



AMGH & SHHA Common Board of Directors – Minutes Open Session

Committee:	Common Board of Directors		
Date:	December 8, 2022	Time:	4:00-6:00 p.m.
Location:	Webex		
Chair:	Jimmy Trieu (temporarily)	Recorder:	Stevie Cowdrey
Present:	Allan Ball, Anthony Hodsman, Bob Robson, Brian Heagle, Bruce Shaw, Christie MacGregor, Glen McNeil, Heather Hern, Jane Sager, Laura Stire, Pat O'Rourke, Steve Ireland, Susan Reis, Tara Oke Dr. Aaron Daters, Jimmy Trieu, Dr. Mark Nelham, Michelle Wick, Dr. Sean Ryan		
Guests:	Matt Trovato		
Regrets:	Dr. Shannon Natuik, Aileen Knip		

1	Call to Order/Welcome
1.1	<p><u>Call to Order/Welcome</u></p> <ul style="list-style-type: none"> Mr. Trieu welcomed everyone to the inaugural AMGH & SHHA Common Board meeting and called the meeting to order at 4:02 p.m.
2	Initial Business
2.1	<p><u>Corporate By-Laws</u></p> <ul style="list-style-type: none"> Both organizations have reviewed the corporate by-laws and they have been approved by both AMGH and SHHA. The professional staff by-laws have been approved by the AMGH professional staff, but still under review by the SHHA professional staff. SHHA COS, Pres. MSA, and Mr. Trieu are meeting with Miller Thomson to review proposed changes. If there are substantial changes permitted, the professional staff by-laws will need to go back to the AMGH professional staff for re-approval. <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To amend the AMGH By-Laws as new Subsection 17(i): “The Board may, at any time or from time to time, appoint additional Officers of the Corporation with corresponding duties not otherwise provided for in this By-Law and also eliminate or replace such additional Officers so appointed.” CARRIED.</u></p> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To amend the SHHA By-Laws as new Subsection 17(i): “The Board may, at any time or from time to time, appoint additional Officers of the Corporation with corresponding duties not otherwise provided for in this By-Law and also eliminate or replace such additional Officers so appointed.” CARRIED.</u></p>
2.2	<p><u>Executive Positions</u></p> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: Be it resolved that the following members be appointed beginning today and ending on June 30, 2023: Bruce Shaw – Chair, Glen McNeil – Incoming Chair, Brian Heagle – First Vice Chair, Jane Sager – Second Vice Chair, and Steve Ireland – Treasurer. CARRIED.</u></p> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: Be it resolved that the following members compose the Executive on July 1, 2023: Glen McNeil – Chair, Bruce Shaw – Past Chair, Brian Heagle – First Vice Chair, Jane Sager – Second Vice Chair, and Steve Ireland – Treasurer, and that the section of the proposed by-law pertaining to officers be changed to include the position Past Chair. CARRIED.</u></p>
2.3	<p><u>Resignation</u></p> <ul style="list-style-type: none"> Mr. Dan Best has resigned from both the Common Board, as well as his position with the Municipality of South Huron. A letter of thanks will be drafted, signed by the Chair, and sent to Mr. Best. <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To accept and recognize the resignation of Dan Best from the AMGH & SHHA Common Board. CARRIED.</u></p>

