


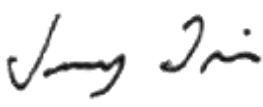
Committee:	HHS COMMON BOARD		
Date:	October 30, 2025	Time:	4:31pm-7:35pm
Chair:	Brian Heagle, Board Chair	Recorder:	Alana Ross
Present:	Elected: David Atkinson, Nonie Brennan, Brian Heagle, Heather Hern, Steve Ireland, Christie MacGregor, Tara Oke, Jared Petteplace, Susan Reis, Jane Sager Ex Officio: Jimmy Trieu, Lynn Higgs, Dr. Shannon Natuik, Dr. Patel, Dr. Ryan, Dr. Steinmann		
Guest(s):	Robert Lovecky, Krista McCann (SHHF ED)		
Regrets:	Glen McNeil		
1	<u>Open Session - Call to Order / Welcome</u> <ul style="list-style-type: none"> Video / audio recordings and transcriptions of open session are retained for the purpose of creating accurate minutes and will be expunged on final approval of the minutes by the HHS Common Board. 		
1.1	<u>Land Acknowledgement:</u> Land Acknowledgement LINK <ul style="list-style-type: none"> C. MacGregor reviewed the land acknowledgement and shared her personal reflection, I am a huge supporter of Indigenous LED partnerships with the World Wild Wildlife Fund and various levels of government to develop and implement projects related to habitat restoration. This includes the First Nations Salmon Habitat work undertaken to protect our humpback, fin and orca whales in the water alongside the Great Bear Rainforest on the West Coast and on the East Coast. The identification of strategies and actions to recover species at risk in the Saint John River and additional projects that are meaningful to me include the Arctic Species Conservation, supporting research initiatives on polar bears, sea ice, and the protection of Caribou calving grounds. For these efforts, I applaud the Indigenous people and I am grateful. 		
1.2	<u>Story:</u> <ul style="list-style-type: none"> OHA is hosting Governance Essentials Sessions for new directors <ul style="list-style-type: none"> Session 1 outlined the legal framework of Ontario Hospitals and discussed legal accountability Re Supervision of Stevenson Memorial Hospital (Alliston) 2024, MOH investigators report was reviewed for the Board as a learning opportunity and a reminder of responsibilities as governors <ul style="list-style-type: none"> Board of directors was dismissed; and supervisor was given the mandate to integrate the hospital with a larger organization Reminder that the Board has the responsibility to ensure they have appropriate insight into the best practices, foresight into strategic discussions, and oversight of fiduciary responsibilities for HHS 		
2	<u>Education / Guests</u>		
2.1	<u>Governance / Operations:</u> <ul style="list-style-type: none"> No discussion 		
3	<u>Approvals and Updates</u>		
3.1	<u>Declaration of Conflict of Interest</u> <ul style="list-style-type: none"> B. Heagle 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	<u>Agenda</u> <ul style="list-style-type: none"> Approval / Changes <ul style="list-style-type: none"> None <u>MOVED AND DULY SECONDED</u> <u>MOTION: To approve the October 30, 2025 HHS Common Board agenda. CARRIED.</u>		
3.3	<u>Previous Minutes</u> <ul style="list-style-type: none"> Approval / Changes <ul style="list-style-type: none"> None <u>MOVED AND DULY SECONDED</u> <u>MOTION: To approve September 25, 2025 Minutes of the HHS Common Board. CARRIED.</u>		

