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Present:	Lori Ker	Dr. Peter Cino	Tim Peters
	Kim Delahunt	Sandy Kang-Gill	Shelley Scriver
	Warren Maycock	Barb Fitzpatrick	Hugh O’Brodivich
	Janice Cockburn	Dave Straughan	Winnifred Anderson
	Ken Topping	Peter Varga	Dr. Mercedes Rodrigues
	Dr. Jeff McKinnon	Gerry Merkley	Adrian Bitá

Regrets:

### **1.0 Welcome and Call to Order**

The meeting was called to order at 7:00 pm.

### **3.1 New Director Introduction**

A warm welcome was extended to Winnifred Anderson, Adrian Bitá, Barb Fitzpatrick, Gerry Merkley and Shelley Scriver as new Board Directors.

### **3.2 Board Chair Continuation**

Lori Ker was presented to continue as Board Chair. There were no nominations received from the floor.

MOTION: moved by Ken Topping, seconded Greg Pope, **“that the Board of Directors approve the continuation of Lori Ker as Board Chair for 2020/2021.” CARRIED**

### **3.3 Election of Treasurer**

Dave Straughan was presented as Treasurer. There were no nominations received from the floor.

MOTION: moved by Lori Ker, seconded by Greg Pope, **“that the Board of Directors approve the election of Dave Straughan as Treasurer of the Board of Directors for 2020/2021.” CARRIED**

### **3.4 Appointment of Vice Chair and Board Secretary**

The position of Vice Chair is an appointment by the Chair. The nominee of Vice Chair must be prepared to assume the full duties of the Chair at any time if necessary.

There is no Bylaw or Board policy stipulating that the Vice Chair automatically become the Board Chair, however this has been the practice of our Board in order to prepare someone to become Chair. As was requested last year at this time, the Governance Committee developed a Board Succession Planning framework that will continue to evolve. It was identified that one of the tasks for the Board Committees this year, will be to focus Committee Leadership Succession and the development of potential Board leaders.

Regarding the 2020/21 Board term, Greg Pope has been appointed as Vice-Chair.

As per our Bylaws, the President and CEO shall be the Secretary of the Corporation and Secretary of the Board.

### 3.5 Establishment of Committee and Committee Chairs

The General Operating Bylaw requires that at the first meeting of the Board of Directors following the AGM, the Board establish Committees of the Board and determine the Chairs of those Board Committees.

MOTION: moved by Ken Topping, seconded by Dave Straughan, **“that the Board of Directors approve the establishment of the following Committees of the Board, Committee Chairs and Vice Chairs for 2020/2021.”**

**“Finance and Audit:** Dave Straughan, Chair and Greg Pope, Vice Chair

**Governance:** Shelley Scriver, Chair and Warren Maycock, Vice Chair

**Quality:** Janice Cockburn, Chair and Hugh O’Brodivich, Vice Chair.” **CARRIED**

In the short-term it is important that the Membership of the Executive Committee be established now to ensure that the Executive Committee is available to function if the need arises. In this regard, the General Operating Bylaws state that the Executive Committee shall consist of:

- (i) The Chair (Lori Ker)
- (ii) The Past Chair (Vacant)
- (iii) The Vice Chair (Greg Pope)
- (iv) The Treasurer (Dave Straughan)
- (v) The Chief of Staff (Dr. Peter Cino)
- (vi) Three Other Directors (Three Committee Chairs)
- (vii) The President and CEO (Kim Delahunt)

“In relation to the Board Members who are to be Members of the Executive Committee, outside of their position on the Board, it is recommended that Janice Cockburn, Shelley Scriver and Hugh O’Brodivich) be appointed Members of the Executive Committee, unless there are any other recommendations from the Board Members in this regard.”

“if not, I will entertain a Motion to adopt the following resolution:

**“that Janice Cockburn, Shelley Scriver and Hugh O’Brodivich be appointed to the Executive Committee to join those Members who are Members of the Executive Committee by virtue of the office they hold on the Board.”**

MOTION: moved by Dave Straughan, seconded by Warren Maycock, **“that Janice Cockburn, Shelley Scriver and Hugh O’Brodivich be appointed to the Executive Committee.”** **CARRIED**

### 3.6 Foundation Representatives/Board Chair

**Greg Pope** will represent the Hospital Board on the Foundation Board of Directors with assistance from Lori Ker.

**Dave Straughan** will represent the Hospital Board on the Foundation Finance Committee.

**Tim Peters**, Foundation Chair will continue to be a Member of our Board of Directors in his second year.

**Sue McCutcheon**, the Foundation Treasurer, will continue to be a Member of the Hospital Finance & Audit Committee.

### **3.7 Signing of the Directors' Declaration**

The elected members signed the Directors' Declaration with the exception of newly elected Directors who will do so during their intake process.

### **3.8 2020/2021 BOARD AND COMMITTEE MEMBERSHIP AND MEETING SCHEDULE**

The Board and Committee slate for 2020/2021 was included in Board Members package for review.

### **4.0 CONSENT AGENDA**

#### **4.1 Minutes from the post 2019 AGM Board Meeting**

**Motion: Moved Sandy Kang-Gill, seconded by Ken Topping that the "Board of Directors approve the Consent Agenda as presented". CARRIED**

### **5.0 ADJOURNMENT**

There being no further regular business, the meeting adjourned at 7:36 pm.



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Lori Ker, Board Chair



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Kim Delahunt, Secretary