

ARNPRIOR REGIONAL HEALTH
Meeting of the Board of Directors
September 22, 2022
Minutes

PRESENT: Jenny Buckley, Cathy Jordan, Erin Stitt-Cavanagh, Robin Sully, Beth Ciavaglia, Curtis McGrath, Oliver Jacob, Colleen MacPhee, Bob McGaraughty, Dr. Florin Padeanu, Leah Levesque, Brad Hilker, Andrea McClymont, Raeline McGrath, Janice Dunn

ABSENT: Dr. Susan Kurian, Melissa McDermott

GUESTS: Hugh MacPhie, Emma Rowland, Rory MacLeod, and Erica Naccarato all of MacPhie and Company Inc., Steven Parker, Ben Gardiner (ARH Foundation), Christine Waite - recorder

1.0 CALL TO ORDER

Cathy Jordan called the meeting to order at 16:37 hours with a quorum present.

2.0 APPROVAL OF AGENDA

MOTION #1

Moved by: Colleen MacPhie
Seconded by: Beth Ciavaglia
That the agenda be accepted.
Motion was carried

3.0 DECLARATION OF CONFLICT OF INTEREST

Members were asked to declare any conflict of interest; none declared

4.0 PRESENTATION:

MacPhie & Company Inc. presented the 5 key learnings identified through interviews, focus groups and surveys held with ARH Staff, Physician's, Grove Residents, Community members and regional partners. These key learnings will be used to form the Strategic Plan.

Next steps include review of the Mission, Vision, and Values with the Steering committee and decisions on Strategic priorities. Final version of the Strategic Plan to be presented at the next regular scheduled meeting (November 24th, 2022) of the Board of Directors for approval.

Mrs. Jordan thanked MacPhie & Company Inc. for their flexibility and the excellent information and presentation. The MacPhie team were excused at 18:04 hours

Mrs. Levesque informed the group Steven Parker, Master of Health Administration Student, will support the implementation of the Strategic plan for 2023/24.

5.0 CONSENT AGENDA

Mrs. Jordan asked directors if anyone wished to have an item under the consent agenda removed for further discussion; none requested.

The following matters were then presented under the consent agenda for Board consideration:

1. Minutes of the last regular meeting board meeting (June 16, 2022)
2. Seniors Village Committee Meeting minutes (June 27, 2022 & September 1, 2022)
3. Resources Planning & Audit Committee minutes (September 8, 2022)
 - a. Terms of Reference
 - b. Committee Workplan

4. Minutes of the Quality Committee Meeting (May 19, 2022)
5. ARH Auxiliary Report
6. CEO & CFO Compliance Report

MOTION #2

Moved by: Bob McGaraughty

Seconded by: Curtis McGrath

Be it resolved the Board of Directors accepts the consent agenda as presented.

Motion was carried.

6.0 BUSINESS ARISING FROM MINUTES

1. Minutes from Executive Committee were reviewed, and the board endorsed the approvals of Colleen MacPhee and Bob McGaraughty for a 1-year term, ending in June 2023, filling the two vacancies that resulted from board members leaving before their term was completed

2. Amend Minutes of the June 16, 2022, Board of Directors meeting: Due to an oversight, the motion presented in the minutes of the June 7, 2022, Governance Committee to the Board of Directors on June 16, 2022, was incomplete and did not include the 3 returning directors who agreed to stand for re-election for the 3-year term ending 2025. To address this oversight, it is requested the minutes of the June 16, 2022, regular board meeting be amended to read as follows:

Governance Nominating Committee - Slate of Candidates – minutes for June 16, 2022

MOTION #3

Moved by: Erin Stitt-Cavanagh

Seconded by: Robin Sully

Be it resolved that the Board of Directors accepts the recommendation of the Governance Committee and approves the following slate of candidates for election at the 2022 AGM: Beth Ciavaglia, Jenny Buckley, Curtis McGrath and Robin Sully as Directors for a 3-year term ending June 2025, and further recommends Oliver Jacob as Director to complete the remaining one year of a 3-year term ending June 2023, and the appointment of Maggie Harbert as Community Member on the Quality Committee for 1-year term ending June 2023.

Motion was carried.

