
BOARD MEETING OCTOBER 30, 2006

CURLING RINK – WINNIPEGOSIS, MANITOBA

13:00 HOURS

Present: Lynda Mann- Chair, Myrtle Bilow, Barry Chalmers, Esther Fyk, Gerald Shewchuk, Dorothy Connolly, Monica Black, Doreen Stammen, Rowena Powell, John Zaplitny, Paul Overgaard, Heather Morden

Excused:

Absent:

Regrets: Anne Lacquette, Paul Freed

Staff: Linda Kulkarni, Gerald Hackenschmidt, Mavis Wood, Blaine Kraushaar, and Karen Vendramin (Recording Secretary)

1. CALL TO ORDER:

After lunch with invited guests, Lynda Mann called the Board meeting to order at 1: 13pm.

2. ADOPTION OF AGENDA:

Additions:

- 7.3 Draft SVHF Media Release
- 9.2 Signing Authorities
- Add Strategic Plan Distribution to Item 12.7
- 12.12 Manitoba Health Auxiliaries Representative Correspondence
- 12.13 Letter to the Minister regarding the Swan Valley Health Facilities Transfer
- 13.1 Ambulance Service Correspondence to Board Member

MOTION 06– 080

Monica Black/Esther Fyk

That the Agenda be adopted as amended.

CARRIED

Paul Overgaard noted that he would be leaving today's meeting at 4:00pm. Paul Overgaard also requested to be excused from the November 27/06 Board meeting.

MOTION 06– 081

John Zaplitny/Myrtle Bilow

That Paul Overgaard be excused from the November 27/06 Board meeting.

CARRIED

3. ADOPTION OF MINUTES:

3.1 Minutes of September 25, 2006 Regular Board meeting.

MOTION 06-082

Gerald Shewchuk/ Doreen Stammen

That the Minutes of the September 25, 2006 Board meeting be adopted as circulated.

CARRIED

3.2 Minutes of October 20, 2006 Special Board meeting.

MOTION 06-083

Paul Overgaard/John Zaplitny

That the Minutes of the October 20, 2006 Board meeting be adopted as circulated.

CARRIED

4. FOR REVIEW

4.1 Board Bylaw- Defer to Future Meeting.

Lynda Mann stated that the Annual Review of the Board Bylaw is scheduled for this month according to our Annual Planning Calendar. Ms. Mann noted that recent correspondence from Manitoba Health has provided notice of Manitoba Health's intent to amend the Model Board Bylaw with respect to the Treasurer position and the Finance/Audit Committee.

Given the anticipated changes in the Model Bylaw document, Ms. Mann suggested it may be prudent to defer the Bylaw review until we have received the amended Model Bylaw.

The Board discussed the option to defer this item to a later date.

MOTION 06-084

Esther Fyk/Paul Overgaard

That the review of the Parkland Regional Health Authority General Bylaw #1 be deferred pending the receipt of the amended Model RHA Bylaw from Manitoba Health. In any case, the Bylaw review should be undertaken by the Board prior to the Fiscal Year End.

CARRIED

5. ITEMS FOR DECISION

None.

6. GOVERNANCE PROCESS:

6.1 GP-3 Governance Style-

The Board reviewed the evaluation summary of the Board's meeting in September.

6.2 GP-6 Board Secretary Role re GP-10 Board Conduct-

Linda Kulkarni presented the status report of Board attendance for the revolving 12-month period. According to the Board Bylaw #1, Section 10, all Board members were compliant with the attendance requirement for regularly scheduled meetings of the Board.

6.3 GP-9 Board/Committee/CEO Expenses-

Dot Connolly reported that the Finance Committee had reviewed the Directors' and CEO's expense claims and recommended them to the Board for approval.

MOTION 06-085

Dot Connolly/John Zaplitny

That the Board approve the Directors' and CEO's expense claims for payment.

CARRIED

6.4 GP-16 In Camera Discussions-

The Board completed its annual review of the Governance Process 16 – In Camera Discussions. One member suggested that in camera minutes should be reviewed by Board members and returned to the Board Secretary to ensure that the in camera business remains confidential. Discussion ensued and the Board agreed to amend GP-16.

