

**Kemptville District Hospital
Board of Directors Meeting
Thursday, September 28, 2023
Via Microsoft Teams Meeting
6:30 pm**

Minutes

1. **Call to Order:** J. Nolan, Board Chair, called the meeting to order at 6:34 pm.
2. **Regrets / Quorum / Declaration of Conflicts:** Quorum was established and there were no conflicts declared.

The following Territorial Acknowledgement was made by Board Chair J. Nolan:

In the spirit and understanding that we continue to gain in today's world, we would like to acknowledge the Algonquin nation, whose traditional and unceded territory we are gathered upon today.

Directors:	Present	Regrets		Present	Regrets		Present	Regrets
G. Bebeung	√		E. Bonokoski	√		J. Ellis	√	
B. Hale	√		M. Harrison		X	Dr. L. Luong		X
E. MacPherson (Past Chair)	√		S. Mincoff	√		J. Nolan (Chair)	√	
M. Norenberg		X	J. Panciuk		X	Y. Pelletier	√	
A. Rancourt		X	S. Saslove	√		Dr. C. Sentongo		X
D. O'Sullivan	√		F. Vassallo	√		A. Vignuzzi	√	
A Yee	√		H. Zipes	√				

Management, Staff & Guests:

L. LeClair	√		L. Mignault (Recorder)	√		J. Read	√	
B. Rivard	√							

3. **Re-affirming KDH Mission:** H. Zipes re-affirmed the KDH Mission.
4. **Client Centred Care – Patient Stories:** J. Read conveyed a compliment and a complaint, including the learning opportunities resulting from the complaint investigation.
5. **Education Session:** *No Education session was scheduled for September.*
6. **Additions/Changes to the Agenda:** Under Item 9.3.6, an additional document that was not included with the meeting materials will be presented by L. LeClair.
7. **Consent Agenda - Motion to Receive Information Items:**

Motion: On a motion duly moved, seconded and carried, the Board approved to receive for information or approval for motion, items 8.0 Approval of Minutes of

Previous Meeting: June 22, 2023, 9.1.1 Compliance Report, 9.1.4 Enterprise Risk Management Dashboard, 9.1.5 Strategic Indicator Dashboard Q1, 9.3.2 2023-2024 Governance Committee Work Plan, 9.3.3 Operating Plan 2023-2024, 9.4.2 2023-2024 Quality and Safety Committee Work Plan, 9.4.3 Critical Incident Reporting, 9.5.2 2023-2024 Corporate Services Committee Work Plan, 9.5.3 2023-2024 Financial Report Q1, 9.5.4 Healthy Hospital Employee Survey, 9.6 KDH Foundation Report, and 9.7 KDH Auxiliary Report.

Under the Consent Agenda, the following motions received approval:

8.0 Motion: On a motion duly moved, seconded, and carried, the Board approved the Minutes of the Previous Meeting of June 22, 2023 (Regular), as presented.

9. Reports

9.1 Hospital

9.1.2 CEO Report

F. Vassallo provided an update to his written report. He attended a recent meeting where the Assistant Deputy Minister of Health spoke to the development of the Integrated Medical Model for ED Services, building on the success of our collaboration with The Ottawa Hospital for Emergency services. The meeting included positive feedback on how it will happen, identified barriers, and attendees were encouraged by the commitment to the initiative. More details will be available following the next meeting in late fall, when funding will be confirmed and more in-depth details will be available.

9.1.3 CNO Report

The CNO Report was included in the agenda package. J. Ellis did not attend the meeting to discuss details; members were asked to direct any questions they might have to Senior Leadership for follow up.

9.2 Chief of Staff

9.2.1 COS Report

Dr. C. Sentongo was unable to attend the meeting. In his absence, L. LeClair spoke to his items on Credentialing and Medical Staff Policies. Members were asked to forward any questions regarding his report to the Board Management Office (BMO) and they would be conveyed to him.

