

**LAKE OF THE WOODS DISTRICT HOSPITAL
Regular Meeting of the Board of Directors
Thursday, December 4, 2008, Boardroom**

PRESENT: B. Anderson, M. Balcaen, D. Baldwin, J. Clarke, M. Matheson, B. McCallum, O. Mejia, D. Munro, Dr. Reed-Walkiewicz, J. Reid (Chair), F. Richardson, L. Brown, C. Gasparini, M. Mymryk

REGRETS: A. Cameron, Dr. K. MacDonald, Dr. S. Sas, R. Thompson

AGENDA ITEMS	DISCUSSION	ACTION
1. Call to Order	J. Reid, Chair, called the meeting to order at 5:02 p.m.	
2. Election of Officers	<p>Mr. Balcaen, President and Chief Executive Officer, assumed the position of Chair for the next portion of the meeting. On behalf of the Board and hospital administration, M. Balcaen thanked Joan Reid and Marge Matheson for their dedication to the hospital over their respective terms of office. Elections for the positions of Board Chair and Board Vice Chair for a one year term of office followed.</p> <p>Mr. Balcaen called for nominations from the floor for Board Chair.</p> <p>Moved by M. Matheson and seconded by O. Mejia that Debbie Baldwin be nominated for the position of Chair of the Board of Directors.</p> <p>There being no further nominations, Debbie Baldwin was acclaimed Chair of the Board of Directors.</p> <p>Upon assuming the position of Chair, D. Baldwin called for nominations for the position of Vice Chair.</p> <p>Moved by J. Clarke and seconded by D. Munro that Fred Richardson be nominated for the position of Vice Chair of the Board of Directors.</p> <p>There being no further nominations, Fred Richardson was acclaimed Vice Chair of the Board of Directors.</p> <p>Moved by B. Anderson and seconded by J. Reid that Mark Balcaen be appointed Secretary-Treasurer of the Board of Directors.</p>	<p>Motion#08/12/1 Carried</p> <p>Motion#08/12/2 Carried</p> <p>Motion#08/12/3 Carried</p>
3. Adoption of Agenda	Moved by J. Reid and seconded by B. Anderson that the regular meeting agenda be adopted as circulated.	Motion#08/12/4 carried
4. Self Evaluation of Governance Process	<p>4.1 Meeting Monitor Report</p> <p>The November 6, 2008 meeting monitor report, completed by O. Mejia was circulated for review (Attachment #4.1).</p> <p>4.2 December Meeting Monitor</p> <p>F. Richardson was appointed meeting monitor for the current meeting.</p>	
5. Adoption of Minutes	Moved by J. Clarke and seconded by B. Anderson that the minutes of the regular meeting of the Board of Directors held on November 6, 2008 be accepted with the revision to Item 8.2 last paragraph to include "It was agreed that the Governance Committee take responsibility for a review of information previously compiled on the current Board election process and alternatives considered. J. Reid will take the lead on this task."	Motion#08/12/5 carried

6. Business Arising	No Business arising	
7. Board Strategic Direction	J. Clarke led a discussion relating to the achievement of appropriate balance between future focus and ongoing monitoring by members at regular Board meetings (Presentation attachment #7). Specific issues and/or challenges which are not currently being addressed were identified by Board members and documented in the presentation. The revised presentation will be circulated to members after this meeting for their files.	Ongoing
8. Consent Agenda	Moved by B. Anderson and seconded by J. Reid that the consent agenda be approved.	Motion#08/12/6 Carried
9. Ownership/ Linkages	<p>9.1 Update</p> <p>J. Clarke updated Board members on the outcomes of a number of recent ownership/linkages community meetings. It was noted that as a result of the meeting with Wabaseemoong representatives, reciprocal visits between that community and the hospital have been initiated in an effort to increase awareness of processes, etc. in both organizations. Concerns voiced at the meeting by Wabaseemoong community members relating to care issues are being followed up by M. Balcaen.</p> <p>It was noted that Board members need to be flexible in how information is relayed to community groups and the structured powerpoint presentation and/or questionnaire may not be required at all meetings. The re-scheduled meeting with the Kenora Economic Development Committee is tentatively set for early January.</p>	M. Balcaen to follow up
10. Executive Limitations Items	<p>10.1 EL-9 Significant Service Changes – for Review</p> <p>After review of policy EL-9 Significant Service Changes, it was agreed that there was no need to change the policy.</p> <p>After a discussion of the importance of including owners in consultations relating to significant services changes, it was agreed that GP-12 Board Linkage with Community adequately addresses this issue.</p>	No change
11. Monitoring CEO Performance	<p>11.1 EL-9 Significant Service Changes</p> <p>Moved by J. Reid and seconded by D. Baldwin that the Board of Directors has assessed the monitoring report on EL-9 Significant Service Changes and found that it demonstrated compliance with a reasonable interpretation of the policy.</p>	Motion#08/12/7 carried
12. Monitoring Board Performance	<p>12.1 BC-4 Monitoring CEO Performance</p> <p>This report was deferred to the January 8, 2009 meeting.</p> <p>12.2 GP-8 Board Committee Structure</p> <p>The monitoring report on GP-8 Board Committee Structure was circulated for review prior to the meeting. There were no recommendations for change or improvement cited in the report.</p> <p>12.3 GP-15 Board Succession Planning</p> <p>The monitoring report on GP-15 Board Succession Planning was circulated for review prior to the meeting. In response to a recommendation in the report, the Governance Committee will take responsibility for a review of the policy and the incorporation of a comprehensive Board succession planning strategy into the policy. It</p>	<p>Deferred</p> <p>No change</p> <p>Governance Cttee to take responsibility for review process</p>

	was noted that although there is reference to a process for succession planning in policy GP 8.2 Governance Committee, Board members questioned whether the process was outlined in sufficient detail to be effective. This will be discussed in the context of the review.	
13. Information Requested by the Board	<p>13.1 President & CEO Report</p> <p>M. Balcaen reviewed his report as circulated. (Attachment #2). Additional comments: Parking – C. Gasparini outlined for board members the new process for parking lot access and asked that the form included in their packages this evening be completed and submitted prior to leaving the meeting. The full transition will take effect on December 10, 2008. The public has been notified of changes.</p> <p>13.2 Chief of Staff Report</p> <p>A musical Christmas report was provided by Dr. S. Reed-Walkiewicz, acting Chief of Staff.</p>	Information
14. Adjournment	Moved by J. Reid that the regular meeting be adjourned at 6:37 p.m.	Motion#08/12/8 Carried

Chair
/sw

President & CEO