

Meeting of the Board of Directors

Monday, March 30, 2026

St. Joseph's Hospital – Adams Boardroom A2-041 and
Via MS Teams video-conference

MINUTES

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

The reflection was provided by L. Livingstone.

1. Full Agenda / Consent Agenda

1.1 Adoption of Full Agenda

Request was made for Consent Agenda item #D1 "Internal Audit Plan 2026/27" to be removed and discussed on the main agenda. The Chair confirmed the item will be added under New Business as Item #4.3b.

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

1.2 Approval of Consent Agenda

It was MOVED and SECONDED that the Consent Agenda for the March 30, 2026 Board meeting, consisting of the recommendations and reports found in Appendix 1, with the exception of item #D1 which was removed, be approved and/or received for information by St. Joseph's Board of Directors. CARRIED.

2. Reports

2.1 Board Chair Remarks

D. Ladouceur reported that she attended the Sisters of St. Joseph Awards held March 19th. She acknowledged other Directors having attended as well. She shared that the ceremony offers a heart-felt reminder of what it means to live out the values of St. Joseph's and what excellence, reliability, honesty, efficiency, creativity, respect, caring, compassion, empathy and a positive attitude look like in the everyday moments of work and life. The stories from this year's four recipients honoured the legacy of the Sisters and their commitment to compassionate care. D. Ladouceur encouraged Directors to consider attending the event next year if they are available.



2025/26 Membership

VOTING

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

EX-OFFICIO NON-VOTING

Abhijit Biswas, MD
Shaun Boe, PhD (R)
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

2.2 President and Chief Executive Officer

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 provincial budget was released last Thursday with a projected deficit of \$13.8B in 2026/27. R. Butler outlined the funding specifics related to healthcare;
- The Ontario Hospital Association (OHA) is holding a sector call on April 1st where members will hear more from the OHA on its perspective about the provincial budget;
- Hospitals should receive their funding letters in the next couple weeks;
- The province is looking at establishing a province wide primary care medical record system. There are no further details on what that is going to look like;
- The Public Sector Salary disclosure was released this past Friday. In short there are additional people on St. Joseph's report primarily because there was an extra pay period in 2025, which captures an extra two weeks of pay;
- The Sisters of St. Joseph Award ceremony was held March 19th and four recipients were recognized;
- The PET/MRI arrived this past Saturday and was installed through the roof of the fifth floor;
- The Homes for Heros project at Parkwood Institute broke ground earlier this month;
- "Project Tyche" was launched in fiscal 2025/26 as a multi-phase roadmap focused on financial efficiencies and ensuring the organization's long-term financial stability is in alignment with its strategic objectives. One strategy announced last week is to benchmark professional staff across all programs and services. This will start with Mental Health in April; and
- Karen Perkin's retirement celebration will occur on Friday April 17th. Sandy Jansen's celebration date will be communicated to the Board once confirmed.

(b) St. Joseph's Strategic Plan Annual Aims 2026/27

R. Butler informed that there has been greater engagement in building and determining the year-two aims. The Senior Leadership Team (SLT) engaged Directors, Physician Leaders and other key strategic leads within the organization. 14 aims are proposed, which is fewer than year-one which gives consideration to the bandwidth of leaders and staff. This was well-received by leaders throughout St. Joseph's. There are six aims related to Excellence in Care, Powered by Discovery, six aims related to A Vibrant Workforce and two aims related to Partnering for Impact.

Discussion took place. It was stated that not every year-two aim will have a direct relationship to the "By 2030" statements, but they will help advance work to meet the "By 2030" statements.

It was MOVED and SECONDED that St. Joseph's Board of Directors approve the strategic plan annual aims 2026/27, as presented. CARRIED.

2.3 Medical Advisory Committee (MAC) Chair

L. Lyons informed that the sixth session in the physician leadership series was held. The topic was Inclusive Leadership. It was the final session of the series and a graduation celebration also took place. The physician leadership series was well supported by A. Dukelow, M. Kahng and T. Pace. A new series is being planned for the Fall and the first session will focus on the roll out of the Management of Credentialed Professional Staff Professionalism Guideline to ensure there is understanding of it.

She reported the Credentialed Professional Staff reappointment process, which runs concurrently with LHSC's process, is under way. The deadline for reapplication is March 31st.

L. Lyons shared that OneChart Phase 2 is live and moving toward ending transcription in June. Communications will be coming out to staff about this change.

L. Lyons concluded her report by thanking Directors for their participation on several Chair/Department Head Selection Committee recruitments that are currently under way.

V. Doria joined the meeting at 4:10 p.m.

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. Michelle Campbell, President & CEO St. Joseph's Health Care Foundation, introduced Vicky Doria who is one of this year's recipients of Sisters of St. Joseph Award. V. Doria shared a personal story about her mother who is a patient at Parkwood Institute. She spoke about the compassionate care given by all staff on 5B South.

