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## **BOARD MEETING MARCH 6, 2007**

LEGION HALL – GILBERT PLAINS, MANITOBA

13:00 HOURS

**Present:** Lynda Mann- Chair, Barry Chalmers, Esther Fyk, Gerald Shewchuk, Monica Black, Rowena Powell, Heather Morden, Paul Overgaard, Myrtle Bilow (until 3:40 pm)

**Excused:** Anne Lacquette, John Zaplitny, Paul Freed, Dorothy Connolly, and Doreen Stammen

**Absent:**

**Regrets:**

**Staff:** Mavis Wood, Blaine Kraushaar, Maggie Campbell, and Karen Vendramin (Recording Secretary)

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### **1. CALL TO ORDER:**

Lynda Mann called the Board meeting to order at 1:00 pm. Ms. Mann stated that she had received requests from John Zaplitny and Anne Lacquette to be excused from today's meeting.

**MOTION 06– 200**

**Paul Overgaard/Barry Chalmers**

That the Board excuse Anne Lacquette from today's meeting.

**CARRIED**

**MOTION 06– 201**

**Paul Overgaard/Heather Morden**

That the Board excuse John Zaplitny from today's meeting.

**CARRIED**

Discussion ensued regarding all members not in attendance being excused from today's meeting due to the short notice of this meeting as a result of the February 26/07 meeting being cancelled because of poor weather conditions.

**MOTION 06– 202**

**Monica Black/Rowena Powell**

That the Board excuse Doreen Stammen from today's meeting.

**CARRIED**

**MOTION 06– 203**

**Monica Black/Rowena Powell**

That the Board excuse Dot Connolly from today's meeting.

**CARRIED**

**MOTION 06– 204**

**Monica Black/Rowena Powell**

That the Board excuse Paul Freed from today's meeting.

**CARRIED**

### **2. ADOPTION OF AGENDA:**

Additions:

- 3.3 Minutes of Special Board meeting
- 5.3 Meeting with Minister of Conservation
- 5.4 Borrowing Resolutions
- 12.16 Letter to Editor- Dauphin Herald
- 12.17 CEO Announcement
- 12.18 Correspondence from Manitoba Health re Feedback on Annual Report

**MOTION 06– 205**

**Esther Fyk/Myrtle Bilow**

That the Agenda be adopted as amended.

**CARRIED**

**3. ADOPTION OF MINUTES:**

**3.1 Minutes of Regular Meeting January 29, 2007.**

**MOTION 06-206**

**Monica Black/Esther Fyk**

That the Minutes of the January 29, 2007 Regular Board meeting be adopted as circulated.

**CARRIED**

**3.2 Minutes of In Camera Meeting January 29, 2007**

**MOTION 06-207**

**Heather Morden/Monica Black**

That the Minutes of the January 29, 2007 In Camera Session Board meeting be adopted as circulated.

**CARRIED**

**3.3 Minutes of February 16, 2007 Special Board Meeting.**

Amendments:

- Rowena Powell not in attendance for this meeting.

**MOTION 06-208**

**Paul Overgaard/Barry Chalmers**

That the Minutes of the February 16, 2007 Special Board meeting be adopted as amended.

**CARRIED**

**4. FOR REVIEW**

**4.1 Board Bylaw-**

Mavis Wood presented a briefing note prepared by André Rémillard in preparation for the Board meeting on February 26<sup>th</sup> to assist in the annual review of the Board Bylaws to identify any potential amendments to the Bylaw.

As background to the review, the briefing note stated that the last amendment to General Bylaw#1 was submitted to the Minister in November 2005 and adopted and approved by the Board in January 2005. General Bylaw#2 was submitted and approved by the Minister in February 2003.

Discussion ensued on several areas of the Bylaw and the proposed revisions.

**MOTION 06-209**

**Gerald Shewchuk/Paul Overgaard**

That the Board approve the proposed revision to Bylaw#1, Section 11. (c) *A director on the Board of the Regional Health Authority shall:*

- (i) act honestly and in good faith with a view to the best interests of the regional health authority and the health region; and*
- (ii) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances, and carry out his or her functions in accordance with the Act and the regulations.*

**CARRIED**

**MOTION 06-210**

**Rowena Powell/Mrytle Bilow**

That the Board approve the proposed revision to Bylaw#1, Section 27. (c) *The Board shall also elect from amongst its Directors to serve as, and/or appoint individuals who are not Directors to serve as:*

- (i) *a Treasurer; and,*
- (ii) *a Secretary.*

**CARRIED**

**MOTION 06-211**

**Heather Morden/Rowena Powell**

That the Board approve the proposed revision to Bylaw#1, Section 41 (b) *Notwithstanding clause (a), where the Board does not appoint/elect a Treasurer, the Committee shall consist of 4 Directors appointed by the Board.*

**CARRIED**

It was agreed to defer discussion/decision regarding the proposed changes to Section 41(c) until members of the Finance Committee can be included in the discussions. This item will be included on the March 26<sup>th</sup> Agenda.

