



**WINDSOR REGIONAL HOSPITAL
TWENTY-SEVENTH ANNUAL GENERAL MEETING**

WRH VALUES

We respectfully acknowledge that the Windsor Regional Hospital occupies the traditional, ancestral and contemporary lands of the Niswi Ishkodewan Anishinaabeg: The Three Fires Confederacy (Ojibwe, Odawa, and Potawatomi). We acknowledge the land and the surrounding waters for sustaining us and we are committed to protecting and restoring these lands and waters from environmental degradation.

**Thursday, June 24, 2021
17:00 hours
VIA ZOOM**

A G E N D A

1. **CALL TO ORDER & WELCOME GUESTS** **Paniccia**
2. **PREVIOUS MINUTES – June 25, 2020 (MOTION)** **Lavoie**
3. **VERBAL REPORTS:**
 - i) **Mr. D. Musyj, President & CEO**
 - ii) **Dr. W. Saad, Chief, Professional Staff**
 - iii) **Mr. A. Paniccia, Chair, Board of Directors**
4. **TREASURER’S REPORT & APPROVAL OF THE FINANCIAL STATEMENTS OF:**
 - i) **Windsor Regional Hospital (MOTION)** **Allen**
5. **CONFIRMATION OF APPOINTMENT OF AUDITORS FOR FISCAL 2021/22 (MOTION)** **Allen**
6. **ANCILLARY MOTION:**
Ratification of all 2020/21 Acts & Proceedings of the Board of Directors of Windsor Regional Hospital **Bissonnette**
7. **CONFIRMATION of DIRECTORS, and, APPOINTMENT of Professional Staff to the Board of Directors (MOTIONS)** **Freeman
Skillings
Isshak
Lachance**

8. **CONFIRMATION of Committee Membership (MOTION)** **Allen**
9. **CHEQUE PRESENTATIONS:** **Introduced by Mr. Paniccia:**
i) **Mrs. Fae Gillespie, President of the Auxiliary**
ii) **Ms. Beth Ann Prince, President of the Foundation Board**
10. **BOARD MEMBER ACKNOWLEDGEMENTS** **Paniccia**
11. **TENTATIVE DATE OF 2022 AGM – Thursday, June 23, 2022** **Paniccia**
12. **ADJOURNMENT** **Arya**

/cc



MOTION/ACTION SHEET
From the
TWENTY-SIXTH ANNUAL GENERAL MEETING
WINDSOR REGIONAL HOSPITAL

Thursday, June 25, 2020

**RESOLUTION
NUMBER**

RESOLVED THAT

- 20062501A** the Financial Statements of Windsor Regional Hospital for fiscal year ended March 31, 2020 be approved.
- 20062502A** KPMG be confirmed as Auditors for Windsor Regional Hospital for fiscal 2020/2021.
- 20062503A** all Acts and Proceedings of the Board of Directors of Windsor Regional Hospital for fiscal year 2019/2020 be approved.
- 20062504A** the following persons be elected to the Board of Directors of Windsor Regional Hospital for the first year of a three year term, until the Annual Meeting of 2023:
Patricia France Cynthia Bissonnette
Michael Lavoie
- 20062505A** the following persons be confirmed to the Board of Directors of Windsor Regional Hospital for the second year of a three year term, until the Annual Meeting of 2022:
Dr. Laurie Freeman
- 20062506A** the following persons be confirmed to the Board of Directors of Windsor Regional Hospital for the third year of a three year term, until the Annual Meeting of 2021:
John Leontowicz Arvind Arya
Anthony Paniccia Dan Wilson
Pam Skillings Penny Allen
Paul Lachance Genevieve Isshak

20062507A

the following persons be appointed to the Board of Directors of Windsor Regional Hospital on the authority of their positions reflected herein for the 2020/21 year:

David Musyj	President & CEO, ex-officio, non-voting
Dr. Wassim Saad	Chief, Professional Staff, ex-officio, non-voting
Dr. Anil Dhar	President, Professional Staff, ex-officio, non-voting
Dr. Larry Jacobs	Vice-President, Professional Staff, ex-officio, non-voting voting & Associate Dean, Schulich ex-officio, non-voting
Ms. Karen McCullough	CNE/COO, ex-officio, non-voting

20062508A

the following seven (7) Committee memberships be confirmed for one year appointments until the Annual General Meeting of 2021.

