

## Algoma Nurse Practitioner-Led Clinic

Inaugural Board Meeting  
Thursday September 10, 2009  
Board Room, Sault College

Present:      Jane Breckenridge              Julianna Briglio  
                  Debbie Graystone                 Jane Ovens  
                  Richard Peters                         Christian Provenzano  
                  John Robertson                        Jane Sippell  
                  Mary Tasz

Also Present   Fran Rose, Chairperson, Steering Committee  
                  Mary Ellen Szadkowski, Consultant to the Steering Committee

1. Mary Ellen called the meeting to order at 6:40 p.m. and welcomed everyone to the first meeting of the new board of directors. Members introduced themselves describing their professional role and interest in the Clinic.
2. The agenda was reviewed and accepted.
3. Fran Rose, Chair of the Steering Committee presented an overview of the evolution of the nurse practitioner-led clinic from the first days when Sault College, with Mary Ellen Luukkonen, Dr. Janet McLeod, Dr. Bob Maloney and Fran Rose first proposed a Family Health Team. Shortly afterwards the Ministry introduced a call for proposals for nurse practitioner-led clinics and nurse practitioners Karen Scott, Debbie Graystone and Kelly Rutland joined with the original group to write a proposal for a nurse practitioner-led clinic.  
The Ministry announced that Sault Ste. Marie was one of three sites chosen for the next round of nurse practitioner-led clinics in Ontario. The Steering committee met with Ministry officials and met with the nurse practitioners operating the clinic in Sudbury. In June 2009, the Steering Committee submitted an application for a Developmental Grant, which provided funding to develop the business and operational plan for the clinic. With the funding the Committee hired Mary Ellen Szadkowski of ZAD Consulting Inc. to assist with the development of the plan. The Committee has met weekly and prepared the Business and Operating Plan, according to the Ministry Guidelines.  
The bylaw and draft governance policies have been prepared and the application for incorporation has been submitted by Carlo Spadafora.  
The next step is the submission of the Business and Operational Plan to the Ministry. The deadline is September 15; however, the Ministry has indicated that they could extend the deadline to September 22, but no longer.
4. Mary Ellen reviewed with members the draft governance policies that have been prepared. This is a draft document and the Board will need to review, revise and accept the policies.

5. Members reviewed the draft bylaw and made the following amendments.

Article 3.05 was changed to read:

**Election and term.** – The board shall be elected at each annual meeting of members and hold office until the next annual meeting.

Each director shall be elected to hold office for a three (3) year term, which can be renewed for a further three (3) year term. No member may serve for more than two (2) consecutive terms as a director.

At the inaugural board meeting, three directors shall be elected for a one year term, three directors shall be elected for a two year term and three directors shall be elected for a three year term. Each year the expired terms of directors shall be filled. Directors whose inaugural terms have expired shall not be precluded from standing for election to the board, provided they are otherwise qualified in accordance with the provisions this by-law.

If a new board is not elected, the directors in office shall continue in office until their successors are duly elected. The election may be by a show of hands or by resolution of the members unless a ballot be demanded by any member.

After a period of two (2) years, a former director is entitled to stand for election to the board again.

At the time of the annual meeting, all vacancies may be filled.

Article 3.09 was changed to read:

**Calling of meetings.** -- Meetings of the board shall be held from time to time at the call of the board or the president or any two directors. Notice of the time and place of every meeting shall be given to each director by mail, facsimile, email or voicemail at least ten days (excluding Saturdays, Sundays and statutory holidays) before the meeting is to take place. No notice of a meeting shall be necessary if all the directors are present or if those absent waive notice of or signify their consent to such meeting being held.

Article 3.16 was changed to read:

**Casting vote.** -- In case of an equality of votes at any meeting of directors either upon a show of hands or upon a poll, the motion is defeated.

Article 9.12 was changed to read:

**Casting vote.** -- In case of an equality of votes at any meeting of members either upon a show of hands or upon a poll, the motion is defeated.

Members suggested that a Board policy be developed that would state that the Board would always make its best effort to have two nurse practitioners on the Board and a nurse practitioner on the Executive Committee.

