

<b>Manual</b>	Board of Directors	<b>POLICY</b>
<b>Section</b>	Board of Directors	
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## BOARD MEETING ATTENDEE POLICY

### Policy Statement

The public and staff are welcome to observe the open portion of Board meetings to:

- Facilitate the conduct of the Board’s business in an open and transparent manner;
- Ensure the Corporation maintains a close relationship with the public, media and stakeholders groups; and
- Generate trust, openness, and accountability.

However, the Board has the right to move *in-camera*, and restrict attendance to the Board’s meeting or part of a meeting if the Board deems an *in-camera* session to be necessary to protect the interests of the Corporation or a person.

### Policy

#### *Notice of Meeting*

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

#### *Attendance*

To ensure adequate space is available, individuals wishing to attend a Board meeting must give at least 24 hours’ notice to the Board Secretary. The Board may limit the number of attendees if space is insufficient.

#### *Conduct During the Meeting*

Members of the public may be asked to identify themselves. Recording devices, videotaping, and photography are prohibited.

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

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### *Agendas and Board Materials*

Agendas for the open portion of the meeting will be distributed at the meeting, and may be obtained in advance from the Board Secretary. Supporting materials will be distributed only to the Board members.

Minutes of the open Board meetings are available upon request to the Board Secretary at 416.242.1000 ext. 82109.

### *In-Camera Sessions*

The Board may move *in-camera* or hold Board meetings that are not open to the public where it determines it is in the best interests of the Hospital or any person to do so. Any attendees who are not Directors or *ex-officio* members of the Board of Directors as noted in the by-laws, will be excluded from the *in-camera* meeting.

The Chair may order that the meeting move *in-camera*. Any Director may request a matter be dealt with *in-camera*, in which case a vote will be taken and if a majority of the Board so decides, the matter shall be dealt with *in-camera*.

A separate agenda is prepared for *in-camera* sessions indicating the items to be considered. The agenda and any supporting materials will be sent via separate e-mail to the attendees of the applicable *in-camera* session or provided in hard copy for the meeting in order to be handled and secured in a manner that respects the nature of the material.

The following matters will be addressed *in-camera*:

- Patient-specific issues;
- Matters relating to an individual Board member or prospective Board member;
- Individual employee matters;
- Donor-specific issues;
- Professional staff appointments, re-appointments, and changes in privileges;
- Any other matters where personal information about an individual may be revealed;
- Human Resource and labour relations matters, including those pertaining to collective bargaining or terms of employment, including negotiations or potential negotiations;
- Litigation or potential litigation. including administrative tribunal matters;
- Receipt of advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
- The security of property of the Corporation;
- Contract matters, including negotiations or disputes;
- The acquisition, disposition, lease, exchange, or expropriation of, or improvements to real or personal property, if the Board considers that disclosure might reasonably be expected to harm the interests of the Corporation;
- Board and committee self-evaluation;
- Information that is prohibited from disclosure under the *Freedom of Information and Protection of Privacy Act*;

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- Other matters that, in the opinion of the majority of Directors, the disclosure of which might be prejudicial to an individual or to the best interests of the Corporation; and
- Consideration of whether an item is to be discussed *in-camera*.

Guests or counsel may remain during *in-camera* sessions with the permission of the Chair or consent of the meeting.

#### *In-Camera Elected Directors Only*

At the end of each regular and *in-camera* session of the Board, the Chair will hold an *in-camera* session for elected Board members only, excusing all other individuals.

#### *Delegations and Presentations*

Members of the public may not address or ask questions of the Board without the permission of the Chair. Individuals who wish to raise questions with the Board must contact the Board Secretary in advance of the meeting.

#### *Committee Meetings*

Meetings of Board committees are not open to the public.

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#### References

OHA [Guide to Good Governance](#), 2014

Accreditation Standard/Criteria: