

MINUTES

Board of Directors Meeting
Wednesday, November 27, 2024
5:00 p.m.

Pembroke Regional Hospital, Boardroom, Tower C (C142)

Attendance					
P = Present R = Regrets					
Voting Directors	P	R	Non-Voting Directors	P	R
Dean Sauriol, Chair	✓		Sabine Mersmann, President & CEO	✓	
Neil Nicholson, Vice Chair	✓		Dr. Thomas Hurley, Chief of Staff		✓
Rebecca Paulsen, Vice Chair		✓	Dr. Amanda Williamson, President of Professional Staff	✓	
David Unrau, Past Chair	✓		Beth Brownlee VP Clinical and Support Services / CNE	✓	
Amy Sicoli, CHSO Designate	✓		Resources (Non-Voting)		
Suli Adams	✓		Scott Coombes	✓	
Daniel Burke	✓		Melanie Henderson	✓	
Sean Crozier	✓		Brent McIntyre	✓	
Clay Deighton		✓	Carolyn Levesque	✓	
Matthew Neadow	✓		Recorder		
Les Scott	✓		Sarah Mellish	✓	
Richard Wilson	✓		Guests		
Lisa Edmonds, Foundation Chair	✓		Dr. Colin Macpherson, Community Representative	✓	
Diana Gagné, President of Hospital Auxiliary	✓		Shelley Sheedy, Community Representative	✓	

	Agenda Items	
1.0	Board Education Session	
1.1	Medical Assistance in Dying (MAiD) Update	Dr. Hazel Markwell, Clinical Bioethicist, provided the Board with an education session on the current information surrounding Medical Assistance in Dying (MAiD).
2.0	Call to Order	Dean Sauriol called the meeting to order at 5:33 p.m.
2.1	Opening Prayer	Amy Sicoli led the Board in an opening prayer.
2.2	Land Acknowledgement	Dean Sauriol read the Land Acknowledgement Statement.
3.0	Adoption of Agenda Motion 1	Moved by Les Scott, seconded by Amy Sicoli, that the Agenda of November 27, 2024 be accepted as presented. CARRIED
4.0	Declaration of Conflicts of Interest	A call for declarations of conflicts of interest was made. No conflicts of interest were declared.

5.0	President and CEO's Report	
	<ul style="list-style-type: none"> • PRH Celebrates Grand Opening of Surgical Inpatient and Day Surgery Units • PRH to Expand Availability of Paediatric Surgeries as Part of Regional Program • Epic Update • Visual Improvements at PRH 	<p>November 15th marked an incredibly exciting day for our hospital and for our community as we celebrated the Grand Opening of both our Day Surgery and Surgical Inpatient Units. The ceremony saw representation from approximately 70 invited guests including donors, community partners, government representatives, project leaders, members of our surgical team and members of the Board of Directors. The completion of this project, valued at over \$20 million, marks a major milestone in our hospital's history as the second largest construction project we have seen through to completion, in decades, second only to the creation of Tower B in the mid-2000s.</p> <p>We are excited to share that we are in the early stages of planning for an expanded number of ENT (Ear, Nose, Throat) surgeries in 2025 as part of the regional pediatric surgical program led by CHEO and the Kids Come First Health Team. The program which was launched this past spring with funding from the province brought the CHEO Day Surgery program to two sites: Brockville General Hospital and Carleton Place & District Memorial Hospital. This will be expanded to PRH and Hawkesbury in 2025</p> <p>We are currently working with CHEO to discuss next steps which will include submission of a business proposal in order to acquire the necessary funding for the expansion of services.</p> <p>On November 13, 2024 over 20 members of The Ottawa Hospital's Epic implementation team made the trip to PRH to visit some of our departments in order to get a good sense of our workflows. Managers responsible for overseeing working groups had the opportunity to meet the TOH Epic analysts and tour them around our hospital. The TOH analysts visited a variety of departments where they spoke with front line staff about workflows. They were impressed with our state of readiness as well as the enthusiasm everyone showed.</p> <p>As part of an ongoing effort to ensure the hospital's upkeep, take a minimalist approach to signage and ensure that wayfinding is clear and concise, we have a number of small projects on the go including contracting a dedicated painting team which will be moving ahead with a number of paint jobs that have been identified, moving forward with ways to improve exterior wayfinding for our patients and visitors and we are looking to purchase more standardized closed-in containers for garbage and recycling throughout the public areas of the hospital and sourcing covers for our food tray carts that will provide a better aesthetic.</p>

