



18th Annual General Meeting of The Ottawa Hospital Corporation

Minutes of the meeting of June 21, 2017

Civic Campus, Kaminski Room

2:45pm

Governors	Present	Regrets	Governors	Present	Regrets
James McCracken	X		Dr. Jack Kitts	X	
Jennifer Adams	X		Patricia Kosseim	X	
Dr. Debra Bournes	X		Katie Lafferty	X	
Dr. Jacques Bradwejn		X	Dr. John Mahoney		X
Derek Burney	X		Dr. François Raymond	X	
Kathryn Butler Malette		X	Allan Smith		X
Katherine Cotton	X		Tony Sottile	X	
Claude DesRosiers	X		Gordon Thiessen		X
Claude Doucet	X		Lillian Thomsen		X
Jacques Frémont		X	Dr. Jeff Turnbull	X	
			Jennifer Matthews - Recorder	X	

Partner of Auditing Firm in Attendance: Andrew Newman

Several public guests and staff were present.

AGENDA ITEMS
1. Call to Order
James McCracken, Chair, called the meeting to order at 2:35pm. The Chair welcomed everyone to the 18 th Annual General Meeting of the Members of the Corporation.
2. Approval of Agenda
<i>AGM-2017-396: Approval of the Agenda</i> On a motion that was moved, seconded and carried, the Members approved the Agenda as presented.
3. Consent Minutes
<i>AGM-2017-397: Approval of the Consent Minutes</i> On a motion that was moved, seconded and carried, the Members approved the consent minutes of the Annual General Meeting held on June 15, 2016 as presented.

AGENDA ITEMS

4. Report from the Chair, Board of Governors

Jamie McCracken began by providing a summary of the year's activities, including:

- achieving a balanced budget for the 15th consecutive year;
- the implementation of Service Agreements with the Ottawa Hospital Research Institute and the University of Ottawa Heart Institute;
- the creation of two new Board Committees for Communications and Engagement and Master Planning to support the Board in fulfilling its mandate;
- launching the Health Information System which will transform patient and provider experience;
- obtaining the Sir John Carling site for the new Civic Campus;
- a continued focus on initiatives that support quality and patient centred care; and
- achieving Exemplary Status from Accreditation Canada.

The Board continues to monitor system-wide issues impacting TOH, including funding and appropriate care for ALC patients.

The steadfast support of staff, volunteers and physicians has allowed TOH to achieve so much this year. As it was his final meeting as Chair of the Board of Governors, J McCracken took the opportunity to thank the following individuals and groups:

- Dr Jack Kitts, Chief Executive Officer and Dr Jeff Turnbull, Chief of Staff for their commitment and dedication to fulfilling TOH's vision;
- Governors for their dedication and commitment to TOH;
- Board Committee Chairs for their commitment to their committees; and
- Jennifer Matthews, Board Liaison for her support.

He concluded by sharing that he has been proud to have lead this Board for the past three years and fundamental to the Board's achievements is the strong and dedicated Senior Leadership Team. He concluded by thanking Katherine Cotton for her support as Vice Chair of the Board.

Derek Burney, on behalf of the Board, thanked Jamie for the exemplary manner in which he led the Board with commitment, passion and efficiency. Dr Kitts, on behalf of the Senior Leadership Team thanked him for his dedication to TOH during his tenure as Chair.

5. Report from the President and Chief Executive Officer

Dr Jack Kitts presented the 2016 / 2017 Annual Report video.

6. Report from the Chief of Staff

J McCracken shared a letter being sent to staff announcing the retirement of Dr Jeff Turnbull, as Chief of Staff.

Dr Jeff Turnbull thanked the Board and Senior Management for their support and friendship throughout the last nine years.

AGENDA ITEMS
7. Report of the Auditor
<p>Katherine Cotton, Vice-Chair of the Finance and Audit Committee, invited Andrew Newman, KPMG, to present the Audit Report.</p> <p>A Newman reported KPMG issued a clean, unmodified audit opinion on the consolidated and non-consolidated financial statements. They received full cooperation from the Finance Team, management and staff across the organization.</p>
8. Presentation of The Ottawa Hospital Consolidated Financial Statements for the Fiscal Year 2016 / 2017
<p>Katherine Cotton, Vice-Chair of the Finance and Audit Committee, reported on the consolidated financial statements for the Fiscal Year 2016 / 2017 of TOH. She stated that the consolidated financial statements which includes the University of Ottawa Heart Institute.</p>
9. Presentation of The Ottawa Hospital Non-Consolidated Financial Statements for the Fiscal Year 2016 / 2017
<p>Katherine Cotton, Vice-Chair of the Finance and Audit Committee, reported on the non-consolidated financial statements for the Fiscal Year 2016 / 2017 of TOH.</p>
10. Approval of the Appointment of the Auditing Firm for the Fiscal Year 2017 / 2018
<p>Katherine Cotton, Vice Chair of the Finance and Audit Committee, reported on the appointment of the auditing firm.</p> <p>AGM-2017-398: Appointment of the Auditors for the Fiscal year 2017 / 2018</p> <p>On a motion that was moved, seconded and carried, the Members of the Corporation of The Ottawa Hospital approved the appointment of KPMG as the Auditors for the Corporation of The Ottawa Hospital until the next annual meeting, or until a successor is appointed, at a remuneration to be fixed by the Governors, the Governors hereby authorized to fix such remuneration, as approved by the Board of Governors.</p>
11. Approval of Proposed Amendments to the By-laws
<p>Jamie McCracken, Chair presented the following motion:</p> <p>AGM-2017-399: Amendments to the Medical, Dental, Midwifery and Registered Nurses in the Extended Class Staff By-law</p> <p>On a motion that was moved, seconded and carried, the Members of the Corporation of The Ottawa Hospital approved the amendments to the Medical, Dental, Midwifery and Registered Nurses in the Extended Class Staff By-law of The Ottawa Hospital, as approved by the Board of Governors.</p>
12. Election of Governors
<p>Jamie McCracken, Chair, presented the following motion:</p> <p>AGM-2017-400: Election to the Board of Governors</p> <p>On a motion that was moved, seconded and carried, the Members of the Corporation of The Ottawa Hospital approved the Slate of Candidates for the year 2017 / 2018 for election to the Board of Governors as recommended by the Board of Governors.</p>

AGENDA ITEMS

- *Mr Jamie McCracken – Third three-year term until the AGM in June 2020;*
- *Mr Claude DesRosiers – Second three-year term until the AGM in June 2020;*
- *Mr Allan Smith – Second three-year term until the AGM in June 2020;*
- *Mr Gordon Thiessen – Second three-year term until the AGM in June 2020;*

AND

- *Ms. Marion Crowe – First three-year term until the AGM in June 2020;*
- *Mr. Claudio Silvestri – First three-year term until the AGM in June 2020.*

13. Recognition of Retiring Governors

The Chair recognized two Governors whose terms of office end at this Annual General Meeting.

- Kathryn Butler Malette (2014 – 2017)
- Dr Jacques Bradwejn (2006 – 2017)

On behalf of the Board of Governors, the Chair thanked the Governors for their commitment and dedication throughout their mandate.

The Chair also acknowledged the sudden passing of Vincent Westwick earlier this year and recognized his significant contributions during his tenure on the Board of Governors, particularly his commitment to the patient experience.

14. Adjournment

The meeting was adjourned without a motion or vote at 3:10pm.