MOTION 06-086

Myrtle Bilow/Barry Chalmers

That the Board approve the revision to GP-16, Item 3 to read:
“*Minutes of in camera items will be recorded and reviewed for approval by the Board and returned to the Board Secretary. Minutes of in camera items will not be distributed beyond the Board.*”

CARRIED

Rating: The Board rated itself as having fully achieved the reasonable intent of this policy.

7. OTHER:

7.1 Board Treasurer Appointment –

Lynda Mann reminded Board members of recent discussions regarding the Treasurer position which were precipitated by the Internal Audit conducted with the PRHA and correspondence from the Deputy Minister’s Office regarding recent Burntwood Region events.

Ms. Mann stated that September 25/06 correspondence from Deputy Minister Arlene Wilgosh provided direction to the RHAs as follows:

- “In order to ensure appropriate financial accountability and oversight within each RHA, it has been determined that RHA Boards are required to appoint a Director to serve in the office of Treasurer.”
- “In order to provide clarity on the role of the Director Treasurer to provide oversight and direction in relation to the functions specified in the Bylaw, RHAs may adopt a resolution or policy which lists the specific RHA staff responsible for each of the listed functions (conduct of banking business, preparation of financial reports, etc.). This resolution must provide that
 - (i) The functions are to be carried out under the oversight and direction of the Treasurer; and
 - (ii) The staff responsible for these functions shall meet with the Treasurer on a regular basis as directed by the Treasurer and provide information and reports to the Treasurer in the time and form specified by the Treasurer.”

Board discussion ensued on the matter. One issue considered in the discussion was that this directive appeared to be contrary to Governance Process 10(2). Lynda Mann stated that although this item had been discussed at last Council of Chairs meeting, no consensus had been reached. Ms. Mann added that it was to be discussed further at the November 9/06 Council of Chairs meeting.

A comment was made that if a Treasurer was appointed, that the Executive Committee membership should be changed to include this position as well.

MOTION 06-087

Myrtle Bilow/ No seconder was identified.

That the Board appoint John Zaplitny as the Treasurer.

DEFEATED

MOTION 06-088

Dot Connolly/Doreen Stammen.

That the Board refer this issue to a Committee of the Whole on November 23/06 for further discussion, debate, and decision on a course of action.

CARRIED

7.2 RHA Board Governance and Accountability Manual

Lynda Mann stated that this manual had been distributed in last month’s Board package. Upon review of the document it was suggested that this document be discussed further and reviewed by the Board’s Executive Committee and that they be asked to provide a report and or recommendations to the Board based upon their review.

MOTION 06-089

John Zaplitny/Paul Overgaard

That the Board recommend the RHA Board Governance and Accountability Manual be reviewed by the Board's Executive Committee for further discussion and recommendations to the Board as a Whole.

CARRIED

7.3 SVHF Transfer Draft Media Release

Lynda Mann suggested that this item be moved to In-Camera discussion as this was a draft media release and as such was not to be released to the public yet. The Board was in agreement.

8. BOARD EDUCATION:

8.1 Health Conference Reports

Lynda Mann invited Board members who had attended the recent health conferences to provide comments/reports to the Board.

John Zaplitny stated that the overall theme of the sessions he attended had focused on management and management style. He noted that he had been particularly interested with the Manitoba Hydro and Myers Norris Penny presentation on succession planning and commented that it was something he felt that the Board could benefit from reviewing and suggested that it be added as a future agenda item. Mr. Zaplitny also noted that it was great to see José Randell receive the Judge George Memorial Award.

Doreen Stammen stated that she had enjoyed the conferences and the leadership speakers. Ms. Stammen added that the data presented on where the health system is in Canada was very interesting and that it highlighted the need to continue to shift the focus of health care from treating illness to preventing illness. Ms. Stammen added that Lynda Mann had done an excellent job in her presentation of the Judge George Award to José Randell.

Monica Black stated that she had information to share with the Board from the conferences but asked to be able to present that at a future meeting.

Rowena Powell reported that she had enjoyed the sessions on accountability, sustainability and ethics in Health Care. Ms. Powell added that the evidence based decision-making session at the Rural and Northern Health Care meeting was also very informative.

Heather Morden stated that she had written out her comments on the conferences and would make them available for the Board at a future meeting.

