



Subject: **MEETING WITHOUT MANAGEMENT**
Policy # 5-240
Approved by: Board of Directors
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Board of Directors
Policy Manual

Revised (R) / Reconfirmed (RC) Dates

Dec 2016 (rc); May 2019 (rc), February 2024 (r)

POLICY

The Directors may meet without management in connection with every regularly scheduled Board meeting or by request of the Board Chair or a Director.

PURPOSE

The purpose of this policy is to:

- Ensure the Board exercises independent oversight of management;
- Discuss issues or concerns related to the Hospital and/or the management thereof;
- Provide an opportunity to assess Board processes and particularly the quality of material and information provided by management;
- Provide an opportunity for the Directors to discuss areas where their performance could be strengthened;
- Build relationships of confidence and cohesion among Directors.

PROCEDURE

If a meeting without management is planned the following will apply:

- Timing and place of the meeting will be declared in the notice of the meeting.
- Such meeting will not be considered to be a meeting of the Board but rather will be for information purposes only.
- Minutes will not be kept, but the Chair may keep notes of the discussion.
- The CEO and/or the COS (*or Chair of the Medical Advisory Committee*) may be invited by the Chair to participate in a part of the meeting without management before being excused.
- The Chair shall communicate with the CEO and, as appropriate, the COS (*or Chair of the Medical Advisory Committee*) any relevant matters raised in the meeting.