

**SPECIAL MEETING OF THE KHSC BOARD OF DIRECTORS  
IMMEDIATELY FOLLOWING THE ANNUAL GENERAL MEETING  
OF THE MEMBERS OF THE CORPORATION**

**Monday, June 19, 2023**

**1825 – 1828 hours**

**Zoom link: <https://kingstonhsc-ca.zoom.us/j/83544009801>**

1.	Call to Order, Confirmation of Quorum, Declaration of Conflict, Agenda Approval	Pichora
2.	Election of Officers for 2023-24	Pichora
3.	2023-24 KHSC Committee Chair Appointments & Committee Compositions Presentation	Secretary
4.	Closing Remarks & Termination	Chair

## SPECIAL BOARD MEETING FOLLOWING ANNUAL GENERAL MEETING: JUNE 19, 2023

A special meeting of the Board of Directors of the Kingston Health Sciences Centre was held by videoconference on Monday, June 19, 2023 from 1855 to 1900 hours. The following are the open minutes.

Elected Members Present (voting): Alan Cosford, Mélanie-Josée Davidson, Anne Desgagnés, David Fell, Jane Fitzgerald, Michele Lawford, Emily Leslie, Sherri McCullough (Chair), Dr. Mona Rahman, Laura Talbot-Allan, Axel Thesberg and Sandy Wilson.

Ex-officio Members Present (voting): Brent Atkinson.

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

Regrets: Dr. Nazanin Alavi, Martha Munezhi and Dr. Jane Philpott.

Guests: David Pattenden.

Staff: Rhonda Abson (Recording Secretary), Sandra Carlton, Brenda Carter, Tracey Cuddington and Dr. Renate Ilse.

### 1.0 CALL TO ORDER, CONFIRMATION OF NOTICE, QUORUM, CONFLICT DECLARATIONS, AGENDA APPROVAL

Axel Thesberg called the Annual General Meeting of the Members' to order, confirmed quorum and noted that the agenda materials were distributed on Wednesday, June 14, 2023.

Moved by Dr. Mona Rahman, seconded by David Fell:

THAT the AGM agenda be approved as circulated.

CARRIED

### 2.0 ELECTION OF OFFICERS FOR 2023-24

Sandy Wilson, Chair of the Governance Committee, presented a slide to ratify the actions from the May 2023 Board meeting relating to the appointment of Officers.

Moved by Sandy Wilson, seconded by David Fell:

THAT the Board of Directors ratifies the May 8, 2023 KHSC Board motion for Sherri McCullough to be elected as Chair of the Board of Directors of KHSC for 2023-24; and

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THAT the Board of Directors ratifies the May 8, 2023 KHSC motion for Michele Lawford to be elected as Vice-Chair of the Board of Directors of KHSC for 2023-24; and

THAT the Board of Directors ratifies the May 8, 2023 KHSC motion for Axel Thesberg to serve as Immediate Past Chair of the Board of Directors of KHSC for 2023-24; and

THAT Dr. David Pichora serve as Secretary and Alan Cosford serve as Treasurer of KHSC for 2023-24.

CARRIED

Sherri McCullough assumed the Chair and recognized the leadership provided by Axel Thesberg as Chair of the Board over the last 2-year period. She also recognized the significant contributions of David Pattenden and thanked him for his service to the KHSC Board.

### 3.0 2023-24 KHSC COMMITTEE CHAIR APPOINTMENTS & COMMITTEE COMPOSITIONS

Sandy Wilson then presented the proposed committee chair appointments and memberships for 2023-24.

Moved by Sandy Wilson, seconded by Laura Talbot-Allan:

THAT, as recommended by the Governance Committee, the following committee chair appointments will take effect in June 2023:

Sandy Wilson	Chair, Governance Committee
Emily Leslie	Chair, Patient Care & Quality Committee
Alan Cosford	Chair, People, Finance & Audit Committee
Michele Lawford	Chair, Research Committee
Axel Thesberg	Chair, Redevelopment Special Committee

CARRIED

The next motion presented outlined the committee compositions for 2023-24.

Moved by Sandy Wilson, seconded by Laura Talbot-Allan:

THAT the Governance Committee be comprised of David Fell, Jane Fitzgerald, Martha Munezhi and Sandy Wilson; and

THAT the Patient Care & Quality Committee be comprised of David Fell, Sahiza Hossenbaccus, Emily Leslie, Mona Rahman and Laura Talbot-Allan; and

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THAT the People Finance & Audit Committee be comprised of Alan Cosford, Anne Desgagnés, Jane Fitzgerald, Michele Lawford and Laura Talbot-Allan; and

THAT the Research Committee be comprised of Mélanie-Josée Davidson, Michele Lawford, Martha Munezhi and Sandy Wilson; and

THAT the Building Redevelopment Special Committee (membership as prescribed by committee terms of reference) be comprised of Alan Cosford, Anne Desgagnés, Michele Lawford, Emily Leslie, Sherri McCullough, Axel Thesberg and Sandy Wilson.

CARRIED

Jane Fitzgerald expressed an interest in continuing on the Patient Care and Quality Committee and the Governance Committee will review her completed Expression of Interest form to confirm.

#### 4.0 CLOSING REMARKS & TERMINATION

Sherri McCullough thanked members of the Board for the opportunity to serve noting the significance of the corporation's current projects – continued implementation of the Lumeo project/digital transformation; the need for redeveloped facilities; health human resource optimization; integrated care and COVID system recovery; and strategic growth.

The meeting terminated at 1900 hours on motion of Jane Fitzgerald.

Sherri McCullough  
Chair