

Algoma

Nurse Practitioner-Led Clinic

Board of Directors Regular Meeting Minutes

March 14, 2016

Time: 6:00 p.m.

Algoma NPLC Boardroom

Present:

Wendy Payne

Eric McCooye

Giulian Diluzio

Max Liedke

Karen Barban

Staff:

Ali Pettenuzzo

Sandra Dereski

Lisa Ash (Recording Secretary)

Regrets:

Christena Laitinen

Debbie Graystone

Call to Order

Wendy called the meeting to order at 6:03pm – quorum of board members present.

Declaration of Conflict of Interest

Karen has accepted the role of Nurse Practitioner Team Lead at the Group Health Center and a personal conflict of interest is perceived if she remains a Director on the Board. She has decided to complete this term as a Director but will not be returning as a member in September. Karen will remain cognizant of the potential conflicts, and has indicated she will absent herself should she feel any discussion presents such a conflict.

Wendy acknowledged that there were three members from the clinic at the table today – Ali, Sandra, and Lisa. Wendy explained that the Governance Committee asked how the minutes would be taken and kept with Sandra returning. The Leadership Team requested that Lisa continue to attend board meetings to record the minutes. Sandra provided the rationale for that with Lisa's participation, the Leadership Team and Board Members can engage more fully in the meeting without having to take minutes.

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Motion to approve Lisa continuing to attend board meetings as a recording secretary.

Moved by: E. McCooeye; Seconded by: G. Diluzio

All in Favour – Carried

Wendy also expressed that she wanted to change the way motions were documented in the minutes, as per what she had learned in the governance training session that she attended. She stated that it is not necessary to name who moved for a motion or who seconded it, that only 'moved' and 'seconded' needed to be recorded in the minutes. A discussion was held. Motion for future motions to be documented in the minutes in a way that reflects that a motion as been moved and seconded without naming who has moved and seconded it.

Moved by: E. McCooeye; Seconded by: K. Barban

All in Favour – Carried

Consent Agenda

Wendy stated that this will be discussed later in the meeting. It has to do with items on the agenda to be presented and approved before the meeting.

Approval of Agenda

Motion to approve the agenda, with the addition of Signing Authority changes during the Finance Committee report.

Motion Moved; Motion Seconded.

All in Favour – Carried

Approval of Minutes

Review of the February 8, 2016 board minutes.

- On page 2, Chair's Report – addition of 'Karen Barban will finish this year on the board but will step down prior to Sept 2016 due to a perceived conflict of interest as she accepted a new role in leadership at the Group Health Centre.'
- On page 2, Board Evaluation –
Motion to task the Governance Committee with the recommendations resulting from the board evaluation discussion from the February 8th meeting.

Motion Moved; Motion Seconded.

All in Favour – Carried

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Motion to approve the February 8, 2016 board meeting minutes with the above amendments.

Motion Moved; Motion Seconded.

All in Favour – Carried

Brief discussion was held on the dashboard report. The Quality Committee will be working on the reporting mechanisms of the dashboard report.

Eric is to provide minutes of the last in camera meeting. All in camera meeting minutes are to be distributed to board members and then destroyed; one copy will be kept by the Chair. There is to be a board policy made about in camera sessions and minutes.

STANDING ITEMS

Leadership Report/Dashboard Report/Pulse of the Clinic

Ali reported that the pulse of clinic is really good. She asked if anyone had any questions about the reports sent out. Ali reported the reasons given by patients recently inactivated. Wendy would like reasons why patients are leaving the clinic to be added to the Dashboard. The Quality committee has taken note to review when working on the dashboard report.

Wendy asked the Leadership Team what their biggest challenges have been as of late and a discussion was held. It was noted that the Operating Plan hasn't been received yet, even though the due date is getting closer.

Ali gave a presentation on the challenges of hiring Nurse Practitioners.

Wendy asked if the board could see the questions that patients are asked in the patient survey.

