



Groves Memorial Community Hospital

**PART A**

**Corporate By-laws**

**ARTICLE 8. MEETINGS OF THE BOARD**

**8.01 Attendees**

- (a) The Chair of the Groves Memorial Community Hospital Foundation shall be entitled to receive notice of, and material for, attend and participate at all Board meetings, including Closed Sessions, and at meetings of Committees as requested by the Board.
- (b) Members of the Hospital and the public may attend meetings of the Board. However, the Board may, at its discretion and without notice, hold all or part of any regular or special Board meeting in Closed Session, if the subject matter under consideration involves:
  - (i) the disclosure of intimate, personal or financial information in respect of an employee or prospective employee; a member of the Professional Staff; a patient; or a Director, Officer or Committee member of the Hospital;
  - (ii) the deliberations or decisions in respect of the acquisition or disposal of an interest in real estate;
  - (iii) the deliberations or decisions in respect of negotiations with employees of the Hospital or members of the Professional Staff of the Hospital;
  - (iv) any legal proceeding or potential legal proceeding affecting the Hospital;
  - (v) instructions given to or opinions received from professional advisors (including lawyers, auditors and architects) to the Hospital; or
  - (vi) any other matter deemed by the Chair of the Board to be of a sensitive or confidential nature.
- (c) For greater certainty, all matters discussed at Closed Session portion of any Board meeting are confidential and may not be disclosed outside the Board unless the Board has agreed that such disclosure is appropriate or necessary.
- (d) Members of the Hospital, members of the public and invited guests who attend Board meetings shall not interfere with the orderly conduct of the meeting. The Chair of the Board shall control all meetings of the Board and may expel any person for improper conduct at a meeting of the Board.
- (e) The President and Chief Executive Officer of the Corporation shall attend meetings of the Board.