

BOARD MANUAL

Approved By:	Board	Number:	4-B-6
Date Issued:	January 22, 2008	Page:	1 of 2
Last Review Date:	September 3, 2014	Last Revision Date:	September 23, 2014
SUBJECT:	In Camera Meeting Policy		

Purpose

As a publicly funded hospital 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 all members and to the public. There are, however, specific occasions when the board should meet in private ("*in camera*"). This policy provides an outline of the issues, topics and reasons for holding *in camera* meetings.

Principle

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 corporation or some other party to whom the corporation has an obligation to protect.

Policy

The board may move *in camera* or hold board meetings that are not open to the public if it determines it is in the best interest of the corporation to do so. 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*.

The following items will be dealt with *in camera*:

- Human resource issues and employment matters;
- Professional staff appointment, re-appointments and credentialing issues;
- Matters that are or may be subject to litigation;
- Matters involving property;
- Material contracts;
- Patient issues;
- Donor issues;
- Some board governance matters, such as peer review or self-evaluation results; and
- Any matter that the board determines should be the subject of an *in camera* session.

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

In camera sessions will exclude statutory ex-officio members when the issues to be addressed are specific to management– the CEO and Chief of Staff (for example, annual performance evaluation, contract terms, etc.).

See Policy 4-B-14 Policy for Meeting With Independent Directors.

Minutes of *in camera* meetings shall be created and kept separate from other records to maintain confidentiality as long as warranted.