



ANNUAL GENERAL MEETING 2017-2018

**Wednesday, June 27, 2018
Sandy Hill Community Health Centre
221 Nelson Street
Board Room
6:30 p.m. – 8:00 p.m.**

Chair: Lynn Marchildon
Recorder: Cristina Coiciu

MINUTES – DRAFT

The business meeting was preceded by a Meet-and-Greet reception.

OPENING REMARKS

Ms. Lynn Marchildon, Chair of the Board for 2017-2018, welcomed staff and members of the Sandy Hill Community Health Centre, Inc./Centre de santé communautaire Côte-de-Sable, Inc. (SHCHC/CSCCS), and other interested residents of the community to the Annual General Meeting (AGM). She acknowledged and thanked the special guests in the audience for attending the meeting: Hon. Nathalie Des Rosiers, MPP for Ottawa-Vanier, and Ms. Marguerite Galish on behalf of Hon. Mona Fortier, MP for Ottawa-Vanier.

Ms. Marchildon introduced the guest speaker, Mr. Bob Walsh, PhD, the Executive Director of the Strategy for Patient Oriented Research National Coordinating Office of the Primary and Integrated Health Care Innovation Network. Mr. Walsh spoke about the role of the CHC model in the primary care sector across Canada by comparing SHCHC's contributions to this field over a 10-year horizon. His address was well received by the audience.

Ms. Lynn Marchildon thanked the guest speaker and offered him a token of appreciation.

2017-2018 SHCHC AWARD FOR EXCELLENCE IN HEALTH PROMOTION

Ms. Lynn Marchildon invited Ms. Aynsley Morris, Board Vice-Chair and Chair of the Emerging Issues Committee, to present the award for this year. Ms. Morris explained the eligibility and award criteria, and the reason for the creation of the award. She informed the audience that this year one nomination has been received for Johara Aden, an active community member and resident of Strathcona Heights. The Emerging Issues Committee reviewed the application and voted in favour of Johara Aden, as she demonstrates significant leadership by strengthening health knowledge and skills, sustains environments supportive of health and has a significant impact on the determinants of health relevant to the community of Strathcona Heights.

Ms. Johara Aden accepted the award and thanked SHCHC Board for this honour.

BUSINESS MEETING

Ms. Lynn Marchildon called the business meeting to order at 7:00 p.m.

1) DECLARATION OF CONFLICT:

Ms. Lynn Marchildon asked members to declare any conflict.
No conflict was declared.

2) RULES OF ORDER AND ELIGIBILITY OF VOTING MEMBERS:

Ms. Marchildon indicated that the meeting would follow Robert's Rules of Order. She informed those in attendance that the meeting would be conducted in both official languages.

All those in attendance were reminded that, in accordance with the current corporation's by-laws, all members eligible to vote were given voting cards.

Copies of the agenda, annual reports, audited financial statements and draft minutes from the 2016-2017 AGM were distributed at the meeting, in compliance with our by-law requirements for notice (section 12; art. 12.03).

3) VERIFICATION OF QUORUM:

Cristina Coiciu informed Ms. Marchildon that there was quorum to hold the AGM (more than 10% of the membership).

4) APPROVAL OF THE AGENDA:

Ms. Lynn Marchildon asked for a motion to approve the agenda.

It was moved by E.S. and seconded by K.W. to approve the agenda as presented.
ALL IN FAVOUR – CARRIED

5) APPROVAL OF MINUTES OF THE 2016-2017 AGM (JUNE 28, 2017):

Ms. Lynn Marchildon asked for a motion to approve the Minutes of the AGM 2016-2017.

It was moved by B.L. and seconded by K.M. to approve the minutes of the AGM 2016-2017, as presented.

ALL IN FAVOUR – CARRIED

1. SANCTIONING ACTIONS OF THE BOARD OF DIRECTORS FOR 2016-2017

Ms. Lynn Marchildon asked for a motion to sanction the actions and decisions of the Board of Directors for the year 2017-2018.

It was moved by A.M. and seconded by K.B. to endorse the motion, as presented.
ALL IN FAVOUR – CARRIED

6) BOARD CHAIR'S REPORT:

Ms. Lynn Marchildon presented highlights of the Board's work over the past year, and acknowledged the contribution of the Staff, Management Team and Executive Director to the achievements of the

Centre. She thanked the Board of Directors for their consistent hard work and commitment to the Centre and recognized all their efforts in the success of the events that took place over the past year.

It was moved by A.M. and seconded by E.S. to accept the Board Chair's Report for 2017-2018, as presented.

ALL IN FAVOUR – CARRIED

7) EXECUTIVE DIRECTOR'S REPORT:

Ms. Lynn Marchildon invited to the podium Mr. David Gibson, the Executive Director of SHCHC, who presented highlights of the Centre's work over the past year, and acknowledged the contribution of Staff and Management Team to the achievements of our Centre. Mr. Gibson thanked the Board Chair and the Board of Directors for their contribution over the past year.