3. Amend Minutes of the June 28, 2022, AGM As the full slate of directors was not presented for election at the AGM June 28, 2022, the Minutes for the 2022 AGM presented for approval to the members will be similarly amended.

7.0 CHAIR REPORT

The Chair of the Board report was included in the board package.

In addition, Mrs. Jordan reported, a focus group occurred with the Concerned Citizens Group as part of the stakeholder engagement exercise and believes the discussions were a positive step forward for both the Board and attendees of the group.

8.0 PRESIDENT AND CEO REPORT

The President/CEO Report was included in the board package.

In addition to these reports, Mrs. Leveque shared the following:

- a. Accreditation Canada surveyors provided a preliminary report at the completion of the onsite survey and the results were very positive.
- b. Accreditation Canada board will review the results and will issue a status decision in the coming weeks.

- c. The OHA and HIROC are working on a provincial benefits strategy that would allow hospitals to participate in an RFP for employee benefits programs. The cost benefit analysis will need to be reviewed and presented to the board if ARH is interested in participating. The OHA require board endorsement by October 17th, in order for ARH to participate in the process.

The Board of Directors unanimously agree to holding a special board meeting to review the information and to determine whether to support this option. The group was reminded, in the event quorum is not met, the Executive Committee will have the authority to convene and provide a decision or approval.

9.0 ARH FOUNDATION REPORT

Foundation Report for September and Report on CT Scan Fundraising were included in the board package. Executive Director Ben Gardiner informed the group of the rescheduled Masquerade Ball Fundraiser from October 15th to January 28th (tentatively) due to lack of sponsorship support.

The Foundation along with the Fundraising committee have agreed with suggestion of ARH to align the campaign period to the timeline that will see the new CT scan in operation. The quiet phase of the campaign is scheduled to launch December 1st, 2022. With a request that the campaign run over a maximum of two years, as we hope to have the CT operational within that timeline. If the campaign was to run over a 5-year period, there are several concerns that would need to be reviewed.

Mr. Hilker indicated CT scan machines are replaced every 10 to 15 years, leaving a small gap between the current CT scan and the eventual replacement. Additionally, the carrying costs of financing over 5 years, will factored into loan costs and be reflected in the Foundation request.

Mrs. Jordan stated additional conversations will continue between ARH and the Foundation and reminded the group of the annual \$200,000.00 commitment for Capital expenses from the Foundation, over and above the CT campaign.

Mrs. Levesque informed the board of the requirement to make funding submissions to the Town of Arnprior by December 7, 2022, as well as the need to make requests of the Townships.

ARH Foundation was thanked for hearing the concerns of ARH and Ben Gardiner was excused from the meeting at 18:41 hours.

10.0 ITEMS FOR APPROVAL/ENDORSEMENT

1. Board Annual Work Plan

MOTION #5

Moved by: Beth Ciavaglia

Seconded by: Jenny Buckley

That the Board of Directors accepts the Board Work Plan as presented.

Motion was carried.

11.0 ITEMS FOR INFORMATION

1. Board Committee Assignments, were included in the package and discussed.
2. Chair of Resources Planning and Audit Committee and Seniors Village Committee: As a result of Doug MacCrae stepping down from the board, openings are now available for the position of Resource

Planning and Audit Committee Chair & Seniors Village Chair. The Board chair is in discussion with one of the board members who is interested in the committee chair role, a motion will be presented to the board at the next meeting.

12.0 MOVE MEETING IN-CAMERA

MOTION #6

Moved by: Bob McGaraughty
Seconded by: Erin Stitt-Cavanagh
That the meeting moves in camera at 18:44 hours.
Motion carried

13.0 MOVE MEETING OUT OF IN-CAMERA

MOTION #8

Moved by: Colleen MacPhee
Seconded by: Bob McGaraughty
That the meeting moves out of in camera at 19:28 hours.
Motion carried

Mrs. Jordan recognized Mr. Hilker's upcoming retirement as Vice President Finance and Chief Financial Officer, indicating this will be his last Board meeting. Mr. Hilker was thanked for his contributions to ARH over the last 4 years and wished him the best in his retirement.

14.0 NEXT REGULAR BOARD MEETING: November 24, 2022

15.0 ADJOURNMENT – Meeting adjourned at 19:30 hours

Leah Levesque, Secretary

Cathy Jordan, Chair