**MOTION 06-212**

**Gerald Shewchuk/Paul Overgaard**

That the Board approve the proposed revision to Bylaw#1, Section 50. *The Authority shall use any funds raised by an auxiliary or volunteer organization in consultation with the auxiliary or volunteer organization which raises the funds.*

**CARRIED**

**MOTION 06-213**

**Myrtle Bilow/Gerald Shewchuk**

That the Board approve the proposed revision to Bylaw#1, Section 55. *The Authority shall appoint an external auditor who shall audit annually, the records, accounts and financial transactions of the Authority.*

**CARRIED**

No amendments were proposed for Bylaw #2.

**5. ITEMS FOR DECISION**

**5.1 Signing Authorities –**

Mavis Wood presented a briefing note prepared by Gerald Hackenschmidt to seek Board approval to appoint signing officers for the Parkland Regional Health Authority and the Swan Valley Health Facilities.

**MOTION 06-214**

**Monica Black/Rowena Powell**

That the Board appoint Mavis Wood to be designated as a signing officer for the PRHA and all its operating entities as interim Chief Executive Officer.

**CARRIED**

**MOTION 06-215**

**Heather Morden/Gerald Shewchuk**

That the Board appoint Maggie Campbell to be designated as a signing officer for the PRHA and all its operating entities as interim VP Community.

**CARRIED**

**MOTION 06-216**

**Gerald Shewchuk/ Heather Morden**

That the Board appoint Michelle Vandepoele, Clinical Services Manager and Deborah Schultz, Clinical Services Manager to be designated as signing officers for the Swan Valley Health Facilities.

**CARRIED**

**5.2 CEO Orientation –**

Lynda Mann stated that as per the minutes of the February 16<sup>th</sup>/07 Special Board meeting, the Board had discussed the possibility of André Rémillard assisting with the orientation of the new CEO. The Board had been in agreement with the suggestion, however, a Board motion was required to extend the employment agreement with Mr. Rémillard.

**MOTION 06-217**

**Esther Fyk/Mrtle Bilow**

That the Board approve an extension to André Rémillard's employment contract up to an additional ten working days for orientation of the new CEO.

**CARRIED**

**5.3 Meeting with Minister of Conservation-**

Mavis Wood presented the Board with a briefing note for the Board's consideration and to assist in identifying their wishes in regards to meeting with Stan Struthers, Minister of Conservation / MLA Dauphin-Roblin.

At the request of the Board, a letter of invitation had been sent to MLAs and MPs and noted the dates of the Board meetings for 2007/08.

Mr. Struther's constituency office informed the PRHA that he would be unavailable to attend any of the scheduled meetings due to conflicts in his schedule but did offer to meet with the Board at a special meeting on another date.

Discussion ensued and the Board agreed not to proceed with a special meeting at this time.

**5.4 Borrowing Resolutions-**

Mavis Wood presented a briefing note prepared by Gerald Hackenschmidt for the Board's information and consideration to approve tender for construction borrowing from a financial institution.

The lowest tender received was from the Toronto Dominion Bank.

**MOTION 06-218**

**Monica Black/Barry Chalmers**

That the Board approve the tender for construction borrowing for the Community Health Services Building be awarded to the low tender, Toronto Dominion Bank.

**CARRIED**

**6. GOVERNANCE PROCESS:**

**6.1 GP-3 Governance Style-**

The Board reviewed the evaluation summary of the Board's meeting in January. Lynda Mann noted that there were some ratings of "Needs some improvement" on the monthly evaluation summary, however, there were no comments as to what could be improved. Members were encouraged to include comments when they indicate improvement is needed so that these areas can be addressed at future meetings.

6.2 Quarterly Board Attendance Report –

The Quarterly Board Attendance Report was included as information for Board members. According to our current Bylaw, all Board members are in compliance with the attendance requirements.

6.3 GP-7 Board/Committee Principles-

Mavis Wood presented Governance Process (GP) Policy 7 for annual Board review. The policy refers to the establishment of Committees to help carry out the responsibilities of the Board while preserving the wholism of the Board.

Rating:

This GP has been fully achieved.

6.4 GP-9 Board/Committee/CEO Expenses-

This item deferred as the Finance Committee did not meet today.

**7. OTHER:**

7.1 Charlene Gulak Presentation (4pm) –

Charlen Gulak - Rural Coordinator, Workplace Literacy and Essential Skills - Parkland Region provided an overview of her role in this program. She noted that Workplace Education Manitoba is a business-labour government partnership that promotes and customizes Essential Skills workplace training projects.

