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|                                     | <b>Policy/Procedure Name:</b>       | <b>Board Meetings</b> |
| <b>Manual:</b> Governance           | <b>Number:</b>                      |                       |
| <b>Section:</b> Board Effectiveness | <b>Effective Date:</b> 01 SEPT 2011 |                       |
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**Purpose**

To ensure effective Board and Board Committee meetings.

**Scope**

The policy pertains to Muskoka Algonquin Healthcare (MAHC) Board of Directors and any attendees at Board of Director meetings.

**Agendas and Board Meeting Packages**

The Chair, in consultation with the President and Chief Executive Officer, is responsible for developing and approving an agenda for each Board meeting that is aligned with the Board’s roles and responsibilities, the Board’s work plan, and the annual goals and objectives. A sample Agenda is attached as Appendix A (as amended from time to time).

Agendas shall be divided into two sections: the Main Agenda and the Consent Agenda. Agendas shall be structured to clearly differentiate the role of the Board regarding the item (i.e. policy formulation, decision-making, monitoring, etc.) and to indicate the applicable strategic direction the agenda item relates to. The Board shall use the consent agenda for the passage of non-controversial and/or routine matters. Consent agenda items may include, without limitation:

- approval of previous minutes;
- routine Committee and/or other informational reports;
- correspondence requiring no action; and
- actions that do not require a Director to disclose a potential conflict or otherwise abstain from voting.

The Chair, in consultation with the President and Chief Executive Officer, shall also develop and approve standards for Board meeting packages that include timelines for distribution and formats for reporting to the Board. Requests for additional information shall be assessed by the President and Chief Executive Officer and reviewed regularly by the Chair to ensure the optimal functioning of the Board. The Board meeting package shall normally be sent to Directors five business days’ in advance of the meeting to allow for review and preparation, unless extenuating circumstances arise.

Reports and recommendations to the Board from the President and Chief Executive Officer, Chief of Staff, and Board Committees shall be in writing and shall use consistent templates, as appropriate, to support the respective Board roles concerning the agenda items (see Appendix B, which includes a sample Decision Support Document, and Appendix C, which includes a sample Board Committee Report, each as amended from time to time).

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**Open Board Meetings**

The public and staff are welcome to attend the open portion of Board meetings in order to:

- facilitate the conduct of the Board’s business in an open and transparent manner;
- ensure that the Corporation maintains a close relationship with the public, media, and stakeholder groups; and
- generate trust, openness, and accountability.

Reasonable notice of the times and dates of such meetings shall be given to the public in a manner determined by the President and Chief Executive Officer. Individuals wishing to attend Board meetings must give at least 24 hours’ notice to the office of the Secretary. Attendees shall have observer status and may not provide comments or ask questions during the meeting. Attendees may be asked to leave at the discretion of the Chair.

Information that may be publicly available includes, without limitation:

- agendas of open Board meetings;
- approved minutes of open Board meetings;
- documents which are deemed by the Board to be matters of public interest; and
- reports which are circulated to the Board in open session.

Meetings may be recorded by the Corporation or the media for broadcast on radio, television, or the internet. Private photographs or recordings of proceedings are prohibited.

In the event that the attending public or media have questions arising from a Board meeting, the Chair and/or President and Chief Executive Officer shall be available upon adjournment to address queries.

**In-Camera Board Meetings**

The Board has the right to close to the public any meeting or part of a meeting if the Board deems an in-camera session to be in the best interests of the Corporation. Matters that may generally be dealt with in an in-camera session include, without limitation:

- matters relating to a Director or a prospective Director;
- matters involving property;
- matters involving litigation;
- matters involving material contracts;

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- any matters where personal information about an individual will or may be revealed;
- human resource and labour relations issues;
- receipt of advice that is subject to solicitor-client privilege including communications necessary for that purpose;
- credentialed staff appointments, re-appointments, and credentialing issues;
- patient issues;
- Board and Committee evaluations; and
- any matters that the Board determines should be the subject of an in-camera session.

Guests or counsel may remain during an in-camera session with the consent of the Board.

All matters brought before an in-camera session shall remain confidential until they are moved by the Board to an open session. A separate agenda shall be prepared for in-camera sessions indicating the items to be considered during the session. The agenda and any supporting material shall be marked confidential and will be handled and secured in a manner that respects the confidential nature of the material.

**Board Committee Meetings**

Board Committee meetings are generally not open to the public unless a motion is made to open the meeting to the public. Board Committee reports to the Board shall be made in the open portion of Board meetings, with the exception of those matters which are determined to be appropriate for the “in-camera” portion of a meeting.