	<p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To approve October 17, 2025 Special Meeting Minutes of the HHS Common Board. CARRIED.</u></p>
4	Business Arising from Previous Minutes
5	Foundations Report
5.1	<p><u>SHHF Quarterly Rotation:</u></p> <ul style="list-style-type: none"> 2025-10-15-SHHF Update to HHS <ul style="list-style-type: none"> Appreciation for the opportunity to stay aligned Photo op with \$50K donor on Oct 30; provided by a local family who is involved in many foundations, including Ausable Bayfield Conservation Authority, and the South Huron Community Foundation, which amalgamated into the Sunset Community Foundation in Grand Bend; funds are dispersed throughout the community Communication to donors regarding the hiatus of the Medical Centre will be conveyed in the winter newsletter <ul style="list-style-type: none"> Importance of aligning purpose, mission and strategic plan, tightening parameters on who we are and what we do, before moving forward Awareness of the HHS workload around priorities such as master planning, strategic plan, CT scanner and the MOH request for a balanced budget within three years SHHF will begin strategic plan in the Fall (HHS current Strategic Plan ends Mar 2026) <ul style="list-style-type: none"> HHS has a session devoted to the strategic plan on Nov 20 12th Annual SHHF Radiothon scheduled for Oct 31; goal is \$50K for the Nitrous Oxide Delivery System and the Wound Vac System Appreciation extended to the SHHF for the extraordinary work they are doing, which is showcased on social media
6	Consent Agenda (time allotted for any questions and/or updates)
6.1	<p><u>Patient Experience:</u></p> <ul style="list-style-type: none"> 2025-10-Monthly Report-Patient Experience, circulated and reviewed
6.2	<p><u>Governance & Nominating:</u></p> <ul style="list-style-type: none"> Documents circulated: <ul style="list-style-type: none"> 2025-10-Monthly Report-G&N 2025-09-12-G&N Minutes F2526 Governance & Nominating Work Plan Draft Terms of Reference-Nominating Sub Committee Final Draft Terms of Reference-Governance Committee Final Draft Motion moved out of the Consent Agenda to New & Other Business 8.1
6.3	<p><u>Resources:</u></p> <ul style="list-style-type: none"> 2025-10-Monthly Report-Resources, circulated; no additions
6.4	<p><u>Audit:</u></p> <ul style="list-style-type: none"> Next meeting scheduled for Dec 11 <ul style="list-style-type: none"> Reviewing Audit Work Plan and Audit TOR; may be circulated for email acceptance prior to next meeting
6.5	<p><u>Quality Assurance:</u></p> <ul style="list-style-type: none"> Documents circulated: <ul style="list-style-type: none"> 2025-10-Quarterly Report-QA, circulated, no additions 2025-03-19-QA Minutes, circulated
6.6	<p><u>Collaborative Leadership Roundtable:</u></p> <ul style="list-style-type: none"> No discussion
6.7	<p><u>Recruitment and Retention:</u></p> <ul style="list-style-type: none"> No discussion
6.8	<p><u>Joint Hospitals & Foundations:</u></p> <ul style="list-style-type: none"> No discussion

6.9	<u>Community Engagement Council:</u> <ul style="list-style-type: none"> No discussion
	<p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To accept the Patient Experience report and all Committee reports with corresponding Minutes pursuant to items 6.1 to 6.9, as presented. CARRIED.</u></p>
7	Standing Reports
7.1	<u>President & CEO:</u> <ul style="list-style-type: none"> 2025-10-Monthly Report-CEO, circulated <ul style="list-style-type: none"> Current topic of focus is the MOH request for balanced budgets within three years Coming respiratory illness season expected to have an impact on already pressured HHR and bed capacity situation Balanced budgets have been submitted to OH; waiting for feedback <ul style="list-style-type: none"> Meeting scheduled in Nov for hospitals to present their plans online to peers Affect on CT Scanner and Master Planning <ul style="list-style-type: none"> Ministry has responded regarding the CT Scanner with questions on how we plan to operate it in years four and five; future operational funding to be discussed with the Foundation <ul style="list-style-type: none"> Some savings identified around patient transfer and wait times, but not enough to support the full operations in years four and five Re Master Planning-capital projects across the province that have been approved are going to be re-evaluated; 50 in queue; expecting that our master planning will be pushed back and that we will be responsible for any renovations required to be done on our own
7.2	<u>CFO:</u> <ul style="list-style-type: none"> F2526-P6-Monthly Report-YTD Financial and Risk Management; circulated and reviewed <ul style="list-style-type: none"> Reviewed Executive Summary; \$800K deficit compared to a planned deficit of \$2.4M; \$1.6M positive variance; additional funding will change the forecast \$533K base funding increase; budgeted at 2%, but MOH has provided 3% and we may see as high as 4% by the end of the year; have realized \$300K in one-time funding that was not budgeted Operating expenses tracking better than last year; also tracking better than average in relation to peer hospitals Supplies / expenses, i.e., gas, patient food, ordering practices, insurance, and lab supply costs are all down Pressures still remain on compensation costs due to increase orientation (new recruits), training, sick time, call backs and overtime; Vacancies in Lab and DI SHH <ul style="list-style-type: none"> Pressures related to unfunded operating costs, i.e., SHMC & WIC, which is funded by SHH, rather than the MOH; SHH sick time is also over budget; professional Management fees have dropped since SHH divested their investments; transcription costs are down Capital <ul style="list-style-type: none"> AMGHF had some Board changes which delayed approval of Capital List, so funds have not be spent yet; also, focus on the MRI Campaign, puts pressure on high priority vs non-priority capital items <ul style="list-style-type: none"> SHHF was able to fund all capital asks for the year HIRF available over the next 6-8 months AMGH <ul style="list-style-type: none"> AMGH Mental Health renovations nearing completion Risks & Challenges <ul style="list-style-type: none"> SHH schedule system is at end-of-life; working with Supply Ontario and LHSC ITS on a solution, rather than moving to something new; risk is going into manual scheduling mode <ul style="list-style-type: none"> Planning sessions scheduled for discussion regarding back office systems, finance procurement, corporate solutions, ERP, HIS, etc., will take three to six months to determine solutions available

