

MINUTES

Committee:	Annual Meeting - Members of AMGH Corporation		
Date:	June 29, 2023	Time:	7:00pm-7:44pm
Chair:	Glen McNeil, Board Chair	Recorder:	Alana Ross
Present:	Allan Ball, Dr. Daters, Brian Heagle, Heather Hern, Anthony Hodzman, Steve Ireland, Aileen Knip, Christie MacGregor, Glen McNeil, Dr. Natuik, Dr. Nelham, Susan Reis, Bob Robson, Jane Sager, Laura Stire, Jimmy Trieu, Michelle Wick		
Regrets:	Tara Oke, Pat O'Rourke, Bruce Shaw, Dr. Ryan, Sherry Marshall		
Guests:	Matt Trovato, Paul Seebach, Karen Scott (AMGH Auxiliary), Nancy Hughes, Barb & Graham McEwan, Bob Montgomery, Kimberley Payne, Eda Greydanus, Lynn Bearden, Jeanette Dawitscek, David Greer, Kathi Lomas-McGee, Liz Petrie		
1	Call to Order / Welcome		
1.1	<ul style="list-style-type: none"> Mr. McNeil welcomed everyone and called the meeting to order at 7:00pm <ul style="list-style-type: none"> Thank you to all the volunteers, staff and physicians attending and representing our catchment areas Thank you to all for your commitment to those who look to use for guidance and leadership in our respective communities 		
1.2	<p><u>Confirmation of Notice to Members and Quorum:</u></p> <ul style="list-style-type: none"> The AMGH Board consists of 20 individuals, including fourteen (14) elected members, one (1) representative each from the Auxiliary and the Foundation, and four (4) non-voting directors, including the Chief Executive Officer, Chief of Staff, President of Medical Staff, and the Chief Nursing Executive. <ul style="list-style-type: none"> Eleven (11) voting members were present Mr. Trieu confirmed that the Notice of the AM was delivered to all members via email as prescribed in the AMGH By-laws; and Mr. Trieu also confirmed quorum was met as per By-Laws (Quorum=10) <p><u>Declaration of Conflict of Interest:</u></p> <ul style="list-style-type: none"> Mr. McNeil asked if anyone had a conflict of interest to declare based on information contained in the package <ul style="list-style-type: none"> A Conflict of Interest was declared by Christie MacGregor, Glen McNeil, Susan Reis, and Laura Stire, in regards the elections and re-elections, and by Mr. Trieu in regards to the ex officio officers; regrets received from Bruce Shaw 		
1.3	<p><u>Land Acknowledgement:</u></p> <p>We will begin this meeting by acknowledging that the land we stand on today is the traditional territory of many First Nations including the Anishinabek, the Ojibway, and the Haudenosaunee peoples, and is now home to many diverse First Nations, Inuit and Metis people. We also acknowledge that Huron Perth and Area is covered by Treaty 29 and Treaty 45½. Huron Perth & Area is built on sacred land that is part of an agreement between Indigenous peoples and then extended to allied nations to care for it in a peaceful and respectful way. We make this land acknowledgement today as part of Truth and Reconciliation that honours the land and the Indigenous heritage. We commit to our ongoing learning in the journey towards reconciliation.</p> <p><u>Pronunciations:</u></p> <p>Anishinaabeg: Awe – Nish – Nah – Beck / Haudenosaunee: Hoe – De – Nah – Show – Nee Ojibwa: Oh – Jib – Ba – Way / Wendat: When – Dat</p>		
2	Previous Annual Meeting Minutes		
2.1	<p><u>Presentation of Amended and Restated By-Law #2022-1</u></p> <ul style="list-style-type: none"> The Amended and Revised By-Law may be reviewed upon request at the Administrative offices or available on the AMGH web site along with a summary of the changes <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: BE IT RESOLVED THAT:</u></p>		