Paul Overgaard stated that he had appreciated the Manitoba Hydro and Myers Norris Penny presentation on succession planning and found the idea of grooming staff from within their organizations for succession planning to be an interesting focus. Mr. Overgaard also commented on the presentation of Doug Stephen (son of the late Dr. L. Stephen of Dauphin) and his comparison of the health care system to the hospitality industry, stating that both groups have expectations when they enter the premises whether they are patrons of a restaurant or patients seeking service at a hospital or health care centre.

9. ITEMS REQUIRING BOARD APPROVAL:

9.1 Physician Privileges

Linda Kulkarni reported that the Regional Medical Advisory Committee (MAC) did not have a quorum at its meeting earlier this month and were therefore unable to make a recommendation to the Board for approval of physician privileges. This item will be deferred until after the next MAC meeting.

9.2 Signing Authorities

Lynda Mann stated that subject to Ministerial Approval of the Transfer of Swan Valley Health Facilities to the Parkland Regional Health Authority, the effective date of Transfer would be November 1, 2006. Ms. Mann added, in anticipation of a transfer on or after that date, Swan Valley signing authorities will need to be revised and approved by the new ownership, the PRHA.

Additionally, with recent resignations, transfers and re-organization, Ms. Mann stated that this is an appropriate opportunity to refine and reaffirm signing authorities for Dauphin Regional Health Centre as well as to reaffirm signing authorities for the Parkland Regional Health Authority.

MOTION 06-090

Dot Connolly/Doreen Stammen

1. That the Board reaffirms that two signatures shall be required on all banking instruments;
2. That the Board reaffirms that the following individuals are appointed as authorized signatories for all bank accounts held by the PRHA and its facilities and organizations:
 - The Chair of the Board
 - The Vice Chair of the Board
 - The Chair of Finance Committee of the Board
 - The Chief Executive Officer
 - The Vice President Corporate Services
 - The Vice President Community
 - The Vice President Facilities
3. In addition to those identified in Section 2 of this Resolution, that individuals holding the following positions are appointed as authorized signatories to Dauphin Regional Health Centre bank accounts:
 - The Dauphin Regional Health Centre Chief Operating Officer
 - The Dauphin Regional Health Centre Assistant Controller
4. In addition to those identified in Section 2 of this Resolution, on the Effective date of Transfer of Swan Valley Health Facilities to Parkland Regional Health Authority, that the following individuals are appointed as authorized signatories to Swan Valley Health Facilities bank accounts:
 - Wayne Pierrepont - Swan Valley Health Facilities Chief Operating Officer
 - Shannon Bresky - The Swan Valley Health Facilities Comptroller
 - Sharon Lauzon - Swan Valley Health Facilities Clinical Services Manager

Carried.

10. MONITORING:

10.1 E3 Healthy Lifestyle Choices –

Linda Kulkarni presented the monitoring report on Healthy Lifestyle Choices which focused on the following indicators:

- Sexually transmitted infections
- Teen pregnancy (age 15-19)
- Screening cervical cancer (Pap Smear- Women age 15+)
- Screening mammography (Women age 50-69)
- Diabetes risk factor and complication assessments.

Rating:

Reasonable progress is being made toward the ultimate achievement of this End. The Board commends the CEO for satisfactory performance.

10.2 EL-4 Financial Condition (Quarterly to September 30) –

Gerald Hackenschmidt presented the Executive Limitation report with respect to the ongoing financial condition of the Authority's financial health. In his report, Mr. Hackenschmidt stated that the year-end projected deficit is \$2.74 million for the 2006/07 fiscal year based on information on August 31/06.

Rating: The CEO is in partial compliance with this EL policy (actually the reasonable interpretation of it). The Board commends the CEO for satisfactory performance.

Comment: One Board member request that the deficit figure also be shown as a percentage of the total budget in future financial reports.

11. INFORMATION REQUESTED BY THE BOARD:

11.1 Ownership/Stakeholder Communication:

Lynda Mann asked if there were any questions or comments relative to the discussions at noon with the invited guests?

Comments included:

- Nice to see participation from the Community.
- Good to hear appreciation for the Board for rotating the meetings throughout the Region.
- Good to have representation from the school Parent Advisory Councils. We need to encourage them to continue in their efforts (i.e. healthy lifestyles, healthy eating, etc.)

