

**MINUTES OF THE ALLIED BOARDS OF DIRECTORS
MEETING HELD ON
TUESDAY, JUNE 10, 2025 AT 6:30 PM
CPDMH BOARDROOM – 211 LAKE AVE E, CARLETON PLACE**

PRESENT:

√	A. Bennett	√	L. Learmonth
√	L. Bernes	√	M. Maidment
√	C. Crosby	√	S. Pirie
√	A. Champagne	√	R. Probert
√	M. Fortune	√	G. Smith
√	L. Gardiner - Chair	√	S. Snow
√	B. Harrington	√	M. Vermette
√	K. Kirkpatrick	√	B. Young

REGRETS:

X	M. Bastin-Millar	X	B. Harvey
X	J. Fournier	X	B. Lowry Bagshaw

STAFF:

GUESTS:

√	S. Cousineau	√	R. Arseneau, CPDMH Foundation Executive Director
√	J. Hildebrand – VP Capital Development & Support Services	√	V. Dimas, AGH Foundation Executive Director
√	B. Hilker – VP & CFO	√	P. Kenney, CPDMH Foundation Chair
√	T. McLelland, Executive Assistant (minutes)	√	S. Persi – Capital Projects Community Member

1.0	Call to Order
	The meeting resumed at 6:30 pm. The Chair welcomed the guests.
2.0	Approval of Agenda
	IT WAS MOVED BY L. BERNES AND SECONDED BY M. MAIDMENT THAT THE AGENDA BE APPROVED. <u>MOTION CARRIED</u>
3.0	Chair’s Remarks
	<p>The Chair addressed the following:</p> <ul style="list-style-type: none"> • Reminded Directors to complete their meeting evaluation which will be sent out after the meeting • Noted that this is G. Smith and R. Probert’s last meeting and were thanked for their time dedicated as Board Directors and wished them well. More formal thanks will be given at the AGM. • Invited V. Dimas to provide additional information regarding the AGH Foundation: The Joint match appeal with CPDMH Foundation is going very well. The Foundation held a Good Morning Almonte on May 12th and the Run for Women’s Health was held this past weekend and raised \$165,000 with over 500 participants, doubling last year. Kudos were given to the Almonte District High School who raised over \$18,000. • Invited P. Kenney and R. Arseneau to provide additional information regarding the CPDMH Foundation: Between 100-120 people attended the Donor Gratitude event where they revealed the new Donor Wall outside the Foundation offices. The Love Your Community BBQ is scheduled for June 19 and all are invited. Annual AGM is scheduled for June 24. • The Chair thanked the Foundation Directors for the amount of work done throughout this significant year.