	<ol style="list-style-type: none"> 1. <i>The By-Law, being a by-law relating generally to the conduct of the business and affairs of the Corporation, is hereby confirmed as a By-Law of the Corporation by the Members of the Corporation</i> 2. <i>By the confirmation of the By-Law, all prior By-Laws of the Corporation are hereby repealed, subject to any exceptions relative to the repeal of the By-Laws as are contained in the said By-Law</i> 3. <i>A copy of the By-Law shall be submitted to the Charities Directorate of the Canada Revenue Agency to update their files. CARRIED.</i> <p><u>MOVED AND DULY SECONDED</u></p> <p>9. BOARD OF DIRECTORS</p> <p><i>(a) Board Composition</i></p> <p><i>The affairs of the Corporation shall be managed by a Board of fourteen (14) Directors:</i></p> <p>ELECTED DIRECTORS</p> <p><i>(i) Fourteen (14) Directors, who shall be elected by the Members;</i></p> <p><i>(ii) Expired terms will be filled annually by elections for three (3) year terms, notwithstanding the foregoing, a Director may be elected for less than three years to fill the unexpired term of a Director who has retired; CARRIED.</i></p>
2.2	<p><u>Previous AM Minutes:</u></p> <ul style="list-style-type: none"> • Approval of the Minutes of June 27th, 2022, circulated <p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To approve the Members of the AMGH Corporation Annual Meeting Minutes of June 27th, 2022, as circulated. CARRIED.</u></p>
2.3	<p><u>Business from Previous Minutes:</u></p> <ul style="list-style-type: none"> • No discussion
3	Reports
3.1	<p><u>Report from the Chair of the AMGH Board:</u></p> <ul style="list-style-type: none"> • We have realized through the corporation of AMGH & SHHA that we are stronger coming together than independently, which allows us to direct our future rather than have it directed for us <ul style="list-style-type: none"> ○ Appreciation extended to Allan Ball who started the collaboration process and to Bruce Shaw in continuing bringing the two Boards together to reach common ground with open and interested discussion ○ Thank you to the Senior Leadership team for achieving efficiencies in directing more dollars to bedside care ○ Thank you to the community for its involvement, allowing everyone to feel a part of their care
3.2	<p><u>Report from President/CEO:</u></p> <ul style="list-style-type: none"> • CEO presented the HHS AMGH & SHHA Annual Report (circulated) <ul style="list-style-type: none"> ○ Thank you to Board, Staff, Physicians and Volunteers for their collaboration over the past year as we faced extreme pressures and challenges throughout the pandemic; staff demonstrated exceptional courage, resilience, dedication and expertise ○ Over F2223, AMGH & SHHA embarked on a partnership to realize a Common Board, Leadership Team and By-Laws ○ Reviewed staff numbers and stats from the annual report
3.3	<p><u>Report from Chief of Staff:</u></p> <ul style="list-style-type: none"> • 2023-06-Annual Report to Board-Chief of Staff, circulated <ul style="list-style-type: none"> ○ Very proud of the Physician group for its accomplishments; highlighted surgical, OB and Allied Health programs ○ Expressed awareness of pressures and recognized the Board of Directors for their support of the physician team and coming up with solutions • Board Chair expressed appreciation to Dr. Natuik and colleagues
3.4	<p><u>Report from President of Medical Staff:</u></p> <ul style="list-style-type: none"> • Thank you to the team; continuing to work through multiple challenges faced with over the year
3.5	<p><u>Report from Chief Nursing Executive:</u></p> <ul style="list-style-type: none"> • 2023-06-Report to Annual Meeting-CNE, circulated <ul style="list-style-type: none"> ○ Review and appreciation of accomplishments over the past year ○ Recognized the high quality healthcare from all physicians and staff in both hospitals ○ Expressed appreciation to be part of the team and looking forward to the next few years