9.2.2 Credentialing

Motion: On a motion duly moved, seconded and carried, the Board approved hospital privileges for physicians as set out below:

Temp	App	Re-App	Physician	Privilege Category	KDH Primary	Change in Category	Restrictions
	√		Dr. Alisha COE	Courtesy - Emergency		<i>From Temp to Courtesy</i>	<i>Courtesy privileges conditional to passing Mentorship program</i>
	√		Dr. Pearl TAN	Courtesy - Surgery			
	√		Dr. Khaled ELGADI	Courtesy - Surgery		<i>From Temp to Courtesy</i>	
	√		Dr. Michael SCHMIDT	Courtesy - Radiology			
√			Dr. Anabel SCARANELO	Courtesy - Radiology			
√			Dr. Elyssia ADAMO	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Eusang AHN	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Renee BRADLEY	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Daniel BEAMISH	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Mark P. BORZECKI	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Valerie CHARBONNEAU	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Shawn CHHABRA	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Stephen CHOI	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Eric CLARK	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Rory CONNOLLY	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Nicholas COSTAIN	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Richard DIONNE	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Emma FERGUSON	Temporary - Emergency			<i>Extending Temporary until end of March 2024</i>
√			Dr. Andrew HALL	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Guy HEBERT	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Nathan HECHT	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Michael HO	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Edmund KWOK	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>

√			Dr. Lauren LACROIX	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Tiffany LAM	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Wilson LAM	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Jeffrey LANDREVILLE	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Matthew LIPINSKI	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Eric MUTTER	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Damian MACDONALD	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Zachary MACDONALD	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Avik NATH	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Larry NORMAN	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Scott ODORIZZI	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Paul PAGEAU	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Andy PAN	Temporary - Emergency			<i>Extending Temporary until end of March 2024</i>
√			Dr. Elena POLIAKOVA	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Nicholas PRUDHOMME	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Brandon RITCEY	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Hans ROSENBERG	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Michael RUBIN	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Ai SYED	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Nicholas SCHOUELA	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Alena SPACEK	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Vivian TAM	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Rajiv THAVANATHAN	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>

√			Dr. Christian VAILLANCOURT	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Andrew WILLMORE	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Michael WOO	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. James WORRALL	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Haroun ZAYED	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
√			Dr. Ayesha ZIA	Temporary - Emergency			<i>Extending Temporary until end of March, 2024</i>
		√	Dr. Christian BALDAUF	Courtesy - Radiology			
		√	Dr. Senta BAUERMEISTER	Active - Surgery, Surgical Assist	√		
		√	Dr. Peter BIENKOWSKI	Courtesy - Surgery, Orthopaedics			
		√	Dr. Jennifer BOECKNER	Active - Family Medicine	√		
		√	Dr. Svetlana CAKAREVIC	Courtesy - Emergency			
		√	Dr. Simon CHAN	Courtesy - Surgery, Plastics Surgery			
		√	Dr. Sheila CHOU	Courtesy - Radiology			
		√	Dr. Patrick DAVIDSON	Courtesy - Surgery			
		√	Dr. Geoffrey DERVIN	Courtesy - Surgery, Orthopaedics			
		√	Dr. Daniel DUFOUR	Courtesy - Anaesthesia			
		√	Dr. Tamer ELFAZARI	Courtesy - Surgery, Obstetrics and Gynecology			
		√	Dr. Robert FEIBEL	Courtesy - Surgery, Orthopaedics			
		√	Dr. Rimon GHATTAS	Courtesy - Internal Medicine			
		√	Dr. Roberto GIACCONE	Courtesy - Internal Medicine, Neurology			
		√	Dr. Andrew GILCHRIST	Courtesy - Anaesthesia			
		√	Dr. Wade GOFTON	Courtesy - Surgery, Orthopaedics			
		√	Dr. Georgios GRAMMATOPOLOUS	Courtesy - Surgery, Orthopaedics			
		√	Dr. Willaim GUEST	Courtesy - Radiology			
		√	Dr. Lan Qian GUO	Courtesy - Radiology			
		√	Dr. David JONES	Active - Anaesthesia	√		