	<ul style="list-style-type: none"> – Infrastructure services kick off meeting scheduled this quarter to ensure infrastructure will support coming changes – AMGH is moving forward with adoption of Oracle Health; RFP initiated for financing <ul style="list-style-type: none"> ▪ SHH cash balance is maintained at this time; additional based funding does help ○ KPIs-current ratio measures our ability to pay back our short term obligations and liabilities; ‘in the green’; while the operating margin is a negative, it is a lot better than target compared to HSAA 		
	<p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To accept the President & CEO and Financial Results and Risk Management reports pursuant to items 7.1 and 7.2, as presented. CARRIED.</u></p>		
	<table border="1"> <tr> <td> <p><u>Action:</u></p> <ul style="list-style-type: none"> • Update Financial report in package with most recent version </td><td> <p><u>By whom / when:</u></p> <ul style="list-style-type: none"> • Lovecky / EA; Today </td></tr> </table>	<p><u>Action:</u></p> <ul style="list-style-type: none"> • Update Financial report in package with most recent version 	<p><u>By whom / when:</u></p> <ul style="list-style-type: none"> • Lovecky / EA; Today
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7.3	<p><u>CNE:</u></p> <ul style="list-style-type: none"> • 2025-10-Monthly Report-CNE, circulated <ul style="list-style-type: none"> ○ Community Mental Health Services will be relocating to the basement of SHH; psychiatrist will be on-site one day per week, and will include psychologists and social workers too ○ Respiratory season is not expected to be as bad as last year; people are opting for vaccinations 		
7.4	<p><u>AMGH Chief of Staff:</u></p> <ul style="list-style-type: none"> • 2025-09-17-MAC Minutes, circulated <ul style="list-style-type: none"> ○ ED Schedule is filled up to the Christmas holidays with no gaps; group will be meeting for discussion in Nov ○ Working on the Hospitalist scheduled; appreciation extended to Dr. Steinmann for her work on this ○ Gaps in OR Nursing continue to affect some clinical services, i.e. the OR / OB programs 		
7.5	<p><u>SHH Chief of Staff:</u></p> <ul style="list-style-type: none"> • 2025-10-Monthly Report-COS, circulated, no additions • 2025-09-25-MAC Minutes, circulated 		
7.6	<p><u>AMGH President of Medical Staff:</u></p> <ul style="list-style-type: none"> • 2025-10-Monthly Report-Pres MS, circulated, no additions 		
7.7	<p><u>SHH President of Medical Staff:</u></p> <ul style="list-style-type: none"> • No additions 		
	<p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To accept all Standing Reports and MAC Minutes pursuant to items 7.3 to 7.7, as presented. CARRIED.</u></p>		
8	New and Other Business		
8.1	<p><u>Governance & Nominating further to 6.2:</u></p> <ul style="list-style-type: none"> • Terms of Reference-Nominating Sub Committee Final Draft <ul style="list-style-type: none"> ○ This is a working group, so agendas will not be utilized, however, there may be occasional minutes • TOR-Governance Committee Final Draft <ul style="list-style-type: none"> ○ G&N recommends separating the name of the Committee / Sub Committee <ul style="list-style-type: none"> ▪ Best practice is to separate the concept of Governance & Nominating, since Nominating will now become a Sub Committee ▪ Results in a By-Law change, and ratification at the Annual Meeting in Jun 2026 ○ G&N recommends implementation of Co-Chairs (2), due to the significant workload of the committee <ul style="list-style-type: none"> ▪ Assists with succession ▪ Co Chair to be determined at Governance (nee Governance & Nominating) <p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To accept the Terms of Reference with the name change to Governance Committee and the implementation of Co-Chairs, with all corresponding changes to the By-Laws and policies to be made, effective as of today; and to accept the Terms of Reference-Nominating Sub Committee and to amend references to Governance and Nominating Committee to Governance Committee. CARRIED BY UNANIMOUS VOTE.</u></p>		

