

**COMMUNITY HEALTH CENTRES OF NORTHUMBERLAND**  
**2019 ANNUAL GENERAL MEETING**  
**DRAFT MINUTES**  
June 26, 2019

---

---

**1. Call to Order**

The meeting was called to order by the Chair, Suzanne Lawson, at 1:35 p.m. The Chair noted that quorum was not present for the meeting. However, S. Lawson proposed that votes from members not present will be acknowledged via email to validate decisions made by those members gathered. Members present agreed to this proposal. \* See note below

**Motion:** To approve the agenda of the Community Health Centres of Northumberland 2019 Annual General Meeting.

**Moved by:** D. Smith

**Seconded by:** A. Cooper

**Carried.**

**2. Minutes of the 2018 Annual General Meeting**

**Motion:** To approve the minutes of the Port Hope Northumberland Community Health Centres 2018 Annual General Meeting.

**Moved by:** P. Sinnott

**Seconded by:** K. vom Dorff

**Carried.**

**3. Report of the Chair**

S. Lawson welcomed everyone to the 2019 Annual General Meeting at which staff, volunteers and clients were celebrating the Community Health Centres' provision of valuable services to residents of Northumberland County.

S. Lawson introduced Executive Director, Duff Sprague, followed by the members of the Community Health Centres of Northumberland (CHCN) Board of Directors and thanked them, staff and volunteers for their contributions over the last year.

S. Lawson then provided an overview of the future goals and challenges for the Board of Directors including ensuring that staff have the necessary resources to continue to provide high quality care to residents of Northumberland County, and to successfully reach the goals of the Strategic Plan, Mission and Vision.

**4. Report of the Executive Director**

D. Sprague thanked the Board of Directors for their support throughout the year. D. Sprague then expressed his gratitude to the staff and volunteers of the CHCN for their continued work within the communities served, and acknowledged our many

community partners. He emphasized the importance of partners in ensuring that residents receive the care they need where when they need it.

While recognizing the challenges ahead in healthcare, D. Sprague stated that the CHCN would remain committed to meeting the needs of the most vulnerable populations as per the Community Health Centre Model of Care.

D. Sprague then highlighted the formative work of the Ontario Health Team (OHT) Northumberland, which includes ten signatories comprised of local health and social service agencies. The Ministry of Health received over 150 Expressions of Readiness and the review process is in progress.

## **5. Treasurer's Report**

M. Delahay provided a summary of the financial position of the CHCN for the year ending March 31, 2019. The expenditures of the fiscal year were outlined and the breakdown of expenditures was explained.

## **6. Auditor's Report and Audited Financial Statements**

Mr. Jeff Lay thanked the Board for selecting Wilkinson and Company LLP as the organization's auditors, and thanked staff for their cooperation during the audit process.

Mr. Lay proceeded to outline the process for the audit and reported that the financial statements had been prepared internally and that they presented fairly in all material respects.

**Motion:** To accept the Audited Financial Statements, year ending March 31, 2019.

**Moved by:** M. Delahay                      **Seconded by:** B. Weiss  
**Carried.**

## **7. Appointment of Auditors**

The Chair requested that the auditors leave the room. The Chair asked the membership if there were any conflicts of interest to declare. There were no conflicts of interest reported.

**Motion:** To approve Wilkinson and Company LLP as the organization's auditors for the fiscal year ending March 31, 2020.

**Moved by:** M. Delahay                      **Seconded by:** A. Cooper  
**Carried.**

Mr. Lay was asked to return to the meeting, at which point he was informed that Wilkinson and Co. LLP had been selected as the organization's auditor for a further year.

The Chair thanked Wilkinson and Co. LLP for their work on the organizational audit.

## **8. Board Nominations**

Dr. Barbara Weiss reported on behalf of the Nominations Committee and noted that two current Board members have come to the end of their first terms and therefore need to be re-elected for a second term.

**Motion:** To re-elect Jamie Simmons of Cobourg and Doug Smith of Port Hope, each for a further 3 year term.

**Moved by:** B. Weiss

**Seconded by:** P. Sinnott

**Carried.**

Dr. Weiss noted there was a vacancy on the Board and a recruitment process was conducted. The successful candidate was Jill Erridge.

**Motion:** To elect Jill Erridge of Port Hope to the Board of Directors of the Community Health Centres of Northumberland for a 3 year term.

**Moved by:** B. Weiss

**Seconded by:** J. Simmons

**Carried.**

The members welcomed J. Erridge to the Board.

## **9. Election of community member-at-large to the Nominations Committee**

Dr. Weiss explained the position of Community Member-at-Large and nominated Kristina Nairn into the position.

The Chair then asked if there were any nominations from the floor.

There were no nominations from the floor and therefore it was declared that K. Nairn would be community member-at-large to the Nominations Committee for the upcoming year.

## **10. Recognition of retiring board member**

The Chair discussed the contributions of Dale Chipman and thanked her.

## **11. Questions and Comments / Open Mic.**

The Chair asked if there were any comments or questions from the floor.

Questions regarding the OHT were answered by the Executive Director, D. Sprague.

## **12. Conclusion of the meeting**

The 2019 Annual General Meeting concluded at: 2:20 p.m. on a motion by P. Sinnott.

- Subsequent to the meeting, a notice containing all the motions was sent to all remaining members with a request that they enter their vote by email. A total of 21 votes were received, all indicating approval of all the motions. Thus the requirements for quorum were met.