



REGIONAL HEALTH AUTHORITY  
CHURCHILL, MANITOBA R0B 0E0 CANADA

**BOARD OF DIRECTORS**

Thursday May 31<sup>st</sup>, 2007  
Board Room @ 4:00 p.m.

**PRESENT:**

D. Daley, Board Member  
J. Massan, Board Member  
S. Kernaghan, Vice-Chair

**TELECONFERENCE:**

R. Penwarden, Chair  
B. Tattuinee, Board Member (4:56 p.m.)  
J. Brown, MB Health Liaison

**ALSO PRESENT:**

M. Lessing-Turner, Chief Executive Officer  
K. Grant, Director of Social Services & CPO  
D. Martens, Director of Clinical Services & CNO  
R. Sweeney, Director of Human Resources  
B. Sigurdson, Chief Financial Officer

**REGRETS:**

P. Kabloona, Secretary / Treasurer

**RECORDER:** K. McGregor, Executive Assistant

*Due to initial lack of quorum, the meeting commenced with agenda item #12.0 Communication at 4:30 p.m. B. Tattuinee entered the meeting via telehealth at 4:56 p.m., to make a quorum.*

**1.0 CALL TO ORDER**

R. Penwarden called the meeting to order at 4:58 p.m.

**2.0 ADDITIONS TO AGENDA**

The following item was added under 13.0 New Business:  
13.4 – Requests from outside agencies for accommodations / room rental in the CRHA.

**3.0 ACCEPTANCE OF AGENDA**

**Resolution 34/07**

**Moved by S. Kernaghan, seconded by D. Daley to accept the agenda of May 31, 2007 with the above mentioned addition.**

**CARRIED**

**4.0 MINUTES OF THE PREVIOUS MEETING**

It was agreed that item #5.2 CEO treating patients, required clarification. The sentence “No changes will be made to the CEO contract” will be added to that paragraph for clarification.

There was discussion about the Secretary / Treasurer appointment. It was noted that the role of Audit Committee Chair is included in the Secretary / Treasurer responsibilities.

**Resolution 35/07**

**Moved by D. Daley, seconded by J. Massan to approve the Board of Directors minutes of April 26, 2007 as amended.**

**CARRIED**

## **5.0 BUSINESS ARISING FROM PREVIOUS MEETING**

### **5.1 ARAMARK Contract**

M. Lessing-Turner reported that she needs to consult with our lawyer before making a final decision on this contract. She updated the board on some of the financial issues / penalties related to terminating the contract. We would be looking at a penalty of twice the managers salary, however we will challenge that point, as we were without a manager for more than 5 months last year.

### **5.2 J. A. Hildes Commemoration**

M. Lessing-Turner, D. Martens and Vicky McEwan will me meeting next week to start planning the J. A. Hildes Commemoration.

### **5.3 Overdrafts**

As requested at the last Board meeting, B. Sigurdson reported on overdrafts. She said that our bank loans for capital projects are considered overdrafts as they are lines of credit. We have approval from MB Health to have an overdraft of 1 million dollars, but we've never had to use that amount.

### **5.6 Ethics Committee Terms of Reference**

M. Lessing-Turner reported that the Ethics Committee Terms of Reference weren't approved at the last Board meeting, due to a question about the statement "a quorum will not exist". She spoke to Nicole Durocher regarding this issue and they have changed that statement to ready "a quorum of 50% or more is required at meetings".

#### ***Resolution 36/07***

***Moved by J. Massan, seconded by S. Kernaghan to approve the Ethics Committee Terms of Reference as amended.***

***CARRIED***

### **5.8 Board Governance / Accountability review date**

M. Lessing-Turner said that the Board Governance / Accountability request for information from MB Health was discussed in the Audit Committee meeting.

She reviewed the elements for which MB Health is requesting confirmation, and stated that we would provide this information on behalf of the board by the June 29, 2007 deadline.

### **5.9 Health Plan**

M. Lessing-Turner provided an overview of the 2008-2009 Health Plan. The plan will be submitted to Manitoba Health tomorrow, upon board approval.

#### ***Resolution 37/07***

***Moved by J. Massan, seconded by S. Kernaghan to approve the 2008 / 2009 Health Plan***

***CARRIED***

## 5.10 Annual Report

M. Lessing-Turner reported that Senior Management will be finished the Annual Report well in advance of the Annual General Meeting and September 30 submission deadline to Manitoba Health. She mentioned that we will be producing the document in-house this year with our new printer.

## 5.11 CFS Report

M. Lessing-Turner stated that K. Grant completed the response to the CFS report / recommendations. She added that she was in a teleconference with the General Authority CEO yesterday and he would like the opportunity to review the report further to possibly re-word some of the recommendations.

## 6.0 COMMITTEE SUBMISSIONS

There were no committee submissions for review.