It was moved by K.B. and seconded by M.N. to accept the Executive Director's Report for 2017-2018, as presented.

ALL IN FAVOUR – CARRIED

8) TREASURER'S REPORT:

Ms. Lynn Marchildon invited to the podium Mr. Ken Workun, the Board Treasurer and Chair of the Audit and Finance Committee, to present his report. Mr. Workun informed the audience about the activity of the Audit and Finance Committee for the past year, and provided an overview of the financial highlights for the year ended March 31, 2018. Copies of the complete audited financial statements for the fiscal year 2016-2017 were available in both official languages.

The Board Chair asked for a motion to approve the audited financial statements for 2017-2018.

It was moved by K.W. and seconded by G.D. that the membership approves the audited financial statements of the Sandy Hill Community Health Centre, Inc./Centre de santé communautaire Côte-de-Sable, Inc. for the year 2017-2018, as presented.

ALL IN FAVOUR – CARRIED

9) AUDITOR'S REPORT:

Mr. Ken Workun invited to the podium Ms. Christa Casey, representing Welch LLP – Chartered Professional Accountants, the firm which audited and prepared the statements of financial position of the Centre for 2017-2018. Ms. Casey reported that, during their examination, no significant deficiencies in the accounting systems were found.

10) APPOINTMENT OF AUDITORS FOR THE FISCAL YEAR 2018-2019:

The Board Treasurer asked for a motion to approve the appointment of the firm Welch LLP – Chartered Professional Accountants as the auditors for the fiscal year 2018-2019, and approve the audit fee of \$19,450 (plus taxes).

It was moved by K.W. and seconded by L.B. to approve the appointment of Welch LLP – Chartered Professional Accountants as the auditors for the fiscal year 2018-2019, with the audit fee of \$19,450, plus taxes.

ALL IN FAVOUR – CARRIED

11) NOMINATIONS AND GOVERNANCE COMMITTEE REPORT

Ms. Lisa Gorman, the Board Secretary and Chair of the Nominations and Governance Committee,

reviewed the role of the Committee and offered an account of their activity over the past year. She thanked its members for their commitment to achieve the goals set by the Board.

12) ELECTION OF THE BOARD OF DIRECTORS:

The Board Chair explained the Board election process. She reported that there were five (5) individuals nominated to fill five (5) positions on the Board of Directors. One (1) individual was seeking re-election for another 2-year term, three (3) were seeking confirmation from the membership for a 2-year term as they joined the Board of Directors after last year's AGM, and one (1) was a new candidate. Ms. Marchildon invited the audience to refer to their short biographies included in the AGM package. The Board of Directors, at their meeting on June 20, 2018, approved the following slate for the AGM:

1. Kim Brown
2. Guy Desaulniers
3. Rebecca Gibbons
4. Brian Legris
5. Margaret (Peggy) Lobay

Ms. Lynn Marchildon asked for a motion to approve the Board slate, as presented.

It was moved by L.G. and seconded by A.M. to approve the Board slate, as presented.

ALL IN FAVOUR – CARRIED

Ms. Lynn Marchildon welcomed the new and returning Directors and invited all Board Members to attend a very brief meeting at the end of this AGM, for the elections of the officers.

13) OTHER BUSINESS:

1. Recognition of Outgoing Board Members

The Board Secretary acknowledged the Board Directors who finished their term or resigned: Ayah Alsaafin, who resigned in mid-term, and Lynn Marchildon and Ross Taylor, who ended their three consecutive terms.

2. Recognition of Staff for Years of Service

Mr. David Gibson conducted a formal acknowledgment of the following staff members who, this year, turned 5, 10, 15 and 20 years of dedicated service at the Centre:

<u>5 years of service:</u> <ul style="list-style-type: none">- Sherry Bruce- Sonia Caron- Danielle Gaucher- Roxanne Lai- Melissa Lees- Patrick Marshall- Ben Mead- Minerva Obas Toomey- Lauren Orser	<u>For 10 years of service:</u> <ul style="list-style-type: none">- Candace Hebert- Danielle Leclerc- Mary MacLean- Brittany Morris- Samantha Quesnelle <u>For 15 years of service:</u> <ul style="list-style-type: none">- Rob Boyd- James Campiti- David Gibson	<u>For 20 years of service:</u> <ul style="list-style-type: none">- Leonard Moore- Ryta Peschka
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14) ADJOURNMENT OF BUSINESS MEETING:

The Board Chair called for any other business items.

There being no further business, it was moved by G.D. that the meeting be adjourned.

ALL IN FAVOUR – CARRIED

Meeting adjourned at 8:00 p.m.