



**Listowel Wingham Hospitals Alliance**  
**Board of Directors Meeting Minutes**  
 Wednesday, January 28, 2026  
 LMH Sarah Ave Building / Microsoft Teams

<b>PRESENT</b>	Dr. Sean Henderson (V)	Derek Mendez	<b>STAFF PRESENT</b>	Justine Leslie
	Mark Foxtton (V)	Rosalea Beyersbergen		Esther Millar
	Kailey Fallis (V)	Garrett Topic		Rhonda Scheeringa
	Jessica Weber (V)	Mike Miller		Melissa Scott
	Laura Phillips (V)	Susan McLaughlin		
	Sheena Haines	Monica Dey		
	Dr. Stephen Vander Klippe	Stacey Ash		
			<b>PATIENT REP</b>	
<b>ABSENT</b>			<b>GUESTS</b>	
<b>REGRETS</b>	Erin Hall		<b>REGRETS</b>	
	Dr. Terry Suggitt			

**1. CALL TO ORDER**

**1.1 Quorum**

- Chair S. Ash called the Board of Directors meeting to order at 1730 hours.

**1.2 Declaration of Conflict of Interest**

- There were no conflicts of interest declared.

**1.3 Approval of Agenda**

**Moved by: M. Miller**

**Seconded by: D. Mendez**

**THAT** the LWHA Board of Directors approves the Agenda for Wednesday, January 28, 2026, as circulated.

**MOTION: CARRIED**

**2. Previous Minutes**

**2.1 Approval of Previous Minutes**

**Moved by: M. Dey**

**Seconded by: G. Topic**

**THAT** the LWHA Board of Directors approves the previous Board of Directors Meeting Minutes of Wednesday, November 26, 2025, as circulated.

**MOTION: CARRIED**

### 3. CONSENT AGENDA MATTERS

#### 3.1 Approval of Consent Agenda Items

The Board reviewed the Consent Agenda items. The Medical Staff Privileges report was moved in-camera for this meeting pending further review. The Public Expense Report (May to September 2025) was deferred to a future meeting for clarification and re-circulation, and a minor correction was noted for follow-up.

**Moved by: D. Mendez**

**Seconded by: R. Beyersbergen**

**THAT** the LWHA Board of Directors approves the following Consent Agenda reports as circulated:

- Accreditation Results (attachments)
- Board Meeting Evaluation – November 2025

**MOTION: CARRIED**

### 4. BUSINESS ARISING FROM PREVIOUS MINUTES

#### 4.1 No Business Arising from Previous Minutes

### 5. MATTERS REQUIRING DECISION: NEW BUSINESS

#### 5.1 Articles of Amendment Briefing Note & Review Corporate By-Law & Board Structure – S. Ash

Discussion occurred regarding the recommended amendments to the Corporate By-Law and Letters of Patent/Articles of Amendment. Clarification was provided regarding the distinction between elected Directors under the Corporate By-Law and the maximum number of Directors permitted under the Letters of Patent, including the inclusion of ex-officio, non-voting members for governance purposes.

It was recommended that the maximum number of Directors under the Letters Patent be increased from 19 to 21 to provide additional flexibility and reduce the risk of future compliance issues requiring further amendments.

It was also noted that, as a standard recruitment practice, the Board aims where possible to replace departing elected directors with individuals from the same community to support balanced representation across both hospital communities.

**Moved by: M. Miller**

**Seconded by: J. Weber**

**THAT** the LWHA Board of Directors approves that the Corporate By-Law.

**MOTION: CARRIED**

**Moved by: D. Mendez**

**Seconded by: G. Topic**

**THAT** the LWHA Board of Directors approves the changes to the Letters Patent of the Corporation, as follows:

- The Board shall consist of a minimum of nine (9) and a maximum of twenty-one (21) Directors, which includes the six non-officio, non-voting directors.

**MOTION: CARRIED**

#### 5.2 Sub-Committee Reports: Community Relations, Communications & Strategy Committee – S. Ash

An update was received, including review of the October 21 and November 10, 2025 meeting minutes.