		√	Dr. Paul KIM	Courtesy - Surgery, Orthopaedics			
		√	Dr. Stephen KINGWELL	Courtesy - Surgery, Orthopaedics			
		√	Dr. Christopher KIRBY	Active - Anaesthesia	√		
		√	Dr. Charles KOWALSKI	Courtesy - Emergency			
		√	Dr. Marie Constance LACASSE	Courtesy - Radiology			
		√	Dr. Linda LACROIX	Courtesy, Internal Medicine, Transfusions			
		√	Dr. Peter LAPNER	Courtesy - Surgery, Orthopaedics			
		√	Dr. Gregory LENOARD	Active - Family Medicine	√		
		√	Dr. Andrew MARSHALL	Courtesy - Surgery, Orthopaedics			
		√	Dr. Jason MARSHALL	Courtesy - Radiology			
		√	Dr. Brett MEMAURI	Courtesy - Radiology			
		√	Dr. Steven MILLWARD	Courtesy - Radiology			
		√	Dr. Ronald MONAGHAN	Courtesy - Surgery			<i>Legal/college complaints discussed with COS</i>
		√	Dr. Yara MOUHAMMED	Courtesy - Family Medicine			
		√	Dr. Christine NADEAU	Courtesy - Anaesthesia			
		√	Dr. Steven OLIVER	Active - Surgery, Orthopaedics			
		√	Dr. Michelle PERILLO	Courtesy - Radiology			
		√	Dr. Phillipe PHAN	Courtesy - Surgery, Orthopaedics			
		√	Dr. George PHILLIPS	Courtesy - Anaesthesia			
		√	Dr. Michelle RICKETTS	Courtesy - Radiology			
		√	Dr. Douglas RITTER	Courtesy - Surgery, orthopaedics			
		√	Dr. Aaron ROSTAS	Courtesy - Anaesthesia			<i>Legal/college complaints discussed with COS</i>
		√	Dr. Suzanne RUTHERFORD	Courtesy - Family Medicine			
		√	Dr. Arfia SADAF	Courtesy - Radiology			
		√	Dr. Fabian SCHWARTZ	Courtesy - Family Medicine			
		√	Dr. Sony SINGH	Courtesy - Surgery, Obstetrics and Gynecology			
		√	Dr. Alexandra STRATTON	Courtesy - Surgery, Orthopaedics			
		√	Dr. Gordon THOMAS	Courtesy - Internal Medicine, Psychiatry			

		√	Dr. Georgios TISMIKLIS	Courtesy - Internal Medicine, Cardiology			
		√	Dr. Vivake UMADAT	Courtesy - Family Medicine			
		√	Dr. Ian VERGIE	Courtesy - Emergency			
		√	Dr. Eugene WAI	Courtesy - Surgery, Orthopaedics			
		√	Dr. Maha WANES HANA	Active - Family Medicine			
		√	Dr. Jinchao XIE	Courtesy - Internal Medicine, Transfusions			
		√	Dr. Darryl YOUNG	Active - Surgery			
		√	Dr. Tiana ZAKHEM	Active - Emergency			
		√	Dr. Shahram ZOLFAGHARI	Active - Surgery			

STATEMENT OF COMPLIANCE

It is attested that currently all physicians practicing at Kemptonville District Hospital hold valid privileges.

9.2.3 Medical Staff Policies

Motion: On a motion duly moved, seconded and carried, the Board approved Medical Staff Policy #23 - Disposition of Laboratory Interim Reports, Policy #24 - Use of Non-Standardized Laboratory Testing, Policy #34 - Emergency & In-Patient Services Committee, Policy #35 - Professional Staff Retirement/Resignation Policy, Policy #43 - Medical Quality Assurance & Form as presented.

9.3 Governance Committee

9.3.1 Governance Chair Report

A. Vignuzzi, Committee Chair, provided an update on matters from the September 12, 2023 meeting of Governance Committee. Highlights included the Education Calendar whereby a list of proposed topics will be taken to the committee chairs to ensure content is aligned with their committee's focus for this year. The Governance Committee will finalize at the next meeting and present to the Board. October education will be on Health Human Resources (HHR), presented by L. LeClair and J. Ellis. Board Policy Cycle Reviews will be re-implemented with reviews coming to Governance for recommendation to Board for approval. Of particular interest is the striking of a sub-committee to review the format of Board meetings; this committee will be seeking individual feedback from each member. The objective of the review is to work towards reducing after-hours time spent by Management where possible in order to foster better work-life balance. The feedback garnered from the members will be brought to Governance in October for review and recommendations.

Updates will follow as the sub-committee works through proposed changes. J. Nolan asked that members think broadly about options; he looks forward to a healthy discussion of feedback and individual experiences, and asks members to be progressive as we strive to meet responsibly as a Board.

9.3.4 Board Education Calendar 2023-2024

Materials were included in the agenda package and Chair Report.

9.3.5 Board Policy Cycle Review Calendar

Materials were included in the agenda package and Chair Report.

9.3.6 Ontario Not-for-Profit Corporations Act (ONCA) Work Plan Update and Draft Transition Documents

Motion: On a motion duly moved, seconded and carried, the Board approved the following motions 1. through 6. as provided by legal counsel.

