

AMGH MINUTES

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| Committee: | Board of Directors Committee | | |
| Date: | December 6 th , 2021 | Time: | 3:02pm-5:24pm |
| Chair: | Glen McNeil | Recorder: | Alana Ross |
| Present: | Allan Ball, Kim Ferris, Kate Friedmann, Anthony Hodsmen, Rowland Howe, Steve Ireland, David MacKechnie, Glen McNeil, Dr. Shannon Natuik, Dr. Gaël O'Shaughnessy, Donna Partridge, Susan Reis, Bob Robson, Jane Sager, Jimmy Trieu | | |
| Regrets: | Donna Phillips-Grandé | | |
| Absent: | | | |
| Guests: | Mayor John Grace, Town of Goderich | | |
| 1 | Call to Order / Welcome | | |
| 1.1 | <ul style="list-style-type: none"> Mr. McNeil welcomed everyone and called the meeting to order at 3:02pm <ul style="list-style-type: none"> Special welcome to Mayor Grace | | |
| 2 | Education | | |
| 2.1 | <p><u>Ontario Not-for-Profit Corporations Act (ONCA), 2010: What Directors Need to Know</u></p> <ul style="list-style-type: none"> CEO provided a review of the most up-to-date OHA guidelines and key changes in the <i>Ontario Not-For-Profit Act, 2010</i> and the relation to the new <i>Ontario Business Registry</i> <ul style="list-style-type: none"> ONCA corporations have a 3-year transition period to make changes to their governing documents to comply with ONCA; key governance action items include (see Miller Thomson slides): <ol style="list-style-type: none"> Obtain Company Key Review Letters Patent (LPs)/Amend Articles Amend By-Laws Align Policies / Terms of Reference Update Corporate Registers Board Education Miller Thomson was aware of the coming changes and incorporated them in to the last AMGH By-Law review (2017) <ul style="list-style-type: none"> Items or changes to be aware of, including terminology, are membership approval and consent, governance review, member classes and rights, limits on right to vote, declaration of conflicts of interest, meetings to allow for in-person and/or teleconference/web, and proxies and/or electronic voting; updated items will be included in the By-Laws, and templates will be provided for organizations Once circulated, the templates will be forwarded to AMGH G&N for comparison and update of the AMGH By-Laws | | |
| 3 | Approvals and Updates | | |
| 3.1 | <p><u>Declaration of Conflict of Interest:</u></p> <ul style="list-style-type: none"> Mr. McNeil asked if anyone had a conflict of interest to declare based on information contained in the package <ul style="list-style-type: none"> No conflicts were declared | | |
| 3.2 | <p><u>Agenda:</u></p> <ul style="list-style-type: none"> Approval / Changes <ul style="list-style-type: none"> None <p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To approve the December 6th, 2021 Board of Director's agenda. CARRIED.</u></p> | | |
| 3.3 | <p><u>Previous Minutes:</u></p> <ul style="list-style-type: none"> Approval / Changes <ul style="list-style-type: none"> None <p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To approve the November 1st, 2021 Board Minutes. CARRIED.</u></p> | | |