Quality of Care:

Nancy Gillis
Mary Dawson
Laura Copat

Finance/Audit & Resources:

Sandra Boglitch
Ian McLeod
Beth Yeh
Dianne Aziz

Donna MacInnis, nursing rep (Quality of Care)

MINUTES of the TWENTY-SIXTH ANNUAL GENERAL MEETING of Windsor Regional Hospital held on Thursday, June 25, 2020, 1600 hrs, VIA ZOOM.

PRESENT:

Dan Wilson, Chair	Paul Lachance	David Musyj, ex-officio, non-voting
Penny Allen	Anthony Paniccia	Dr. Wassim Saad., ex-officio, non-voting
John Leontowicz	Michael Lavoie	Dr. Anil Dhar, ex-officio, non-voting
Arvind Arya	Pam Skillings	Karen McCullough, ex-officio, non-voting
Dr. Laurie Freeman	Lynne Watts	Dr. Larry Jacobs, ex-officio, non-voting
Cynthia Bissonnette		
Genevieve Isshak		

ALSO PRESENT:

Executive Committee
Dr. Joslyn Warwaruk, ex-officio, non-voting

REGRETS:

Patricia France

1. CALL TO ORDER:

The meeting was called to order at 1603 hours with Mr. Wilson presiding as Chair and Cheryl Clark recording the minutes. The Chair welcomed the guests who were present.

2. PREVIOUS MINUTES – June 20, 2019

The minutes of the June 20, 2019 Annual General Meeting had been previously distributed.

MOVED by Ms. L. Watts, **SECONDED** by Mr. A. Paniccia and **CARRIED**
THAT the minutes of the June 20, 2019 Annual General Meeting of Windsor Regional Hospital be approved.

3. REPORTS:

- The Annual Report contained a joint message from the CEO, Board Chair and Chief of Staff, each of whom spoke briefly.

Mr. Musyj:

Highlights of his verbal report:

Mr. Musyj reported that this has been a unique and unprecedented year and not one to be underestimated.

Last fall, the hospital received an Accreditation with Exemplary Status, something that is afforded to few hospitals in the country.

We had a surplus at the end of the year.

Thanks to Dan Wilson, the Board Chair whose term is ending today. Mr. Musyj added that he and Mr. Wilson have spent a lot of time together over the last year. He thanked the Board members, who are volunteers and unpaid. They are dedicated to our community. Mr. Wilson has been involved in many activities throughout his two year term, including many phone calls with the Ministry and involvement in the COS selection, just to name a couple of those activities.

Mr. Musyj said he looked forward to working with Mr. Wilson as Past Chair. He has tried to get the Board involved in some operations because that adds great value to any issue we face. Mr. Wilson and the Board have provided clarity, strength and guidance.

He thanked his senior team. Their individual and collective leadership has resulted in a small amount of COVID staff. Only nine member so of the entire hospital and Professional staff have tested positive for COVID. The senior staff have worked endless hours. Their passion is infectious. Thanks to Dr. Saad for his leadership with the professional staff. He thanked Mr. Fathers and his financial team for their work during the past year. Thanks to Mrs. Rosemary Petrakos. As a result of her work, we did not have to stop cancer surgeries as many hospital did. Ms. Riddell tackled COVID head-on. He said he would go to war with any of them. He thanked his assistant, Dawn Sutherland for her support.

We are far from the end of COVID, but probably we are at the end of the beginning of the pandemic. Thank you to everyone.