<p>4.0</p>	<p>Consent Agenda Matters</p> <p>IT WAS MOVED BY G. SMITH AND SECONDED BY S. PIRIE THAT THE FOLLOWING ITEMS CONTAINED IN THE CONSENT AGENDA BE APPROVED:</p> <ul style="list-style-type: none"> a. Minutes of the Allied Boards of Directors Meeting held March 25, 2025 b. AGH Financial Statements for fiscal year ended March 31, 2025 c. CPDMH Financial Statements for the fiscal year ended March 31, 2025 d. the LCPS Financial Statements for the third month ended March 31, 2025 e. Authorization of the Allied Boards Chair and CEO to sign the Broader Public Sector Accountability Act Attestation Report dated May 28, 2025 on behalf of AGH f. Authorization of the Allied Boards Chair and CEO to sign the Broader Public Sector Accountability Act Attestation Report dated May 28, 2025 on behalf of CPDMH g. Policy III-1 Integrated Quality Management Framework – updated h. Policy III-2 Ethical Framework – updated i. Updated FRAC, CPC, HR, Quality and Governance Committee Terms of Reference j. V-A-5 Board Chair Position Description – Updated k. V-A-6 Board Vice Chair Position Description – Updated l. V-B-2 Identification and Selection of Officers and Committee Chairs m. VI-2 Support and Relationship between the Corporations and Foundations <p style="text-align: right;"><u>MOTION CARRIED</u></p>
<p>5.0</p>	<p>Business Arising from the Minutes</p> <p>There was no business arising from the minutes.</p>
<p>6.0</p>	<p>Matters Requiring Decision</p> <p>6.1 2024/25 AGH Audited Financial Statements</p> <p>M. Vermette reported that at the time of the last FRAC meeting, the Audit reports were not complete as there were some last minute details pending. It was noted that at the FRAC meeting, Audit Partner A. Newman confirmed that the 2025 Draft Financial Statements received a clean audit opinion subject to final testing.</p> <p>M. Vermette informed that the interaction with staff and level of professionalism from KPMG was very positive and thanked B. Hilker and the Finance Team for their extensive work supporting the Auditors.</p> <p>IT WAS MOVED BY M. VERMETTE AND SECONDED BY K. KIRKPATRICK THAT, THE AGH AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025, SUBJECT TO REVIEW BY THE ALLIED BOARDS CHAIR OF THE FINANCE, RESOURCES & AUDIT COMMITTEE AND THE ALLIED BOARDS CHAIR BE APPROVED AND RECOMMENDED TO THE MEMBERS AT THE ANNUAL GENERAL MEETING FOR APPROVAL.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p> <p>6.2 2024/25 CPDMH Audited Financial Statements</p> <p>M. Vermett reported that the updated Financial Statements were included in the package. It was noted that at the FRAC meeting, Audit Partner Annik Blanchard, confirmed that the 2025 Draft Financial Statements received a clean audit opinion subject to final testing.</p> <p>IT WAS MOVED BY M. VERMETTE AND SECONDED BY C. CROSBY THAT THE CPDMH AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025, SUBJECT TO REVIEW OF THE REVISED DRAFT FINANCIAL STATEMENTS BY THE CHAIR OF THE COMMITTEE AND CHAIR OF THE ALLIED BOARDS BE APPROVED AND RECOMMENDED TO THE MEMBERS AT THE ANNUAL GENERAL MEETING FOR APPROVAL.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p>

6.3 AGH Auditor for Year Ending March 31, 2026

M. Vermette referred to Briefing Note recommending BDO as the auditors for AGH for the fiscal year ending March 31, 2025. A discussion was held at the FRAC meeting regarding aligning the Auditors for the two Corporations and an Audit RFP was performed. B. Hilker and K. Kirkpatrick were thanked for providing support with the RFP process.

IT WAS MOVED BY M. VERMETTE AND SECONDED BY A. BENNETT THAT APPOINTMENT OF BDO AS AUDITORS FOR THE AGH CORPORATION FOR THE FISCAL YEAR ENDING MARCH 31, 2026 BE APPROVED AND RECOMMENDED TO THE MEMBERS AT THE ANNUAL GENERAL MEETING FOR APPROVAL.

MOTION CARRIED

6.4 CPDMH Auditor for Year Ending March 31, 2026

As per the briefing note mentioned above, FRAC has recommended re-appointment of BDO as auditors for CPDMH.

IT WAS MOVED BY M. VERMETTE AND SECONDED BY L. BERNES THAT RE-APPOINTMENT OF BDO AS AUDITORS FOR THE CPDMH CORPORATION FOR THE FISCAL YEAR ENDING MARCH 31, 2026 BE APPROVED AND RECOMMENDED TO THE MEMBERS AT THE ANNUAL GENERAL MEETING FOR APPROVAL.

MOTION CARRIED

6.5 AGH H-SAA Declaration of Compliance

M. Vermette noted that the HSAA Declaration of Compliance was omitted at FRAC but brought to the Executive Committee’s attention. Agreement was made to bring forward to the Allied Boards for execution. No concerns were raised.

IT WAS MOVED BY M. VERMETTE AND SECONDED BY S. SNOW THAT AUTHORIZATION OF THE ALLIED BOARDS CHAIR TO SIGN THE AGH H-SAA DECLARATION OF COMPLIANCE FOR THE PERIOD APRIL 1, 2024– MARCH 31, 2025 BE APPROVED.

