

Developed by: Governance Committee	Review or Revision by: Governance Committee
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Approved by: Board of Directors	Signature(s): _____

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Policy Statement

Open Board meetings provide an opportunity for Guelph General Hospital to support closer links with the public, media and other key stakeholder groups.

The Board of Directors is committed to conducting the business of the hospital in open sessions, moving to closed meetings only to discuss issues as contained in section 2.1 herein.

1. OPEN MEETINGS OF THE BOARD

1.1 Agenda for Open Board Meetings

- (1) An agenda identifying all items requiring Board action shall be prepared by the Chair of the Board or designate.
- (2) The meeting dates will be posted on the Hospital’s website.

1.2 Minutes of open meetings of the Board

- (1) The Corporate Secretary shall record the minutes of Board meetings. Where the Corporate Secretary is absent, the Chair shall designate a recording secretary to record the minutes.

- (2) Minutes of all meetings shall be approved at the next meeting and retained by the Corporate Secretary.
- (3) Approved Minutes of open Board meetings shall be posted within two (2) business days following each meeting on the hospital website: www.gghorg.ca

2. CLOSED MEETINGS OF THE BOARD

2.1 Matters for Closed Meetings of the Board

- (1) Where the Board determines that any matter before the Board should be dealt with in a closed meeting, the Board may move any meeting or part thereof to a closed meeting of the Board.
- (2) Matters that may be dealt with in a closed meeting of the Board include those pertaining to:
 - (a) Legal issues;
 - (b) Human Resources issues including but not limited to professional staff applications and reappointment credentials;
 - (c) Property (purchase, sale, rent, lease, finance);
 - (d) Labour relations or employee negotiations;
 - (e) Patient issues;
 - (f) Information protected by ***The Quality of Care Information Protection Act***;
 - (g) Contracts (Negotiations);
 - (h) Any matter that is subject to an exemption or exclusion under ***The Freedom of Information and Protection of Privacy Act*** (“FIPPA”); or
 - (i) Any other matter deemed appropriate by the Board given the circumstances.

For greater certainty, the Board may enter into a closed meeting to discuss matters that must be disclosed under the FIPPA. Such disclosures may be made in due course in accordance with the FIPPA requirements.

- (3) A Board motion is required to move into, and rise from, a closed meeting of the Board.
- (4) All matters before a closed meeting are confidential until such time that any of the matters are moved by the Board to the open meeting or subsequently communicated to the affected parties.

2.2 ATTENDEES AT A CLOSED BOARD MEETING

- (1) During a closed meeting of the Board, all persons who are not Directors of the Board shall be excluded, save and except members of the Senior Leadership Team, the Medical Staff Association and the recording secretary, unless specifically asked to be excused.
- (2) Despite 2.2(1), the Board may approve by resolution that individuals such as external legal counsel, consultants, presenters and hospital staff may be permitted to attend the closed meeting, but will be asked to leave before a vote is taken.

2.3 AGENDA FOR CLOSED BOARD MEETINGS

- (1) Where a closed meeting of the Board is required, a separate agenda from the main agenda shall be prepared, indicating the items to be dealt with during the meeting, and the agenda and any material in support of the agenda items shall be clearly identified as CONFIDENTIAL and are handled and secured in a manner that respects the nature of the material.

2.4 VOTING AT CLOSED BOARD MEETINGS

- (1) The vote on a matter that is under consideration at a closed Board meeting shall be taken in a closed Board meeting.

2.5 MINUTES OF CLOSED BOARD MEETINGS

- (1) Minutes of a closed Board meeting shall be recorded by the Corporate Secretary. Where the Corporate Secretary is absent, the Chair shall designate a Director or recording secretary to record the minutes. The minutes of the closed Board meeting shall be clearly identified as CONFIDENTIAL and handled and secured in a manner, which respects the nature of the material.
- (2) presented for approval at a subsequent Board meeting.

3. MEETINGS OF COMMITTEES, SUBCOMMITTEES AND TASK FORCES OF THE BOARD

3.1 Subject matter of meetings of Committees, Subcommittees and Task Forces of the Board

- (1) The subject matter of a committee, subcommittee or task force of the Board, including the Medical Advisory Committee and the Fiscal Advisory Committee, is confidential until presented in an open meeting of the Board and subject to FIPPA.

3.2 Medical Advisory Committee

- (1) The Medical Advisory Committee shall have open and closed meetings.
- (2) The closed meetings shall deal with matters related to discipline, appointment, re-appointment, suspension, or restriction of privileges of a member of the Professional Staff. These matters are considered confidential and shall be retained by the Medical Advisory Committee, as well as other issues as deemed appropriate by the Chief of Staff.
- (3) The closed meeting minutes shall be available only to the Medical Advisory Committee and others at the discretion of the Chief of Staff or CEO.
- (4) The minutes from an open meeting of the Medical Advisory Committee shall be accessible by all members of the Medical

Advisory Committee and members of the Professional Staff in a manner determined by the Chief of Staff.