



Special Board of Directors Meeting Minutes
Monday, October 19th, 2020 – 5:00 p.m.

Chair: James Pitruniak




Present:	Michelle Perry, Cholly Boland, Marieke van Noppen, Mike Villeneuve, Nathalie Boudreau, James Pitruniak, Dr. Devin, David Wattie, Elise Guest, Bruce Millar, Peter Krajcovic, John Trickett, Holly Brown
Regrets:	Renée Belhumeur, Shawn Sutton
Staff:	Michelle Blouin
Guests:	Kyle Jones
Resource:	Amy Lafleche

No.	Item
1.0	Call to Order J. Pitruniak called the Special Board of Directors meeting to order at 5:01 p.m.
2.0	Review of Agenda The agenda was approved by consensus. C. Boland and M. Blouin declared their conflict of interest related to item 4.1 Dundas Manor Land Sale.
3.0	Review of Minutes The 2020-09-14 Executive Committee minutes were approved as presented.
4.0	Financial Update
4.1	<p>Dundas Manor Land Sale The WDMH Board of Directors is to establish the price for the sale of land to RHI/Dundas Manor.</p> <p>Discussion points raised at the Special Board of Directors meeting October 19, 2020:</p> <ul style="list-style-type: none"> • In 2013, the hospital purchased 18 residential lots for \$935,000. • In 2013, a Community Care Building was built on the WDMH campus, providing access to other key health and community services close by for patients and families. • In March 2016, the Community Care Building was expanded to double its size and welcome additional health and community services on the same site. • 100% of the originally purchased land has recently been appraised at \$1,100,000. • Approximately 15% of the land has been used for the Community Care Building and parking lot. • Municipal taxes paid on the entire parcel of land represent a sunk cost and should not be included in setting the purchase price. • There are two options, as outlined below.

- There are no tax implications in selling at either price.
- Either price must be defensible/explainable to the RHI/Dundas Manor board and the community.

Two Options:

Sale Price \$935,000	Sale Price \$795,000
<ul style="list-style-type: none"> • This represents 85% of the appraisal of \$1,100,000 • 85% of the initial land acreage is being sold, as 15% is being used for the Community Care Centre and Parking lot. 	<ul style="list-style-type: none"> • This represents 85% of the original purchase price of \$935,000 • 85% of the initial land acreage is being sold, as 15% is being used for the Community Care Centre and Parking lot.
	<ul style="list-style-type: none"> • The land is not for sale publicly, it is only for sale to Dundas Manor. The hospital should not be interested in profiting.
<p>Community Perspective:</p> <p>Pros</p> <ul style="list-style-type: none"> - WDMH is maximizing its resources for the hospital - Good stewards of the hospital's resources and protecting past investments. <p>Cons</p> <ul style="list-style-type: none"> - WDMH could be seen as profiting from another non-profit organization 	<p>Community Perspective:</p> <p>Pros</p> <ul style="list-style-type: none"> - WDMH is supporting another non-profit health care partner <p>Cons</p> <ul style="list-style-type: none"> - Possible problematic optics of the hospital reporting a sale price lower than the original purchase price
<ul style="list-style-type: none"> • The higher price would require additional fundraising by RHI/Dundas Manor 	

			Relative To Original Purchase 2013	Relative To Current Appraisal 2020
Original Purchase		100%	\$935,000	\$1,100,000
Used By WDMH (Build & Park Lot)		15%	\$140,250	\$165,000
Want to Sell To Dundas Manor		85%	\$794,750	\$935,000

An informal poll was taken - with voting members evenly split between the two purchase price scenarios. It was decided to convene another special board meeting in a week's time to further discuss and reach a decision.

Reference Tools:

- Review attached 2013-09-13 Board of Directors minutes, where the purchase of the land was approved, item 14.1 ([attached pages 6-13](#))
- Review the 2019-2024 WDMH Strategic Plan ([attached pages 14-17](#))
- Review the Board Decision Making Guide ([attached page 18](#))
- Review the WDMH Commitment Statement ([attached page 16](#))
- Review the Dundas Manor Redevelopment Updates & Website to be informed
<http://www.dundasmanor.ca/ourredevelopment>
<http://www.dundasmanor.ca/>

4.2	Hospital Covid Expenses It was initially implied that all Ontario hospitals would be receiving 100% reimbursement for Covid related expenses. This may no longer be valid; all hospitals are waiting to find out.
5.0	External Environment
5.1	Provincial The province is highly focused on Covid-19. What the Eastern Ontario Health Unit region is experiencing related to Covid is similar province wide.
5.2	Regional/LHIN Restrictions in long-term care admissions is creating high occupancy in many hospitals. On average there are normally 300-400 people waiting in hospital for long-term care beds, currently there are over 600 waiting in the Champlain LHIN region.
5.3	Local <u>Assessment centre:</u> Calls to the assessment centre have gone down drastically. The Winchester site is currently receiving 200 or less calls per day. The numbers are very unpredictable. With the rise in Covid numbers, and the need to be as efficient, as possible there is a project

	<p>underway to create a web-based booking system. This will help reduce clerical resources.</p> <p><u>WDMH visitation restrictions:</u> WDMH has restricted visitation for inpatients; only one visitor per day per inpatient. WDMH has also announced partners will not be permitted to attend ultrasounds, with compassionate exceptions. This will help reduce the number of visitors to the hospital.</p>
6.0	Strategic Priorities Update
6.1	<p>Quality/Services Accreditation preparation is underway. A communication plan and human resources plan are also required organization practices. These will be presented to the board over the next few meetings.</p>
6.2	<p>Our People This week is Services Awards Week. WDMH is having an in-house celebration, drive through celebration for retirees, festivities, awards, and meal giveaways.</p> <p>The foundation provided funds to WDMH to provide 100 staff who did not qualify for pandemic pay gift cards to recognize their hard work and dedication to WDMH during the pandemic.</p>
6.3	<p>Partnerships/Integration The Upper Canada Ontario Health Team has voted to move forward and combine with the Cornwall and Area Health Team.</p>
6.4	<p>Accountability No update.</p>
7.0	<p>Clinical Issues Physicians are working hard to navigate the occupancy rates and continuing to maintain throughput despite the rise in Covid numbers. It was indicated the last time Covid numbers were this high many services shut down. WDMH is continuing with business as usual for as long as possible.</p> <p>Dr. Devin is working on expanding the Winchester assessment centre to include a respiratory assessment service.</p>
8.0	Governance
8.1	<p>Board Education Suggestions Three virtual governance education sessions provided by the OHA were distributed to all members. J. Pitruniak suggested new members consider attending.</p> <p>C. Boland noted education topic suggestions for upcoming Board meetings are welcome. The CEO of Ontario Health, Matthew Anderson, will be speaking at the November 24th Board of Directors meeting.</p>

8.2	Chief of Radiology	
	The new Chief of Radiology at The Ottawa Hospital is interested in being involved as the Chief of Radiology at WDMH. This will be brought to the Board of Directors meeting for approval.	
9.0	Next Meeting	
	Regular Executive Meeting	Monday, November 16, 2020 at 5:00 p.m.
	Special Board Meeting	Monday, October 26, 2020 at 5:00 p.m.
10.0	Adjournment	
	J. Pitruniak called the meeting to a close at 6:10 p.m.	

James Pitruniak,
Chair