



NORTHUMBERLAND HILLS
HOSPITAL

ANNUAL GENERAL MEETING

June 18, 2009
Education Centre – 7:00 PM

“Shared Challenge, Shared Solution”

MINUTES

Present: S. Trevail, Chair, D. Broderick, J. Farrell, B. Gerber, D. Hodge, J. Hudson, K. Jackson, L. Kay, B. McInnes, T. McLean, N. O’Nians, D. Pepper, H. Sculthorpe, J. Thompson, R. Biron

Regrets: H. Pankratz, K. Barnard-Thompson, D. Moorsom

Guest: Roger Chafe

1. Call to Order and Housekeeping

S. Trevail called the meeting to order at 7:00 pm. He introduced the 2008/09 Board of Directors and welcomed guests, Deputy Mayor of Cobourg, Gil Brocanier and MPP Lou Rinaldi.

S. Trevail recognized two individuals who passed away during the year. Nick Hathway, a member of the Hospital Board and Bob MacCoubrey, past Chair of the Foundation. Both gentlemen were dedicated contributors to the Hospital and Foundation Boards.

The following candidates for the 2009 election were introduced:

Nick O’Nians, who is standing for re-election in Ward 1
John Farrell, who is standing for re-election in Ward 2
Sid Trevail, who is standing for re-election in Ward 3.

In addition, there are two openings in Ward 3 to fill the positions of Tom McLean and Nick Hathway. The candidates for the two Ward 3 positions are:

Jack Russell and Henry Pankratz

2. Announcement of the Agenda

S. Trevail stated the meeting has been advertised according to the by-laws. The meeting packages include the agenda, 2008-09 Annual Report, Minutes from the June 2008 Annual General Meeting, a summary of the proposed amendments to the by-laws, a biography of the keynote speaker and biographies of the Hospital Board members. A complete copy of the by-laws is available upon request.



NORTHUMBERLAND HILLS
HOSPITAL

3. Guest Speaker: Roger Chafe

R. Biron introduced the guest speaker, Dr. Roger Chafe. Dr. Chafe provided a presentation on public engagement in healthcare organizations.

4. Approval of Minutes of AGM June 19, 2008

It was Moved by K. Jackson and Seconded by J. Farrell that the Minutes of June 19, 2008 be approved. Carried

5. Special Presentations

The following Board members were presented with gifts in recognition of their contribution to the Hospital Board:

Tom McLean, representing Ward 3
Julie Thompson, Chair of the Foundation Board
Dr. Bill Cross, Vice President of the Medical Staff

Presentations were made by J. Hudson to Sid Trevail and Bob McInnes for their contributions as Board Chair and Vice-Chair.

6. Reports:

6.1 Chair, Board of Directors

S. Trevail spoke about future and the near-term challenges that the Hospital is facing. He noted the three major issues facing the new Board are Policy Development, Decision Making and Oversight. He discussed several of the future challenges facing the board. He thanked the members of the Hospital Board, Medical Staff, Hospital Staff, Foundation and Auxiliary for the support they provided him over the past three years.

6.2 President & Chief Executive Officer

R. Biron thanked S. Trevail for his guidance and support over the past few months. He complimented the hospital staff, Foundation, Auxiliary and Board for their contributions toward providing the excellent quality of care experienced at NHH. He discussed the increasing demands that hospitals are faced with. Community Engagement is a new program that will enable us to reach out to our public to gain their insight and input on key issues.

7. By-Law Ratification

J. Hudson referred to two attached memorandums outlining the By-Law Revisions that were approved by the Board of Directors.

It was Moved by J. Hudson and Seconded by B. McInnes to approve the following Professional Staff By-law revisions: Item 16.01 (c) delete (iv), add (vii) (i) and (ii). Item 20.02 (a) and 21.01 (a). Add Item 21.01 (b). Carried

J. Hudson referred to the second memorandum outlining the rationale for a revision of the number of Directors elected from each Ward. The purpose for the change is to



NORTHUMBERLAND HILLS
HOSPITAL

provide flexibility for a skills-based board, while maintaining the current three ward system.

It was Moved by J. Hudson and Seconded by J. Farrell to approve the following By-Law revisions: 3:04 (c), 5:01 (c) (d), 5.03 (a) (b) (c), 5.08 (b) Carried.

8 Acceptance of Audited Financial Statements

N. O’Nians stated that the Audited Financial Statements were approved by the Board of Directors.

The Hospital completed the 2008/2009 fiscal year with an operating deficit of \$1,092,991 before restructuring costs and gain on disposal of capital assets and a net deficit of \$2,035,016.

A copy of the Financial Statements is available upon request.

Auditors Report

Vicky Leaky noted that KPMG met with the Audit Committee on May 21st, 2009 to deliver the Audit Findings Report. Vicky Leaky delivered the Audit Report for March 31st, 2009 to the members of the Corporation.

9. Appointment of the Auditors

It was Moved by N. O’Nians and Seconded by J. Hudson to approve the reappointment of KPMG LLP as external auditors for the fiscal year 2009/10 at the quoted fee included in their April 2006 proposal. Carried

10. Announcement of Board of Directors

S. Trevail introduced the two new ex-officio Board Members;
Dr. David Moorsom replaced Dr. Cross, as Vice President, Medical Staff
Jan Boycott replaced Julie Thompson, as Chair of the Foundation

The following new members are acclaimed for the two openings in Ward 3:
Jack Russell and Henry Pankratz

The following members are acclaimed for an additional three year term:
N. O’Nians, J. Farrell and S. Trevail.

The members of the 2009/2010 Board of Directors were asked to stand and be recognized.

11. Question Period

The following responses by R. Biron were noted relating to questions posed by Joan Ross with respect to the financial statements:

- 21 lay-off notices were issued, but to date, it is not clear as to how many people will be leaving the organization. We are still in the process of going through the Collective Agreement.



NORTHUMBERLAND HILLS
HOSPITAL

- None of the services at NHH have been affected with the operating plan and budget announced in March 2009 that identified \$1.4 million of operating efficiencies. Volumes have been adjusted to the decrease in wait time funding.
- Expenses over and above restructuring costs are attributed to a year end adjustment for OPSEU and CUPE pay equity.
- The restructuring costs are due to early retirements, supply chain operational review, and training and education for staff as we implement changes.

12. Termination

The meeting terminated at 8:30 pm.

Sid Trevail, Board Chair