11.2 Finance Committee Report:

Dot Connolly reported that the Finance/Audit Committee met and discussed/reviewed the following items:

- Financial position
- Director and CEO expense claims.
- Capital Projects- The Tender has been approved and a contract has been awarded for the construction of the new CHS Building.
- Status Report on the Financial Policy/Control Recommendations response to the Deputy Minister resulting from the recommendations of the Internal Audit and as a result of the findings of the Burntwood Audit.

Gerald Hackenschmid distributed copies of the status report to the Board and led them through a review of the document, reviewed earlier by the Finance Committee.

MOTION 06 – 091

Dot Connolly/Paul Overgaard

That the Board approve the Parkland Regional Health Authority Status Report on Financial Policy/Control Recommendations be submitted to Manitoba Health.

CARRIED

The minutes of the August meeting of the Finance Committee as well as copies of the Financial Statement were provided to the Board in their packages.

Gerald Hackenschmidt reported on the financial statements noting that the projected year-end deficit for 2006/07 is now estimated to be \$2.74 million.

MOTION 06 – 092

Dot Connolly/John Zaplitny

That the Board accept the Financial Report presented.

CARRIED

11.3 Program and Planning Committee Report:

Heather Morden reported on the Program and Planning meeting that took place via teleconference on October 19/06.

Key items discussed during the teleconference included:

- Upcoming educational events-
 - Topics for the November 23/06 Board Education Session.
 - In addition to the suggested topics for discussion at the education session, Blaine Kraushaar noted that he had received a call that morning from the Office of Hon. Kerri Irvin-Ross regarding the possibility of holding a round table consultation with key stakeholders on November 23/06. It was agreed to leave the education day agenda fluid for the time being so that Board members could participate in round table session with the Healthy Living Minister.
 - Draft agenda items not used at this session will be considered for the Annual Board Planning Session in the New Year.
 - It was noted that accommodations have been booked at the Super 8 Motel in Dauphin for Board members on November 22/06 following the Annual General Meeting and in preparation for next day's education session. More details will be sent to Board members in the near future.
- Leadership and Partnership Committee Report-
 - The next L & P meeting is scheduled for November 6/06.
- Accreditation Process-
 - The Program and Planning Committee reviewed Standards 1-4 in preparation for discussion with the Leadership and Partnership Committee.
 - Gerald Hackenschmidt added that discussions are ongoing and that a determination has not been reached yet on the final process and projected costs for the CCHSA survey. The Accreditation Steering Committee will be meeting this week to discuss accreditation plans.

The minutes of the September and October meetings of the Program and Planning Committee were included in the Board package.

11.4 Community Relations Committee Report:

Paul Overgaard reported that the Committee had met earlier this morning and discussed the following.

- Advisory Council Reports:

- **EDHAC** – meeting of October 18/06. Blaine Kraushaar provided a report on that meeting stating that the Council had a presentation from John Smith on Home Care Services in conjunction with its review of the Board End regarding Home Care services. Other discussion items included: the Chronic Disease Prevention Initiative, infection control, promoting school nutrition and the Triple P Parenting initiative.
- **WDHAC** – meeting of October 18/06- Linda Kulkarni provided a report on that meeting stating that the Trish Sherrer, Home Care Clinical Services Manager made a presentation on the Community Alternatives for Frail Elderly. Other items discussed included: Volunteer Service Awards, status of Roblin Telehealth and Swan River Dialysis, Elderly Persons Housing (EPH) units. A recommendation was made to the Board from the Council that the Board consider the development of communications and partnerships with Manitoba Health and the community based boards of EPHs. It was noted that these partnerships already exist and it was suggested that a letter be sent to the Council informing them of such.
- **RMHAC**- The next meeting is December 13/06. Gerald Shewchuk commented that the Council had not heard back from the Board regarding its recommendation to the Board. Linda Kulkarni stated that the Advisory Council members receive copies of the approved Board minutes and that the recommendation and the Board's motion to accept the recommendation were captured in the Board meeting minutes of September 25/06.
- Advisory Council Follow Up
 - The summary of the Advisory Council Workshop will be provided for the next meeting.
 - A suggestion was made that a letter/card of thanks on behalf of the Board be sent to the presenters at the Council meetings for their presentation.
- Annual General Meeting will be held Wednesday, November 22/06 and the PRHA Volunteer Service Awards will be presented at that time.
- Judge JM George Award was presented to José Randell at a luncheon held during the Provincial Health Conference.