## Algoma Nurse Practitioner-Led Clinic

Inaugural Meeting of Members  
Thursday September 10, 2009  
Board Room, Sault College

Present: Jane Breckenridge                      Julianna Briglio  
Debbie Graystone                                Jane Ovens  
Richard Peters                                    Christian Provenzano  
John Robertson                                 Jane Sippell  
Mary Tasz

Also Present Fran Rose, Chairperson, Steering Committee  
Mary Ellen Szadkowski, Consultant to the Steering Committee

1. Mary Ellen Szadkowski called the meeting to order at 8:10 p.m.

2. Motion 1

Moved by Jane Breckenridge                      Seconded by Mary Tasz  
That that the number of Directors of the Corporation be set at 9.  
Carried

3. Motion 2

Moved by Debbie Graystone                      Seconded by Juli Briglio  
That the following individuals be admitted as Members of the Corporation:  
Jane Breckenridge  
Julianna Briglio  
Debbie Graystone  
Jane Ovens  
Richard Peters  
Christian Provenzano  
John Robertson  
Jane Sippell  
Mary Tasz

Carried

4. Motion 3

Moved by Rich Peters                                Seconded by Christian  
That the following individuals be nominated as Directors of the Corporation:  
Jane Breckenridge  
Julianna Briglio

Debbie Graystone  
Jane Ovens  
Richard Peters  
Christian Provenzano  
John Robertson  
Jane Sippell  
Mary Tasz

Carried

5. Motion 4

Moved by Christian Provenzano

Seconded by Jane Breckenridge

That the nominations be closed and the Chairman cast a single ballot confirming the election of those Directors.

Carried

6. Motion 5

Moved by Christian Provenzano

Seconded by Jane Sippell

That **By-law No. 1**, being a by-law relating to the conduct of the affairs of the Corporation, be confirmed as amended.

Carried

7. Motion 6

Moved by Mary Tasz

Seconded by Jane Breckenridge

That the meeting be adjourned.

## Algoma Nurse Practitioner-Led Clinic

Inaugural Meeting of Directors  
Thursday September 10, 2009  
Board Room, Sault College

Present:      Jane Breckenridge                      Julianna Briglio  
                  Debbie Graystone                      Jane Ovens  
                  Richard Peters                                  Christian Provenzano  
                  John Robertson                                Jane Sippell  
                  Mary Tasz

Also Present   Fran Rose, Chairperson, Steering Committee  
                  Mary Ellen Szadkowski, Consultant to the Steering Committee

1. Mary Ellen Szadkowski called the meeting to order at 8:20 p.m.
2. Motion 1  
Moved by Jane Breckenridge                      Seconded by Christian Provenzano  
That Debbie Graystone be appointed as interim President of the corporation to hold office until December 10, 2009.  
  
Motion 2  
Moved by Juli Briglio                                  Seconded by Jane Breckenridge  
That Christian Provenzano be appointed as interim Vice President of the corporation to hold office until December 10, 2009.  
  
Motion 3  
Moved by Debbie Graystone                      Seconded by Christian Provenzano  
That Mary Tasz be appointed as interim Secretary of the corporation to hold office until December 10, 2009.  
  
Motion 4  
Moved by Juli Briglio                                  Seconded by Jane Sippell  
That Rich Peters be appointed Treasurer of the corporation to hold office until December 10, 2009.  
  
All motions were carried.
3. It was agreed by the directors that the Treasurer prepare and distribute a tender for accounting and banking services for the corporation.

4. Motion 5  
Moved by Jane Sippell                      Seconded by Mary Tasz  
That until changed by subsequent resolution of the Directors, the financial year end of the Corporation shall end on the 31<sup>st</sup> of March of each year.  
Carried
5. Motion 6  
Moved by Mary Tasz                      Seconded by Jane Breckenridge  
That 443 Northern Ave., Sault Ste. Marie, Ontario be the location of the head office of the corporation.  
Carried
6. Mary Ellen turned the meeting over to Debbie Graystone.
7. Sault College is considering several potential locations for the Clinic. Fran agreed to work with College staff to assess the potential locations for suitability for the Clinic. A Phase 1 application for funding for renovations will be submitted with the Business and Operating Plan. This requires only general information. Once it has been approved, the Board will be asked to complete a Phase 2 application which will include architect designs and construction of the renovations.
8. Members agreed on the following terms for the Directors:
  - a. Serving a one year term – Jane Ovens, Christian Provenzano, John Robertson
  - b. Serving a two year term – Rich Peters, Jane Sippell, Mary Tasz
  - c. Serving a three year term – Jane Breckenridge, Juli Briglio, Debbie Graystone,
9. The Business and Operational Plan is due at the Ministry by September 15; however, if necessary the Ministry has indicated that an extension to September 22 is possible. Mary Ellen agreed to forward a PDF version of the plan to the Board of Directors on the weekend for their review and approval. Members will forward comments to Debbie who will make the changes and forward on to the Ministry.
10. The next meeting of the Board of Directors is set for Monday October 16, 2009 at 6:30 p.m. in Room 1131 at Sault College.
11. The meeting adjourned at 9:p.m.