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| 4 | Consent Agenda | | | | |
| i. | <u>Previous Minutes of November 1st, 2021 (moved to 3.3)</u> | | | | |
| 4.1 | Standing Reports | | | | |
| i. | Report of President/CEO 2021-12-Report to Board-CEO | | | | |
| ii. | Report of CNE/VP Clinical Patient Services 2021-12-Report to Board-CNE | | | | |
| iii. | Report of Chief of Staff 2021-12-Report to Board-Chief of Staff | | | | |
| iv. | Report of President of Medical Staff 2021-12-Report to Board-Pres. of MS | | | | |
| v. | Report of Hospital Auxiliary 2021-12-Report to Board-Auxiliary | | | | |
| vi. | Report of Hospital Foundation 2021-12-Report to Board-Foundation | | | | |
| 4.2 | Verbal Updates | | | | |
| i. | <u>Report of President/CEO</u> <ul style="list-style-type: none"> CEO is working with a professional recruiter to attract nursing staff; plan pending <ul style="list-style-type: none"> In regards to ongoing recruiting efforts, AMGH continues to hire students, applies for all available grants, provides job postings to colleges, will be blocking off four rooms at the Comfort Inn to support short term accommodations, and is working with the Town of Goderich | | | | |
| | <table> <tr> <td><u>Action:</u></td><td><u>By whom / when:</u></td></tr> <tr> <td> <ul style="list-style-type: none"> Forward recognition letter </td><td> <ul style="list-style-type: none"> Trieu; This week </td></tr> </table> | <u>Action:</u> | <u>By whom / when:</u> | <ul style="list-style-type: none"> Forward recognition letter | <ul style="list-style-type: none"> Trieu; This week |
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| ii. | <u>Report of CNE/VP Clinical Patient Services</u> <ul style="list-style-type: none"> Working on OR coverage for NYD weekend Automated drug cabinet project has been completed on time and on budget; thank you the Foundation for their generous support of this initiative <ul style="list-style-type: none"> Includes anti-fraud protection points and an auditing process Operating costs have been built into the budget Michelle Wick has been appointed to the CNE position and will be starting at AMGH on Jan 1st, 2022; Ms. Wick secured a robust nursing program during her 2yrs at SHHA | | | | |
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| iii. | <u>Report of Chief of Staff</u> <ul style="list-style-type: none"> Review of COVID-19 cases in the region and anticipated impact; availability of 3rd vaccination In regards to HHR program, feels surgical program is the 'backbone' and fortifying this strengthens other programs; continuing to strategize to bring nurses here <ul style="list-style-type: none"> Reviewed OR Christmas closures Dr. Fernandes has expressed interest in coming to AMGH and sharing Dr. Kittmer's practice; she has also offered to take one-year ERCP training 'Unattached patients' list continues to grow, putting stress on the ROTA list (orphan inpatient list), which turns over quickly due to the number patients who do not have a family physician <ul style="list-style-type: none"> Expressed importance of AMGH identifying as 'Huron County' rather than 'Goderich' Clinton Hospital still faces debilitating lack of staff | | | | |
| iv. | <u>Report of President of Medical Staff</u> <ul style="list-style-type: none"> Main issue is being able to staff the programs that we offer, i.e., physiotherapy and discharge planning; coverage remains 'spotty' in these two programs, which makes it difficult to discharge patients to tertiary sites in a timely manner, which in turn increases ALC days and takes beds away from acute patients <ul style="list-style-type: none"> With the aging population in the area, there is a need for two discharge planners (Community Care staff) based on the amount of administrative work it takes to appropriately discharge ALC patients Would like to consider reintroducing PSW and new grad programs; feels that province is behind in this <ul style="list-style-type: none"> New grad program was discontinued at AMGH due to changes in the grants, which made it unachievable for smaller hospitals, i.e., requirements that new grads be offered full time, which conflicts with bargaining units The Healthy Hearts program is at risk due to decreasing enrolments, increased rent, changes in physicians, request for admin support; requires additional funding support Ministers are aware of the regional staffing crisis; AMGH would like to discuss incentives for nursing recruitment and retention with the MPP | | | | |

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| | <ul style="list-style-type: none"> Ms. Sager suggested the benefits of creating full time 'float' lines to support nursing Expansion to local LTC facility is expected to begin in the new year | |
| | <u>Action:</u> <ul style="list-style-type: none"> Arrange meeting with Minister Thompson Approach OHW re Healthy Hearts program | <u>By whom / when:</u> <ul style="list-style-type: none"> McNeil; Jan Trieu; Jan |
| v. | <u>Report of Hospital Auxiliary</u> <ul style="list-style-type: none"> Auxilians were excited to be back in the hospital on Dec 3rd to hold a Christmas sale; Ms. Ferris was happy to announce that they raised \$1,600 | |
| vi. | <u>Report of Hospital Foundation</u> <ul style="list-style-type: none"> The AMGH portion of the CKNX Radiothon was successful in reaching its goal of \$40K for purchase of a digital mammogram pixel monitor; the Foundation will be breaking away from the CKNX Radiothon and becoming a local fundraiser beginning next year Foundation has received positive feedback on the Christmas 'Ask' post cards that were sent out in the mail AMGH Foundation and Town have plans are under way for an RCMP Musical Ride in May/Jun 2022 in celebration of Queen Elizabeth's Platinum Jubilee Plans are under way for the Alexandra Rose Long Table Dinner scheduled for Aug 21st, 2022 AMGH & Foundation Board members are making calls to donors to express appreciation for their support; this has been very well received The Foundation recognized past Board members on Giving Tuesday, Nov 30th | |
| 4.3 | Committee Minutes-Previous | |
| i. | Audit & Finance | 2021-10-27 |
| ii. | Community Advisory | No report |
| iii. | Executive & Resources | 2021-10-27 |
| iv. | Governance & Nominating | 2021-10-15 |
| v. | Joint Hospital & Foundation Executive | No report |
| vi. | Medical Advisory (MAC) | 2021-10-20 |
| vii. | Quality Assurance | No report |
| viii. | Recruitment & Retention | No report |
| 4.4 | <u>Approval of Consent Agenda</u> <u>MOVED AND DULY SECONDED</u> <u>MOTION: To approve / accept the December 6th, 2021 Consent Agenda (Previous Minutes (Board Committees), Reports to Board and Verbal Updates). CARRIED.</u> | |
| 5 | Business Arising from Minutes | |
| 5.1 | <u>COVID-19 Update</u> <ul style="list-style-type: none"> 3rd doses available to staff, physicians and Board this week | |
| 5.2 | <u>OHT Update</u> <ul style="list-style-type: none"> G&N is working on the OHT Collaboration Agreement, which is due to be signed and in place for Apr 2022; AMGH has addressed a number of items in its draft submission, and has reserved the right to make adjustments to ensure that the document is appropriate for signature; it was suggested that: <ul style="list-style-type: none"> An updated TOR for the Implementation Committee be provided to OHT members, prior to signing the Collaboration Agreement That the Terms of Reference for the various committees and the Dispute Resolution be tied into the Collaboration Agreement | |
| | <u>Action:</u> <ul style="list-style-type: none"> Discuss OHT structure and how Foundations fit in, with Ms. Payne (ED, AMGH Foundation) | <u>By whom / when:</u> <ul style="list-style-type: none"> Howe; Dec/Jan |
| 6 | Committee Reports | |
| i. | <u>Audit & Finance:</u> <ul style="list-style-type: none"> Monthly Financials <ul style="list-style-type: none"> The AMGH financials are currently in a surplus position, however, the structural deficit of \$80k/month remains; with COVID-19 having skewed 2020 and 2021 financials, AMGH is using 2019 numbers for comparison | |

