

**OPEN SESSION MINUTES OF THE AHI & TDMH JOINT BOARD OF DIRECTORS' MEETING**  
**Wednesday, October 26, 2022**  
**Lion's Den - Tillsonburg Community Centre Complex, 45 Hardy Avenue, Tillsonburg**

**PRESENT:**

*AHI*  
Don Campbell (Co-Chair)   Scott Davis                      Michelle Franklin      Cody Groat                      Harold Matthews      Stephanie Nevins  
Tanya Pirie

*TDMH*  
Diane Kleer (Co-Chair)           Judy Cayford                      Lidia Piccolo                      Ruby Withington

*EX-OFFICIOS*  
Dr. Punkuj Chawla                      Nadia Facca                      Dr. Clay Inculet                      April Mullen

**GUEST(S):**    Maria Sanchez-Keane, Principal Consultant, Centre for Organizational Effectiveness (Item 2.)

**REGRETS:**  
*AHI*                      Dr. Amy Blake

*TDMH*                      Carrie Lewis                      Ann Loker                      Heather Spanjers                      Dr. Michael Surkont

**RESOURCE:**    Mike Bastow, Chief Operating Officer and VP Finance; Jennifer Row, Chief Transformation Officer and VP, Human Resources; Loralee Heemskerk, Recording Secretary

AGENDA ITEM	DISCUSSION/OUTCOME	ACTION PLAN/ TIMEFRAME & RESPONSIBILITY
<b>OPEN SESSION</b>		
<b>1. CALL TO ORDER</b>	Diane Kleer called the open session meeting to order at 6:02 pm.	

AGENDA ITEM	DISCUSSION/OUTCOME	ACTION PLAN/ TIMEFRAME & RESPONSIBILITY
<p>1.1 <b>Quorum</b></p> <p>1.2 <b>Conflict of Interest</b></p> <p>1.3 <b>Approval of Agenda</b></p>	<p>A quorum was present for both organizations.</p> <p>There were no conflicts to declare.</p> <p><b><u>MOTION:</u></b>  <b>Moved by Judy Cayford</b>  <b>Seconded by Scott Davis</b></p> <p><b>RESOLVED that the agenda be approved, including consent items, as circulated. Carried.</b></p> <p>Consent Agenda Items:</p> <ul style="list-style-type: none"> <li>• Approval of previous open session minutes – September 28, 2022</li> <li>• Chief Nursing Executive and VP Clinical Services Report</li> <li>• Chief Operating Officer and VP People and Finance Report</li> <li>• AHI Joint Health and Safety minutes – September 29, 2022</li> <li>• TDMH Joint Health and Safety minutes – September 21, 2022</li> </ul>	<p>Obtain original signature on meeting minutes (L. Heemskerck)</p>
<p>2. <b>BOARD CONTINUING EDUCATION SESSION - Integrated Conceptual Model Engagement Session with Nadia Facca, President and CEO and Maria Sanchez-Keane, Principal Facilitator, Centre for Organizational Effectiveness</b></p>	<p>. The purpose of tonight’s presentation is to inform and gather feedback from Board members on the integrated conceptual model.</p> <p>The presentation provided an overview of the potential benefits of being integrated with a focus on the people we serve, operational efficiencies and increased capacity as well as system improvement. Venn diagrams highlighted the possibilities for team, service and infrastructure integration between the two sites with a tagline, “Could we be better together?”</p>	

AGENDA ITEM	DISCUSSION/OUTCOME	ACTION PLAN/ TIMEFRAME & RESPONSIBILITY
<p><b>3. BUSINESS ARISING FROM CONSENT AGENDA</b> - There is no business arising from the consent agenda.</p> <p><b>4. MATTERS FOR DECISION/DISCUSSION/INFORMATION</b></p> <p><b>4.1 President and CEO Report</b></p> <p><b>4.2 Corporate Planning and Finance Committee – October 17, 2022</b></p>	<p>We wanted to have open/transparent communication with the staff, physicians and stakeholders to work collaboratively on this board driven initiative to explore further integration between the two hospitals.</p> <p>The report provided an update on key activities at AHI and TDMH in alignment with the organizational strategic priorities. It was noted that AHI and TDMH have applied and was approved to participate in the Ontario College of Nurses Program to supervise and provide practice experience for internationally trained nurses who are seeking credentialing in Ontario. We are also eligible for the ministry’s Nursing Graduate Guarantee Program designed to support new nurse graduates by providing them with full-time employment. These programs will be very beneficial in recruitment and retention of nurses.</p> <p>Discussion ensued with regards to emergency department constraints and exploration of collaborative solutions for Oxford County.</p> <p>Meeting highlights:</p> <ul style="list-style-type: none"> <li>• Q2 Financial and Statistical Report</li> <li>• No auditor recommendations for 21-22</li> <li>• OneChart Phase 2 Update</li> </ul> <p><u>Item 3.4 AHI and TDMH Annual Employee</u> Staff recognition and appreciation is an important piece for quality of work life. Historically each board has approved a donation of \$1,000 towards staff recognition and appreciation in timing with the December holiday.</p>	

AGENDA ITEM	DISCUSSION/OUTCOME	ACTION PLAN/ TIMEFRAME & RESPONSIBILITY
<p><b>4.3 Ontario Hospital Association – Governance Essentials for New Directors</b></p> <p><b>5. NEW BUSINESS</b></p> <p><b>6. MOTION TO MOVE TO IN-CAMERA SESSION</b></p>	<p><b><u>MOTION:</u></b>  <b>Moved by Stephanie Nevins</b>  <b>Seconded by Cody Groat</b>  <b>RESOLVED that the AHI Board of Directors approve the donation of \$1,000 for staff recognition activities. Carried.</b></p> <p><b><u>MOTION:</u></b>  <b>Moved by Judy Cayford</b>  <b>Seconded by Lidia Piccolo</b>  <b>RESOLVED that the TDMH Board of Directors approve the donation of \$1,000 for staff appreciation activities. Carried.</b></p> <p>Workshop presentation slides are available on the board portal for the Governance Building Blocks and Roles and Responsibility Workshops. Discussion highlights:</p> <ul style="list-style-type: none"> <li>• Role of hospitals and charitable corporations; independence of the Foundation from the hospital corporation.</li> <li>• Board member liability protection.</li> <li>• As directors we must exercise the care, diligence and skills that would be expected of a reasonably prudent person.</li> <li>• Making decisions for today and tomorrow.</li> </ul> <p>There is no new business to address.</p> <p><b><u>MOTION:</u></b>  <b>Moved by Cody Groat</b>  <b>Seconded by Michelle Franklin</b></p> <p><b>RESOLVED to move into the in-camera session at 7:44 pm to receive reports on items pursuant to the Board of Director’s In-camera policy. Carried.</b></p>	<p>Follow-up (M. Bastow)</p> <p>Follow-up (M. Bastow)</p>

AGENDA ITEM	DISCUSSION/OUTCOME	ACTION PLAN/ TIMEFRAME & RESPONSIBILITY
	The meeting terminated at the completion of the closed session.	




---

Nadia Facca,  
President and CEO




---

Diane Kleer,  
TDMH Joint Board Co-Chair