MOTION CARRIED

6.6 CPDMH H-SAA Declaration of Compliance

IT WAS MOVED BY M. VERMETTE AND SECONDED BY S. SNOW THAT AUTHORIZATION OF THE ALLIED BOARDS CHAIR TO SIGN THE CPDMH H-SAA DECLARATION OF COMPLIANCE FOR THE PERIOD APRIL 1, 2024– MARCH 31, 2025 BE APPROVED.

MOTION CARRIED

6.6 Fighting Against Forced Labour and Child Labour – Supply Chains Act Attestation

B. Hilker indicated that details of the Supply Chains Act Attestation have been included in the package. It was noted that this new requirement is based on the number of employees and CPDMH does not meet the threshold. Initiatives and policies will be needed and posted on the websites. No concerns were raised.

IT WAS MOVED BY M. VERMETTE AND SECONDED BY R. PROBERT THAT AUTHORIZATION OF THE ALLIED BOARDS CHAIR TO SIGN THE ATTESTATION AND REPORT FOR FIGHTING AGAINST FORCED LABOUR AND CHILD LABOUR SUPPLY CHAINS ACT DATED MAY 31, 2025 ON BEHALF OF THE ALMONTE GENERAL HOSPITAL BE APPROVED.

MOTION CARRIED

6.7 Clinical Services Plan Refresh

L. Learmonth reported that the updated Clinical Services Plan which was previously shared has been reviewed and updated with minor edits and is being recommended by the Quality Committee.

No concerns were raised.

IT WAS MOVED BY S. SNOW AND SECONDED BY M. MAIDMENT THAT THE UPDATED CLINICAL SERVICES PLAN BE APPROVED.

MOTION CARRIED

6.8 Allied Boards Annual Evaluations

B. Young referred to the memo included in the package and indicated that the Annual Board Evaluations have been updated based on the OHA Board Evaluation Tool and compiled into one document. A second survey which will require only the Allied Boards Governance & Nominating Committee to complete was also drafted. No concerns were raised. Directors were informed that the link to complete the survey will be sent to them after the AGM.

IT WAS MOVED BY B. YOUNG AND SECONDED BY R. PROBERT THAT THE UPDATED ALLIED BOARDS OF DIRECTORS ANNUAL EVALUATIONS BE APPROVED.

MOTION CARRIED

7.0 Matters for Discussion

7.1 2025/2026 Corporate Goals Update

B. Harrington provided a verbal update on the status of the 2025/26 Goals. No concerns were raised.

7.2 Report of the AGH Chief of Staff

M. Fortune noted that the Report was included in the package. No questions were raised.

7.3 Report of the CPDMH Chief of Staff

A. Champagne noted that the Report was included in the package. No questions were raised.

The Chair thanked both Chiefs of Staff for the incredible amount of time and effort they put forth in their role as Chief of Staff.

7.4 Report of the CEO & Senior Team

B. Harrington noted that the Report was included in the package.

The CEO referred to the information regarding Operations Superintendent Michael White who was awarded the Ontario Medal for Paramedic Bravery in May 2025. The medal is given to paramedics who have demonstrated great courage, risking their lives to save the lives of others.

The CEO reported that the MRHA continues to make great progress and is on schedule to finalize a new Strategic Plan for 2026-2030 and that the next Allied Boards session is scheduled for June 19, 2025 and that Staff/CEO Forums were held on June 11 and 12, 2025.

7.5 Quality of Care – Good Catch

The Vice President Patient & Resident Services and Chief Nursing Executive L. Learmonth informed the group of a good catch that involved the Laboratory in Almonte. Lab Staff were called to perform lab work on a baby on OBS who did not have an identification band on them yet. Lab Staff notified OBS staff who immediately attached the appropriate band on the baby.

