



**19th Annual General Meeting
of The Ottawa Hospital Corporation**
Minutes of the meeting of June 20, 2018
Civic Campus, Kaminski Room
5:30pm

Governors	Present	Regrets	Governors	Present	Regrets
Katherine Cotton, Chair	X		Katie Lafferty	X	
Jennifer Adams	X (by phone)		Dr John Mahoney	X	
Dr Debra Bournes	X		James McCracken	X	
Marion Crowe	X		Dr Virginia Roth	X	
Claude DesRosiers	X		Claudio Silvestri	X	
Claude Doucet	X		Allan Smith	X	
Jacques Frémont		X	Tony Sottile	X	
Dr Alan Karovitch		X	Gordon Thiessen		X
Dr Jack Kitts	X		Lillian Thomsen	X	
Dr Bernard Jasmin	X		Brendan Timmins	X	
Patricia Kosseim	X				
			Jennifer Matthews – Recorder		

Partner of Auditing Firm in Attendance: Andrew Newman

Several members of the staff were present.

AGENDA ITEMS

1. Call to Order

Katherine Cotton, Chair, called the meeting to order at 5:35pm. The Chair welcomed everyone to the 19th Annual General Meeting of the Members of the Corporation of The Ottawa Hospital.

2. Approval of Agenda

AGM – 2018 – 506: Approval of the Agenda

On a motion that was moved, seconded and carried, the Members approved the Agenda as presented.

AGENDA ITEMS
3. Consent Minutes
<p>AGM – 2018 – 507: Approval of the Consent Minutes</p> <p>On a motion that was moved, seconded and carried, the Members approved the consent minutes of the Annual General Meeting held on June 21, 2017 as presented.</p>
4. Report from the Chair, Board of Governors
<p>Katherine Cotton, chair, provided her report as Chair of the Board of Governors. She began by recognizing and thanking all governors for their commitment to The Ottawa Hospital and its vision. The Board comprised of 14 volunteers from the community and 7 ex officio members who provide independent oversight of TOH’s Strategic Plan, the quality of care, safety of patients and staff and the management of resources on behalf of the community. The Board is also responsible to ensure compliance with various pieces of legislation including the <i>Public Hospitals Act</i> and the <i>Excellent Care for All Act</i>.</p> <p>This past year has seen many successes, including the launch of the Health Information System which will improve patient and provider experience; efforts to incorporate indigenous recognition at the Board level, with special thanks to Marion Crowe, governor and Bernie Etzinger, Chief Communications and Engagement Officer; through the Quality Committee, the on-going monitoring of the Hospital’s Quality Plan and the provincially mandated Quality Improvement Plan as well as TOH's leading work on the Medical Assistance in Dying initiatives ; the numerous milestones achieved in support of the new campus; the appointment of Dr Virignia Roth as Chief of Staff; approving revisions to the Medical, Dental, Midwifery and Registered Nurses in Extended Class Staff By-law to strengthen and align reporting structures; and successfully submitting the required documentation to fulfill provincial requirements to establish an Executive Compensation Framework.</p> <p>She also recognized Dr Jeff Turnbull who retired in December 2017 as Chief of Staff and thanked him for his contributions to TOH and the wider community.</p> <p>She concluded her remarks by thanking staff across the organization for the tremendous work in delivering service that is consistent with the mission and vision of the organization.</p> <p>J McCracken, governor and Past Chair, thanked K Cotton, on behalf of the Board for her work and commitment to the Board. Dr J Kitts, on behalf of the Senior Leadership, also thanked K Cotton for her support and mentorship throughout this past year.</p>
5. Report from the President and Chief Executive Officer
There was no additional report from the Chief Executive Officer.
6. Report from the Chief of Staff
There was no additional report from the Chief of Staff.
7. Report of the Auditor
Allan Smith, vice-chair of the Finance and Audit Committee, invited Andrew Newman, KPMG, to present the Audit Report.

AGENDA ITEMS
<p>A Newman began by thanking management and staff from across the organization for their participation and support through the audit process. He reported that KPMG believes the consolidated and non-consolidated financial statements present fairly, in all material aspects, the financial position of The Ottawa Hospital as at March 31, 2018.</p>
<p>8. Presentation of The Ottawa Hospital Consolidated Financial Statements for the Fiscal Year 2017 / 2018</p>
<p>Allan Smith, vice-chair of the Finance and Audit Committee, was invited to reported on the consolidated financial statements for the Fiscal Year 2017 / 2018 of TOH.</p> <p>He began by commending the Finance Team for their considerable work to complete the annual audit and preparation of the Financial Statements which has resulted in clean opinions from the external auditors. He then summarized the consolidated financial statements for the Fiscal Year 2017 / 2018 of TOH</p>
<p>9. Presentation of The Ottawa Hospital Non-Consolidated Financial Statements for the Fiscal Year 2017 / 2018</p>
<p>Allan Smith, vice-chair of the Finance and Audit Committee, reported on the non-consolidated financial statements for the Fiscal Year 2017 / 2018 of TOH.</p>
<p>10. Approval of the Appointment of the Auditing Firm for the Fiscal Year 2018 / 2019</p>
<p>Allan Smith, vice-chair of the Finance and Audit Committee, reported on the appointment of the auditing firm.</p> <p>AGM – 2018 – 508: Appointment of the Auditors for the Fiscal Year 2018 / 2019</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>
<p>11. Approval of Proposed Amendments to the By-laws</p>
<p>Katherine Cotton, Chair presented the following motion:</p> <p>AGM – 2018 – 509: 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>
<p>12. Election of Governors</p>
<p>Katherine Cotton, Chair, presented the following motion:</p> <p>AGM – 2018 – 510: Election to the Board of Governors</p> <p>On a motion that was moved, seconded and carried, with one abstention, the Members of the Corporation of The Ottawa Hospital approved the Slate of Candidates for the year 2018 / 2019 for election to the Board of Governors as recommended by the Board of Governors.</p>

AGENDA ITEMS
<p><i>Ms. Katherine Cotton – Third three-year term until the AGM in June 2021; Ms Katie Lafferty – Second three-year term until the AGM in June 2021; and Mr Brendan Timmins – First three-year term until the AGM in June 2021.</i></p>
<p>13. Recognition of Retiring Governors</p>
<p>K Cotton recognized three Governors whose terms of office ended this year.</p> <ul style="list-style-type: none"> • Derek Burney (2011 – 2017) • Jacques Frémont (2016 – 2018) • Dr François Raymond (2016 – 2018) <p>On behalf of the Board of Governors, the Chair thanked the Governors for their commitment and dedication throughout their mandate.</p>
<p>14. Adjournment</p>
<p>The meeting was adjourned without a motion or vote at 5:50pm.</p>