

Meeting of the Board of Directors

Monday, November 24, 2025

St. Joseph's Hospital – Adams Boardroom A2-041

Via MS Teams video-conference

MINUTES

The Chair called the meeting to order at 3:30 p.m.

The reflection was provided by L. Cornelius.

Education Session

D. Ladouceur prefaced the education session by sharing she had a tour of the facilities, in St. Thomas, and was impressed with the work being done there. She introduced Kent Lewis, Clinical Director, Forensics, who led Directors through a presentation on forensics as a health care story. Highlights from the presentation included:

- History of when forensic psychiatry began and what it is about
- Forensic programs in the province
- Specifics about St. Joseph's Southwest Centre for Forensic Mental Health Care (Southwest Centre);
- Explanation of the possible diagnoses;
- Explanation of the team of professionals who make up the Southwest Centre Forensic Team and the different psychotherapeutic groups;
- A patient's progression in forensic psychiatry and outcomes;
- Explanation of how patient risk is managed; and,
- Future goals of the Southwest Centre.

D. Ladouceur thanked K. Lewis for the education to Directors and congratulated all at the Southwest Centre Forensic Team for their respectful care of patients.

1. Full Agenda / Consent Agenda

1.1 Adoption of Full Agenda

It was **MOVED** and **SECONDED** the agenda be adopted as **CARRIED**.

1.2 Approval of Consent Agenda



2025/26 Membership

VOTING

Donna Ladouceur (Chair)
 Mary Gillett, FCPA, FCA (VC)
 Jonathan Batch
 Stephen Bolton, ICD.D, MBA
 Peter Cassidy (V)
 Lesley Cornelius, ICD.D
 Paul Dugins, MBA
 Joan Hubert
 Lynne Livingstone
 Stephanie Marentette
 Joshua Melchers, CPA, CA, CFP
 Victoria Smye, PhD
 Nawaz Tahir
 Janet Tufts, MBA

EX-OFFICIO NON-VOTING

Abhijit Biswas, MD
 Shaun Boe, PhD
 Roy Butler, PhD
 Christopher Hansebout, MD, FRPCP
 Laura Lyons, MD
 Karen Perkin, RN, MScN
 John Yoo, MD

Standing Guests

Jay Nash, Foundation Representative
 Richard Corneil, C.Dir.,
 Board Observer
 St. Joseph's Senior Leaders

Recorder

Terri-Lynn Cook

A = absent

R = regrets

V = virtual

VC = Vice-Chair

It was MOVED and SECONDED that the Consent Agenda for the November 24, 2025 Board meeting, consisting of the recommendations and reports found in Appendix 1, be approved and/or received for information by St. Joseph's Board of Directors. CARRIED.

2. Reports

2.1 Board Chair Remarks

D. Ladouceur shared that she had the pleasure of attending the Remembrance Day service at Parkwood Institute with the Veterans.

2.2 President and Chief Executive Officer

(a) Monthly Report to Board

R. Butler responded to questions raised from the written report that had been pre-circulated. In addition, he highlighted areas of current developments and issues, which included the following:

- The federal budget was announced with increases to health research and innovation; \$5B for health infrastructure; \$1B for transitional and supportive housing for those who are homeless or at risk of homelessness; and tax credits to attract and retain personal support workers. Overall, it is a welcome investment in the sector;
- Fall Economic Statement was also released. On the health side, there is \$1.1B to expand Home Care, \$2.1B for Primary Care Action Plan and \$262M for Learn and Stay Grants. There was no new investments in hospitals;
- On the advocacy side, the Catholic Health Association of Ontario had a Queens Park virtual meeting for advocacy around supportive housing. Last week there was an in person Queens Park day for mental health partners and supportive housing partners. St. Joseph's participated and Indwell joined. There is recognition and acceptance that there is more to be done in supportive housing.

(b) 2025/26 Q2 Corporate Performance Report

- The Chair of Resource Planning & Audit Committee will speak to the second quarter financial results later on today's agenda however to summarize, R. Butler reported that St. Joseph's is \$2M worse than budget YTD. It was noted the scorecard numbers and coloring in the agenda package for financial indicators are not accurate and that this will be updated for future presentations to the Board;
- Sick time is coming down but further work is needed on first year turnover. A deep dive is being undertaken to understand more related to first year turnover as St. Joseph's rates remain high. and,
- The quality indicators are progressing well.

R. Butler then spoke to the strategic objectives summary. Related to the Excellence in Care, Powered by Discovery pillar, he advised that St. Joseph's has developed an Artificial Intelligence (AI) policy and struck an internal committee related to same. The Vibrant Workforce indicators are in good shape, and he highlighted the success of the Physician Leadership Program. The annual aims in the Partnering for Impact pillar continue to progress.

Comment was made it would be interesting for the Board to have an education session around AI to gain an understanding of the new corporate policy and the work that is being done across the organization.

