	Medical Staff Report Dr. G. Rabbat, President of the Medical Staff updated the Board on the collaborative efforts by Medical Staff and administration to update the Professional Staff By-Laws. He expressed gratitude to R. Van Oort for his work to engage with the Medical Staff to garner and include feedback.	
	R. Van Oort advised that the updated draft Professional Staff By-laws will be presented to the Board of Directors in September for approval in October.	<ul style="list-style-type: none"> ▼ <i>Integrate mental health services across all services</i>
	DRAFT Audited Financial Statements A. McAuley presented the draft financial statements for the year ended March 31, 2019 noting changes to the Independent Auditors Report and MNP LLP's report for a clean audit.	<ul style="list-style-type: none"> ▼ <i>Work with specific groups of patients and families to understand and improve their experience across the continuum of care</i>
	Balance sheets were briefly reviewed noting total net assets and the matching total liabilities and net assets balance. Statement of Operations was presented and reviewed. Questions were posed and answered.	<ul style="list-style-type: none"> ▼ <i>Advance evidence-based care, quality, and safety</i>
	A. Madussi, Chair of the Audit Committee congratulated A. McAuley and his finance team on the timely manner in which the audit was completed and noted with gratitude the auditor's clean opinion. MOTION #129 2019/2020: THAT the Board of Directors of the Dryden Regional Health Centre approves the 2018-19	

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	<p>Audited Financial Statements, as recommended by the Audit Committee. Moved by: T. Ledoux Seconded by: G. Johnston CARRIED</p> <p>MOTION #130 2019/2020: THAT the Board of Directors of the Dryden Regional Health Centre approves the appointment of MNP LLP as auditors for the 2019-2020 fiscal year, as recommended by the Audit Committee. Moved by: T. Ledoux Seconded by: G. Johnston CARRIED</p> <p>Declaration of Compliance – Broader Public Sector Accountability Act A. McAuley presented and highlighted the organization's commitment and compliance with <i>the Broader Public Sector Accountability Act, 2010</i>.</p> <p>MOTION #131 2019/20: THAT the Board of Directors of the Dryden Regional Health Centre attests to:</p> <ul style="list-style-type: none"> ▪ The completion and accuracy of reports required of the Hospital pursuant to section 6 of the BPSAA on the use of consultants; ▪ The Hospital's compliance with the prohibition in section 4 of the BPSAA on engaging lobbyist services using public funds; ▪ The Hospital's compliance with any applicable expense claims directives issued under section 10 of the BPSAA by the Management Board of Cabinet; ▪ The Hospital's compliance with any applicable perquisite directives issued under section 11.1 of the BPSAA by the Management Board of Cabinet; and ▪ The Hospital's compliance with any applicable procurement directives issued under section 12 of the BPSAA by the Management Board of Cabinet, <p>during the Applicable Period and further certify that any material exceptions to this attestation are documented in the attached Schedule A. Moved by: T. Ledoux Seconded by: G. Johnston CARRIED</p> <p>Declaration of Compliance – Multi-Sector Service Accountability Agreement A. McAuley presented and highlighted the organization's commitment and compliance with the Multi-Sector Service Accountability Agreement.</p> <p>MOTION #132 2019/20: THAT after making inquiries of the Chief Executive Office and other appropriate officers of the HSP and subject to any exceptions identified on Appendix 1</p>	
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	<p>to this Declaration of Compliance, to the best of the Board's knowledge and belief, the HSP has fulfilled, its obligations under the service accountability agreement (the "M-SAA") in effect during the Applicable Period.</p> <p>Without limiting the generality of the foregoing, the HSP has complied with:</p> <ul style="list-style-type: none"> (i) Article 4.8 of the M-SAA concerning applicable procurement practices; (ii) The <i>Local Health System Integration Act, 2006</i>; (iii) The <i>Public Sector Compensation Restraint to Protect Public Services Act, 2010</i>; and (iv) The Local Performance Obligations as listed under Schedule E4a of the 2018/19 M-SAA Extension <p>Moved by: G. Johnston Seconded by: T. Ledoux</p> <p>CARRIED</p>	
	<p>Declaration of Compliance – Hospital Service Accountability Agreement</p> <p>A. McAuley presented and highlighted the organization's commitment and compliance with the Hospital Service Accountability Agreement.</p> <p>MOTION #133 2019/20: THAT, after making inquiries of the HSP's Chief Executive Officer and other appropriate officers of the HSP and subject to any exceptions identified on Appendix 1 to this Declaration of Compliance, to the best of the my knowledge and belief, the HSP has fulfilled its obligations under the hospital service accountability agreement (the "Agreement") in effect during the Applicable Period.</p> <p>Without limiting the generality of the foregoing, the Board confirms that:</p> <ul style="list-style-type: none"> (i) the HSP has complied with the provisions of the <i>Local Health System Integration Act, 2006</i> and the <i>Broader Public Sector Accountability Act (the "BPSAA")</i> that apply to the HSP; (ii) the HSP has complied with its obligations in respect of CritiCall that are set out in the Agreement; (iii) every Report submitted by the HSP is complete, accurate in all respects and in full compliance with the terms of the Agreement; and (iv) the representations, warranties and covenants made by the Board on behalf of the HSP in s. 10.3 of the Agreement remains in full force and effect. <p>Unless otherwise defined in this declaration, capitalized terms have the same meaning as set out in the Agreement.</p> <p>Moved by: M. Ferguson Seconded by: J. Park</p> <p>CARRIED</p>	