	<ul style="list-style-type: none"> • Indigenous Training Opportunity for Our Senior Leadership Team • Take Our Kids to Work Day 2024 • Tim Hortons Holiday Smile Cookie Campaign Supports PRH • Christmas 2024 Celebrations 	<p>In partnership with the Renfrew County Administration Group which consists of leaders from PRH, Algonquin College, the City of Pembroke, the County of Renfrew, Family and Children’s Services, the Renfrew County and District Health Unit, and both the Renfrew County and Renfrew County Catholic school boards, our Senior Leadership Team will be taking part in an Indigenous Training Day on November 29th.</p> <p>The full day session held at the college will consist of participation in the Kairos Blanket Exercise led by Circle of Turtle Lodge followed by a discussion on Truth and Reconciliation led by Elder Aimee Bailey. We hope to take away some best practice in how we can better care for our Indigenous patients.</p> <p>The Pembroke Regional Hospital Take Our Kids to Work Day 2024 that took place on November 6th was a success thanks to all team members who participated and shared details of their health care journey. The 13 Grade 9 students loved the tours of Surgical, Obstetrics, and ED/ICU. They also enjoyed the PRH Jeopardy game, the CSI cleaning activity with the help of our Environmental Services team, and other team building activities hosted by Human Resources.</p> <p>We were thrilled to learn that Tim Hortons Pembroke and Petawawa selected the Pembroke Regional Hospital as the proceed recipient for their 2024 Holiday Smile Cookie Campaign which runs November 18th to 24th. Funds raised will go towards the purchase of a pediatric crib for our OR and our youngest patients.</p> <p>The Hospital's Christmas Dinner and Dance will be held on December 7, 2024 at Germania Hall and the Board/Leadership Christmas Event will be held on December 10, 2024.</p>
6.0	Patient Story	Sabine Mersmann provided an overview of a patient story.
7.0	Strategic Matters – Generative Discussion	
7.1	MAiD Questions	<p>The Board was provided with the opportunity for further discussion and to ask any additional questions following the presentation from Dr. Hazel Markwell on Medical Assistance in Dying (MAiD).</p> <p>A discussion was held on the Hospital’s responsibility to ensure that patients can connect with the appropriate resources when considering MAiD and that safe transfers are facilitated when needed and possible.</p>

		It was also noted that Dr. Hazel Markwell is an excellent resource and is always available to help with inquiries at PRH.
8.0	Business/Committee Matters – Generative Discussion	
8.1	Incorporation and Administrative By-Laws:	<p>Sabine Mersmann provided a presentation on the process to date on the Hospital’s transition from being federally incorporated to being provincially incorporated and the updates being made to the Administrative By-Laws and associated policies to comply with the Ontario Not for Profit Corporations Act (ONCA). Once reviewed and approved by the Board of Directors at this evening’s meeting, the Administrative By-Laws and Articles of Continuance will then be presented to the Board of the Catholic Health Corporation of Ontario (CHSO) for their review and approval as well.</p>
	<ul style="list-style-type: none"> Articles of Continuance 	<p>The new Articles of Continuance were reviewed by the Board with no changes recommended.</p> <p>Motion 2 Moved by Richard Wilson, seconded by Suli Adams, that the Board of Directors approves the new Articles of Continuance, subject to the approval of the Members of the Corporation (CHSO).</p> <p style="text-align: right;">CARRIED</p>
	<ul style="list-style-type: none"> Administrative By-Laws 	<p>The draft Administrative By-Laws were presented to the Board with the opportunity for any questions or further discussion.</p> <p>A question was raised as to whether the revised by-laws will impact how the Board Executive is elected and it was confirmed that the Board Executive Committee has consulted BLG on this and has been reviewing processes used by other organizations in order to develop a more formalized process for this but that this process will live outside of the By-Laws.</p> <p>Motion 3 Moved by Les Scott, seconded by Sean Crozier, that the Board of Directors approves the recommendation of the Board Executive Committee and approves the revised Administrative By-Laws as presented, subject to the approval of the Members of the Corporation (CHSO).</p> <p style="text-align: right;">CARRIED</p>
	<ul style="list-style-type: none"> Policies – Board Code of Conduct, Conflict of Interest, Nominations, Annual Declaration and Consent 	<p>The policy “Code of Conduct” was reviewed. Regarding the referral of complaints process, it was asked what the process would be should a concern involve all members of the Board Executive. BLG will be further consulted on</p>