Discussion included the Media Communications Policy, including the Board's role in public communications, the development of consistent messaging, and communications planning related to Joint Clinical Services planning.

The Committee also reviewed the Strategic Plan Q3 update, including cost savings initiatives and a continued focus on diagnostic imaging growth, including CT implementation and increasing volumes for the new CT scanner in Wingham.

**Moved by: D. Mendez**

**Seconded by: K. Fallis**

**THAT** the LWHA Board of Directors receives the update from the Community Relations, Communications & Strategy Committee and approves the Committee minutes and recommendations, as presented in the minutes of the sub-committees.

**MOTION: CARRIED**

**5.3 Sub Committee Reports: Executive Committee – S. Ash**

An update was received, including review of the August 28, 2025 meeting minutes.

Discussion included Board education sessions and subcommittee structure. It was noted that further discussion regarding the formal function of the Executive Committee will be included as part of the upcoming Board retreat.

**Moved by: M. Dey**

**Seconded by: J. Weber**

**THAT** the LWHA Board of Directors receives the update from the Executive Committee and approves the Committee minutes, as presented.

**MOTION: CARRIED**

**5.4 Sub-Committee Reports: Governance & Ethics – S. Ash**

An update was received, including review of the January 14, 2026 meeting minutes.

The Committee reported on its review of governance materials, including the Hospital Alliance Agreement and Committee Terms of Reference, which will be finalized at a future meeting. The Committee also reviewed the Board Officer Selection Process and the Balanced Scorecard. The Committee emphasized the importance of ensuring inclusive language is reflected across governance materials as an ongoing practice.

Discussion included upcoming Board vacancies, including four Director terms expiring this year and two upcoming Executive Committee vacancies. It was noted that a follow-up will occur with Directors whose terms are expiring to confirm their intentions regarding renewal. The Committee emphasized the importance of initiating recruitment planning early, with consideration of required skill sets, geographic representation, and alignment with the Board Skills Matrix.

**Moved by: S. McLaughlin**

**Seconded by: J. Weber**

**THAT** the LWHA Board of Directors receives the update from the Governance & Ethics Committee and approves the Committee minutes and recommendations, as captured in the sub-committee minutes.

**MOTION: CARRIED**

**5.5 Sub-Committee Reports: Quality, Patient Experience & Social Accountability Committee – D. Mendez**

An update was received, including review of the October 28, 2025 meeting minutes. The Committee reported that the meeting focused primarily on reviewing the draft Terms of Reference, which were finalized at its most recent meeting and will be brought forward to the Board for approval at a future meeting.

**Moved by: K. Fallis**

**Seconded by: S. Haines**

**THAT** the LWHA Board of Directors receives the update from the Quality, Patient Experience & Social Accountability Committee and approves the Committee minutes and recommendations, as presented.

**MOTION: CARRIED**

#### **5.6 Sub-Committee Reports: Resource & Audit Committee – M. Miller**

The Resources & Audit Committee Chair provided a verbal update on highlights from the Committee's most recent meeting.

Capital plan updates, Q3 financials, additional funding received, and the Committee Terms of Reference were reviewed. Draft governance and finance policies were also reviewed, including the Delegation of Authority and Capital Purchase policies, and it was noted that further revisions are required prior to returning to the Committee for recommendation to the Board.

The Committee discussed opportunities to strengthen financial reporting and budgeting presentations, clarify cost allocation between sites, and refine purchasing authority levels. Audit controls were also discussed, including plans to issue an RFP for audit services to review current arrangements.

The Committee also reviewed the sustainability plan and the Quality Improvement Plan (QIP), and discussed finance department stability options, including development of a proposal to support future financial leadership and structure.

**Moved by: G. Topic**

**Seconded by: J. Weber**

**THAT** the LWHA Board of Directors receives the update from the Resource & Audit Committee and approves the Committee minutes, as presented.