	<p>Compensation Declaration A. McAuley presented and highlighted the organization's commitment and compliance to Broader Public Sector Accountability Act, 2010, Part II.1, Compensation Arrangements.</p> <p>MOTION #134 2019/20: THAT, the Board of Directors of the Dryden Regional Health Centre certifies that, to the best of their knowledge and belief, the Dryden Regional Health Centre has complied with the restraint measures throughout the reporting period in accordance with the Broader Public Sector Accountability Act, 2010, Part II.1, Compensation Arrangements. Moved by: T. Ledoux Seconded by: G. Johnston CARRIED</p> <p>Dryden Area Family Health Team Budget Amendment A. McAuley presented the Dryden Area Family Health Team Budget Amendment from the Ministry of Health and Long-Term Care noting that there has been a slight increase in funding.</p> <p>MOTION #135 2019/20: THAT, the Board of Directors of the Dryden Regional Health Centre authorizes the execution of the 2019-20 amended funding agreement with the Ministry of Health and Long-Term Care of the Dryden Area Family Health Team, as presented. Moved by: M. Ferguson Seconded by: J. Park CARRIED</p> <p>Procurement – Disclosure and/or Reports A. McAuley reminded the Board of the organization's responsibility to inform the Board of all use of consultants throughout the year. The DRHC has pre-emptively disclosed MNP LLP for Audit services and Mondelis Actuarial Services for post-employment benefit services. No questions were posed.</p>	
<p>Our People</p>	<p>Annual Board Picnic J. Greene, Vice Chair of the Board of Directors reminded Board members of the upcoming Annual Board Picnic scheduled for June 20, 2019 at 11:45 in the health centre courtyard. Volunteers from the Board were requested to help with the preparation and serving of food for staff, medical staff and volunteers in appreciation of their dedication and commitment to quality services over the past year.</p>	<ul style="list-style-type: none"> ➤ <i>Strengthen leadership capability</i> ➤ <i>Continue to build a respectful, inclusive, safe, and healthy culture</i> ➤ <i>Enhance the well-being of our people</i>
<p>Our Partners</p>	<p>Urology Services W. Petranik, Chief Executive Officer provided a brief background on the design and implementation of regional programming through the DRHC including orthopedics, knee replacements, hip replacements and shoulder surgeries.</p>	<ul style="list-style-type: none"> ➤ <i>Engage with Indigenous peoples to develop culturally safe and appropriate care to better meet</i>

10. IN-CAMERA SESSION:

Seconded by: M. Ferguson

PRESS BREAK

Seconded by: M. Ferguson

Seconded by: M. Ferguson


Judi Green, Vice-Chair

Wade Petranik, Chief Executive Officer