



ANNUAL GENERAL MEETING

August 20, 2020

<u>PRESENT</u>	K. Pristanski, Chair R. Beatty, Director D. Murray, President & CEO S. Jean, Director FHT/Community Services	N. Gladun, Vice Chair G. Mackenzie, Director C. Covino, CNE/COO E. Wawia, Director	E. Rutherford, Director J. Foulds, Director L. Haskell, CFO J. Jean, Recorder
<u>REGRETS</u>	Dr. R. Dhaliwal, COS	Dr. D. Scott, FHT Lead	Dr. R. Foulds, President Medical Staff

Due to the COVID-19 pandemic, Board members attended the Annual General Meeting via videoconference / teleconference.

Each Board member received an AGM package in advance of the meeting.

1.0 CALL TO ORDER

K. Pristanski called the Annual Meeting of the Members of the Corporation to order at 11:02 am.

2.0 APPROVAL OF AGENDA

MOTION #1

Moved by - E. Rutherford
Seconded by - J. Foulds
Opposed - None

"That the Agenda be approved as presented." Carried.

3.0

REVIEW/APPROVAL OF THE PREVIOUS MEETING MINUTES

The meeting minutes of the June 24, 2019 Annual Meeting of the Members of the Corporation were provided and reviewed.

MOTION #2

Moved by - G. Mackenzie
Seconded by - N. Gladun
Opposed - None

"That the June 24, 2019 Annual Meeting minutes of the Members of the Corporation be accepted as presented." Carried.

4.0 PRESENTATION OF ANNUAL REPORTS

4.1 President and CEO

D. Murray reviewed the highlights from the 2019/20 Annual Report.

4.2 Chief Financial Officer

L. Haskell reviewed the highlights from the 2019/20 Annual Report.

4.3 NDFHT Executive Director

S. Jean reviewed the highlights from the 2019/20 Annual Report.

5.0 BUSINESS MATTERS

5.1 By Law No. 2

MOTION #3

Moved by - E. Wawia

Seconded by - J. Foulds

Opposed - None

"That the following changes be accepted as amended." Carried

Existing By-Law Article

Suggested Change

Article 5

Board Meetings

5.3 Telephone Meetings

If all of the Directors present at or participating in the meeting consent, a Board meeting or a Board committee meeting may be held by ~~such telephone, electronic or other~~ communication facilities that permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and a Director or a Board committee member participating in the meeting by those means is deemed to be present at the meeting

5.3 Telephone ~~Virtual~~ Meetings

If all of the Directors present at or participating in the meeting consent, a Board meeting or a Board Committee meeting may be held **virtually by telephone, secure electronic solution** or other communication facilities that permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and a Director or a Board committee member participating in the meeting by those means is deemed to be present at the meeting.

Article 15

Matters Required by the Public Hospitals Act

15.2 Fiscal Advisory Committee

The Chief Executive Officer shall appoint the members of the fiscal advisory committee.

15.2 Fiscal Advisory Committee

The Board shall establish a Fiscal Advisory Committee comprised of, (a) the administrator; (b) if there is a

dental staff, only one person representing both the medical staff and the dental staff; (c) if there is no dental staff, one person representing the medical staff; (d) the chief nursing executive or another person representing nurses who are managers; (e) one person representing staff nurses; and (f) such other persons as are elected or appointed in accordance with the by-laws of the hospital.

The Fiscal Advisory Committee shall make recommendations to the board with respect to the operation, use and staffing of the hospital.

The chair of the Fiscal Advisory Committee shall be the administrator or a person designated by the administrator.

5.2 Presentation of NDMH Audited Financial Statement

L. Haskell invited discussion among the membership regarding the NDMH audited financial statement. No concerns were expressed.

MOTION #4

Moved by - N. Gladun

Seconded by - R. Beatty

Opposed - None

"That the NDMH Audited Financial Statements of 2019/20 be accepted as presented."
Carried.

5.3 Presentation of NDFHT Audited Financial Statement

L. Haskell invited discussion among the membership regarding the NDFHT audited financial statement. No concerns were expressed.

MOTION #5

Moved by - E. Rutherford

Seconded by - R. Beatty

Opposed - None

"That the NDFHT Audited Financial Statements of 2019/20 be accepted as presented."
Carried.

5.3 Appointment of Auditors for NDMH 2019/20

Discussion took place around proceeding to market for future auditing services. Directors agreed that the CFO proceed with an RFP for the 2021/22 audit.

L. Haskell stated that, given the pandemic, she was extremely pleased with the efficient service and coordinated efforts from Grant Thornton on this year's audit.

MOTION #6

Moved by - G. Mackenzie

Seconded by - J. Foulds

Opposed - None

"That the membership appoints Grant Thornton Chartered Accountants LLP as auditors for NDMH the 2020/21 fiscal year." Carried.

5.4 Appointment of Auditors for NDFHT 2019/20

MOTION #7

Moved by - E. Rutherford

Seconded by - N. Gladun

Opposed - None

"That the membership appoints Grant Thornton Chartered Accountants LLP as auditors for NDFHT the 2020/21 fiscal year." Carried.

5.4 Nomination and Re-Election of Director

There are 2 Directors up for re election. R. Beatty and G. Mackenzie. Both directors have indicated their interest in seeking re election.

MOTION #8

Moved by - E. Wawia

Seconded by - E. Rutherford

Opposed - None

"That R. Beatty and G. Mackenzie be re-elected for a three year term." Carried.

7.0 ADJOURNMENT

MOTION #9

Moved by - E. Rutherford

Seconded by - N. Gladun

Opposed - None

"That the Annual Meeting of the Members of the Corporation be adjourned at 11:42 am." Carried.

Kal Pristanski, Board Chair

David Murray, Chief Executive Officer
Nipigon District Memorial Hospital

Shannon Jean, Executive Director
Nipigon District Family Health Team