ARTICLES OF AMENDMENT

RECITALS:

- A. The Not-for-Profit Corporations Act, 2010 (Ontario) (the “Act”) came into force on October 19, 2021, and replaced the Corporations Act (Ontario) in governing corporations without share capital.
- B. It is in the best interests of the Corporation to amend its charter documents to bring them into conformity with the Act by filing articles of amendment in the form presented to the directors (the “Articles of Amendment”).

RESOLVED that:

1. The Articles of Amendment are hereby approved.
2. Such Articles of Amendment be submitted to the members of the Corporation (the “Members”) for approval by special resolution.
3. Following approval of the Articles of Amendment by special resolution of the Members, any two (2) directors or officers of the Corporation are hereby authorized and directed to sign all documents, including the Articles of Amendment, with such further amendments as they may determine to be necessary, proper, convenient or desirable to comply with the requirements of any governmental authority having jurisdiction, without the need for further approval of the directors or the members of the Corporation, and to do on behalf of the Corporation all things necessary, desirable or useful to carry out and give effect to this resolution, including the filing of the Articles of Amendment with the Director appointed under the Act.

CORPORATE BY-LAW

RECITAL:

- A. It is in the best interests of the Corporation to bring its corporate by-law into conformity with the Act by amending and restating its existing corporate by-law.

RESOLVED that:

4. The existing corporate by-law of the Corporation be amended and restated, in the form presented to the directors of the Corporation, and is hereby approved as the by-law of the Corporation to be effective as of the date of the certificate of amendment issued by the Government of Ontario further to the Articles of Amendment (“Effective Date”), subject to confirmation by the members of the Corporation (“Members”).
5. Such by-law be submitted to the Members for confirmation; and
6. Following confirmation by the Members and the Effective Date, any two (2) directors or officers of the Corporation are hereby authorized and directed to certify a copy of the amended and restated corporate by-law, as confirmed by the Members, and place such certified copy in the minute book of the Corporation.

CERTIFIED that the foregoing resolutions are true and correct copies of resolutions passed at a duly called and regularly constituted meeting of the board of directors of the Corporation on the ____ day of _____, 2023, and that such resolutions are in full force and effect, unamended, as of the date below.

DATED the ____ of _____, 2023.

[Name], [Title]

L. LeClair conveyed an overview of the process that has been completed prior to this motion being put forward to the Board. Two of the three items were included with the agenda materials and the third piece (Articles of Amendment) was presented at the meeting. This form is to be filed by the legal corporation with BLG who will register us with ONCA. L. LeClair and E. MacPherson worked extensively on this project which was a large undertaking. Following Board approval, a Members Meeting will be called prior to the October Board Meeting, where this will be actioned. E. MacPherson’s legal contribution to this

process was appreciated from a cost-savings perspective, as was L. LeClair's expertise in seeing it through to fruition, including completion ahead of schedule.

9.4 Quality and Safety Committee

9.4.1 Quality and Safety Chair Report

No report as Chair M. Harrison did not attend.

9.4.4 Governance of Quality: IHI Assessment Tool Action Plan at Q1

L. LeClair spoke to the updates regarding the Action Plan and successes to date.

9.4.5 Patient Surveying Update

The new Digital Patient Experience Surveys officially launched in September and responses are already being gathered. The OHA previously managed the surveys province-wide, and has gone through an arduous process to select a new vendor, Qualtrix, to provide the surveys. KDH has signed on to use Qualtrix along with our Atlas Alliance partners, with whom we use the Epic health information system. Kudos to Anita McKee, Senior Analyst, Decision Support, for leading the implementation of this new survey tool at KDH - this launch represents many months of hard work.

9.5 Corporate Services Committee

9.5.1 Corporate Services Chair Report

Committee Chair S. Saslove gave an overview of activities from the September 21, 2023, meeting. In addition to the items in the Consent Agenda, updates were provided on the Provincial Cyber Security Model, the CT Scan initiative, which is progressing well with an anticipated go-live date of November 2024, and the employee healthcare plan changes that will see savings of 5-7% in administrative costs. At the end of the current plan contract with West Ottawa Valley Network (WOVN) KDH will enter the new collaboration in 2024.

10. KDH Board Action Registry: *No outstanding items.*

11. Next Meeting: Thursday, October 26, 2023, at 6:30 pm via Microsoft Teams.

12. In Camera: *No In Camera session was required.*

13. Adjournment: There being no further business, the meeting was adjourned on a motion at 7:25 p.m.



F. Vassallo, CEO



J. Nolan, Board Chair