

Perth and Smiths Falls District Hospital
Board of Directors Meeting
Tuesday, June 24th, 2025
Via GWM Boardroom and Teams @ 7:30 a.m.

Present: Dr. W. Hollis, R. Schooley, K. Kelly, S. Anderson, B. Smith, K. Clupp, R. Dyke, M. Cohen, W. Bromm, E. Farrell, M-L Hussak, C. Maloney, I. Boyle, H. Mostamandi, J. Brown, M. Hallam, K. Fair, Dr. Morell, S. Gauthier, D. Thomson, J. Roberts, Pharmacy Manager (Guest), M-A Gagné (Guest) and A. Pellerin (Guest)

Teams: Dr. Wahay, J. Church and Dr. MacDonald

Regrets: S. Pankow

In Attendance: C. Rustan, Recording Secretary

1. Call to Order – Dr. W. Hollis

Dr. W. Hollis called the meeting to order at 07:31 a.m.

2. Approval of Agenda

THE June 24th, 2025 open session Board agenda was approved by consensus.

CARRIED.

3. Pharmacy Presentation – J. Roberts

J. Roberts, Pharmacy Manager provided a detailed presentation on the Pharmacy department.

The slide deck is available on the Board Portal.

4. Chair's Remarks – Dr. W. Hollis

Dr. Hollis welcomed Ms. Gagné and Ms. Pellerin to the Board Meeting, they are two of the three new candidates that are being brought forward today for Board approval.

5. Declaration of Conflict of Interest – Dr. W. Hollis

Members were asked to declare a conflict at any point during the meeting.

6. Closed Session

MOVED by S. Anderson

SECONDED by K. Clupp

THAT the PSFDH Board of Directors move into closed session at 7:56 a.m.

CARRIED.

MOVED by S. Anderson

SECONDED by K. Clupp

THAT the PSFDH Board of Directors move out of closed session at 7:59 a.m.

CARRIED.

Closed Session Resolutions:

• **Chief of Staff Report - Professional Staff Appointments/Reappointments**

RESOLUTION No. 37/25

THAT the PSFDH Board of Directors adopt the Chief of Staff report (Professional Staff Appointments from June 10th) from the Closed Session. The report was approved by consensus.

CARRIED.

7. Approval of Agendas

7.1 Consent Agenda

a) PSFDH Board of Directors Minutes – May 27th, 2025 *

b) CEO Report – M. Cohen *

c) PSFDH Foundation Report – M. Hallam

d) Governance Committee Report – C. Maloney *

Dr. Hollis noted that the following two items will be pulled out of the consent agenda and discussed later in the meeting:

- Approval of new Board Candidates
- Approval of re-election of Board Members

e) Board Quality Committee Report

THAT the consent agenda items noted above were approved as presented by consensus, with the exception of the two Governance items which will be discussed later in the meeting.
CARRIED.

8. Finance Committee

8.1 Financial Committee Report

R. Dyke we are currently one month into our new fiscal year, and we have yet to receive any funding letters.

8.2 Financial Statements and Dashboard

The Financial Statements and Dashboard were included in the package.

8.3 2024-2025 Year End Compliance Reporting

E. Farrell shared that the year end compliance reporting documents were included in the package.

RESOLUTION No. 38/25

MOVED by W. Bromm

SECONDED by S. Anderson

THAT the PSFDH Board of Directors accepts the Finance Committee recommendation to authorize the Chair and President & CEO to sign and submit to the Ministry the following year end compliance reporting documents:

- BPSAA Compliance Attestation
- BPSAA Compliance Report – Compensation Agreement
- BPSAA Report on Consultant Use
- BPSAA Posting of Expenses
- HSAA Declaration of Compliance
- MSAA Declaration of Compliance

ALL IN FAVOUR.

CARRIED.

9. Action Items

9.1 Chief of Staff Report – Dr. T. Morell

THAT the Chief of Staff Report that was included in the package was approved by consensus. Discussion ensued regarding bed shortages and ALC occupancy.

M. Cohen will bring back an education session on how patients are prioritized, how beds are assigned and the funding that is allocated to beds.

CARRIED.

9.2 Medical Staff Report

Dr. Wahay thanked those who took time out of their day to attend Dr. Drummond's retirement party. Dr. Wahay echoed Dr. Morell's concerns regarding ALC patients and lack of beds.

10. New Business

10.1 Strategy Scorecard Year-End & Approval of 2025/2026 Strategy outcomes

M. Cohen presented the Strategy Scorecard year-end and approval of 25/26 strategy outcomes, which can be located on the Board Portal. S. Anderson suggested that the hospital consider asking physicians/staff one or two things that can be improved and one or two things that they would like to maintain. M. Cohen will take this suggestion under consideration.