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| | <ul style="list-style-type: none"> Discussed program costs, i.e., TeleStroke Program medication cost-tPA injection is \$1,200 per <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To accept the Board financials to Oct 31st, 2021, as presented. CARRIED.</u></p> | |
| ii. | <u>Community Advisory:</u> <ul style="list-style-type: none"> Next meeting Dec 16th @ 5:00pm | |
| iii. | <u>Executive & Resources:</u> <ul style="list-style-type: none"> OHT (see 5.2) Health Human Resources (no discussion) | |
| iv. | <u>Governance & Nominating:</u> <ul style="list-style-type: none"> Review changes to Terms of Reference-Executive & Resources <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To approve the updated Executive & Resources Terms of Reference, as presented. CARRIED.</u></p> <ul style="list-style-type: none"> Recruitment <ul style="list-style-type: none"> Town of Goderich has asked for membership on the AMGH Board of Directors Further to discussion at G&N, Town representatives have been invited to join AMGH open session Board meetings as guests until review of the AMGH Corporate By-Laws takes place, at which time Town membership will be discussed; anticipated to be ready for approval at the AGM in June 2022 | |
| v. | <u>Joint Conference:</u> <ul style="list-style-type: none"> No discussion | |
| vi. | <u>Joint Hospital / Foundation Executive:</u> <ul style="list-style-type: none"> No discussion | |
| vii. | <u>Medical Advisory:</u> <ul style="list-style-type: none"> No discussion | |
| viii. | <u>Quality Assurance:</u> <ul style="list-style-type: none"> No discussion | |
| ix. | <u>Recruitment & Retention:</u> <ul style="list-style-type: none"> Next Meeting Dec 7th @ 8:15am | |
| 7 | New and Other Business | |
| 7.1 | <u>January Board Meeting:</u> <ul style="list-style-type: none"> Discussed date and time; Jan 10th, 3:15pm start, WebEx | |
| | <u>Action:</u> <ul style="list-style-type: none"> Send out WebEx meeting invite and cancel Comfort Inn for Jan 10th | <u>By whom / when:</u> <ul style="list-style-type: none"> EA; Today |
| 8 | Correspondence | |
| 8.1 | Instagram handle is amghgoderichhospital | |
| 9 | In-Camera Session | |
| 9.1 | <u>Move into In-Camera:</u> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To move into In-Camera at 4:37pm. CARRIED.</u></p> | |
| 9.2 | <u>Move out of In-Camera:</u> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To move out of In-Camera at 5:21pm. CARRIED.</u></p> | |
| 9.3 | <u>Motions to be Moved out of In-Camera:</u> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To proceed with AMGH & SHHA collaboration. CARRIED.</u></p> <p><u>MOVED AND DULY SECONDED</u></p> | |

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| | <u>MOTION: That Audit & Finance committee holds a special meeting to discuss wage increase recommendations and forwards final decision to Board for eVote. CARRIED.</u> | | |
| 10 | Board Evaluations | | |
| 10.1 | Complete Evaluations (via SurveyMonkey): <ul style="list-style-type: none">Mr. McNeil asked everyone to complete the evaluations via SurveyMonkey | | |
| 11 | Adjournment / Next Meeting | | Regrets to alana.ross@amgh.ca |
| | Date | Time | Location |
| | **January 10th, 2022 | **3:15pm-5:15pm | **Comfort Inn / WebEx (pending COVID-19 guidelines) |
| | Motion to Adjourn Meeting: <u>MOVED AND DULY SECONDED</u> <u>MOTION: To adjourn the Board of Director's meeting at 5:24pm. CARRIED.</u> | | |
| Signature | | | |
| <div>Mr. Glen McNeil, Board Chair</div> <div>Mr. Jimmy Trieu, President / CEO & Secretary of the Board</div> | | | |