Ms. Gulak circulated information on the program which noted the Nine Essential Skills that this program focuses on:

- Reading text
- Document use
- Numeracy
- Writing
- Oral communication
- Working with others
- Computer use
- Continuous learning
- Thinking skills.

Ms. Gulak stated that a training needs assessment is currently underway in the Region. The information is being gathered through surveys completed by various employers, employees and service providers to identify their training needs. Board members were also given a copy of the survey to distribute further/complete and return.

Members of the Board thanked Ms. Gulak for the informative presentation and congratulated her on her efforts with this program.

7.2 National Institute for Disability Management and Rehabilitation Award/Worker's Compensation Board.

*Deferred until March 26/07 meeting in Ste. Rose.*

**8. BOARD EDUCATION:**

8.1 PRHA Disability Management Program-

*Deferred until March 26/07 meeting in Ste. Rose.*

8.2 Debrief re Provincial Board Education Session-

Members who attended the Provincial Board Educations Session provided feedback on various presentations.

It was noted that the session had been recorded and copies of the recordings would be sent to each of the RHAs. A suggestion was made to review portions of the session at a future Board meeting or possibly at the Board Orientation Session.

**9. ITEMS REQUIRING BOARD APPROVAL:**

9.1 Swan River Health Auxiliary Bylaw Approval-

Mavis Wood presented a briefing note prepared by André Rémillard regarding the Swan River Health Auxiliary Bylaws. The Bylaws had been submitted for approval by the Auxiliary following the devolution of the Swan Valley Health Facilities. It was noted by Mr. Rémillard in the briefing note that he had reviewed the Bylaws and advised that they are consistent with the PRHA Bylaw and recommended their acceptance. A copy of the Bylaws was also included in today's package for Board information.

**MOTION 06-219**

**Esther Fyk/Gerald Shewchuk**

That the Board approve the Swan River Health Auxiliary Bylaws as submitted.

**CARRIED**

9.2 PRHA's Appointment of a Representative to Dauphin General Hospital Foundation

Mavis Wood presented a briefing note prepared by André Rémillard for Board consideration and direction on the PRHA's appointment of a representative to the Dauphin General Hospital Foundation.

As per the Dauphin General Hospital Foundation Act, the PRHA designates a member to represent the RHA. This appointment was recently vacated due to the resignation of Linda Kulkarni. The PRHA suggested the appointment of another member of the PRHA Executive, Mr. Gerald Hackenschmidt.

**MOTION 06-220**

**Rowena Powell/Monica Black**

That the Board appoint Gerald Hackenschmidt, Vice President Corporate Services, as the PRHA's representative on the Dauphin Hospital Foundation.

**CARRIED**

**10. MONITORING:**

10.1 E4 Healthy Physical and Social Environments –

Maggie Campbell presented the monitoring report on Healthy Environments and presented data on the following indicators:

- Hospital utilization due to respiratory illness
- Asthma – Hospitalization rates, physician visit rates
- Number of cases of food and waterborne illness
- Number of cases of reportable environment-related communicable disease
- Kilograms of sharps/biomedical waste incinerated/year
- Number of needle stick injuries/year.

Rating:

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

### 10.2 EL-13 Partnerships

Maggie Campbell presented the Executive Limitation regarding the development of partnerships to encourage community involvement and ownership in the PRHA's activities to maximize efficiency and effectiveness in the use of public resources.

A number of supporting statements were given as well as an extensive list of organizations who partner with the PRHA to deliver programs and services.

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

### 10.3 EL –14 Consultation in Changes

Mavis Wood reported on Executive Limitation –14 which ensures that an adequate consultation process is used before making major changes to the levels of service provided.

Discussion ensued regarding past occurrences when major changes were made to the level of a service provided. It was suggested that this process be a topic of discussion at a meeting with the Minister(s) at a future meeting with the Board.

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

## **11. INFORMATION REQUESTED BY THE BOARD:**

### 11.1 Ownership/Stakeholder Communication:

Lynda Mann asked if there were any comments regarding the luncheon meeting earlier today with stakeholders? Members noted that there was good turnout from the community for the meeting.

### 11.2 Finance Committee Report:

No report, Committee did not meet today.

A copy of the draft minutes of the January 29, 2007 meeting were included in today's package.

### 11.3 Program and Planning Committee Report:

Heather Morden reported that the Program and Planning Committee had met on March 6<sup>th</sup>. Ms. Morden noted that this Committee has been heavily involved in the review of the Leadership and Partnership Standards in preparation for the Accreditation survey and acknowledged the considerable time commitment of members of the committee.

Heather Morden also reported that Gordon Karpinka, current Chair of the Regional Ethics Committee had made a presentation to the Leadership and Partnership Committee and circulated a copy of the Framework for Ethical Decision Making that the Committee had developed. Ms. Morden suggested that it would be of value for members of the Board to receive a copy of the document as well. It was agreed that this document would be distributed to Board members.