**Informal In-Camera Sessions of Elected Directors**

At the conclusion of each Board meeting and at the call of the Chair, an informal session of the Elected Directors may be conducted without the presence of the *ex-officio* Directors. The President and Chief Executive Officer and the Chief of Staff may be invited to participate in a part of the meeting upon the invitation of the Chair before being excused.

The purpose of the informal session is to enable the Elected Directors to assess the effectiveness of the meeting; the quality of information to support informed policy formulation, decision-making, and monitoring by the Board and the performance of the President and Chief Executive Officer and the senior leadership team in contributing to the effectiveness of the meeting.

Any matters pertaining to specific meeting agenda items or all other aspects of the Board’s roles and responsibilities must not be discussed in such a meeting. No decisions will be made and no minutes will be prepared. The Chair is permitted to keep notes of the discussion. Following the informal session, the Chair and Vice-Chair shall discuss matters arising, as appropriate, with the

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President and Chief Executive Officer and Chief of Staff.

**Delegations and Presentations**

Members of the public may not address the Board or ask questions of the Board without the permission of the Chair. Individuals who wish to address or raise questions with the Board must submit a Delegation Application, in the form attached as Appendix D (as amended from time to time) to the office of the Secretary at least 15 business days in advance of the Board meeting.

The Chair and President and Chief Executive Officer will assess and prioritize the requests. Written confirmation of attendance, if approved, will be provided to the individual or group making the request. The Chair has the right to determine the appropriateness of any presentation. Any one delegation or presentation will be limited to a maximum of fifteen minutes unless otherwise agreed by the Chair and the President and Chief Executive Officer.

**Notes**

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**Appendices**

- Appendix A – Sample Agenda
- Appendix B – Sample Decision Support Document
- Appendix C – Standing Committee Report
- Appendix D – Delegation Application

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### Appendix A – Sample Agenda



## BOARD OF DIRECTORS OPEN SESSION AGENDA



Day, Month Date, Year at Time

Location

*(R) denotes regrets received*

Elected Directors: \_\_\_\_\_

Ex-Officio Directors: \_\_\_\_\_

Executive Support: \_\_\_\_\_

Staff Resources: \_\_\_\_\_

Guests: \_\_\_\_\_

Observers: \_\_\_\_\_

| PAGE # | ITEM # / LEAD | TOPIC -<br>WHAT IS TO BE ACCOMPLISHED/MOTION<br><i>♦ denotes attachment   ✖ denotes attachment to follow</i> | LINK TO STRATEGIC DIRECTION | LINK TO GOVERNANCE ROLE | TIME (Min.) |
|--------|---------------|--|-----------------------------|-------------------------|-------------|
|--------|---------------|--|-----------------------------|-------------------------|-------------|

### 1.0 CALL TO ORDER

|  |                     |  |                       |                       |                    |
|--|---------------------|--|-----------------------|-----------------------|--------------------|
|  | 1.1<br>F. Last Name | Land Acknowledgment  |                       |                       |                    |
|  | 1.2<br>F. Last Name | Approval of Agenda<br><b>MOTION: That the meeting agenda be approved as circulated.</b>  | <i>Not applicable</i> | Decision Making       | 4:00 – 4:05<br>(5) |
|  | 1.3<br>F. Last Name | Declaration of Conflict of Interest<br><i>To remind members that conflicts are to be declared for any agenda items and the Director shall not attend any part of a meeting during which the matter in which they have a conflict is discussed.</i> | <i>Not applicable</i> | <i>Not Applicable</i> |                    |

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| PAGE # | ITEM # / LEAD | TOPIC -<br>WHAT IS TO BE ACCOMPLISHED/MOTION<br><i>♦ denotes attachment ☒ denotes attachment to follow</i> | LINK TO STRATEGIC DIRECTION | LINK TO GOVERNANCE ROLE | TIME (Min.) |
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## 2.0 REPORTS

|  |                     |   |                                      |                        |                    |
|--|---------------------|---|--------------------------------------|------------------------|--------------------|
|  | 2.1<br>F. Last Name | Chair's Remarks<br><i>To receive the report of the Chair.</i>                         | Strengthens all Strategic Directions | Information/ Education | 4:05 – 4:10<br>(5) |
|  | 2.2<br>F. Last Name | Report of the President and Chief Executive Officer♦<br><i>To receive the report.</i> | Strengthens all Strategic Directions | Information/ Education | 4:10 – 4:15<br>(5) |