this topic and this policy will be brought back to the Board for consideration at a later date.

The policy “Conflict of Interest” was also reviewed and a discussion was held on how and when to declare a conflict of interest according to the policy. It was noted that if a member has a question about a potential conflict, they should contact the Board Chair for advice before the meeting in question.

Motion 4 Moved by Lisa Edmonds, seconded by Sean Crozier, that the Board of Directors approves the recommendation of the Board Executive Committee and approves that the policy “Conflict of Interest” as presented.

CARRIED

The “Nominations Policy” was reviewed with no changes recommended.

Motion 5 Moved by Sean Crozier, seconded by Matthew Neadow, that the Board of Directors approves the recommendation of the Board Executive Committee and approves that the policy “Nominations Policy” be accepted as presented and replace the current policy “Nomination to Board of Directors”.

CARRIED

The new “Annual Declaration and Consent” form was reviewed. It was confirmed that this would be signed by all members each year and stored in the Administration Office.

Motion 6 Moved by Suli Adams, seconded by Sean Crozier, that the Board of Directors approves the recommendation of the Board Executive Committee and approves that the “Annual Declaration and Consent” form be accepted as presented.

CARRIED

- Executive Committee of the Board Terms of Reference

The Terms of Reference for the Board Executive Committee were reviewed with no changes recommended.

Motion 7 Moved by Les Scott, seconded by Richard Wilson, that the Board of Directors approves the recommendation of the Board Executive Committee and approves that the Terms of Reference for the Board Executive Committee be accepted as presented.

CARRIED

	<ul style="list-style-type: none"> Resource and Audit Committee of the Board Terms of Reference 	<p>It was noted that the Terms of Reference for the Resource and Audit Committee are also being revised and will be reviewed by the Resource and Audit Committee and then the full Board of Directors when ready.</p>
8.2	Budget Update	<p>Scott Coombes provided the Board with a budget update noting that a funding letter was received on October 31, 2024 for the second half of the Bill 124 reimbursement funding. Though not the full amount, the reimbursement amount is in line with what other hospitals received. The funding amounts are currently under embargo until further notice. At this time, it is expected that the Hospital will likely be looking forward to a balanced budget and the Board Members were thanked for all of their support.</p> <p>A letter was also received from the Deputy Minister of Health that was sent to all Hospitals regarding hospital finances noting that they are committed to meeting with the hospitals and the OHA to continue discussions and that they acknowledge the current financial difficulty across the hospital sector. At this time, hospitals have not received requests to complete performance improvement plans and there is no HAPS (Hospital Annual Planning Submission) or budget process in place at this time. The Ministry is approaching this as a sector-wide issue and not by individual organizations.</p> <p>A question was asked regarding if there were any risks to the money committed to the Epic investment. It was noted that the Hospital is in a good position and that, with other hospitals joining in on the Epic transition, the initial investment amount will decrease as well as operational costs moving forward. There will be a lot of discussion with the Resource and Audit Committee on planning for investment.</p>
8.3	Pre-Budget Advocacy	<p>Sabine Mersmann provided the Board with an update on the Pre-Budget Advocacy process. The Ontario Hospital Association is discussing this regularly with the Ministry and is asking Hospitals to meet with their respective MPPs. A meeting with John Yakabuski will be arranged in the near future.</p>
8.4	OFA Loan Agreement	<p>Scott Coombes provided the Board with an update on the OFA Loan Agreement noting that the Board had previously approved for PRH to seek a loan from the OFA to support the Epic investment and approval was received from the Ministry of Finance. We have not received the draft loan agreement at this time and have not incurred any significant costs with the Epic implementation to date. When received, the agreement will be brought to the</p>