V. Capewell joined the meeting at 4:15 p.m. V. Doria left the meeting at 4:16 p.m.

(b) Quality Improvement Plan (QIP) 2026/27

P. Cassidy, Chair of Quality Committee, stated that V. Capewell and her team presented the QIP at the March Quality Committee meeting and that it is a legislated requirement that hospitals prepare and submit an annual QIP. Discussion ensued and a friendly amendment was proposed related to the introductory sentence of the bulleted list under the Palliative Care section so that there is no misinterpretation of MAiD assessments.

It was MOVED and SECONDED that St. Joseph's Board of Directors approves the 2026/27 Quality Improvement Plan for St. Joseph's Health Care London and Mount Hope Centre for Long Term Care, along with the 2025-26 Quality Improvement Plan Narrative with the friendly amendment to the Palliative Care section as described in these minutes. CARRIED.

V. Capewell left the meeting at 4:25 p.m.

3. Business Arising

Standing agenda item, no business arose.

4. New Business

4.1 Executive Committee Recommendation – Executive Compensation tied to the 2026/27 Quality Improvement Plan

D. Ladouceur stated that annually the Board is to approve which of the indicators from the QIP are to be tied to executive compensation for the CEO and Vice Presidents of St. Joseph's. R. Butler explained that the Quality Committee sets the QIP, and from that the Vice-President People & Mission works with the CEO to identify potential indicators from the QIP that can be tied to compensation. Favour is given to indicators that span across the organization and are not limited to just one site. The narrowed down indicators are then presented to the Executive Committee for discussion and final determination.

It was MOVED and SECONDED that St. Joseph's Board of Directors approve the 2026/27 Quality Improvement Plan metrics to be tied to executive compensation, as presented. CARRIED.

4.2 Governance Committee Recommendation – Board Committee Structure

M. Gillett recalled for Directors that at the Board Retreat, participants discussed a recommendation presented by Borden Ladner Gervais to transition from having a Health Care Ethics Committee (HCEC) to strength and embed ethical discernment throughout all Committees of the Board. The Governance Committee formalized the recommendation from the Board Retreat and further directed the HCEC to make some recommendations on ways to strengthen and integrate ethical discernment across the Board and all of its Committees. HCEC will work through this over its last few meetings.

R. Butler added that following the Board Retreat, he and D. Ladouceur held a meeting with the Bishop to inform him of where St. Joseph's Board would be heading. R. Corneil also shared the same message with St. Joseph's Health Care Society (Society). Both the Bishop and the Society understood and support the direction.

Discussion was held and there was consensus to change the word "strengthened" to "integrated" which has more of an active meaning.

It was MOVED AND SECONDED that St. Joseph's Board of Directors approve transitioning the Health Care Ethics Committee of the Board to a new model whereby there is no longer a formal committee, effective June 22, 2026, but ethical discernment is integrated across the Board and all of its Committees. CARRIED.

4.3 Resource Planning & Audit Committee (RPAC) Recommendation – Operating Budget 2026/27

J. Melchers announced that St. Joseph's is projecting a \$28.9M budget deficit in 2026/27 (~4.4% of total budget). He confirmed that a 2% increase to global base funding was used as an assumption. St. Joseph's inflationary assumptions for salaries, benefits and supplies were used, not the ones given by the Ministry through HSSP. J. Melchers stated that non-union compensation benefits and Phase 2 of OneChart are a couple of unique drivers to the budget this year. J. Melchers noted that investment income was conservatively raised by \$1M. He further highlighted the risk considerations and how those can be mitigated.

He informed that St. Joseph's continues to advocate for funding in several areas, including sufficient funding to address our structural Long-Term Care deficit, and additional funding to support increases over funded volumes, specifically in urgent care and quality-based procedures.

It was MOVED and SECONDED that St. Joseph's Board of Directors approve the 2026/27 operating budget and related accountability agreements (H-SAA, L-SAA and M-SAA). CARRIED.

4.3b Internal Audit Plan 2026/27

J. Melchers informed that RPAC has reviewed the audit plan twice. The reason being is that RPAC wanted KPMG to go back and expand their scope of the accounts payable review. There is no concern about risk of fraud, it is just an opportunity to provide additional assurances related to St. Joseph's own internal controls.

Discussion ensued. Comment was made there are good checks and balance in the system, and the Board is assured of the processes in place. It was confirmed that if the internal auditors were to come back with additional recommendations, there is follow-up that happens at RPAC to work through those recommendations. It was also confirmed that KPMG does provide RPAC with updates and feedback on the audits as they are completed and also provides status updates on the audits in progress.

It was MOVED and SECONDED that St. Joseph's Board of Directors approve the 2026/27 internal audit plan. CARRIED.

4.4 Chair updates - Standing Committees of the Board

(a) Stoplight Report from Quality Committee of the Board

No questions arose.

5. In-Camera Meeting

It was MOVED and SECONDED the meeting of the Board of Directors move in-camera at 4:50 p.m. CARRIED.

The regular meeting of the Board of Directors resumed at 6:26 p.m.

6. Termination of Meeting

There being no further business, the Chair declared the meeting terminated at 6:26 p.m.