## 3.0 PROGRAM QUALITY & EFFECTIVENESS

|  |                     |   |                                      |                 |                     |
|--|---------------------|---|--------------------------------------|-----------------|---------------------|
|  | 3.1<br>F. Last Name | Report of the Chief of Staff & Medical Advisory Committee♦<br><i>To receive the report.</i> | Quality & Safety                     | Oversight       | 4:15 – 4:20<br>(5)  |
|  | 3.2<br>F. Last Name | XXX♦<br><b>MOTION: XXXX.</b>  | Strengthens all Strategic Directions | Decision Making | 4:20 – 4:30<br>(10) |

## 4.0 STRATEGIC DIRECTION

|  |                     |                                      |                              |           |                    |
|--|---------------------|--------------------------------------|------------------------------|-----------|--------------------|
|  | 4.1<br>F. Last Name | XXX♦<br><i>To receive an update.</i> | Partnerships & Collaboration | Oversight | 4:30 – 4:35<br>(5) |
|--|---------------------|--------------------------------------|------------------------------|-----------|--------------------|

## 5.0 FINANCIAL AND ORGANIZATIONAL VIABILITY

|  |                     |                              |                    |                 |                     |
|--|---------------------|------------------------------|--------------------|-----------------|---------------------|
|  | 5.1<br>F. Last Name | XXX♦<br><b>MOTION: XXXX.</b> | Sustainable Future | Decision Making | 4:40 – 4:50<br>(10) |
|--|---------------------|------------------------------|--------------------|-----------------|---------------------|

## 6.0 BOARD EFFECTIVENESS

|  |                     |                        |                                      |           |                    |
|--|---------------------|------------------------|--------------------------------------|-----------|--------------------|
|  | 6.1<br>F. Last Name | XXX♦<br><i>To ....</i> | Strengthens all Strategic Directions | Oversight | 4:50 – 4:55<br>(5) |
|--|---------------------|------------------------|--------------------------------------|-----------|--------------------|

## 7.0 LEADERSHIP

|  |                     |                              |                                      |                 |                    |
|--|---------------------|------------------------------|--------------------------------------|-----------------|--------------------|
|  | 7.1<br>F. Last Name | XXXX♦<br><b>MOTION: XXXX</b> | Strengthens all Strategic Directions | Decision Making | 4:50 – 4:55<br>(5) |
|--|---------------------|------------------------------|--------------------------------------|-----------------|--------------------|

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| PAGE # | ITEM # / LEAD | TOPIC -<br>WHAT IS TO BE ACCOMPLISHED/MOTION<br><i>♦ denotes attachment ☒ denotes attachment to follow</i> | LINK TO STRATEGIC DIRECTION | LINK TO GOVERNANCE ROLE | TIME (Min.) |
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## 8.0 RELATIONSHIPS

|  |                     |                       |                                      |                 |                    |
|--|---------------------|-----------------------|--------------------------------------|-----------------|--------------------|
|  | 8.1<br>F. Last Name | XXXX♦<br>MOTION: XXXX | Strengthens all Strategic Directions | Decision Making | 4:50 – 4:55<br>(5) |
|--|---------------------|-----------------------|--------------------------------------|-----------------|--------------------|

## 9.0 POLICY & PROCEDURE

|  |                     |                       |                                      |                 |                    |
|--|---------------------|-----------------------|--------------------------------------|-----------------|--------------------|
|  | 9.1<br>F. Last Name | XXXX♦<br>MOTION: XXXX | Strengthens all Strategic Directions | Decision Making | 4:50 – 4:55<br>(5) |
|--|---------------------|-----------------------|--------------------------------------|-----------------|--------------------|

## 10.0 CONSENT AGENDA - *To approve/receive the items listed below without further debate.*

|  |      |   |                                      |                 |                    |
|--|------|---|--------------------------------------|-----------------|--------------------|
| MOTION: That the following items be approved or received as indicated: |      |   |                                      |                 |                    |
|  | 10.1 | Approval of the Board of Director Meeting Minutes from Month Day, Year♦ | Strengthens all Strategic Directions | Decision Making | 4:50 – 4:55<br>(5) |
|  | 10.2 | Receipt of the XXXX Committee Report of Month Day, Year♦                | Strengthens all Strategic Directions | Oversight       |                    |
|  | 10.3 | Receipt of the Resources & Audit Committee Report of May 25, 2018♦      | Strengthens all Strategic Directions | Oversight       |                    |

