



## Joseph Brant Hospital Board of Governors Meeting

Minutes of the Annual General Meeting held on Wednesday, June 1, 2016 at 5:00 pm in the Bodkin Auditorium.

### 1. Call to Order

Don Dalicandro, Chair of the Board of Governors, called the meeting to order in accordance with the Corporation's by-laws and declared the meeting duly constituted.

The Chair welcomed members of the Board, staff, physicians and volunteers in attendance and acknowledged:

- Jack Dennison, Councilor, Ward 4
- Stephen Friday, past Board Chair
- Eric Vandewall, President & CEO, Joseph Brant Hospital

The Chair noted that following the business agenda there will be a special presentation by Mr. David Langstaff and Dr. Suhas Joshi of CoLabs Laboratory Medicine Network. The Chair reviewed the voting process for those in attendance.

### 2. Approval of Agenda

The Chair queried if there were any changes to the agenda.

*It was,*

**Moved by:** Paul Sharman

**Seconded by:** Rob Hamilton

*That the agenda be approved as presented.*

...CARRIED

### 3. Approval of the Minutes of June 4, 2015

The Minutes of the AGM of June 4, 2015 were presented for approval.

*It was,*

**Moved by:** David Dean

**Seconded by:** Kathryn Osborne

*That the minutes be approved as presented.*

...CARRIED

### 4. Chairs Remarks

Mr. Dalicandro provided opening remarks to the Annual General Meeting and noted the following achievements:

- Welcome Dee Perera, VP Finance and Corporate Services and CFO who started with JBH in April 2016
- June 2016 announcement of funding to improve ER wait times through the investment of a general internal medicine rapid assessment clinic or GIMRAC
- The implementation of Gemba Time, a key lean strategy component that has generated hundreds of process improvements throughout the Hospital
- The establishment of the One Team Strategic Plan Steering Committee made up of members from the Medical Staff Association, the Medical Advisory Committee, the Board of Governors and the Senior Leadership Team to collaborate on the 2016-2019 JBH Strategic Plan
- An extensive governance review undertaken in 2016 with recommendations to be implemented throughout 2016-2018

- Participation in the first annual Jog, Bike and Hike event on September 2015 in partnership with the Auxiliary and the continuation of this event in 2016 now called the JBH Family & Friends Picnic
- Redevelopment Project – Only 14 months to the opening of the new patient tower
- The development of the patient mock up rooms and the opportunity to share the vision of the new hospital with the community and other stakeholders
- Thank you to Eric Vandewall and Dr. Wes Stephen for their support and collaboration
- Introduction of Kathryn Osborne as the incoming Chair of the Board of Directors

**5. Approval of the Audited Financial Statements for the year end March 31, 2016**

Robert Hamilton, Chair of the Audit Committee presented the audited financial statements for year ending March 31, 2016. The statements were approved by the JBH Finance Committee, and externally audited by KPMG LLP, Chartered Professional Accountants. The Audit Committee has approved the audit work of KPMG, and these audited Financial Statements have been vetted and approved by the JBH Board of Governors. Mr. Hamilton noted that this year was challenging due to a number of factors. After six consecutive years of balanced budgets, JBH finished the year with a slight deficit.

There being no questions, it was moved that the Audited Financial Statements of the Joseph Brant Hospital for the year ended March 31, 2016 be accepted.

***It was,***

**Moved by:** Rob Hamilton

**Seconded by:** Sylvia Leonard

*That the Members of the Joseph Brant Hospital Corporation approves the Audited Financial Statements of the Corporation for the year ended March 31, 2016 as presented.*

...CARRIED

**6. Appointment of Auditors**

Mr. Hamilton stated that it was now time to appoint the external auditors for the fiscal year that will end on March 31, 2017.

***It was,***

**Moved by:** Robert Hamilton

**Seconded by:** Sandra Edrupt

*That KPMG LLP, Chartered Professional Accountants, be appointed auditor for the Joseph Brant Hospital Corporation for the fiscal year ending March 31, 2017 at a fee to be approved by the Audit Committee.*

...CARRIED

**7. Approval of the Administrative By-Laws**

Michael Pautler, Chair of the Governance and Nominating Committee presented the Corporation's By-Laws for approval.

***It was,***

**Moved by:** Michael Pautler

**Seconded by:** Mae Radford

*That the Members of the Joseph Brant Hospital Corporation approve the Administrative By-Laws as presented.*

...CARRIED

**8. Approval of the Medical & Professional Staff By-Laws**

Michael Pautler, Chair of the Governance and Nominating Committee presented the Medical & Professional By-Laws for approval.

***It was,***

**Moved by:** Michael Pautler

**Seconded by:** Frank Whelan

*That the Members of the Joseph Brant Hospital Corporation approve the Medical & Professional By-Laws as presented.*

...CARRIED

**9. Approval of the Report of the Governance & Nominating Committee**

Michael Pautler, Chair of the Governance and Nominating Committee presented the 2016-17 Nomination Report for approval

***It was,***

**Moved by:** Michael Pautler

**Seconded by:** Paul Sharman

*That the Members of the Joseph Brant Hospital Corporation approve the 2016-17 Nomination Report as presented.*

...CARRIED

**10. Other Business**

No other business was presented.

**11. Adjournment**

It was,

**Moved by:** Robert Hamilton

**Seconded by:** Sandra Edrupt

*That the Annual General Meeting be adjourned at 5:17 pm.*

...CARRIED

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Kathryn Osborne, Chair