7.5 Quality of Care - Patient Compliment/Concern

L. Learmonth shared a concern received from a patient who was admitted to M/S through the Emergency Department who had a cardiac episode, was sent to the Heart Institute and back to AGH. The patient had received very little sleep and the roommate the patient had was being very disruptive. When the nurse came in to help with the dressing on the patient's chest, she informed that the Nurse at the Heart Institute informed not to get the dressing wet. The dressing did get wet and the AGH nurse brushed it off so the patient called the Heart institute to inform. The patient felt the AGH nurse could have been more supportive and eventually asked to be discharged. The patient was advised it was not in the best interest and was convinced to stay and was admitted to the OBS department where there was a private room. The nurse was informed of the complaint and reflected on their

	<p>interaction with the patient.</p> <p>L. Learmonth shared a compliment from CCC patient's wife. The wife informed that the staff are always kind and caring. The Recreation Staff (Kelly) informed that a warm blanket settles the husband and provides activities to keep the patient engaged. Food services always delivers a tray with a cover that keeps the food warm and the PSW's are always cheerful.</p>
8.0	Matters for Information
	The Chair noted that correspondence and the Board Work Plan was included for information.
9.0	Other Business
	<p>S. Cousineau, J. Hildebrand, L. Learmonth, V. Dimas, R. Arseneault, P. Kenney and S. Persi left the meeting.</p> <p>IT WAS MOVED AND SECONDED THAT THE MEETING MOVE IN-CAMERA.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p>
9.1	Executive Committee Report
	9.1.1 2024-25 AGH Chief of Staff Year End Goals & Objectives Results and Updated 2025-26 Goals & Objectives
	<p>Discussion was held.</p> <p>IT WAS MOVED AND SECONDED THAT THE UPDATED AGH 2025/2026 COS GOALS AND OBJECTIVES BE APPROVED.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p>
	9.1.2 2024-25 CPDMH Chief of Staff Year End Goals & Objectives Results
	<p>A. Champagne referred to the CPDMH COS Goals for 2025/26. A. Champagne noted that while reflecting on the goals, realized that they are not all measurable and has since learned to set the new goals better. A discussion was held. The Directors requested that keeping them up-to-date on the status of the goals in the COS Board Reports would be appreciated. No concerns were raised.</p>
	9.1.3 2024-25 MRHA CEO Year End Goals & Objectives Results
	<p>B. Harrington referred to the Updated COS Goals for 2025/26. Questions were raised and answered. It was noted that the only goal not achieved was the OBS volume due to the 3rd OBS/GYN only being onboarded mid year. Volumes have since been trending upwards.</p>
	9.1.4 2024-25 Pay for Performance Payment Approval
	<p>The Chair referred to the information and recommendation from the Executive Committee and invited questions regarding the 2024/2 Pay for Performance Payment.</p> <p>IT WAS MOVED AND SECONDED THAT PAYMENT OF 3% OF BASE SALARY FOR THE PERIOD APRIL 1, 2024 TO MARCH 31, 2025 AS A PAY FOR PERFORMANCE BONUS OF THE *PRESIDENT & CEO, *VICE PRESIDENT & CFO, *VICE PRESIDENT CAPITAL DEVELOPMENT & SUPPORT SERVICES, VICE PRESIDENT OF PATIENT/RESIDENT CARE & CHIEF NURSING EXECUTIVE AND VICE PRESIDENT HUMAN RESOURCES, DIAGNOSTIC SERVICES & OCCUPATIONAL HEALTH AND SAFETY.</p> <p>(*note that pay-back will be pro-rated to end/start dates of former and current employee)</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p> <p>A. Champagne, M. Fortune and T. McLelland left the meeting.</p>
9.2	Elected Members Discussion with CEO
	<p>Directors continued an in-camera discussion. No minutes were recorded.</p> <p>B. Harrington left the meeting.</p>
9.3	Elected Members Only Discussion
	Directors continued an in-camera discussion. No minutes were recorded.

	<p style="text-align: center;">IT WAS MOVED AND SECONDED THAT THE MEETING MOVE OUT OF CAMERA.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p>
10.0	Next Meeting and Adjournment
	<p>The Chair indicated that the next meeting will be the AGM on June 26, 2025 at 6:30 pm.</p> <p>IT WAS MOVED THAT THE MEETING BE ADJOURNED.</p>

Approved Minutes signed by:



L. Gardiner, Allied Boards Chair



B. Harrington, Allied Boards Secretary