Dr. Saad:

Highlights of his verbal report:

Dr. Wassim Saad stated that when he was asked to speak at the AGM in 2019, one year ago we had zero patients with COVID and currently we have zero patients with COVID in 2020. He thanked Dr. Gary Ing, his predecessor, the MAC and the Dept. Chiefs. As a Dept. Chief you don't know a lot of what is happening in other depts., but as COS, he could see the Chiefs have been working tirelessly. The Professional Staff want to be involved in many areas of the hospital, including the Recruitment and Retention Committee as well as the Research Committee, which is chaired by Dr. Caroline Hamm. There appears to be more of an ownership now by the professional staff of our facility. He thanked the Medical Affairs Department for their work because he could not do his job without them. He said he works closely with the Executive Committee. Mr. Musyj is a wartime President. He gets things done. If he had to do this again, there is no one he would rather do it with, than Mr. Musyj, who has a great vision for everything going on. It has been a team effort but it does start at the top. Dr. Saad thanked the Board. The Board puts in a ton of work – they review governance and operations; they know where they want to lead the organization. His regular meetings with Mr. Wilson have helped him a great deal and he looked forward to meeting with Mr. Paniccia over the next two years. He was looking forward to working with everyone again for the next year.

Mr. Wilson:

Highlights of his verbal report:

Mr. Wilson stated that both Mr. Musyj and Dr. Saad have demonstrated outstanding leadership over the past year, particularly during the COVID pandemic. This time last year, we were saying good-bye to Dr. Gary Ing, and then the transition occurred. Dr. Saad has done an exceptional job.

WRH finished the fiscal year with a positive financial outcome.

WRH strives to provide outstanding care, no exceptions. We received an extensive presentation at the June 04 Board meeting of things that have transpired over the past several years.

The organization received Accreditation with exemplary status last year. That only helped to confirm what we already knew. Our policies and practices are strong and they are effective and efficient. The COVID 19 virus has proven to be dangerous and the entire team at WRH has shown courage and compassion and collaborated with other organizations in the area. We have worked hard to keep our community and each other healthy and safe. The bottom line is that we were tested and we have come through it so far in an amazing fashion. Activities have happened in a collaborated and organized manner. Thanks to the entire WRH team for a job well done this past year and in particular, during the pandemic. Thanks to all the Board members for their time and effort this past year. It has been an amazing year and the Board and staff are amazing people. The audited financial statements will be posted to the website in the next couple of weeks and will touch on a few things I have not covered at this meeting.

4. TREASURER'S REPORT:

Mr. Lavoie stated that KPMG conducted an audit of our operations for the fiscal year 2019/20. FAR met with KPMG on two separate occasions, the first time to discuss our risks and to ensure they are being managed. They met together again, that time without staff so that FAR could ask them questions privately.

KPMG completed a clean audit report on our financial statements for the fiscal year ending March 31, 2020. They stated that the financial statements represent fairly the financial position of the Hospital as at March 31, 2020, and its results of operations and its cash flow for the year, ended in accordance with Canadian Public Sector Accounting Standards. During the fiscal year ending March 31, 2020, we received \$537.5M. Our expenses for the year were \$534.7M, resulting in a surplus of \$2.8M. No material issues came to light during the audit. Mr. Lavoie urged the Board to take the time to read the financial statements. He drew attention specifically to Note 21, which showed the impact of COVID on the hospital. Thanks to Mark and his team who provided anything the committee required. Thanks to the FAR Committee for their ongoing commitment to WRH.

The annual report outlines the financial and operational highlights.

MOVED by Mr. M. Lavoie, **SECONDED** by Mr. A. Arya and **CARRIED**

IT WAS RESOLVED THAT the Financial Statements of Windsor Regional Hospital for fiscal year ended March 31, 2020 be approved.

5. CONFIRMATION OF APPOINTMENT OF AUDITORS FOR FISCAL 2020/2021:

MOVED by Mr. M. Lavoie, **SECONDED** by Dr. L. Freeman and **CARRIED**
IT WAS RESOLVED THAT KPMG be confirmed as Auditors for Windsor Regional Hospital for fiscal 2020/2021.

6. ANCILLARY MOTION:

MOVED by Ms. P. Skillings, **SECONDED** by Mr. J. Leontowicz and **CARRIED**
IT WAS RESOLVED THAT all Acts and Proceedings of the Board of Directors for fiscal year 2019/20 be accepted.