The hospital will be focusing on OR first case starts, reducing agency staff by an additional 50% and achieving a budgeted total margin and working capital ratio.

Discussion ensued regarding filling maternity leaves and possibly keeping them on afterwards for FT. Workforce edge consultants have been brought in and that method is not an ideal solution, due to unbudgeted FTE's. H. Mostamandi added that some jobs are shared between nursing staff and that the hospital has agreed to pay for six nurses to be trained in wound ostomy.

The Strategy Scorecard Year-End & Approval of 2025/2026 Strategy outcomes was approved by consensus.

10.2 Foundation Strategy

The \$30M preliminary redevelopment campaign framework presentation was uploaded to the portal. The plan is to roll it out over the next 7 to 10 years. The presentation reviewed the current and future needs, building a pipeline of high-net worth donors and the eight different phases in the framework.

Discussion ensued regarding targeting seasonal cottagers, as well as leveraging current connections and networking with new donors. M. Hallam is working on the possibility of having something built into the tax bills to guarantee a contribution, as well as offering a legacy program.

M. Cohen has reached out to MMC to look at any vendor record for consulting to support the feasibility study. The PSFDH Board and Foundation Board will work together to have the campaign align with the hospital's leadership and strategic priorities.

M. Cohen will provide an education session in the fall regarding the mechanics of master planning and redevelopment.

M. Cohen and Mayor J. Brown will meet in the fall to discuss potential locations.

10.3 Approval of Audited Financial Statements

R. Dyke shared that the hospital doesn't have an expense issue, but rather a funding issue.

E. Farrell noted that there were no errors, omissions or other issues identified during the audit.

The hospital did end the year in a positive position, due to the draw on the Lumeo loan.

Discussion ensued regarding the possibility of fraud/theft occurring below the materiality threshold

RESOLUTION No. 39/25

MOVED by C. Maloney

SECONDED by W. Bromm

THAT the Board of Directors accepts the audited financial statements for the year ending March 31, 2025 as presented.

ALL IN FAVOUR.

CARRIED.

10.4 Approval of new Board Candidates

The following two items were pulled from the Consent Agenda.

RESOLUTION No. 40/25

MOVED by C. Maloney

SECONDED by W. Bromm

THAT the PSFDH Board of Directors approve the Governance Committee's recommendation to nominate the following three candidates at the upcoming Annual General Meeting for a one-year term.

- Marie Anik-Gagné
- Caryn Langstaff
- Axelle Pellerin

ALL IN FAVOUR.

CARRIED.

RESOLUTION No. 41/25

MOVED by C. Maloney

SECONDED by W. Bromm

THAT the PSFDH Board of Directors approve the Governance Committee's recommendation to re-elect the following Board Members at the upcoming Annual General Meeting:

- Jamie Church
- Kenneth Clupp
- Rob Dyke
- Scott Anderson
- Steve Gauthier

ALL IN FAVOUR.

CARRIED.

10.5 CEO Salary Review

Dr. Hollis shared that the Governance committee received a great presentation from B. Smith and the Human Resources Manager, and they felt it was appropriate to move forward with a third-party review. If approved, Governance will update the Board once an external review has been completed.

RESOLUTION No. 42/25

MOVED by C. Maloney

SECONDED by R. Dyke

As recommended by PSFDH Human Resources and supported by the Governance Committee, that the Board allocate up to \$15,000 of its annual budget to engage a third party in an external review to provide independent benchmarking and compensation support in the committees' evaluation and review of the CEO's salary.

ALL IN FAVOUR.

CARRIED.

10.6 Board Chair Term

RESOLUTION No. 43/25

MOVED by C. Maloney

SECONDED by W. Bromm

THAT the PSFDH Board of Directors approve the Governance Committee's recommendation to approve an extension of Dr. Hollis' current term by one year, strictly as Chair of the Board.

ALL IN FAVOUR.

CARRIED.

11. Business Arising from minutes

There was no business arising at the June 24th, 2025 meeting.

12. Information Items

Dr. Hollis reminded the Board that Board Orientation will be occurring on the morning of August 22, 2025.

An invitation has been extended to all members of the PSFDH Foundation, and the Foundation will be extending an invite to our Board to attend their Orientation on August 13, 2025.


13. Next Meeting Date

Tuesday, September 23rd, 2025 at 7:30am in the GWM Boardroom.


14. Adjournment

THAT the June 24th, 2025 Perth and Smiths Falls District Hospital Board of Directors' meeting adjourned at 9:04 a.m.

CARRIED.



Dr. W. Hollis, Chair



M. Cohen, Secretary