(c) Enterprise Risk Management (ERM) update

Following the request of the Board from May 2025, when ERM was last presented, a briefing note has been included in the document package that provides additional detail of each of the targeted risk areas in addition to the visual dashboard. R. Butler further recalled that ERM was refreshed in May 2025 with the assistance of KPMG so today is the first reporting to the Board. He highlighted that financial stability and health risk rating changed to be a higher risk rating than was identified in the Spring and that this is due to the provincial work related to the Health Sector Stabilization Plan.

Discussion was held and Directors expressed appreciation of the detail in the briefing note. It was noted that the summary dashboard captures the change to risk ratings but the individual explanation pages do not show the change as clear. It was confirmed that strategies are already in play/projects already being worked on related to the identified risks and that the ERM has a three-year runway.

2.3 Medical Advisory Committee (MAC) Chair

L. Lyons highlighted that 14 new Credentialed Professional Staff were processed for the Board's approval this month. She recognized the work of Credentialing Committee, the MAC, and the Credentialing Manager for the good governance around the credentialing process. She informed there are two Department Head searches in process with Board participation: Anesthesia & Perioperative Medicine and Surgery. L. Lyons advised that all of the MAC Subcommittee Chairs and Co-Chairs met with MAC leadership to review the work they are in process of. This meeting occurs twice a year. She shared that the November Physician Leadership series on "leading change" was well-attended.

L. Lyons concluded her report by sharing that there has been some physician anxiety around the workload that will be involved in bringing in the next phase of OneChart Phase II. This is mostly from physicians in high-volume clinics and those with waiting lists as adjusting to a new system brings with it a learning curve and this can back things up. MAC has responded by inviting Information Technology leadership to the MAC meetings for the next four months to address this with the Department Heads. Town halls are also being scheduled to address concerns and provide learning.

2.4 Quality Report

(a) Patient, Resident, Caregiver story

As part of the Board's focus on Quality, the Board has been receiving updates/stories from the senior leaders at St. Joseph's. L. Higgs, VP Clinical Support and Chief Financial Officer, shared a story about how one patient/family was impressed with the care provided at St. Joseph's and this led them to donate to St. Joseph's.

(b) 2025/26 Q2 Quality Results

P. Cassidy confirmed that with the assistance of the Director of Quality Measurement & Clinical Decision Support, the Quality Committee reviewed the second quarter quality indicators and the strategies being applied to improve the areas of concern.

3. Business Arising

Standing agenda item, no business arose.

4. New Business

4.1 Governance Committee Recommendation: Revised Fixing Long-Term Care Act Disclosure and Declaration form and Revised Annual Declaration and Consent form

M. Gillett recalled for Directors that the two forms being presented were originally approved by the Board. She further stated that legal advice was sought in regard to the proposed amendments. The key change to the Fixing Long-Term Care Act form is that will no longer be annual, but rather a requirement during onboarding of new Committee Members. Because the form will no longer put in front of Committee Members and Directors annually, they need to be reminded that there is an ongoing legal requirement to inform the Governance Office of any change in status as promptly as possible. She explained that Governance Committee has developed a communication/education plan to inform all Committee Member and Directors of the change and ongoing duty to report.

It was MOVED and SECONDED that St. Joseph's Board of Directors approve the amendments to the Disclosure and Declaration for Directors/Committee Members form and the Annual Declaration and Consent form. **CARRIED.**

4.2 Resource Planning & Audit Committee Recommendation: 2025/26 Q2 Financial Results

J. Melchers reported that St. Joseph's ended the second quarter of 2025/26 with a \$12.4 million deficit compared to a planned deficit of \$10.5 million with portfolio variances being the biggest driver. He highlighted the following:

- Revenues in the second quarter were below budget with the drivers being Veterans' Affairs Canada and the prescription shop;
- Expenses were \$4.3M above budget mostly related to salaries and benefits;
- St. Joseph's continues to have strong working capital and liquidity positions; and,
- St. Joseph's investment income is favourable to budget.

J. Melchers shared that as at Q2 2025/26, St. Joseph's finance team is projecting that St. Joseph's year-end financial performance could range from deficit of \$11.8 to \$29.1 million. He acknowledged this is a wide range but then explained the elements contributing to the projection along with projection assumptions. He further noted a deficit position has been forecasted for the last four years, so this is not new.

No questions arose.

It was MOVED and SECONDED that St. Joseph's Board of Directors approve the financial statements of St. Joseph's Health Care London for the quarter ended September 30, 2025. **CARRIED.**

5. In-Camera Meeting

It was MOVED and SECONDED the meeting of the Board of Directors move in-camera at 4:57 p.m. **CARRIED.**

The regular meeting of the Board of Directors resumed at 6:55 p.m.

Rising from the in-camera meeting, the Chair reported:

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- The Board received a second quarter status report on the CEO's performance goals as set by the Board; and,
- The Board received a debrief from Governance Committee on the evaluation results from the Board-Committee orientation session held September 4th.

6. Termination of Meeting

There being no further business, the Chair declared the meeting terminated at 6:57 p.m.