

Board of Directors Meeting MINUTES

Date: April 23, 2024

Time: 5:30 PM

Location: Board Room & Zoom

Chair: Mr. John Frostiak

Present: Mr. John Frostiak - Board Chair, Ms. Dianne Pertoci, Ms. Arlene Swanwick, Mr. Dennis Gushulak, Ms. Holly Stamarski, Ms. Marion Whitton, Mr. James Russell, Mr. Trevor Zhukrovsky, Ms. Elenor Vachon, Ms. Jennifer Sedlacek.

Staff: Mr. Sumeet Kumar, Mr. Brent Maranzan (Zoom), Dr. Diane Zielke (Zoom), Ms. Iris Pham, Ms. Joan Cameron.

Guest: Ms. Jennifer Powers.

External Facilitators: Ms. Ruthe Anne Conyngham, Mr. Jeff Gordon.

Regrets: n/a.

1. CALL TO ORDER

The meeting was called to order by Mr. John Frostiak at 6:05 PM.

1.1. Quorum

Quorum was established.

1.2. Acceptance of Agenda

The following motion was brought forward:

MOTION NO: 24-21

Moved: A. Swanwick

Seconded: D. Gushulak

That the agenda for the April 23, 2024, meeting of the RLMCMH Board of Directors be accepted.

Vote for motion: Carried.

1.3. Declaration of Conflict of Interest

- A conflict of interest was declared regarding Ms. Dianne Pertoci's grandson starting work as a Registered Nurse. Ms. Dianne Pertoci offered to resign if necessary. The consensus was that Ms. Dianne Pertoci could participate in general hospital business but abstain from matters involving their relative.

2. CONSENT AGENDA

For the purpose of convenience and for expediting meetings, matters of business of repetitive or routine nature are included in the Consent Agenda and

all such matters of business contained in the Consent Agenda are voted on collectively. A particular matter of business may be singled out from the Consent Agenda for debate or for a separate vote upon the request of any Member. In the case of a separate vote, the excluded matter of business is served from the Consent Agenda, and only the remaining matters of business contained in the Consent Agenda are voted on collectively.

- 2.1. Minutes, Nominating Committee, April 12, 2024
- 2.2. Minutes, MAC Committee, March 28, 2024
- 2.3. Minutes, Board of Directors, March 26, 2024
- 2.4. Minutes, Resource and Planning, March 19, 2024
- 2.5. Minutes, Quality Committee, March 11, 2024

The following motion was brought forward:

MOTION NO: 24-22

Moved: E. Vachon

Seconded: M. Whitton

That the consent agenda of the April 23, 2024, meeting of the RLMCMH Board of Directors be accepted.

Vote for motion: Carried.

3. EDUCATION

3.1. Accessing Red Lake Hospital emails for Board

- Ms. Iris Pham gave a presentation regarding accessing Red Lake Hospital emails for Board Directors via office.com website.

4. BUSINESS ARISING

4.1. Committee meeting in Visual Strategy Room

- Mr. Sumeet Kumar advocated holding future Committee Meetings in the Visual Strategy Room. The aim is to ensure that everyone is aware of ongoing projects and their alignment with the organization's strategic plan.

5. NEW BUSINESS

5.1. Review financial reports and investment statements

- Mr. Brent Maranzan noted that there is an operating deficit of \$223,000 which is expected to decrease once final allocations from funds are made. Some adjustments are still pending, primarily related to audit adjustments, which may cause minor fluctuations. Overall, the financial situation is much improved compared to previous periods, largely due to the receipt of funding from Bill 124 and other minor sources.

- Regarding the audit, preparations are underway, with interim testing already completed. The fieldwork is scheduled to commence in the first week of May, with efforts focused on ensuring a smooth process, despite the tight turnaround.

5.2. Long term debt refinancing

- Mr. Brent Maranzan's recent discussions with CIBC revealed a need to finalize the refinancing arrangement for the Honeywell project's temporary \$1.7 million loan. Options presented included paying off the entire loan from existing cash reserves or opting for a partial repayment or refinancing arrangement.
- Mr. Brent Maranzan recommended prioritizing debt reduction, considering the Hospital's favorable financial position and the minimal expected returns on investments compared to financing rates. Further consideration was given to the allocation of funds, particularly regarding the Meditech project. It was estimated that Meditech would require a substantial portion of funds, potentially around \$2 million or more.
- Mr. John Frostiak stated that a detailed analysis of options for debt refinancing should be prepared and presented to the Board before voting on the motion. The analysis should consider various scenarios, including full repayment of the Honeywell project debt, partial repayment, and potential implications for future financing, particularly in relation to the upcoming Meditech project.

5.3. Value Assessment of our benefit programs

- The Board received a presentation from Mr. Jeff Gordon on the value assessment of the organization's benefit programs. The presentation outlined the current benefits structure, recent changes in healthcare claims, and the proposed transition to collaborative benefits offered by the Ontario Hospital Association (OHA). The OHA's plan guarantees savings of 2% to 5% compared to current rates, with locked premiums for up to five years. The presentation highlighted potential cost savings, particularly in stop-loss fees, and emphasized that the transition would not impact end-user benefits significantly.
- Mr. John Frostiak emphasized that the Board should receive the information ahead of the meeting to ensure all Board Directors are well-informed before voting on the motion.

5.4. Set date for Annual Meeting

- The Board discussed setting a date for the Annual General Meeting (AGM) and agreed to schedule it for June 27th, 2024.

6. CORRESPONDENCE/INFORMATION

7. EMERGING ISSUES FOR DISCUSSION

7.1. ED Closures: Probability/Risk Management/Thresholds

- There are currently five upcoming dates in May where physician coverage is not secured: May 4th, May 6th, May 11th, May 12th, and May 13th.

8. REPORTS

8.1. RLMCMH Foundation

- Ms. Marion Whitton provided updates on their fundraising initiatives, including the upcoming cookies sale at Tim Hortons and preparations for the golf tournament scheduled for June 21st and 22nd. Letters have been sent out, and donations and auction items have already been received. The goal for this year's fundraising efforts is to raise \$184,000 for a new chemistry and animal analyzer.

8.2. RLMCMH Auxiliary

- Ms. Dianne Pertoci noted that the annual Spring Craft and Gift Show was successful, drawing many attendees and generating enthusiasm. The raffle baskets alone brought in \$1,600. Additionally, the progressive jackpot now stands at over \$7,000, and funding goals for various items have been met, with some already ordered and received. Ms. Dianne Pertoci mentioned a future project in the garden once the snow melts.

8.3. Chief Nursing Executive

- The CNE report was included in the package.

8.4. Chief Executive Officer

- The CEO report was included in the package.

8.5. Chief of Staff

- Deferred.

9. MEETING EFFECTIVENESS SURVEY

9.1. Results, March 26, 2024

9.2. Survey for Today's Meeting

10. CELEBRATIONS

11. ADJOURNMENT

The meeting was adjourned by Mr. John Frostiak at 8:25 pm.

12. DATE OF NEXT MEETING: May 28, 2024.

13. IN CAMERA

A handwritten signature in blue ink, appearing to read "Kumar", with a horizontal line underneath.

Mr. Sumeet Kumar

President & CEO

A handwritten signature in blue ink, appearing to read "Frostiak", written in a cursive style.

Mr. John Frostiak

Board Chair