

Annual General Meeting

Wednesday, September 28, 2022
Hospice Care Ottawa

AGENDA

6:30 PM	<p>Call to Order Land Acknowledgement Quorum Requirements Adoption of Agenda Approval of Minutes Annual Meeting of Members held September 20, 2021 <i>Motions:</i></p> <ul style="list-style-type: none"> • <i>Adoption of Agenda</i> • <i>Approve Minutes of September 20, 2021</i> 	Catherine Lane, <i>Chair, Board of Directors</i>
6:45 PM	Circle of Caring – Remembrance Candle Lighting	Benoit Hubert, Vice-chair
6:50 PM	<p>Presentation of Auditor’s Report and Financial Statements for year end March 31, 2022 Appointment of the Auditors <i>Motion:</i></p> <ul style="list-style-type: none"> • <i>Approve the appointment of KPMG as auditors for 2022-23 year</i> 	Stephanie Elyea, <i>Treasurer</i>
7:00 PM	<p>Election to Board of Directors <i>Motion*:</i></p> <ul style="list-style-type: none"> • <i>Approve the election of Michael Pentland and Lynne Toupin for a three-year term, as Directors of the Board of Directors, Hospice Care Ottawa</i> • <i>Approve re-election of Josiane Gomez, Ioanna Sahas Martin, Barbara McNally and Wendy Nicklin for a 2nd three- year term as Directors of the Board of Directors, Hospice Care Ottawa</i> 	Catherine Lane, <i>Chair</i>
7:15 PM	<p>Hospice Care Ottawa Bylaws Update <i>Motion*</i></p> <ul style="list-style-type: none"> • <i>Approve to amend Section 4.01(b)(ii) (A,B) of By-law No. 1 and Section 4.06 (c) of By-law No. 1 (see pg. 2)</i> 	
7:20 PM	Executive Director Report: “Our Hospice Magic”	Lisa Sullivan, <i>Executive Director</i>
7:30 PM	Special Guest Presentation: "Advocacy for palliative care: are we doing enough?"	Dr. Sandy Buchman
7:55 PM	<p>Adjournment <i>Motion:</i></p> <ul style="list-style-type: none"> • <i>Adjourn the 2022 Annual General Meeting</i> 	Catherine Lane <i>Chair</i>

MOTIONS FOR BYLAW UPDATES - Sept. 28, 2022 AGM

Resolutions to amend Section 4.01(b)(ii)(A,B) of By-law No. 1 and Section 4.06 (c) of By-law No. 1

1. WHEREAS section 4.01 Duties and Number, (b)(ii)(A,B) of By-law No.1 of the Corporation states: (ii) the persons occupying the following positions who shall be ex officio directors of the Corporation: (A) the Executive Director of the Corporation; (B)the Medical Director of the Corporation;

AND WHEREAS the Corporation wishes to make amendments to sections 4.01(b)(ii)(A, B) By-law No.1 of the Corporation;

BE IT RESOLVED THAT: Section 4.01(b)(ii)(A,B) of By-law No.1 be removed and that the Executive Director and the Medical Director be considered guests at meeting of the Board of Directors.

Rationale: The HPCO Accreditation Governance standards state that no employee of the organization can be a Director. In the Accreditation Award of 2019 we were advised to change the Executive Director and Medical Director from ex-officio to Guest. In Ontario, the law prohibits charities from providing any remuneration to its directors. While HCO is not remunerating these positions for being board Directors, they are paid by HCO. This change helps to avoid the uncertainty of the ex-officio role even if they are non-voting.

2. WHEREAS section 4.06 Nominations. (c) Commencing at the annual general meeting in 2013, at least two (2) directors shall be recruited with experience in the health sector and at least one (1) director shall be recruited from among active volunteers in hospice services. And (d) At least one (1) director of the Corporation shall be elected or appointed, as applicable, from a slate of candidates provided by Bruyère Continuing Care.

AND WHEREAS the Corporation wishes to make amendments to sections 4.06 (c) and (d)By-law No.1 of the Corporation;

BE IT RESOLVED THAT: Section 4.06 (c) and (d) of By-law No.1 be removed.

Rationale: We understand that the bylaws are better to be less restrictive.