**MOTION: CARRIED**

## **6. MATTERS FOR DISCUSSION**

### **6.1 Oncology Advocacy – B. Wood**

A presentation was provided regarding advocacy planning to address a funding gap impacting sustainability of oncology services at the Wingham site. Continued underfunding was identified as a risk to service capacity and access to care. It was clarified that this sustainability concern is structural in nature and not related to quality or performance concerns with the program.

The Board discussed the importance of maintaining access to oncology services close to home, including rural equity considerations and the potential impact on patient travel burden. A phased advocacy approach is being pursued through appropriate system channels, with a focus on collaborative engagement with relevant stakeholders.

It was confirmed that key messaging and speaking points will be shared with Board members to support consistent communication. The Board also discussed the importance of message discipline and maintaining appropriate confidentiality regarding patient testimonial materials, with plans to review the video in closed session.

**7. INFORMATION ONLY ITEMS**

**7.1 Senior Team Report – E. Millar, J. Leslie, R. Scheeringa**

The CEO highlighted LWHA’s accreditation outcome of Exemplary Standing, including positive surveyor feedback recognizing strong governance, transparency, and quality improvement culture. Appreciation was also expressed to both Foundations for their support toward OMNICELL replacement and other priority equipment needs. An update was provided regarding early discussions related to potential integration of back-office systems, including finance, procurement, and electronic health record considerations, noting that maintaining LWHA’s independent decision-making authority will remain a key requirement in any future arrangement.

The Vice President of Clinical Services and Quality / CNE provided operational highlights, including recognition of staff and leaders for managing weather-related operational pressures, and supporting staffing stability through unplanned leadership coverage and role transitions. Surgical services updates were noted, along with continued efforts to increase access and improve efficiencies in the Wingham Oncology program.

The Vice President of Human Resources provided updates related to leader wellness and workload pressures, including development of standard check-in questions and trialing blocked work time to support leaders in managing competing demands.

**7.2 LMH Chief of Staff Report – Dr. Suggitt**

The Chief of Staff was unable to attend and no report was provided.

**7.3 WDH Chief of Staff Report – Dr. Vander Klippe**

An update was provided regarding ongoing regional clinical services discussions, noting the process remains ongoing and requires continued collaboration. The Chief of Staff also reported that recent physician engagement discussions reinforced continued support for maintaining a broad spectrum of acute care services locally, while participating in regional planning discussions.

Appreciation was expressed for physician teamwork and responsiveness in supporting clinical coverage when required.

An update was provided regarding home care services, noting that current service delivery models remain fragmented across multiple providers.

The Chief of Staff highlighted a credentialing timing concern, noting that physicians newly credentialed later in the annual cycle may be required to complete reappointment documentation shortly after initial approval. The Board supported extending privileges for physicians credentialed after January 1 to align with the next annual reappointment cycle, rather than requiring reapplication within the same year.

**8. OTHER BUSINESS**

**8.1 No Other Business**

**9. IN-CAMERA SESSION**

**Moved by: G. Topic**

**Seconded by: R. Beyersbergen**

**THAT** the LWHA Board of Directors meeting move to ‘In-Camera’ session and that staff remain.

**MOTION: CARRIED**

<b>10.</b>	<b>RESOURCES &amp; INFORMATION</b>
<b>11.</b>	<b>DATE OF NEXT MEETING</b>
	<ul style="list-style-type: none"><li>♦ Wednesday, February 25, 2026</li><li>♦ WDH Boardroom / Microsoft Teams</li><li>♦ 1730 Hours</li></ul>
<b>12.</b>	<b>ADJOURNMENT</b>
	<p><b>Moved by: Consensus</b></p> <p><b>THAT</b> there being no further business the LWHA Board of Directors meeting be adjourned at 1932 hours.</p> <p><b><u>MOTION: CARRIED</u></b></p>
<b>13.</b>	<b>BOARD ONLY</b>

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Stacey Ash, Chair

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Esther Millar, Secretary