Motion to send the patient survey questions to the Quality Committee.

Motion Moved; Motion Seconded.

All in Favour – Carried

Chair's Report

Wendy wanted to make note of the Board of Directors attendance policy and that Board Members are required to attend at least two thirds of board meetings (6 meetings per year).

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Reports of Committees

Executive Committee

The proposed lease was reviewed. Rent will be increasing, even though it was made very clear that the Ministry is not giving us an increased budget to cover that cost. Ali discussed with our Ministry Rep and we are to include this increase when we do our Operating Plan and note how we are going to cover the line deficit.

Notes:

- Sault College is going to assume responsibility for glass coverage.
- The Clinic will have to pay for snow removal outside of regular Sault College business hours.
- The lease will be for a period of 5 years with a 6 month escape clause.

Motion to accept the lease as presented for the term of January 1, 2016 to December 31, 2020 with Sault College of Applied Arts and Technology.

Motion Moved; Motion Seconded.

All in Favour – Carried

A discussion was held regarding board member/staff member communication and it was agreed that no board member should ask any staff member of the Clinic questions or for information. As well, Wendy requested that financial communications between Board Members and the Leadership Team be copied to the Board Chair.

Motion for financial communications between Board Members and the Leadership Team be copied to the Board Chair.

Motion Moved; Motion Seconded.

All in Favor – Carried

In discussion, it was noted that the management of clinic staff is purely operational and that only situations outside of regular practices should be brought to the Board.

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Wendy had discussed her right to request to view a previous employee's personnel file with other board members prior to this meeting and received a mixed response. Some board members said she had the right to view it and others said that she did not. Wendy stated her reasoning to view the file is to see how Ali handled the situation with this employee and to see if there were any learning opportunities for her. Wendy stated that she did some reading and found it to be clearly documented in the NP Lead's job description that the personnel file is property of the Clinic and; therefore, as a board member of the Clinic, she has every right to view it. A discussion was held and there was some opposition to Wendy's viewing the file. An opinion from the clinic lawyer had been forwarded to Wendy from Leadership, and that the recommendation was to have the board members sign a confidentiality agreement and to have a clearly stated purpose to use as an evaluation tool for the Leads performance appraisals when accessing an employee's file. No motions were made.

The review of the Executive Committee Terms of Reference has been deferred.

HR Committee

Christena's report on float days and vacation policies was received and deferred.

Governance Committee

The Governance Committee is working on policies and bylaws.

Finance Committee

Motion to accept the corporate banking resolution as presented to remove Mary Tasz as Chair and as a signing authority and to add Wendy Payne as Chair and as a signing authority.

Motion Moved; Motion Seconded.

All in Favour – Carried.

Note: E. McCooey left the meeting.

The January financial statements were reviewed and deferred to the next meeting. Clarification on payroll accrual and budget lines is needed. It was noted that a deficit

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in the insurance line is projected; however, the board did approve adding cyber risk knowing that this would happen. MOH approval for this line deficit to be covered through another line with surplus has been approved.

Discussion and review of the third-party billing document was deferred.

Quality Committee

Deferred. Karen is to set up a meeting with Christena and Ali.

Business Arising

1. **Education Activity about Consent Agenda** – *deferred*
2. **Strategic Planning Dates** – The results of the Doodle Poll that was sent out showed that April 2nd and April 9th were the most favoured dates. Giulian stated that he could be available for the April 2nd date. Max stated that even though he is not available, the board should move forward without him. Wendy spoke with Jody (the facilitator) and she said that they may be able to gather some of Max's thoughts before the meeting.

New Business

1. **NP Lead Evaluation** – The board agreed that Wendy and Christena will develop a process for Ali's evaluation and bring it back to the whole board for approval. Sandra asked if this could include the process for the Admin Lead as well.

Adjournment:

Motion to adjourn at 8:50pm by W. Payne

Next meeting: **April 11, 2016**

Eric McCooeye, Board Secretary

Date of Approval