3.6	<p><u>Report from Auxiliary:</u></p> <ul style="list-style-type: none"> • Appreciation expressed to the AMGH Auxiliary members; difficult start to the year due to COVID-19 • Reviewed equipment purchased, i.e., press reduction air pump, portable vital signs monitor, centrifuge, and a ventilator <ul style="list-style-type: none"> ○ Fundraising <ul style="list-style-type: none"> ▪ Three successful raffles held, Mother's Day, Father's Day, and Christmas ▪ Hot Dogs days at Zehrs ▪ Holly arrangement sales (will be doing this again in Dec 2023) ▪ Gift Shop closed this year; held a clearance sale • Supported Nurse's Week celebrations with 40 Gift Certificates • Supported AMGH Foundation Smile Cookie Campaign • Celebrated 100th year of Auxiliary Services on Sep 14th • As of last week's meeting, the year-end earnings totaled \$21,118 • On behalf of the AMGH Auxiliary, Ms. Scott expressed pride in being part of the AMGH Hospital and thanked everyone for their support • Board Chair expressed appreciation to the AMGH Auxiliary for their fundraising initiatives
3.7	<p><u>Report from Foundation:</u></p> <ul style="list-style-type: none"> • AMGHF celebrates 30 years this year, planning a celebration • Appreciation extended to the Leadership Team of AMGH • Hero Hearts Campaign, 100+ hearts all over town and county; intention of the glowing hearts is to express thanks to our staff <ul style="list-style-type: none"> ○ Plans in development to have an 8' heart installed at AMGH • Long Table Dinner is scheduled to take place in Aug and there are less than 30 tickets left; please see Kimberley Payne if you are interested in attending • Smile Cookie Campaign successful • As part of the All-In Campaign, renovations to install the Emergency Secure room are underway • Board Chair extended appreciation for the efforts of the AMGHF
3.8	<p><u>Motion to Accept Report of June 29, 2023:</u></p> <p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To accept the Reports to the Members of the AMGH Corporation Annual Meeting of June 29th, 2023, as presented. CARRIED.</u></p> <ul style="list-style-type: none"> • Board Chair expressed appreciation for the support received at both AMGH & SHHA by Minister Lisa Thompson and her understanding the pressures we are facing
4	Auditor's Financial Report
4.1	<p><u>Review of Auditor's Report:</u></p> <ul style="list-style-type: none"> • Mr. P. Seebach provided a short overview of the Auditor's Report and Management Letter, and the Audited Financial Statements (circulated) to March 31st, 2023 <ul style="list-style-type: none"> ○ Noted that the Ministry baseline funding increase is not enough to support ongoing pressures and expenses of running the hospital
4.2	<p><u>Report of the Board on Audited Financial Statements:</u></p> <ul style="list-style-type: none"> • Based on the recommendation of the Audit & Finance Committee held on June 29, 2023, a motion was made that the Board approve the Final Auditor's Report and Audited Financial Statements <p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To accept the Auditor's Report and Audited Financial Statements to March 31st, 2023, as recommended by the Board on June 29th, 2023, and to recommend signing of the Final document by two Board representatives. CARRIED.</u></p>
4.3	<p><u>Motion to Approve Appointment of Seebach & Company as Auditor for 2023/2024:</u></p> <ul style="list-style-type: none"> • Approval <p><u>MOVED AND DULY SECONDED</u></p> <p><u>MOTION: To approve the appointment of Seebach & Company as Auditor for 2023 / 2024. CARRIED.</u></p>
5	New Business
5.1	<p><u>Governance & Nominating Committee:</u></p> <ul style="list-style-type: none"> • Nomination and Election of Directors; Mr. Robson made the following recommendations for approval

<p>a)</p>	<p><u>Election and Re-election of Directors:</u></p> <ul style="list-style-type: none"> • According to Section 13 a i D (Board Composition) Directors will be elected for a three-year term: <ul style="list-style-type: none"> ○ Resolutions passed by Governance & Nominating on May 26th, 2023 and affirmed by AMGH Board on June 8th, 2023, to elect: <ul style="list-style-type: none"> ▪ Ms. Christie MacGregor for her 2nd three-year term ▪ Mr. Glen McNeil for his 4th three-year term ▪ Ms. Susan Reis for her 2nd three-year term ▪ Mr. Bruce Shaw for his 3rd three-year term ▪ Ms. Laura Stire for her 2nd three-year term <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To elect Christie MacGregor for her 2nd three-year Term on the HHS Common Board of Directors. CARRIED.</u></p> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To elect Glen McNeil for his 4th three-year Term on the HHS Common Board of Directors. CARRIED.</u></p> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To elect Susan Reis for her 2nd three-year Term on the HHS Common Board of Directors. CARRIED.</u></p> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To elect Bruce Shaw for one year of his 3rd three-year Term on the HHS Common Board of Directors. CARRIED.</u></p> <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To elect Laura Stire for her 2nd three-year Term on the HHS Common Board of Directors. CARRIED.</u></p> <ul style="list-style-type: none"> • Appreciation was extended to the directors for their continued commitment and dedication to AMGH
<p>b)</p>	<p><u>Recognition of Retiring Directors:</u></p> <ul style="list-style-type: none"> • Mr. Bob Robson was recognized for his contributions, dedication, capability and conscientiousness to the accomplishments of the AMGH and HHS Common Board of Directors; Mr. Robson was presented with a GC • Mr. Robson expressed his appreciation for being part of the Board of Directors <p style="text-align: center;"><i>Congratulations and thank you Mr. Robson</i></p>
<p>c)</p>	<p><u>Recognition AMGH & SHHA Chairs:</u></p> <ul style="list-style-type: none"> • Mr. Robson expressed thanks and appreciation to Mr. Bruce Shaw and Mr. Glen McNeil for their collaboration and dedication in making a successful partnership between AMGH & SHHA, and development of the Huron Health System <p style="text-align: center;"><i>Thank you Mr. Shaw and Mr. McNeil</i></p>
<p>6</p>	<p>Adjournment</p>
<p>6.1</p>	<p><u>Adjournment:</u> Motion to adjourn the meeting:</p> <ul style="list-style-type: none"> • The HHS Common Board of Directors will hold the first meeting of the year immediately following the AMGH and SHHA Annual Meetings <p><u>MOVED AND DULY SECONDED</u> <u>MOTION: To adjourn the Annual Meeting of June 29th, 2023 at 7:44pm. CARRIED.</u></p>