

Manual	GOVERNANCE POLICY		POLICY
Section 5.0	Board Effectiveness – Governance Process		
Title	OPEN BOARD MEETINGS		
Issuing Body/ Prepared By	Governance and Nominating Committee		
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PURPOSE

In keeping with its responsibility for fostering relationships, the Board of Bluewater Health (BWH) is committed to conducting its business in an open and transparent manner by having open Board meetings, with the exception of *in camera* sessions and special sessions as described below. This policy sets out processes to support the Board in fulfilling this responsibility.

POLICY

Members of the public, media and staff are welcome to attend open Board meetings to:

- facilitate the conduct of the Board's business in an open and transparent manner;
- ensure the hospital maintains a close relationship with the community, the media and stakeholder groups; and
- generate trust and accountability.

Such individuals are invited to attend open Board meetings in accordance with the following procedures:

Notice of Meeting

A schedule of the dates, locations and times of the Board's regular meetings will be established annually. The schedule will be available at the Administration office and posted on the BWH website and intranet. Any changes in the schedule will be posted on the BWH website and intranet. The Board may be required to limit the number of attendees at meetings if the space is insufficient.

Agendas and Board Materials

Reasonable efforts will be made to post the open Board meeting agendas to the BWH website and intranet at least two (2) business days before the meeting. The open Board meeting agenda packages (excluding Board Standing Committee minutes) will be available to members of the public and staff on the BWH website and intranet by 12:00 P.M. on the day of the meeting or may be obtained from the CEO in the afternoon prior to or at the meeting.

Conduct During the Meeting

Members of the public may not address the Board or ask questions without the permission of the Chair. Individuals who wish to raise issues through presentations to the Board must contact the CEO in advance, in accordance with the Guidelines for Presentations to the Board. Proper and respectful meeting decorum is expected of all attendees. The Chair may require anyone who is disruptive and interferes with the proper conduct of the meeting to leave. With the exception of any recording done by Bluewater Health, or otherwise approved by the Chair, no one shall take or transmit any photograph or video or audio recording of any portion of the Board meeting.

Guidelines for Presentations to the Board

The Board may permit members of the public to make a presentation to the Board concerning matters relevant to the hospital. Persons wishing to address the Board will follow the guidelines listed below.

1. Written notice of the request to address the Board meeting shall be provided to the CEO at least eight (8) days prior to the meeting date. The CEO will direct these requests to the Chair, who will determine whether to include the presentation on the agenda. The request shall include the identity of the person(s) proposing to address the Board (including mailing address, email address, and telephone number) and a description of the specific nature of the matter proposed to be addressed.
2. Persons not permitted to address the Board will be so notified. The Board may limit the number of presentations at any one meeting.
3. Persons addressing the Board:
 - will be notified and receive the guidelines for presentations to the Board;
 - will be required to limit their remarks to the time allocated by the Chair;
 - will be required to speak only on the subject for which they have received approval to address the Board, unless otherwise requested by the Chair during the meeting; and
 - will maintain proper and respectful meeting decorum when addressing the Board.
4. Following the meeting, the Chair will communicate in writing to the presenter or spokesperson for the delegation, acknowledging the presentation and outlining any actions to be taken by the Hospital in response.
5. The Chair is not obliged to grant a request to address the Board and the Board is not obliged to take any action on any presentation it receives.

In Camera Sessions

The Board may move to an *in camera* session that is not open to the public where it determines it is in the best of the interests of the hospital to do so. The Chair may order that the meeting move *in camera* or any Director may request a matter be dealt with *in camera* in which case a vote will be taken. If a majority of the Board decides the matter should be dealt with *in camera*, members of the public will be asked to leave the meeting. A Board motion is required to move into and to rise from an *in camera* session.

Matters that may be dealt with in an *in camera* session include, but are not limited to:

- Matters involving property – security, acquisition, sale, lease, etc.
- Matters involving litigation or potential litigation
- Material contracts
- Human resource issues – labour relations concerning collective bargaining, terms of employment of individual employees or management
- Professional staff appointments, re-appointments, discipline and credentialing issues
- Patient issues
- Protected information
 - information that would reveal the confidential commercial, financial, labour relations, scientific or technical information of an individual or company
 - information that is subject to solicitor client privilege
 - personal information of individuals, including employees

In camera sessions form part of a Board meeting and, as such, agendas will be prepared and minutes recorded. The agenda, minutes and supporting documentation will be clearly marked confidential and will be handled and secured in a manner that respects the nature of the material. Minutes of *in camera* sessions will be presented for approval at subsequent *in camera* sessions of the Board.

Following the *in camera* session, the Board Chair shall report at the open meeting on the *in camera* session. This report shall include advising the public on the category(s) justifying the *in camera* session and, where appropriate, reporting on the decisions taken at the meeting.

Bluewater Health personnel and others (e.g. legal counsel, consultants) may be permitted to attend all or a portion of the *in camera* session upon invitation of the Chair.

Board Decisions

Board decisions, unless they fall within the scope of an *in camera* session, will be available on the Bluewater Health website and intranet and made available to the public upon request.

Board Retreats

The Board may periodically hold retreats for the purposes of Board education, orientation and strategic planning. These meetings are not regular Board meetings but should any formal Board business be conducted at a retreat, any decisions made will be confirmed at a duly constituted Board meeting and be reported to the public.

Monitoring:

- Method and Frequency:
1. Review of the policy (every three years)
 2. Meeting Evaluations (as per Policy 5.86)