		<p>Resource and Audit Committee in January for review and approval followed by the full Board.</p> <p>An update was also provided on the Epic timelines. At this time, the current “go live” date is November 29, 2025. Other hospitals are now looking to join this Epic instance and the implementation team has given them to December 1, 2024 to commit and then a review will be done on the resources involved and the impact to timelines. More information should be known by the end of December.</p>
8.5	<p>EV ChargeON Agreement</p> <p style="text-align: right;">Motion 8</p>	<p>Scott Coombes explained that, as part of the capital budget for 2024/25, the Board already approved the cost of the EV charging stations however, as part of the grant agreement, PRH is now required to pass a motion including reference to the site location on Deacon Street.</p> <p>Moved by Suli Adams, seconded by David Unrau, that the Board of Directors supports the Ministry of Transportation's Electronic Vehicle (EV) ChargeON Project for the site of Pembroke Regional Hospital, 201 Deacon Street (Parking Lot) in Pembroke, Ontario.</p> <p style="text-align: right;">CARRIED</p>
9.0	Consent Agenda	
9.1	Board of Directors	<ul style="list-style-type: none"> • Verified the Board Minutes of October 30, 2024
9.2	<p>Medical Advisory Committee</p> <ul style="list-style-type: none"> • Minutes from the meeting held November 20, 2024 	<ul style="list-style-type: none"> • Received the Medical Advisory Committee minutes of November 20, 2024 and approved the following motions: <ul style="list-style-type: none"> • that the Board of Directors accepts the recommendation of the Medical Advisory Committee and approves the following new applications: <p><u>New Term Applications</u> Dr. Ben Musa, Anas – Critical Care (ICU) Dr. McRae, Sarah – Emergency Medicine Dr. Ni, Lian ting – Ambulatory Clinics (Nephrology) Dr. Peters, Mikaela – Surgery (Orthopedics) Dr. Simard, Philippe – Critical Care (ICU) Dr. Sobiesiak, Agnes – Family Medicine (ICU Mentorship)</p> • that the Board of Directors accepts the

		<p>recommendation of the Medical Advisory Committee and approves the following new applications:</p> <p><u>New Dentist Term Application</u> Dr. Ziegel, Sarah – Dental Surgery</p>
9.3	Board Quality and Patient Safety Committee	<ul style="list-style-type: none"> Received the minutes from the Board Quality and Patient Safety Committee meeting held November 5, 2024
9.4	Board Executive Committee	<ul style="list-style-type: none"> Received the minutes from the Board Executive Committee meeting held November 6, 2024
9.5	Foundation Report	<ul style="list-style-type: none"> Received the Foundation Report
9.6	Auxiliary Report	<ul style="list-style-type: none"> Received the Auxiliary Report
10.0	Open Forum	<p>It was noted that, with Melanie Henderson leaving the organization, her position as Vice President Clinical and Support Services, Partnerships and Integration, will not be replaced and her respective departments have been reassigned to the other VP portfolios.</p>
11.0	Next Meeting	<p><i>Next Board Meeting on Wednesday, January 29, 2025 at 5:00 p.m. – Boardroom, Tower C (C142)</i></p>
11.1	Board Committee Meetings Calendar	<p>The Board Committee meeting calendar was attached for information.</p>
11.2	Attendance Record	<p>The attendance record was attached for information.</p>
12.0	Adjournment Motion 9	<p>Moved by Sean Crozier, seconded by Les Scott, that the meeting be adjourned at 6:55 p.m.</p>



D. Sauriol, Board Chair



S. Mersmann, President & CEO