

THE BRANT COMMUNITY HEALTHCARE SYSTEM

Board Meeting

October 22, 2019



Participants: Paul Emerson Maggie Copeland Dave Diegel Annette Gillis Vern Payne Peter Quinlan Bill Thompson Dr. David McNeil Dr. Gene Jarrell Dr. Laura Shoots Kari Wilson Naser Hamed Pat Brown	Regrets: Teresa Doolittle Mario Columbo Rena Roy Mackenzie Slifierz Susan Kwolek Dr. Rudy Goel Guests: Laura Doherty, Darryl Yardley, Ben Deignan Recorder: Becky Marras, Executive Assistant
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ITEM	DISCUSSION / ACTIONS
1.1 Call to Order & Convening the Meeting	The meeting was called to order at 5:00pm by Paul Emerson.
1.2 Approval of Agenda	<p style="text-align: center;">THE BOARD OF DIRECTORS VOTED</p> <p style="text-align: center;">To approve the October 22, 2019 agenda as circulated with the addition 8.3 Funding Letter & 8.4 Master Planning update to the InCamera Session.</p> <p style="text-align: right;">(1) CARRIED</p>
1.3 Call for Conflict of Interest	No conflicts of interest were declared.
1.4 Approval of the September 24, 2019 Minutes	<p style="text-align: center;">THE BOARD OF DIRECTORS VOTED</p> <p style="text-align: center;">To approve the September 24, 2019 minutes as circulated.</p> <p style="text-align: right;">(2) CARRIED</p>

2.0 Board Education	
2.1 Strategic Plan Validation Phase	<p>All the phases of the strategic plan were highlighted and the processes to date. Currently in the validation phase and the first draft of the plan.</p> <p>Board participated in an evaluation exercise on all of the key goals. Will arrange a separate meeting to complete this exercise.</p>
4.0 Board Reports	
4.1 Report of the Chief Executive Officer	Much appreciated detailed report was included in the meeting package, no comment/questions arose.
4.2 Volunteer Association Update	<ul style="list-style-type: none"> - Dec 5th there will be a Christmas sale, 50/50 draw and poinsettia sales. - December open house will be partnering with Revera for the celebration. - Volunteers hours on an annual basis will be shared with the BCHS Board at a later date.
4.3 BCHS Foundation Update	<p>Gifts to the foundation this year are trending higher to date.</p> <p>12 days of giving will launch shortly with the Expositor featuring 13 unique patient stories of gratitude in print and electronic.</p> <p>Smile cookie campaign wrapped up and record breaking year with over \$16k from the Paris store. In House BCHS stores raised \$2k.</p> <p>12k raised at the ER Walk/Run</p> <p>Mayor Gala raised close to over \$68k</p>
4.4 Report of the Chief of Staff	<p>Included in the package for review.</p> <p>Additionally there might be a physician shortage within some areas of service that might be a concern but medical affairs addressing. Recent consultation with the Chief of Psychiatry from Hamilton on the potential for regional services.</p>
4.5 Medical Staff Association Update	<p>Creating a monthly meeting summary from the President of MSA that will be sent out to all credentialed physicians on hospital update.</p> <p>Unanimous vote for physician Annual fees for \$200 yearly fee to cover various departmental items.</p>
5.0 Consent Agenda	
5.1 Quality Committee Report	<p>THE BOARD OF DIRECTORS</p> <p>VOTED</p> <p>To approve the Consent Agenda of October 22, 2019 with removing Medication Reconciliation to the Regular Agenda.</p>
5.2 Resources Committee Report	