2.4	<p>Board Committees</p> <ul style="list-style-type: none"> A review of the common board committee memberships took place. Mr. Robson pointed out that SHHA representation is missing from the Governance & Nominating Committee. Brian Heagle and Christie MacGregor volunteered to join the committee. The Terms of Reference will need to be revised. <p>MOTION: That the committee chairs be as indicated: Audit & Finance Committee – Steve Ireland, Community Engagement Committee – David Greer, Executive & Resources Committee – Glen McNeil, Governance & Nominating – Bob Robson, Quality Assurance Committee – Anthony Hodsmen, Recruitment & Retention Committee – Jimmy Trieu. CARRIED.</p>
2.5	<p>Collective Name</p> <p>MOTION: To give AMGH and SHHA the collective name of the Huron Health System. CARRIED UNANIMOUSLY.</p>
3	<p>Education</p>
4	<p>Approvals and Updates</p>
4.1	<p>Declaration of Conflict of Interest</p> <ul style="list-style-type: none"> Mr. Shaw asked if anyone had a conflict of interest to declare based on information contained in the package. <ul style="list-style-type: none"> None.
4.2	<p>Agenda</p> <ul style="list-style-type: none"> Approval/Changes <ul style="list-style-type: none"> None. <p>MOVED AND DULY SECONDED MOTION: To approve the open session agenda as presented for the December 8, 2022 Common Board of Directors Meeting. CARRIED.</p>
4.3	<p>Previous Minutes</p> <ul style="list-style-type: none"> Approval/Changes <ul style="list-style-type: none"> None. <p>MOVED AND DULY SECONDED MOTION: To approve the November 7, 2022 AMGH Board of Directors open session minutes and the November 10, 2022 SHHA Board of Directors open session minutes as presented. CARRIED.</p>
5	<p>Consent Agenda</p>
5.1	<p>Standing Reports</p>
i.	<p>Report of President & CEO 2022-12 CEO Report to Board</p>
ii.	<p>Report of CNE/VP Clinical Services 2022-12 CNE Report to Board</p>
iii.	<p>Report of AMGH Chief of Staff 2022-12 AMGH COS Report to Board</p>
iv.	<p>Report of SHHA Chief of Staff 2022-12 SHHA COS Report to Board</p>
v.	<p>Report of AMGH President of Medical Staff Association 2022-12 AMGH Pres. MSA Report to Board</p>
vi.	<p>SHHA Financial Report SHHA Period 7 Results</p>
vii.	<p>AMGH Financial Report AMGH Period 7 Results</p>
viii.	<p>AMGH Auxiliary Update 2022-11-22 AMGH Auxiliary Minutes</p>
ix.	<p>SHHA Patient Experience Story SHHA Pt Exp. Story</p>
5.2	<p>Verbal Updates</p>
i.	<p>Report of President & CEO</p> <ul style="list-style-type: none"> SHHA influenza immunization rate is currently 51%; AMGH is sitting at 76%. SHHA met 98% of Accreditation Canada’s ROPs (193/197). Three unmet ROPs were around medication reconciliation in the ED, and the other was regarding leadership and disclosure of patient incidents. Both SHHA & AMGH are slated to participate in a group accreditation with the HPAOHT scheduled for October 2023.