## 11.0 ADJOURNMENT

|  |                      |  |                       |                       |      |
|--|----------------------|--|-----------------------|-----------------------|------|
|  | 11.1<br>F. Last Name | MOTION: That the open session be adjourned and the Board of Directors proceed into the in-camera session following a short recess. | <i>Not applicable</i> | <i>Not Applicable</i> | 5:15 |
|--|----------------------|--|-----------------------|-----------------------|------|

*Dinner Break: 5:15 – 5:40*

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**PATIENT- AND FAMILY-CENTERED CARE** at Muskoka Algonquin Healthcare (MAHC) is a philosophy of care that ardently promotes the partnership between patients, families, and health care providers at all points of the patient’s journey including key transition points such as transfer to another facility, another unit in the hospital, or discharge home.

### MAHC DEFINITION OF QUALITY

Quality at MAHC results in shared decision-making between the patient/family and health care team to achieve a patient identified desired health outcome. MAHC will deliver safe, effective, patient-centered services, efficiently, and in a timely fashion, resulting in optimal health status for our patients.

#### Defining Elements of Quality Care

| Element          | Patient Meaning  | Provider Meaning   |
|------------------|--|--|
| Safe             | I will not be harmed by the health system.   | The care my patient receives does not cause the patient to be harmed.  |
| Effective        | I receive the right treatment for my condition, and it contributes to improving my health.   | The care I provide is based on best evidence and produces the desired outcome.   |
| Patient Centered | My goals and preferences are respected. My family and I are treated with respect and dignity.  | Decisions about my patient’s care reflect the goals and preferences of the patient and his or her family or caregivers.          |
| Efficient        | The care I receive from all practitioners is well coordinated and efforts are not duplicated.  | I deliver care to my patients using available human, physical, and financial resources efficiently, with no waste to the system. |
| Timely           | I know how long I have to wait to see a doctor or for tests or treatments I need and why. I am confident this wait time is safe and appropriate. | My patient can receive care within an acceptable time after the need is identified.  |
| Equitable        | No matter who I am or where I live, I can access services that benefit me. I am fairly treated by the health care system.                        | Every individual has access to the services they need, regardless of his/her location, age, gender, or socio-economic status.    |

### ISSUE FOCUSED ETHICAL DECISION MAKING FRAMEWORK

The intent of this framework is to enable decision makers to address complex and challenging issues in a comprehensive and logical manner. It is a reflective process intended to stimulate discussion to identify explicit reasons for or against a proposed course of action, and to do that in the context of the Mission, Vision and Values.



|   |   |
|---|---|
| <b>S</b><br><b>SITUATION</b><br><b>Understand the Problem</b><br>Tell the Story<br>What exactly is the problem we have to solve?<br>Who needs to be involved in the decision-making?<br>Who has the authority to make the decision?   | <b>B</b><br><b>BACKGROUND</b><br><b>Set the Context</b><br>What values or principles are either engaged or are in conflict?<br>How do MAHC’s Mission, Vision and Values fit?<br>Is there relevant law?<br>Is there relevant MAHC policy/procedure?<br>Is there relevant professional ethical policy?<br>What is my personal context and/or bias?<br>Was the ethicists’ assistance required? |
| <b>A</b><br><b>ASSESSMENT</b><br><b>Consider the Options</b><br>Ask first – is doing nothing an option?<br>What are the Benefits or Strengths?<br>What are the Harms / Limitations / Consequences?<br>How does this align with values?<br>How does this align with relevant MAHC Values/Principles/Policies and Legislation/Laws? | <b>R</b><br><b>RECOMMENDATION</b><br><b>Develop an Action Plan</b><br>What is the decision?<br>Does the decision pass the TV test?<br>What is the implementation plan?<br>Who has to take action?<br>What is the communication plan?<br>How do we evaluate/revise the action plan if required?  |





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**Appendix B – Sample Decision Support Document**

|  |   |   |
|--|---|---|
| DECISION SUPPORT DOCUMENT FOR                    |   |   |
| <input type="checkbox"/> Board of Directors      | <input type="checkbox"/> Board Committee - XXXX | <input type="checkbox"/> Senior Leadership Team |
| <input type="checkbox"/> Other (please specify): |   |   |

Date Prepared: \_\_\_\_\_ Meeting Date Prepared for: \_\_\_\_\_

Subject: \_\_\_\_\_

Prepared by: \_\_\_\_\_

DECISION SOUGHT\*                       FOR DISCUSSION/INPUT                       FOR INFORMATION ONLY

*\*For decisions, please reference the "Issue Focussed Ethical Decision Making Framework" attached to the agenda, as required.*