## 7.0 CEO MONITORING REPORTS

### 7.1 Budgeting (BP-B-40)

M. Lessing-Turner reviewed her monitoring report. She stated that she is reporting non-compliance on item #3 which states *Provides less than \$65,000.00 for Board prerogatives, Board development, and Board and Committee meetings.*

There was a discussion about the board budget, previous year's expenditures and what the negative variance was related to. M. Lessing-Turner identified that \$5,000.00 will be added to the Board cost centre for 2007/2008 and encouraged the Board to maintain a balanced budget for this fiscal year.

***Resolution 38/07***

***Moved by D. Daley, seconded by B. Tattuinee to approve CEO monitoring report BP-B-40 Budgeting.***

***CARRIED***

## 8.0 POLICY VIOLATIONS

There were no policy violations to report.

## 9.0 BOARD SELF EVALUATION

### 9.1 Board Job Descriptions (BP-C-70)

The board is in compliance.

### 9.2 Delegation to the CEO (BP-D-10)

M. Lessing-Turner requested clarification on item #2(b) of this policy. It currently states *"In case of Board members or committees requesting information or assistance without*

*Board authorization in the Chief Executive Officer's judgement – a material amount of staff time or funds or is disruptive”.*

She did not feel that this statement was complete and requested interpretation on it's meaning from the Board. There was discussion regarding adding a statement to complete the sentence, what the added statement should read and the implications of that statement.

***Resolution 39/07***

***Moved by D. Daley, seconded by B. Tattuinee to add “the CEO has a right to refuse and defer to the next board meeting so the board can act as one” to the end of item #2(b) in order to complete the statement.***

***3 votes in favour, 2 votes against***

***CARRIED***

**9.3 Monitoring Performance of the CEO (BP-D-40)**

The board is in compliance with policy BP-D-40, Monitoring Performance of the CEO.

**Action:**

**K. McGregor will set up a special board meeting to complete the CEO evaluation after June 20, 2007.**

**10.0 POLICY CHANGES**

As discussed in agenda item 9.2

**11.0 EDUCATION**

There were no educational issues to discuss.

**12.0 COMMUNICATION**

**12.1 Chairman's Report**

At the request of R. Penwarden, M. Lessing-Turner updated the Board on the status of Regency Construction and the front steps / flashing on A block. There has been discussion regarding pulling the bond on this company. Regency has countered that they will be in Churchill within a week to fix the flashing on A Block. We will wait for further information from Government Services on this issue.

**12.2 Nunavut Members' Update**

There was no Nunavut members report.

**12.3 Chief Executive Officer's Report\***

M. Lessing-Turner reviewed her submitted report. She brought the board up to date on the difficulties surrounding staffing the Receiving Home.

**B. Tattuinee entered the meeting via teleconference at 4:56 p.m.**

**12.4 Chief Financial Officer Report\***

B. Sigurdson reviewed her submitted report. There were no questions or concerns from the Board.

**12.5 Chief of Staff's Report\***

There was no Chief of Staff Report.

**12.6 Director of Clinical Services & CNO Report\***

D. Martens reviewed her submitted report.

J. Massan asked if staff did home visits for diabetic foot care. D. Martens stated that all foot care is done through the diabetic clinic.

**12.7 Director of Social Services & CPO Report\***

K. Grant reviewed his submitted report. He added that Children's Centre staffing seems stable at the moment. There are three potential candidates for the full time EMS position.

**12.8 Director Human Resources Report\***

R. Sweeney reviewed his submitted report. He added that he is in the process of dealing with three grievances. One grievance is in regards to recouping costs for education and two are related to lay-offs.

In regards to WCB incident reports, there was a discussion regarding the process for dealing with needle sticks.

**12.9 Audit Committee Report**

Dave Daley reviewed the audit committee report of the meeting held on May 31, 2007.

The Audit committee discussed the membership and how it may change due to the new Terms of Reference. It was decided to wait until there has been a number of meetings to see whether the membership should reduce to 4 Board members and an external person with experience in finance rather than the existing full Board.

The Audit Committee had the opportunity to review the financial report and have had their questions answered and recommend that the Board accept the May financial report.

The Audit Committee reviewed the Travel report for Senior Executive for the month of April. All travel had been approved by the proper authorizations.

A motion was passed to provide the Audit Committee with reports on the number of days that Senior Executive is at work and the number of days that they are away from the facility. No names will be provided on this report.

The Audit Committee reviewed the sections of the Board Governance and Accountability reports related to finance and the Audit Committees role. Senior Executive will provide Manitoba Health with the information as request by June 29<sup>th</sup>.

The Audit Committee was informed that Senior Management is reviewing all of the Financial Policies as part of their annual policy review process.

### 13.0 NEW BUSINESS

#### 13.1 Approved borrowing for working operating requirements

B. Sigurdson brought forward the borrowing resolutions for capital projects that require Board approval. She noted that we already have approval letters from Manitoba Health on all of these items.

