



The (**OPEN**) meeting of the **Board of Governors** of the Ross Memorial Hospital was held on **Thursday, March 26, 2020**, via teleconference.

**Present:** Ms. V. Harris (Chair), Mr. R. Ashmore, Dr. B. Chawla, Ms. P. Clarke, Mr. J. Griepsma, Mr. L. Hope, Ms. B. Kennedy, Mr. D. Kimmerly, Dr. A. Knox, Mr. B. Nielson, Ms. C. Norris, Ms. A. Overhoff, Ms. W. Percival, Ms. M. Saunders, Ms. K. Ward, Ms. V. Nelson

**Regrets:** Dr. J. McNabb, Mr. W. Levine, Ms. N. Rooney

**By Invitation:**

**1. CALL TO ORDER**

Ms. V. Harris, Chair, called the (Open) meeting to order at 5:32 pm.

**1.1 Quorum** – A quorum was confirmed.

**1.2 Approval of Agenda** – The agenda was reviewed. Thereafter, was a

**MOTION: That the agenda be approved as presented.**

Ms. P. Clarke/Ms. B. Kennedy, **CARRIED**

**1.3 Declarations of Conflict of Interest** – None declared.

**1.4 Acknowledgement of the Hospital's Vision/Mission/Values** – Acknowledged.

**2. UNANIMOUS CONSENT** – Items identified as part of the consent agenda were provided on a motion sheet in the unanimous consent portion of the meeting package and presented as follows:

**1. MOTION: That the minutes of the (Open) Board of Governors meeting of February 27, 2020 be approved as circulated.**

**2. MOTION: That the Board of Governors receives the minutes of the (Open) Quality/Governance & Planning Committee meeting of March 17, 2020.**

**3. MOTION: That the Board of Governors receives the minutes of the (Open) Resources Committee meeting of March 19, 2020.**

Thereafter, there was a

**MOTION: That the Board of Governors approves motions 1, 2 and 3 on the (Open) Unanimous Consent for March 26, 2020 as presented.**

Ms. W. Percival/Mr. J. Griepsma, **CARRIED**

**3. BOARD BUSINESS – EXECUTIVE COMMITTEE**

No meeting held to report.

**4. BOARD BUSINESS – QUALITY / GOVERNANCE & PLANNING COMMITTEE**

**4.1 Corporate Membership** – Copies of a report related to 2020/21 Corporate Membership, and related minutes of the Quality/Governance & Planning Committee meeting of March 17, 2020 were previously circulated. Interim President & CEO, Ms. V. Nelson reported that subsequent to the March Quality/Governance & Planning Committee meeting, legal counsel from Borden Ladner Gervais was consulted to further support the Board’s decision-making regarding the process for corporate memberships and annual general meeting planning. Ms. Nelson summarized the legal advice received as follows:

- The Board should defer the motion related to the process for obtaining and submitting Corporate Memberships and the Annual General Meeting (AGM) date until there is more information on when COVID-19 restrictions on public visitor access to the Hospital may be lifted, and until such time as the Ontario Hospital Association and/or Ministry of Health confirm whether the deadline for holding AGMs will be extended beyond the current requirement under the *Public Hospitals Act* that they be held by July 31<sup>st</sup>.
- In order to maintain the integrity of the corporate membership application process, the Board should uphold the requirements that applications must be submitted in person and with valid ID.
- A statement should be issued on the Hospital’s website and potentially through the Hospital’s social media and/or direct communication to current Corporate Members advising that the process to obtain and submit 2020/21 corporate membership applications had been deferred due to COVID-19, and that further updates will be shared via the Hospital’s website as available.

Members noted their support for the legal advice obtained.

**5. BOARD BUSINESS – RESOURCES COMMITTEE**

None identified.

**6. BOARD BUSINESS – AUDIT COMMITTEE**

No meeting held to report.

**7. REPORTS:**

**7.1 Report of the Chief of Staff** – Chief of Staff, Dr. B. Chawla provided a verbal expression of appreciation to the medical staff for their efforts related to COVID-19 planning. In particular Dr. Chawla highlighted the efforts of Dr. Knox for his work related to the off-site assessment centre, and Dr. Drury for his work in his capacity as chair of the Infection Prevention and Control Committee.

Dr. Chawla also expressed appreciation on behalf of the Medical Advisory Committee to Ms. V. Nelson for her efforts as Interim President & CEO over the previous 15 months.

There was a

**MOTION: That the March 2020 verbal Report of the Chief of Staff be received.**

Ms. P. Clarke/Mr. R. Ashmore, **CARRIED**

**7.2 Report of the Hospital Foundation** – No report.

**7.3 Report of the Hospital Auxiliary** – No report.

**7.4 Report of the Interim President & CEO** – Copies of the Interim President & CEO's Report to the Board of Governors dated March 26, 2020 were previously circulated. Interim President & CEO, Ms. V. Nelson provided a high level summary of the current local impact of COVID-19 and the status of the Hospital's planning, noting the Hospital is committed to adhering to all government and public health COVID-19 directives, orders and regulations. Risks related to supply of personal protective equipment (PPE), staffing levels and Hospital finances were noted.

In addition, Ms. Nelson noted that as a result of funding letters received from the Central East LHIN in March, the Hospital should finish the 2019/20 fiscal year in a balanced position.

Following an opportunity for discussion and questions, there was a

**MOTION: That the Interim President & CEO's Report to the Board of Governors dated March 26, 2020 be received.**

Ms. B. Kennedy/Mr. J. Griepsma, **CARRIED**

**8. CLOSED MEETING:** The Closed meeting of the Board of Governors commenced at 6:14 pm and is recorded separately.

**9. OTHER BUSINESS:**

**9.1 Monday Reports** – Provided for information.

**9.2 MEETING DATES TO REMEMBER**

Quality/Governance & Planning Committee – April 21, 2020, 8:00 am

Resources Committee – April 23, 2020, 8:00 am

Board of Governors – April 30, 2020, 5:30 pm

**10. MOTION FOR ADJOURNMENT:**

There being no further business, the OPEN meeting adjourned at 6:23 pm on a motion of Ms. P. Clarke.



Chair



Secretary

April 30, 2020

Date