	<u>Action:</u> <ul style="list-style-type: none"> Update By-Laws, policies, agendas, minutes, TORs etc., as indicated in 8.1 	<u>By whom / when:</u> <ul style="list-style-type: none"> EA; Nov / Dec
9	HHS Common Board Work Plan	
9.1	<u>Work Plan:</u> <ul style="list-style-type: none"> F2526 Work Plan Draft, circulated and reviewed <ul style="list-style-type: none"> To be reported on quarterly Looking for Board permission to review the Common Board Agreement in relation to changes made to the By-Laws in 2024, i.e., SHHA to SHH, number of Board members changed to a range of 9 to 12 elected / 12-18 with ex-officio members, etc. <ul style="list-style-type: none"> Reviewed recommendations from Miller Thomson, i.e., restating the Common Board Agreement; however, rather than restating the Common Board Agreement, G&N suggested keeping it as is and developing a 1st Amendment that reflects the changes from SHHA to SHH, the range of Board Directors / Members, incorporation of cost sharing discussions, clarification of conflict management section, more concise description of the relationship between AMGH & SHH, and alignment to Strategic Plan, for F2526 <u>MOVED AND DULY SECONDED</u> <u>MOTION: To approve the Governance & Nominating (Governance) Committee to review the Common Board Agreement for the purpose of developing a 1st Amendment, which is to be brought back to the HHS Common Board with recommendation. CARRIED.</u>	
	<u>Action:</u> <ul style="list-style-type: none"> Review committee work plans Review of Common Board Agreement and development of a 1st Amendment 	<u>By whom / when:</u> <ul style="list-style-type: none"> Committee Chairs; Nov G&N; Nov / Dec
10	<u>In-Camera Session</u> <ul style="list-style-type: none"> In-camera session is not recorded or transcribed, and no minutes will be created. All Directors remain for any in-camera session, and guests will be invited by the Chair, as required. Any Director and/or guest with a conflict or other concern may be recused, as needed. All participants must ensure their surroundings are secure from unauthorized participants. 	
10.1	<u>Move into In-Camera:</u> <ul style="list-style-type: none"> Cost Sharing HSSP Hospitalist / Inpatients <ul style="list-style-type: none"> Conflict of Interest declared by Dr. T. Steinmann in relation to Hospitalist / Inpatients discussion Credentials SHH <u>MOVED AND DULY SECONDED</u> <u>MOTION: To move into an in-camera session at 6:05pm. CARRIED.</u>	
10.2	<u>Move Out of In-Camera:</u> <u>MOVED AND DULY SECONDED</u> <u>MOTION: To move back into the open session at 7:33pm. CARRIED.</u>	
10.3	<u>Motion(s) from In-Camera Session:</u> <u>MOVED AND DULY SECONDED</u> <u>MOTION: To approve the 2025-10-Report to Board-Credentials SHH. CARRIED.</u>	
	<u>Action:</u> <ul style="list-style-type: none"> Schedule meeting with community member Schedule meeting with Collaborative Leadership Roundtable re inpatients 	<u>By whom / when:</u> <ul style="list-style-type: none"> Heagle; Nov Trieu / EA; Nov / Dec
11	Common Board Evaluations	
12	Next Meeting & Adjournment	
	Regrets to alana.ross@amgh.ca	
	Date	Time
	November 27, 2025	4:30pm-6:30pm
	Location	
	AMGH Boardroom / MS Teams available	
	<u>MOVED AND DULY SECONDED</u> <u>MOTION: To adjourn the October 30, 2025 HHS Common Board meeting at 7:35pm. CARRIED.</u>	

Signature	
	
Brian Heagle, Board Chair	Jimmy Trieu, President & CEO