

**MINUTES OF THE ALLIED BOARDS OF DIRECTORS
POST AGM MEETING HELD ON
WEDNESDAY, JUNE 15, 2022
AGH OCTAGON ROOM**

PRESENT:

√	A. Bhatt	√	T. Moffa
√	A. Champagne	√	D. Oosterhoff
√	C. A. Esnard - Chair	√	D. Perley
√	J. Fournier	√	R. Probert
√	L. Gardiner	√	G. Smith
√	L. Hachey	√	C. Snyder
√	L. Heslop	√	P. Staniforth
√	R. Larkin	√	M. Vermette
√	B. Lowry Bagshaw	√	M. Wilson Trider
√	G. McKillop	√	B. Young

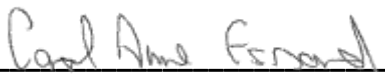
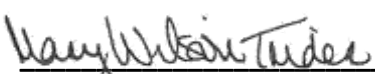
REGRETS:

X	F. Bird	X	J. Milko
X	G. Buckley	X	

STAFF:

√	K. Harbord	√	R. Shaw
√	T. McLelland - minutes		

1.0	Call to Order
	As Secretary of the Corporation, M. Wilson Trider called the meeting to order at 8:05 pm.
2.0	Declaration of Conflict of Interest
	No conflicts of interest were declared.
3.0	Reminder of Ethical Issues
	Members were reminded to consider ethical issues.
4.0	Approval of Agenda
	IT WAS MOVED AND SECONDED THAT THE AGENDA BE APPROVED.
	<u>MOTION CARRIED</u>
5.0	Matters Requiring Decision
	5.1.1 Election of Officers – M. Wilson Trider
	M. Wilson Trider noted that a motion was needed to elect a Chair and Vice Chair of the Allied Boards of Directors.
	IT WAS MOVED AND SECONDED THAT CAROL ANNE ESNARD BE ELECTED CHAIR AND FAITH BIRD BE ELECTED VICE CHAIR OF THE ALLIED BOARDS OF DIRECTORS FOR A ONE YEAR TERM.
	<u>MOTION CARRIED</u>
	C.A. Esnard assumed the role of Chair for the remainder of the meeting.

	<p>5.1.2 Appointment of Committee Chairs and Membership</p> <p>The Chair referred to the recommended appointments to the Committees of the Board.</p> <p>IT WAS MOVED AND SECONDED THAT THE BOARD COMMITTEE CHAIRS AND MEMBERSHIP BE APPROVED AS PRESENTED.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p>
	<p>5.1.3 Exception to By-Law 4.5 (A) (vi)</p> <p>R. Larkin declared a conflict of interest.</p> <p>The Chair referred to the memo from the Governance & Nominating Committee indicating that in January 2016, prior to the employee’s hire, and every year following, the AGH Board passed a motion to recognize the status of Randy Larkin as the parent of an employee and to set aside the provisions of By-law 4.4 (e) and 4.5 (c) to allow him to continue as a voting Director.</p> <p>Under the new Common By-Laws article 4.5 (A)(vi) voting Directors should not be the parent of an employee unless the Board otherwise determines. Under By-Law 4.5 (A)(vi) the office of an elected Director shall be automatically vacated if he or she becomes the parent of an employee, except by resolution of the Board.</p> <p>As previously agreed that the Board re-affirm this motion annually, a recommendation regarding approval of the Director’s continued membership has been made by the Joint Governance & Nominating Committee. There were no concerns.</p> <p>IT WAS MOVED AND SECONDED THAT THE BOARD RECOGNIZE THE STATUS OF RANDY LARKIN AS THE PARENT OF AN AGH/CPDMH INTEGRATED MANAGER AND THE SETTING ASIDE OF THE PROVISIONS OF BY-LAW 4.5 (A)(VI) FOR THE 2022/23 BOARD YEAR TO ALLOW R. LARKIN’S CONTINUANCE AS A VOTING DIRECTOR ON THE BOARDS OF ALMONTE GENERAL HOSPITAL AND CARLETON PLACE & DISTRICT MEMORIAL HOSPITAL BE APPROVED.</p> <p style="text-align: right;"><u>MOTION CARRIED</u></p>
6.0	Matters for Information
	There was no matters for information.
7.0	Other Business
	There was no other business to discuss.
8.0	Next Meeting
	The next meeting will be held on September 27, 2022 or at the call of the Chair.
7.0	Adjournment
	<p>There being no further business, IT WAS MOVED THAT THE MEETING BE ADJOURNED.</p> <p> C. A. Esnard – Board Chair</p> <p> M. Wilson Trider - Secretary</p>