

Board of Directors Meeting MINUTES

Date: November 30, 2022

Time: 5:30 PM

Location: Board Room & Zoom

Chair: Ms. Sonia Green

Present: Ms. Eleanor Vachon, Ms. Sonia Green, Mr. Dennis Gushulak, Mr. John Frostiak, Ms. Dianne Pertoci, Ms. Arlene Swanwick, Ms. Holly Stamarski, Ms. Marion Whitton, Mr. Marshall Dumontier

Staff: Ms. Hannah Kochuk (Zoom), Ms. Allison Church (Zoom), Ms. Sue LeBeau, Ms. Amanda Kaczmarek, Ms. Meghan Gilbert

Guest: Ms. Holly Ryan

Absent: Dr. Diane Zielke

1. CALL TO ORDER

Meeting was called to order by Ms. Sonia Green at 5:28 PM.

1.1. Quorum

Quorum was established.

1.2. Acceptance of Agenda

The following motion was brought forward:

MOTION NO: 22-41 Moved: D. Gushulak Seconded: M. Whitton

That the agenda for the November 30, 2022, meeting of the RLMCMH Board of Directors be accepted with the proposed changes.

Vote for motion: Carried.

1.3. Declaration of Conflict of Interest

2. CONSENT AGENDA

For the purpose of convenience and for expediting meetings, matters of business of repetitive or routine nature are included in the Consent Agenda and all such matters of business contained in the Consent Agenda are voted on

collectively. A particular matter of business may be singled out from the Consent Agenda for debate or for a separate vote upon the request of any Member. In the case of a separate vote, the excluded matter of business is served from the Consent Agenda, and only the remaining matters of business contained in the Consent Agenda are voted on collectively

- 2.1. Minutes, Board of Directors, October 25, 2022
- 2.2. Minutes, Quality Committee, October 11, 2022
- 2.3. Minutes, Resource and Planning Committee, October 18, 2022
- 2.4. Patient and Family Advisory Committee, September 21, 2022

The following motion was brought forward:

MOTION NO: 22-42 Moved: J. Frostiak Seconded: D. Gushulak
That the consent agenda of the November 30, 2022, meeting of the RLMCMH Board of Directors be accepted with proposed changes.
Vote for motion: Carried.

3. EDUCATION

3.1. ONCA

- Ms. Ryan, BLG Legal Counsel, joined the November meeting to provide the Directors with ONCA education.
- ONCA now applies instead of the Corporations Act, and Hospitals will have 3 years to transition to full compliance.
- BLG will assist with ensuring the by-laws, policies, and letter patent are ONCA compliant.
- There are three new and notable provisions: Board decision points, ONCA requirements (no room for adjustment), and implementation points.
- Directors agreed to keep Chair voting points the same, move the Board range size to 8-12, and continue a Member's meeting if quorum is not met halfway through.
- To transition the Hospital will need to amend the letters patent, which allows reviewing and adjusting to modern language. This

will need to be approved at the Board level and a special resolution. Once the Ministry of Health has provided pre-approval, the Hospital will file with CRA and Service Ontario.

- Ms. Kochuk will provide BLG with the entire Board policy manual.
- Ms. Ryan will attend a meeting in the new year to provide a comprehensive package and walk through the updated documents. She will also walk us through the process, and anticipates we will be ready for our Annual Meeting in spring of 2023.

4. BUSINESS ARISING

4.1. CEO Recruitment

- An offer letter has been drafted by the Recruitment Committee for the chosen candidate. Decisions were made regarding what we can afford and what is reasonable for the Hospital to provide.

4.2. Risk Management

The following motion was brought forward:

MOTION NO: 22-43 Moved: H. Stamarski Seconded: M. Dumontier
That the RLMCMH Board of Directors approves the risk management plan, as presented.

Vote for motion: Carried.

4.3. Board Retreat

- The Board Retreat will take place December 2-3 where the Directors will create an action plan based on the Board self-assessment results.

5. NEW BUSINESS

5.1. Financial Statements, October 2022

- As of October 31, 2022, there was a surplus of roughly \$60,000.
- Our investments have slowly increased since the loss this year. The gain or loss is recognized at the end of the year. It is unknown

at this point if it will be a surplus or deficit in relation to investments performance.