Future Educational Opportunities for the Board were discussed and it was suggested that Wayne Heide of the Office of Rural and Northern Health be invited to make a presentation to the Board as well as a presentation by the Chair of the Ethics Committee.

The next meeting of the Program and Planning Committee will take place at 11:00 am on March 26/07 when the Board meets in Ste. Rose for the next regularly scheduled Board meeting. The main topic of discussion will be the new Board member orientation session.

Lynda Mann also expressed appreciation to the members of the Program and Planning Committee for the many hours they had participated in meetings for accreditation and with the Leadership and Partnership Committee.

**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** – Next meeting March 28, 2007 at 7:00 pm – Via Telehealth
    - **WDHAC** – Next meeting March 28, 2007 at 7:00pm – Via Telehealth
- It was noted that the EDHAC and WDHAC will meet jointly to accommodate the guest speaker- Shayne Yaschyshyn, Director of EMS.
- **RMHAC**- Next Meeting March 14/07 via Telehealth. It was noted that that at the last meeting, the Committee had agreed to recommend to the Board that Amy Shaw's application to transfer from the WDHAC to the RMHAC, however, it was not brought forward as a motion to the Board during the regular meeting.

**MOTION 06 –221**

**Paul Overgaard/ Barry Chalmers**

That the Board appoint Amy Shaw to the Regional Mental Health Advisory Council.

**CARRIED**

- Discussion took place regarding the reporting process for Advisory Council Liaisons to Community Relations Committee and then to the Board.

The next Community Relations meeting will be on March 26/07 in Ste. Rose.

**11.5 Vice President Corporate Report:**

Report as circulated.

**11.6 Vice President Facilities Report:**

Mavis Wood added to her report stating that there was a temporary closure of the Emergency Room at the Roblin District Health Centre on March 1/07 at 8:00 am to 8:00 am March 5/07 due to physician shortages.

**11.7 Vice President Community Report:**

Maggie Campbell added to her report noting that feedback from the workshop evaluations for the February Chronic Disease Prevention sessions were positive.

**11.8 Vice President Medical Report:**

Report as circulated.

**11.9 Chief Executive Officer Report:**

Report as circulated.

Board members echoed Mr. Rémillard's appreciation and support of the Executive Team and support staff.

**11.10 Chair Report:**

Lynda Mann reported on the last Council of Chairs meeting. Ms. Mann noted that the Healthy Living Minister, Kerri Irvin-Ross began her presentation at the Council of Chairs meeting acknowledging the many healthy living initiatives underway in Parkland.

The Council of Chairs minutes will be included in next month's Board package.

11.11 Minutes of Advisory Councils:

No minutes available.

**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 Board Follow Up Correspondence- *not applicable this month.*
- 12.4 PRHA Staffing Announcements – *not available this month.*
- 12.5 Letter of Response to CAO – Gilbert Plains re Laboratory Services.
- 12.6 Acceptance letter to Gwen Palmer re WDHAC membership.
- 12.7 Correspondence to Eve Baptiste for Long Service on WDHAC.
- 12.8 Correspondence re Parking Issues at Grandview Hospital and Clinic.
- 12.9 Revised GP-8.2.
- 12.10 Revised GP-9.
- 12.11 Annual Calendar of Events.
- 12.12 Letter from Terry Tomlinson- Winnipegosis Health Centre/ Letter of Response.
- 12.13 Web Listing- Board Minutes.
- 12.14 Annual Board Planning Session Notes.
- 12.15 Letters of Invitation to MPs/MLAs.
- 12.16 Letter to Editor Dauphin Herald.
- 12.17 CEO Announcement.
- 12.18 Correspondence to Manitoba Health re Annual Report Feedback.

**13. IN-CAMERA ITEMS:**

None.

**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:

- Charlene Gulak's presentation was excellent.
- Good luncheon meeting with invited guests.
- Good meeting, excellent atmosphere.
- Good to have presenters on external programs and services.
- Concerns voiced over letter to the Editor issue.
- Good discussions today.

**15. UPCOMING MEETINGS:**

15.1 Next Regular Board Meeting – March 26, 2007 Ste. Rose.

15.2 Tentative- New Board Member Orientation Session (*based on timing of announcement from Minister's officer regarding Board appointments*).

**16. STIPEND AMOUNT FOR MEETINGS:**

- Full Day for today's meeting.

**17. ADJOURNMENT:**

The meeting was adjourned at 16:30 hours.

**MOTION 06-221**

**Lynda Mann**

That the meeting be adjourned.

**CARRIED**

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Lynda Mann, Chair

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Mavis Wood, Secretary