

## BOARD MANUAL

<b>SUBJECT: Board and Committee Meetings</b>	<b>NUMBER: 2-D-8</b>
<b>SECTION: Board Processes</b>	<b>APPROVED BY: Board of Directors</b>
<b>DATE: March 30, 2011</b>	<b>REVISED/REVIEWED: June 25, 2014 September 27, 2017, November 24, 2021</b>

### **Policy**

As a publicly funded corporation the Board wishes to be as open and transparent in its deliberations as possible. Therefore, in the interest of good governance, meetings of the Board shall be open to the public. There are, however, specific occasions when the Board should meet in private (“in-camera”).

#### **A. Open Sessions of Meetings of the Board**

Members of the public are invited to attend the meetings of the Board in accordance with the following policy.

#### **Notice of Meeting**

A schedule of the date, location and time of the Board’s regular meetings is available from the Board office and will be posted on the Hospital’s website. Changes in the schedule will be posted on the website.

#### **Agendas and Board Materials**

Agendas are available on the Corporation’s website and will be distributed at the meeting. Printed copies of the agenda material are available upon request.

#### **Public Attendance at Board Meetings**

Any person wishing to attend open meetings of the Board in the capacity of an observer is entitled to do so and is welcomed by the Board. When meeting in person, seating is available at the meeting on a first come first served basis due to space constraints. To comply with fire and other regulations, attendance may be restricted. When meeting virtually (or in a combined virtual/in-person format), any person wishing to attend the open meeting may contact the CEO’s office to receive information on how to connect virtually to the open meeting.

#### **Delegations to the Board**

Members of the public may not address the Board or ask questions of the Board without the advance permission of the Chair.

Delegations to the Board will be considered according to Policy 2-D-9, Procedure for Members of the Public Addressing the Board.

#### **Conduct During the Meeting**

Members of the public may be asked to identify themselves. Recording devices, videotaping

and photography are prohibited without consent of the Board.

The Chair may require anyone who displays disruptive conduct to leave.

### **B. Closed Sessions of Meetings of the Board**

As a broad principle meetings of the Board shall be open to all who choose to attend unless disclosures made in the presence of non-directors are reasonably likely to prejudice the interests of either the organization or some other party to whom the organization has an obligation to protect.

The Chair, prior to regular Board meetings, shall determine the need for an in-camera session. Also, if a matter arises during a meeting that triggers the need for an in-camera session, the Board may move any meeting or part of a meeting to an in-camera session of the Board.

Topics to be addressed in-camera include, but are not limited to, the following:

- Collective bargaining
- Legal advice and litigation
- Issues regarding identifiable staff including terms of employment, performance evaluation, discipline etc.
- Discussions related to privileges for medical/professional staff
- Acquisition, sale, lease and exchange of property
- The disclosure of intimate, personal or financial information about an identifiable person
- Negotiation of contracts
- Sensitive information which if disclosed could prejudice the interests of the organization or a third party

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

Minutes of in-camera meetings shall be created and kept in a manner to maintain confidentiality and in accordance with the records retention policy.

### **C. Committee Meetings**

Meetings of committees are not open to the public.