Borrowing Resolution: General operating bank account - 1 million overdraft

**Resolution 40/07**

**Moved by D. Daley, seconded by B. Tattuinee to approve the general operating bank account overdraft of 1 million dollars to meet the expenditures of the Hospital until such time as the grants to the Hospital are received.**

**CARRIED**

Borrowing Resolution: Nursing Station upgrade - \$241,800.00

**Resolution 41/07**

**Moved by S. Kernaghan, seconded by D. Daley to approve a line of credit in the amount of \$241,800.00 to meet the expenditures for the Nursing Station Upgrade until such time as the grants to the Hospital are received.**

**CARRIED**

Borrowing Resolution: Standby Generator - \$665,000.00

**Resolution 42/07**

**Moved by J. Massan, seconded by B. Tattuinee to approve a line of credit in the amount of \$665,000.00 to meet the expenditures of the Standby Generator until such time as the grants to the Hospital are received.**

**CARRIED**

Borrowing Resolution: Sprinkler System - \$661,500.00

**Resolution 43/07**

**Moved by D. Daley, seconded J. Massan to approve a line of credit in the amount of \$661,500.00 to meet the expenditures of the Sprinkler System until such a time as the grants to the Hospital are received.**

**CARRIED**

Borrowing Resolution: Balance as of March 31, 2007 Capital Account (A/B Block Re-cladding, Psych Room, Elevator, Front Entrance)

**Resolution 44/07**

**Moved by S. Kernaghan, seconded by J. Massan to approve a line of credit in the amount of \$769,595.00 to meet the expenditures of the Hospital until such time as the grants to the Hospital are received.**

**CARRIED**

Borrowing Resolution: QHR - \$123,260.00

**Resolution 45/07**

***Moved by J. Massan, seconded by D. Daley to approve a line of credit in the amount of \$123,260.00 to meet the expenditures of the QHR System until such a time as the grants to the Hospital are received.***

**CARRIED**

### **13.2 Auditors Visit**

M. Lessing-Turner noted that the Auditors have requested a meeting with the Board for June 19, 2007 to review the audited statement. This date did not work for most board members.

**Action:**

**K. McGregor will contact the Auditors to set up a new date.**

### **13.3 In Camera Session**

The in camera session commenced at 6:26 p.m. after all regular agenda items had been addressed.

### **13.4 Requests from outside agencies for accommodations / room rental in the CRHA**

M. Lessing-Turner received two requests for accommodations / room rental within the CRHA.

R. Penwarden declared a conflict of interest and did not partake in the discussion / decision regarding these requests.

The first request came from tour operator Lynda Gunther. On October 22, 2007 they have a number of international guests arriving for a one day session. All hotels are completely booked for that day and she is requesting access to rooms in A Block for her guests. After a discussion it was decided that M. Lessing-Turner would confirm the number of rooms needed and ensure all other hotels are booked for that day. If there are no other accommodations the CRHA will rent out a limited number of rooms. The Board had no issue with that suggestion.

Sea North Tours is hosting a Marine Emergency Duties course on June 12, 2007. They have requested rental of one of our meeting rooms to hold the course in. After a discussion it was decided that we would request Sea North Tours contact other businesses for meeting room rental. If there are no other meeting rooms available, we would approve rental of a meeting place in the CRHA.

## **14.0 CORRESPONDENCE/INFORMATION**

There was no correspondence / information to discuss.

## **15.0 CONSENT AGENDA**

### **15.1 Clinical Privileges**

i.) **Dr. Manal Awad – General Practitioner**

***Resolution 46/07***

***Move by D. Daley, seconded by J. Massan to approve the clinical privileges of Dr. Manal Awad as recommended by RHAM's Clinical Privileges Advisory Panel.***

***CARRIED***

ii.) **Dr. David McCullough – ENT**

***Resolution 47/07***

***Move by D. Daley, seconded by J. Massan to approve the clinical privileges of Dr. David McCullough as recommended by RHAM's Clinical Privileges Advisory Panel.***

***CARRIED***

iii.) **Dr. Deirdre O'Flaherty – General Practitioner**

***Resolution 48/07***

***Move by J. Massan, seconded by D. Daley to approve the clinical privileges of Dr. Deirdre O'Flaherty as recommended by RHAM's Clinical Privileges Advisory Panel.***

***CARRIED***

**16.0 ADVISORY COUNCIL INFORMATION**

There was no Advisory Council information to discuss.

**17.0 PUBLIC PARTICIPATION**

There was no public participation.

**18.0 DATE OF NEXT MEETING**

The next meeting will be held on June 20<sup>th</sup> at 4:00 p.m.

**19.0 ADJOURNMENT**

***Resolution 49/07***

***Moved by S. Kernaghan, seconded by B. Tattuinee that the meeting move in camera at 6:26 p.m.***

***CARRIED***