SOUTH BRUCE GREY HEALTH CENTRE
CHESLEY | DURHAM | KINCARDINE | WALKERTON

Minutes
Board of Directors Meeting
Wednesday, February 4th, 2026
Zoom Audio/Visual Conference (Hybrid)

Present: J. Dietrich (Chair), A. Wickert, L. Aston, J. Bagshaw, J. Haggarty, A. Thompkins, V. Ducharme, C. Singh, L. Parsons, Dr. M. Ballantine

Staff: M. Legge, K. MacKenzie

Regrets: D. Braithwaite, N. Shaw, Dr. L. Roth

Guests: Pauline Kerr, Brenda Scott

Recording Secretary: C. Cleland

1.0 Call to Order

The Chair called the meeting to order at 1731 hours with a quorum present. Board members, and members of the public / media were welcomed to the meeting.

Welcomed guests Pauline Kerr and Brenda Scott

Dr. Ballantine entered the meeting at 1733 hours.

2.0 Presentation(s) – none.

3.0 Consent Agenda

As per the Board Meeting policy, approval of the consent agenda is obtained through the approval of the agenda.

3.1 Board of Directors Minutes – December 3rd, 2025
3.2 Governance & Executive Committee Minutes – January 19th, 2026
3.3 Special Governance & Executive Minutes – January 19th, 2026
3.4 2025/26 Board of Directors Work Plan
3.5 Correspondence – none.

4.0 Approval of Agenda

Additions/Changes to Agenda

- Item 3.4 will go to 6.9

(Motion 1)
MOVED by: A. Wickert
SECONDED by: L. Aston
THAT the Agenda be approved as amended. Question called – Motion CARRIED.

5.0 Disclosure of Conflict of interest

There was no conflict of interest declared.

The Chair reviewed the Mission, Vision, and Values and Ethical Decision Making, reminding members to consider their guidance through discussions and with decision making during the meeting.

None declared

J. Haggarty entered the meeting at 1740 hours.

6.0 Business/ Committee Matters

6.1 Quality Improvement Committee
No report

6.2 Corporate Resources Committee
No report

6.3 Governance & Executive Committee
- J. Dietrich provided a report highlighting that the G&EC Work Plan review will be deferred until the next G&EC meeting on February 17th.
- The Listening Tour was noted as a valuable exercise to distinguish low-hanging fruit from urgent matters.
- The January 14 meeting with OHA was noted as highly beneficial from a governance perspective, providing valuable clarity on roles, responsibilities, and oversight expectations.
- After collaborating with our Partner Hospitals, the Board have decided to take a closer look at the timing and frequency of Board and Committee meetings.
- It has been decided that Board Meeting will commence at 1700 hours commencing March 4th, 2026.

6.4 Kincardine Redevelopment Oversight Committee
No update

6.5 Audit Committee
- J. Haggarty provided an update from the Audit Committee meeting that took place on January 26th outlining key takeaways, as presented by Stephanie Blake Armstrong from MNP.
- It was noted that there are no major financial risks currently faced by the corporation.
- The level of materiality has been established at $2.4 million. This is a significant increase from the prior year, but consistent with MNP’s Audit Materiality philosophy.

6.6 Board Chair Report
- J. Dietrich expanded on the Governance Education session with OHA.
- The Balanced Scorecard timeline was shared, emphasizing the importance of all Board members participating in identifying the optimal metrics for the first iteration.

6.7 CEO Report

- C. Singh (CEO designate) referred to the presentation that was circulated in the agenda package, which provided an update on UKG rollout, Healthcare Highlight Award Recipient, CEO Touchbase with Paul Vickers, SLT Christmas Cookie Decorating and the SBGHC Christmas Party.
- There was a question posed regarding next steps for UKG.
- K. MacKenzie confirmed that phase 2 will be implemented next, which focuses on attendance management and analytics management.

6.8 Chief of Staff Report

- Dr. M. Ballantine referred to the COS report that was circulated in the agenda package, which provided a summary of IHLP student interest, expansion of ultrasound hours at Kincardine site, Dr. Setia joining as IPAC support, stable physical staffing and document approvals.

7.0 Education

7.1 Review Board Policy - Roles and Responsibilities / Directors

- J. Dietrich referred to the presentation that was circulated in the agenda package outlining the changes to the Role and Responsibilities of Directors
- Feedback welcome.
- It was noted that guidance for good Governance has changed so this may need to be reviewed G&EC meeting.

8.0 <u>Next Regular Meeting</u>

March 4th, 2026 @ 5:00 pm at Haggarty Hall Room in Walkerton / Zoom (Hybrid)

8.0 <u>In-Camera Meeting</u>

J. Dietrich thanked guests for attending the meeting and requested a motion to move in-camera.

(Motion 2)
MOVED by: A. Wickert
SECONDED by: J. Bagshaw
To adjourn to an in-camera meeting at 1812 hours.
Question called - Motion CARRIED.

9.0 Return to Open Forum

The meeting moved out of in-camera at 1915 hours.

<u>10.0 Motion to approve in-camera resolutions:</u>

(Motion 3)
MOVED by: J. Bagshaw
SECONDED by: V. Ducharme

To <u>approve in-camera resolutions</u>
Question called – Motion CARRIED.

<u>11.0 Adjournment</u>

The meeting was adjourned on a motion by J. Haggarty seconded by L. Parsons 1916 hours

CARRIED.