

# Algoma

## *Nurse Practitioner-Led Clinic*

Board of Directors  
Annual General Meeting of the Members

### **AGENDA**

June 25, 2018      5:00pm      Algoma Nurse Practitioner-Led Clinic Boardroom

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1. Welcome – Call to Order
  - a. Note Directors Present Giulian Diluzio, Stephen Hussey Chris Laitinen, Eric McCooeye, Cathy Nichols, Wendy Payne Lyndsay Suurna, Brenda Warnock And Dominic Noel-  
Introduction of Ashely Gearing Recording Secretary
    - i. Note Quorum of Directors Present- all members having received due notice of the meeting
2. Declaration of Conflict of Interest
3. Approval of Agenda – Is there any discussion? May I have a Motion to Approve the Agenda, Secunder, Show of Hands: All in favor? Opposed? Motion Carried
4. Approval of Previous AGM Minutes – I call your attention to the minutes of the last AGM\_ Are there any errors or omissions? May I have a Motion to Approve the Minutes of the June12 /17, Secunder, Show of Hands: All in favor? Opposed? Motion Carried
5. Report of the Chair (W. Payne)- Present the report- Is there any discussion? May I have a motion to accept the chair's report as presented? Secunder< Show of Hands: All in Favor? Opposed? Motion Carried
6. Report of the Treasurer (G. Diluzio)
  - a. Presentation of the Auditor Report for the year-ended March 31, 2018
    - i. Discussion and Questions
    - ii. May I have a Motion to Accept the Audited 2017/18 Audited Financial Report? Show of Hands: All in favor? Opposed? Motion Carried
  - b. Appointment of the Auditor for 2018/19 Fiscal Year  
As we have agreed previously on a 5 Year Service contract (renewable annually) with Joe Ruscio Professional Group signed in 2017 and we have been satisfied with their service May I have a

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motion to appoint Joe Ruscio Professional Group as our auditor for the 2018/19 fiscal year?

Is there any discussion? Show of Hands: All in favor? Opposed? Motion Carried

### 7. Report of the Nominating Committee

- a. Election of Directors- We had one open board member position this year and Eric McCooye has finished his term. Cathy Nichols has submitted her resignation but has agreed to continue her term.

We have two applicants that we do not know- Andrew Metcalfe NP and Doug Abbott (Contractor)

- i. How do we want to proceed?

Are there any nominations from the floor?

Ask Eric to extend his membership?

Interview the two applicants?

Put out a call for Board Members

Publically?

Consider this situation next fall?

May I have a Motion to make note of potential future board members in a list- i.e. Kim Greenwood NP (declined for 2018), Debbie Shewback (as a possible committee member or resource person re community needs)

Show of Hands: All in favor? Opposed? Motion Carried

### 8. Board Resolutions

- i. Are there any suggested Changes to By-Laws now? (If all board members are present at the AGM) As no bylaw changes were brought to the chair in advance of the meeting there will be no bylaw changes this year.
- ii. Barring that, we can proceed to request a motion for Updates for Policy 2011-04 Code of Conduct- Remove the sentence "Directors are also required to comply with the corporation's policy on Ethics and Standards of Business Conduct" as no such policy exists  
Discussion Show of Hands in Favor opposed?

### 9. Adjournment