**PURPOSE**

- 

**RECOMMENDATION / MOTION**

**IMPLICATIONS TO OTHER STANDING COMMITTEES**

Are there any material or significant implications for other Standing Committees?  No  Yes, please specify:

- 

|  |
|--|
| <b>HIGHLIGHTS OF THIS REPORT</b> <ul style="list-style-type: none"> <li>•</li> </ul> |
|--|

**SITUATION & BACKGROUND**

*A brief description of the background to the issue, the process followed to assess/address the issue and getting to the point of bringing a recommendation to the audience.*

- 

**CONSULTED WITH:**

*Indicate those bodies and individuals who have been consulted with in the development of this decision support document*

- 

**OPTIONS CONSIDERED & ANALYSIS**

|  |  |
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*Outline alternatives that were contemplated in coming to a recommendation. If no viable alternatives exist, include that information as well*

- 

**IMPACT ANALYSIS/RISK ASSESSMENT/DECISION CRITERIA**

*Outline both the positive and negative consequences of the recommendations in terms of financial, mission, quality, risk and other. Why were the alternatives not chosen?*

- 

**IMPLEMENTATION & COMMUNICATION PLAN**

*Consider how “doable” this recommendation is, given everything else that is going on and if approved, how the recommendation will be “rolled-out”.*

- 

**SUPPORTING DOCUMENTS/ATTACHMENTS**

*List any supporting documents or attachments*

- 

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**Appendix D – Delegation Application**

**DELEGATION APPLICATION:**

Open Board of Directors Meeting



|  |  |
|--|--|
| Huntsville District Memorial Hospital Site<br>100 Frank Miller Drive,<br>Huntsville, Ontario<br>P1H 1H7<br>Tel: 705-789-2311 Fax: 705-789-0557 | South Muskoka Memorial Hospital Site<br>75 Ann Street,<br>Bracebridge, Ontario<br>P1L 2E4<br>Tel: 705-645-4400 Fax: 705-645-4594 |
|--|--|

This application form must be completed and submitted to the Secretary of the Board not less than 15 business days prior to the date on which the presentation will be made, and must be accompanied by any additional documents or presentations.  
Each delegation request is allowed a maximum of 15 minutes to make a presentation and to answer questions.

**A. DELEGATION CONTACT INFORMATION:**

Delegation Spokesperson: \_\_\_\_\_

Organization (if applicable): \_\_\_\_\_

Address: \_\_\_\_\_

Email Address: \_\_\_\_\_ Telephone #: \_\_\_\_\_

Name of 2<sup>nd</sup> Member of Delegation (if applicable): \_\_\_\_\_

Name of 3<sup>rd</sup> Member of Delegation (if applicable): \_\_\_\_\_

**B. SUBJECT OF DELEGATION**

1) Requested Date for Delegation: \_\_\_\_\_

2) Provide a specific statement outlining the issue to be presented: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

3) Provide a summary of the key presentation points: \_\_\_\_\_

\_\_\_\_\_

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| <b>Last Reviewed Date:</b> 03/11/2022 00:00:00   | <b>Signing Authority:</b> Board of Directors |
| <b>Next Review Date:</b> 03/11/2025 00:00:00   | <b>Version:</b> 5.0                          |
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|                               |                       |
|-------------------------------|-----------------------|
| <b>Policy/Procedure Name:</b> | <b>Board Meetings</b> |
| <b>Number:</b>                |                       |
| <b>Effective Date:</b>        | 01 SEPT 2011          |
| <b>Revision Date:</b>         | 11 MAR 2022           |

|                 |                     |
|-----------------|---------------------|
| <b>Manual:</b>  | Governance          |
| <b>Section:</b> | Board Effectiveness |
| <b>Pages:</b>   | 13 of 13            |

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4) If applicable, provide your key recommendations/suggestions to address the problem/issue identified:

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**D. MATERIAL FOR DISTRIBUTION (All materials must be submitted at least 15 business days prior to the Board meeting)**

- Additional materials attached
  Additional materials to follow

I acknowledge that I have read and will comply with the rules applying to delegations as outlined in this policy.

\_\_\_\_\_  
Signature of Delegation Spokesperson

\_\_\_\_\_  
Date

|  |  |
|--|--|
| <b>Last Reviewed Date:</b> 03/11/2022 00:00:00   | <b>Signing Authority:</b> Board of Directors |
| <b>Next Review Date:</b> 03/11/2025 00:00:00   | <b>Version:</b> 5.0                          |
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