- Ms. Church will provide the Recruitment Committee expenses once received.
- The 2023-2024 budget was discussed at Resource and Planning Committee meeting in November and will be brought to the January Board meeting.

The following motion was brought forward:

MOTION NO: 22-44 Moved: E. Vachon Seconded: A. Swanwick

That the RLMCMH Board of Directors approves the draft financial statements dated October 31, 2022, as presented.

Vote for motion: Carried.

5.2. Scorecard Q2

- The quarter two results of the scorecard were reviewed in detail.

The following motion was brought forward:

MOTION NO: 22-45 Moved: M. Dumontier Seconded: M. Whitton

That the RLMCMH Board of Directors approves the quarter two scorecard as presented.

Vote for motion: Carried.

5.3. Christmas Party

The following motion was brought forward:

MOTION NO: 22-45 Moved: D. Gushulak Seconded: J. Frostiak

That the RLMCMH Board of Directors approves the Hospital purchase of wine for the tables at the Christmas Party on December 16, 2022.

Vote for motion: Carried.

5.4. Board Recruitment

- Ms. Norlock submitted her resignation from the Board this week.
- An exit interview was completed to discuss her experience on the Board. Ms. Norlock enjoyed her tenure, and would consider coming back in the future.
- Ms. Kochuk will review the Recruitment package and convene the Committee for further discussion.

6. CORRESPONDENCE/INFORMATION

- OHT- The Ministry of Health shared the expectations and pathways it has for Ontario Health Teams.
- Funding- Ms. Church will review our costs for Physician top-ups to apply for funding to cover these.

7. EMERGING ISSUES FOR DISCUSSION

8. REPORTS

8.1. RLMCH Foundation

- The purse auction is scheduled for March 4th at the Super 8.
- More details will be provided next week in advertising.

8.2. RLMCH Auxiliary

- The Auxiliary is continuing with the Catch the Ace fundraiser.
- The Hospital garden has been changed to the winter theme.
- Coordinating the new year's baby basket with the RL Friendship Centre.

8.3. Medical Advisory Committee

- Deferred

8.4. Quality Committee Update

- Ms. Melquist provided an education session regarding the splint and brace inventory that was created based on a quality improvement plan.
- The obstetrics program is still closed.

8.5. R&P Committee Update

- The Committee focused on the variances and budget for 2023-2024.
- A thank you was made to the Foundation and Auxiliary for the money raised to help with capital equipment purchases.

8.6. Chief Nursing Executive

- The Hospital signed on as an early adapter for a new program called, peer-to-peer, which is a physician support program. Physicians can access a 24-hour off-site Physician for assistance with challenging patients.
- Ms. Gilbert and Ms. Kaczmarek were involved with the community emergency exercise held at the airport which involved a mock plane crash, and weapon on site. They were a part of the emergency operations centre and assisted with making timely decisions.

8.7. Chief Executive Officer

- The CEO report was included in the package as information.
- Ms. LeBeau discussed the highlights of what the Board and Hospital Team have accomplished in the years she has been here.
- She finished on a note of gratitude and thanked Directors for the time and care they promote for the Hospital.

8.8. Regional Services Committee

- Deferred.

9. MEETING EFFECTIVENESS SURVEY

8.1. Results, October 25, 2022

- A response from Ms. Green was provided regarding the responses from the October survey.

8.2. Survey for Today's Meeting

10. CELEBRATIONS

10.1. 50th Year

- Pictures were selected to be enlarged.

- Rob McEwen has confirmed his attendance as the MC for the event
- Still planning on the afternoon portion, as the band is unable to attend the event.
- Ms. Kochuk will do a callout on Facebook for potential items or pictures of the early history.

11. ADJOURNMENT

- The Directors took the time to thank Ms. LeBeau for her dedication and hard work over the years as the Hospital CEO.

The meeting was adjourned by Mr. Dumontier at 7:12 pm.

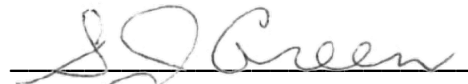
12. DATE OF NEXT MEETING: January 24, 2023.

13. IN CAMERA



Ms. Sue LeBeau

President & CEO



Ms. Sonia Green

Committee Chair