	<ul style="list-style-type: none"> The MOH is setting a new direction for OHTs to support their progress to maturity. This includes creating a new NFP corporation for managing and coordinating OHTs, focus on consistent collaboration in decision making, and requiring OHTs to identify Operational Support Providers (OSPs) to provide back-office functions to support OHT activities.
ii.	<p><u>Report of CNE/VP Clinical Services</u></p> <ul style="list-style-type: none"> Access and flow continue to be an issue across the region. Meeting with OHW tomorrow to formalize protocols for transfer of pediatric patients. Meeting with EMS to discuss offload delays and other issues as well. COVID-19 management is changing and RTW restrictions have lightened.
iii.	<p><u>Report of AMGH Chief of Staff</u></p> <ul style="list-style-type: none"> Deferred.
iv.	<p><u>Report of SHHA Chief of Staff</u></p> <ul style="list-style-type: none"> Notice of reduction of WIC hours was released earlier today. As a result of HHR challenges and as of January 3, 2023, the WIC will only operate on weekends and statutory holidays from 11am-2pm. Review of professional staff by-laws is underway.
v.	<p><u>Report of AMGH President of Medical Staff Association</u></p> <ul style="list-style-type: none"> Still experiencing staffing and recruitment issues.
vi.	<p><u>Report of SHHA President of Medical Staff Association</u></p> <ul style="list-style-type: none"> South Huron has a significant need for EM and hospitalist physicians. Dr. Ryan suggests an increase in medical students/residents to assist, as well as Ministry lobbying, but would also like to see a planned recruitment strategy from the Board.
vii.	<p><u>SHHA Financial Report</u></p> <ul style="list-style-type: none"> Budgeted for a \$602K deficit, which is currently \$128K worse than planned. Key drivers are the operation of 3 unfunded surge beds, as well as the operation of the WIC and FPC outside of our HSAA. Revenues are \$531K favourable, mostly as a result of a one-time Hydro One rebate, and the reimbursement of COVID-19 incremental costs for Q1. Expenses are 9% off of budget as a result of unfunded costs of COVID-19 and hyperinflation of supplies. YTD, it has taken \$140K to operate the SHMC (WIC AND FPC). HSAA indicators are not being met at this time. SHHA has been allocated \$2.5M of funds from HIRF – this is earmarked to replace the electrical system, but this project will take 110 weeks to complete. As such, COO and team will be advocating to extend the funding so that the project can be completed.
viii.	<p><u>AMGH Financial Report</u></p> <ul style="list-style-type: none"> Budgeted for a \$584K surplus at year end, and current position is \$200K better than planned. This is largely the result of one-time funding received for surge beds. Continue to incur unfunded costs of COVID-19 (screening, increased housekeeping shifts) ED visits and surgical cases are up compared to prior year. AMGH has a \$2.8M capital need – have identified \$500K internally, AMGHF providing \$500K, and \$135K of HIRF dollars has been allocated. Therefore, a significant capital need still remains. HSAA parameters are being met.
5.3	Committee Minutes - Previous
i.	Audit & Finance 2022-09-28 A&F Minutes
ii.	Executive & Resources 2022-10-26 E&R Minutes
iii.	Governance & Nominating 2022-10-21 G&N Minutes
iv.	Medical Advisory Committee 2022-10-19 AMGH MAC Minutes 2022-10-13 SHHA MAC Minutes
	<u>MOVED AND DULY SECONDED</u> <u>MOTION: To approve and accept the consent agenda as presented. CARRIED.</u>
6	Business Arising from the Minutes
7	Committee Reports
i.	<p><u>Audit & Finance</u></p> <ul style="list-style-type: none"> COO will be offering a financial education session in the coming months.

ii.	<u>Executive & Resources</u>		
	<ul style="list-style-type: none"> No additional report. 		
iii.	<u>Governance & Nominating</u>		
	<ul style="list-style-type: none"> First common committee meeting will be held this Friday. 		
iv.	<u>Medical Advisory Committee</u>		
	<ul style="list-style-type: none"> Nothing further. 		
8	New Business		
8.1	<u>Meeting Time & Record Keeping</u>		
	<ul style="list-style-type: none"> At this time, meetings will remain the 2nd Thursday of the month at 4:00 p.m. 		
9	In-Camera Session		
9.1	<u>Move Into In-Camera</u>		
	<ul style="list-style-type: none"> Previous Minutes Human Resources 		
	MOVED AND DULY SECONDED		
	MOTION: To move into the in-camera session at 5:25 p.m. CARRIED.		
9.2	<u>Motions to Move out of In-Camera</u>		
	MOVED AND DULY SECONDED		
	MOTION: To approve the recommendations made in the in-camera session. CARRIED.		
10	Board Evaluations		
10.1	<u>Evaluations</u>		
	<ul style="list-style-type: none"> Board members were reminded to complete the board effectiveness and peer evaluations via SurveyMonkey. 		
11	Next Meeting		
11.1	Date	Time	Location
	January 12, 2023	4:00-6:00 p.m.	MS Teams
12	Adjournment		
12.1	<u>Adjournment</u>		
	MOVED AND DULY SECONDED		
	MOTION: To adjourn the December 8, 2022 Common Board of Directors meeting at 6:32 p.m. CARRIED.		
Signature			
 			
Mr. Bruce Shaw, Board Chair		Mr. Jimmy Trieu, President / CEO & Secretary of the Board	