

**ANNUAL GENERAL MEETING
OF THE MEMBERS OF THE CORPORATION**

Monday, June 21, 2021

1800 – 1810 hours

Video link: <https://kingstonhsc-ca.zoom.us/j/94232665944>

1.		Call to Order, Confirmation of Notice, Quorum and Agenda Approval	D. O’Toole
2.	*	Minutes of the Annual General Meeting held June 25, 2020	D. O’Toole
3.		Election of Directors for 2021-22	B. Hunter
4.		Receive Audited Financial Statements for Year ended March 31, 2021	A. Thesberg
5.		Appointment of Auditor	D. O’Toole
6.		Termination	

*attachment

ANNUAL GENERAL MEETING OF MEMBERS' OF THE CORPORATION: JUNE 21, 2021

The Annual General Meeting of the Members of the Corporation of the Kingston Health Sciences Centre was held on Monday, June 21, 2021, from 1845 to 1850 hours. The Board Chair and Secretary determined, in advance of the meeting, that it was important to hold this year's AGM by videoconference in light of the government's directives for self-isolation and social distancing in response to the COVID-19 pandemic. The following are the open minutes.

Elected Members Present (voting): Alan Cosford, Mélanie-Josée Davidson, Anne Desgagnés, Brenda Hunter, Michele Lawford, Emily Leslie, Sherri McCullough, David O'Toole (Chair), David Pattenden and Axel Thesberg.

Ex-officio Members Present (voting): Dr. John Leverette.

Ex-officio Members Present (non-voting): Dr. Mike Fitzpatrick, Mike McDonald and Dr. David Pichora.

Regrets: Dr. Jane Philpott, Dr. Sonal Varma, Glenn Vollebregt, Sandy Wilson.

Staff: Rhonda Abson (Recording Secretary), Amit Bansal, Elizabeth Bardon, Sandra Carlton, Brenda Carter, Val Gamache-O'Leary, Renate Ilse.

1.0 CALL TO ORDER, CONFIRMATION OF NOTICE, QUORUM, AGENDA APPROVAL

David O'Toole called the Annual General Meeting of Members to order, confirmed quorum and noted that the agenda materials were distributed on Tuesday, June 15, 2021.

Moved by Mélanie-Josée Davidson, seconded by David Pattenden:

THAT the AGM agenda be approved as circulated.

CARRIED

2.0 MINUTES OF ANNUAL GENERAL MEETING HELD JUNE 25, 2020

A copy of the draft minutes from the June 2020 annual general meeting of the Members were circulated in advance of the meeting.

Moved by Sherri McCullough, seconded by Emily Leslie:

THAT the annual general meeting of the Members of the Corporation held on June 25, 2020 be approved as circulated.

CARRIED

3.0 ELECTION OF DIRECTORS

Brenda Hunter, Chair of the Governance Committee, delivered a brief presentation outlining key decision points in the 2021-22 KHSC Board nominations process. At the February 1, 2021 Board meeting, the Governance Committee's recommendation for the Board slate was presented and a motion was passed to fix the Board size at eighteen members. Partnership Council was briefed on both the Board's nomination process in early March 2021 and the proposed slate was presented at their meeting held on May 19, 2021 and was supported.

Moved by Anne Desgagnés, seconded by David Pattenden:

THAT, as recommended by the KHSC Board of Directors, the Members confirm that the number of Directors of the Corporation is fixed at eighteen which includes the ex officio immediate past chair position*; and

THAT, as recommended by the KHSC Board of Directors, the following persons have agreed to allow their name to stand to serve as directors of the Corporation and to hold office until their respective successors have been duly elected or appointed:

2019-22	2020-23	2021-24
Alan Cosford	Mélanie-Josée Davidson	David Pattenden
Anne Desgagnés	Michele Lawford	Axel Thesberg
Brenda Hunter	Sherri McCullough	Glenn Vollebregt
Emily Leslie	David O'Toole	Sandy Wilson

CARRIED

Moved by Brenda Hunter, seconded by Sherri McCullough:

THAT, as recommended by the KHSC Board of Directors, the Members confirm that the following ex officio positions will hold office until their respective successors have been appointed:

- President and Chief Executive Officer
- Chief of Staff
- Chief Nursing Executive
- Principal of Queen's University or delegate
- President, Medical Staff Association
- UHKF Board Cross Appointee

CARRIED

5.0 AUDITED FINANCIAL STATEMENTS FOR YEAR ENDED MARCH 31, 2021

The Chair confirmed that the audited financial statements for the year ending March 31, 2021, were approved by the KHSC Board of Directors at their meeting held earlier in the day. The Chair invited a motion for the Members of the Corporation to receive the financial statements.

Moved by Axel Thesberg, seconded by Anne Desgagnés:

THAT the approved audited financial statements and accompanying Notes to the statements and the related unaudited management discussion and analysis for the year ended March 31, 2021, be received.

CARRIED

6.0 APPOINTMENT OF THE AUDITOR

The Chair the invited a motion for the Members of the Corporation to approve the appointment of KPMG.

Moved by Alan Cosford, seconded by Anne Desgagnés:

THAT the Members of the Corporation approve the reappointment of KPMG as the auditors of the Corporation for Fiscal 2022.

CARRIED

5.0 TERMINATION

The meeting terminated at 1850 hours on motion of David Pattenden.

David O'Toole
Chair