7. ELECTION & CONFIRMATION OF DIRECTORS & APPOINTMENT OF MEDICAL STAFF TO THE BOARD OF DIRECTORS:

MOVED by Mr. P. Lachance, **SECONDED** by Mr. J. Leontowicz and **CARRIED**
IT WAS RESOLVED THAT the following persons be elected to the Board of Directors of Windsor Regional Hospital for the first year of a three year term, until the Annual Meeting of 2023:

Patricia France Cynthia Bissonnette
Michael Lavoie

MOVED by Ms. C. Bissonnette, **SECONDED** by Mr. G. Isshak and **CARRIED**
IT WAS RESOLVED THAT the following person be confirmed to the Board of Directors of Windsor Regional Hospital for the second year of a three year term, until the Annual Meeting of 2022:

Dr. Laurie Freeman

MOVED by Ms. L. Watts, **SECONDED** by Ms. C. Bissonnette and **CARRIED**
IT WAS RESOLVED THAT the following persons be confirmed to the Board of Directors of Windsor Regional Hospital for the third year of a three year term, until the Annual Meeting of 2021:

John Leontowicz Arvind Arya
Anthony Paniccia Dan Wilson
Pam Skillings Penny Allen
Paul Lachance Genevieve Isshak

MOVED by Mr. J. Leontowicz, **SECONDED** by Ms. P. Allen and **CARRIED**
IT WAS RESOLVED THAT the following persons be appointed to the Board of Directors of Windsor Regional Hospital on the authority of their positions reflected herein for the 2020/21 year:

David Musyj President & CEO, ex-officio, non-voting
Dr. Wassim Saad Chief, Professional Staff, ex-officio, non-voting
Dr. Anil Dhar President, Professional Staff, ex-officio, non-voting

Dr. Larry Jacobs

Associate Dean, Schulich, ex-officio, non-voting & V.P.,
Professional Staff, ex officio, non voting
CNE/COO, ex-officio, non-voting

Ms. Karen McCullough

8. CONFIRMATION OF COMMITTEE MEMBERSHIP:

MOVED by Ms. P. Allen, **SECONDED** by Ms. P. Skillings and **CARRIED**
IT WAS RESOLVED THAT the following seven (7) Committee memberships be
confirmed for one year appointments until the Annual General Meeting of 2021.

Quality of Care:

Nancy Gillis
Mary Dawson
Laura Copat

Finance/Audit & Resources:

Sandra Boglitch
Ian McLeod
Beth Yeh
Dianne Aziz

Donna MacInnis, nursing rep (Quality of Care)

9. ACKNOWLEDGEMENTS:

Mr. Wilson acknowledged Ms. Watts who was finishing her term on the Board. She has served WRH for many years and will be missed. Ms. Watts has been involved in many committees and has been a very dedicated Board member.

Mr. Wilson also thanked Dr. Warwaruk for her commitment to the Board and for her years as a Board member, first in her capacity as Vice-President of the Professional Staff and then as President of the Professional Staff. Dr. Dhar now steps into the role as President of Professional Staff.

Mr. Paniccia acknowledged Mr. Wilson who was finishing his term as Chair but will continue as Past Chair for two years. Mr. Wilson has had two successful years as Board Chair for WRH. He has given great guidance and we owe him a debt of gratitude. Mr. Paniccia thanked Mr. Wilson for his service to WRH and to the community as a whole. Mr. Paniccia said he is looking forward to working with Mr. Wilson as Past Chair and with Mr. Lavoie as the new Vice-Chair.

Mr. Wilson thanked everyone. It has been a team effort and we have accomplished much together. Mr. Paniccia will be Chair going forward. He has already served in several leadership capacities on the Board. He will do an exceptional job.

10. ADJOURNMENT:

MOVED by Ms. L. Watts, **SECONDED** by Mr. P. Lachance and **CARRIED**
THAT the Twenty-Sixth Annual General Meeting of Windsor Regional Hospital held on
June 25, 2020 be adjourned at 1642 hours.

Mr. Dan Wilson, Chair
Board of Directors

Cheryle Clark
Recording Secretary

/cc