The next Community Relations meeting will be on November 27/06 in Grandview.

11.5 Vice President Corporate Report:
Report as presented.

11.6 Vice President Facilities Report:
Report as presented.

11.7 Vice President Community Report:

In addition to the report presented, Linda Kulkarni highlighted the mass immunization event to take place in Dauphin on November 7/06. A concern was raised about confusion in the Elderly Persons Housing (EPH) units and many of the residents not knowing if they have to go to the mass immunization clinic or if flu shots will be available in their buildings as in the past. It was noted that it is difficult for some of these residents to get to an outside flu shot clinic and that many would have to pay for a taxi to take them there and back. Linda Kulkarni agreed to look into this for educational opportunities to inform the EPH residents.

11.8 Vice President Medical Report:
No report.

11.9 Chief Executive Officer Report:
Report as presented.

11.10 Chair Report:

Lynda Mann presented the minutes of the Council of Chairs meeting of September 14, 2006. Ms. Mann also commented on the Parkland's nomination of José Randell for the Judge George Memorial Award stating that Ms. Randell's acceptance speech was brief but powerful and wondered if it could not be included in a future PRHA article.

MOTION 06 – 093

Esther Fyk/Heather Morden

That the Board accept the reports as presented for information.

CARRIED

12. INFORMATION:

Lynda Mann noted the "Nice" to Know Items/Information Requested by the Board.

- 12.1 Media Clippings.
- 12.2 Board Luncheon Meeting Letter of Invitation.
- 12.3 Revised Board Contact Information – *not for distribution*.
- 12.4 Enhancing Board Governance Article.
- 12.5 PRHA Staffing Announcements – *not available this month*.
- 12.6 Letter to José Randell re Judge George Memorial Award.
- 12.7 2005/06 Annual Report and 2006-2011 Strategic Plan Publications.
- 12.8 Regional Link.
- 12.9 Manitoba Finance Correspondence Re Internal Audit Report.
- 12.10 Volunteer Awards Correspondence.
- 12.11 Board Leadership Newsletter.
- 12.12 Manitoba Health Auxiliaries Representative Correspondence.
- 12.13 Letter to Minister of Health re Swan Valley Health Facilities Transfer.

13. IN-CAMERA ITEMS:

MOTION 06 – 094

John Zaplitny/Esther Fyk

That the Board meeting convene in camera.

CARRIED

- 13.1 Ambulance Service Correspondence to Board Member.
- 13.2 (*Item 7.3 moved In Camera*) Swan Valley Health Facility - Draft Media Release.

MOTION 06 – 095

Myrtle Bilow/John Zaplitny

That the Board meeting reconvene out of camera.

CARRIED

14. SELF EVALUATION:

14.1 Monthly Evaluation Form GP-3 Attachment:

Form to be filled out and returned at the end of the meeting.

14.2 Round Table Comments:

- Good meeting, comfortable space.
- Questions were raised about the role of the Manitoba Health Liaison at the Board meeting. Does she report back on meetings? Should she be invited to make a presentation or report to the Board from Manitoba Health?
- Good meeting, good delegations from the community.
- Appreciated the Aboriginal Cultural Awareness Training session.
- The article "*Enhancing Board Governance in Not-For-Profit Organizations*" is a very good piece of information and should be a part of Board member Orientation.
- Appreciate the openness of the meeting and being able to express opinions.

- Esther Fyk announced that she has accepted a teaching position at Pine Creek First Nation as an adult educator and at this time is not sure of the implications of that position on her role as a Board member.

15. UPCOMING MEETINGS:

- 15.1 Annual General Meeting and Volunteer Awards Presentation – November 22/06 Dauphin.
- 15.2 Confirmed: Board Education Session November 23/06 Dauphin.
- 15.3 Next Regular Board Meeting – November 27/06 Grandview.

16. STIPEND AMOUNT FOR MEETINGS:

- Full Day for today's meeting.

17. ADJOURNMENT:

The meeting was adjourned at 16:56 hours.

MOTION 06-96

Heather Morden/Monica Black

That the meeting be adjourned.

CARRIED

Lynda Mann, Chair

André Rémillard, Secretary