		(3) CARRIED
6.0 Regular Agenda (Reports and Motions excluded from the Consent Agenda)		
Quality Committee 6.1 Medication Reconciliation	<p>Discussion occurred on the data to support the Med Rec conversation. Commended the physicians who have done a great deal of work preparing for Med Rec on admission and discharge. Surgeons need to be accountable, where this becomes common practice. Board supportive that it should be standard across the organization that all patients leave the organization with med rec.</p> <p>THE BOARD OF DIRECTORS VOTED</p> <p style="text-align: center;">To direct the Quality Committee to receive a report that the Medical Staff are becoming compliant with medication reconciliation across all services.</p>	(4) CARRIED
Resources Committee Report 6.2 Financial Statements September 2019	<p>Financial Statements were reviewed as of September 31, 2019. BCHS has a deficit of \$1.3M before building depreciation, a margin of (1.4%). We are currently operating in a favourable position to budget in the amount of \$118K. The main drivers for the variances are salaries and benefits, base revenues, restructuring costs, drugs and other supplies. Specifically in other supplies and expenses we are seeing pressures in our utilities, equipment, as well as a NEER surcharge that is significantly higher than in the past. The Senior Team continues to monitor the financial situation on a monthly basis and continue to generate in-year recovery plan items to achieve a deficit of \$1.8M or better.</p> <p>THE BOARD OF DIRECTORS VOTED</p> <p style="text-align: center;">TO approve the Financial Statements of September 2019 as recommended by the Resources Committee.</p>	(5) CARRIED
6.3 Budget Parameters	The budgeting process started in September and there has been great engagement from our leadership team and our physician colleagues. The attached budget parameters were also presented to MAC on October 15, 2019.	

	<p>The leadership team is committed to achieving a balanced budget at the H-SAA line this fiscal year. The organization has been tasked with finding inflationary pressures and additional savings to ensure we meet this target.</p> <p>THE BOARD OF DIRECTORS VOTED</p> <p style="text-align: center;">TO approve the 2020/21 Budget Parameters as recommended by the Resources Committee.</p> <p style="text-align: right;">(6) CARRIED</p>
<p>6.4 Trane Update and Manulife Debt</p>	<p>BCHS entered into a tri-party agreement with Trane and Manulife in 2017 for an energy retrofit project. There were multiple improvements as part of this project such as water cooling and heating systems, lab cooling, kitchen refrigeration, heat and air handling units, lighting and building envelope projects, and the installation of the CHP system.</p> <p>As part of this agreement, BCHS is expected to receive future energy savings as well as incentives and rebates. The expectation is that these savings will fund the project over the long term. As of October 2019, the majority of the projects have been completed or are near completion, with the exception of the CHP installation. The CHP is what will drive the energy savings for BCHS. We are expecting a full installation and decommissioning in March 2020 as per Trane.</p> <p>Due to project delays, BCHS must consider restructuring the debt with Manulife. The original debt was designed in a way where the large debt repayments were aligned with the expected incentives to minimize the cash pressures. In order to receive the incentive payments, the CHP has to be operational for an 18 month period. Based on a March 2020 installation, we would expect to see the incentives start in October 2021. Our first debt repayment to Manulife is slated for January 2020. BCHS would like to restructure the debt so that our first payment (and cash outlay) takes place in November 2021.</p> <p>By restructuring the debt, this will increase the length of the loan and there is an estimated fee of \$25,000.</p> <p>Question arose if the new carbon tax will have any effects to this agreement. Currently the carbon tax hasn't been dealt with at the hospital level.</p> <p>THE BOARD OF DIRECTORS VOTED</p>

	<p>TO approve the recommendations from the Resources Committee that BCHS Management restructures the long-term debt with Manulife to align with the installation of the Combined Heat and Power Generator and expected energy rebates.</p>		<p>(7) CARRIED</p>
7.0 Other Business			
	Nothing to report		
In Camera Session			
	<p>THE BOARD OF DIRECTORS VOTED</p> <p style="text-align: center;">To move from the open session to the In Camera session.</p>		<p>(8) CARRIED</p>
Regular Session			
Adjournment	<p>THE BOARD OF DIRECTORS VOTED</p> <p style="text-align: center;">To adjourn the open session.</p>		<p>(12) CARRIED</p>
Next Meeting Date	Tuesday November 26, 2019 5:00pm Boardroom		
Minutes Approved: November 26, 2019	 Dr. David McNeil, President & CEO	 Paul Emerson, Chair, Board of Directors	