

**Nanaimo & District Hospital Foundation**  
Minutes of Annual General Meeting  
September 29, 2020  
NRGH – Room 1074

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**Present:**

**Board:**

Moira Jenkins, Chair  
Tony Harris, Vice Chair (by phone)  
Greg Scott, Past Chair  
Mike Smith, Treasurer  
Heather Popple  
Leslie Sundby  
Ryan Wenner (by phone)  
Toni Wheeler (by phone)  
Phil Birrer

**Staff:**

Janice Perrino, CEO  
Susan Ryan, CFO

**Regrets:**

Greg Phillips

**Call to Order:**

Chair M. Jenkins called the meeting to order at 4.00 pm.  
She welcomed all those in attendance and confirmed a quorum was present.

**Agenda:**

**MOTION: To accept the Agenda as presented**

Moved by: P. Birrer, Seconded by: L. Sundby  
Motion Carried

**Minutes:**

**MOTION: To adopt the minutes of the AGM of October 10, 2019**

Moved by: M. Smith, Seconded by: H. Popple  
Motion Carried

**Treasurer's Report:**

Treasurer M. Smith referred to the audit of the non-consolidated Financial Statements at March 31, 2020, as reviewed by the Finance, Investment & Audit Committee, and approved by the Board.

**MOTION: To approve the Audited Non-Consolidated Financial Statements at March 31, 2020 as presented.**

Moved by: M. Smith, Seconded by: P. Birrer  
Motion Carried

**MOTION: To approve the appointment of MNP LLP, as Auditors for the year ending March 31<sup>st</sup>, 2021.**

Moved by: M. Smith, Seconded by: T. Harris  
Motion Carried

**Special Resolution to Amend the Bylaws:**

T. Harris reviewed the proposed changes to Section III, Paragraph 9 of the Foundation's Bylaws increasing the number of Board Directors, and adding in the appointment of a Senior Administrator at NRGH.

**MOTION: To approve the Amendment to the Bylaws as presented**

Moved by: L. Sundby, Seconded by: M. Smith

Motion Carried

**Nominations Report:**

Committee Chair, T. Harris presented the report from the Committee – attached to and forming part of these minutes.

**MOTION: To elect Greg Scott, Moira Jenkins, Leslie Sundby, and Toni Wheeler each for a one year term.**

Moved by: M. Smith, Seconded by: P. Birrer

Motion Carried

**MOTION: To accept the Nominations Report as presented**

Moved by: M. Smith, Seconded by: P. Birrer

Motion Carried

**Adjournment:**

Chair M. Jenkins thanked everyone for attending the AGM and closed the meeting.

The meeting adjourned at 4.10 pm

Approved:

M. Jenkins,  
October 2020

# **ANNUAL GENERAL MEETING – September 29, 2020**

## **NOMINATIONS REPORT – AGM 2020**

The Nominating Committee strives to create a nominating process that is representative of certain skills, constituencies, expertise, and geographic diversity as identified in the Board's Skills Matrix. The Nominating Committee met twice to discuss succession planning for the Board, to develop the Skills Matrix, to review current Board member terms, and to discuss the vacant position existing as a result of a resignation. When proposing nominees for election to the Board, the Nominating Committee and the Board consider the following:

Previous Board experience  
Geography  
Financial experience  
Fundraising experience  
Strategic Vision and Leadership capabilities

Our Bylaws provide for a Board comprised of a minimum of seven (7) and a maximum of twelve (12) Directors. We currently have ten (10) Directors and one (2) vacancies. In accordance with our Bylaws, the following Directors are in the middle of their terms of office and are continuing on the Board:

Heather Popple  
Phil Birrer  
Ryan Wenner  
Mike Smith  
Greg Phillips  
Tony Harris

In accordance with our Bylaws, Greg Scott, Moira Jenkins, Leslie Sundby and Toni Wheeler will have completed their current term of office in September 2020 and are eligible for re-election for further terms. Note: Directors may be elected for one or two year terms.

The Nominating Committee is pleased to recommend the following candidates for election who are current Board members and who are eligible for re-election pursuant to our Bylaws:

Greg Scott for a one-year term  
Moira Jenkins for a one-year term  
Leslie Sundby for a one-term, and  
Toni Wheeler for a one-year term

The vacant positions will not be filled at this time, however they may be filled at any time before the next AGM.

**MOTION: To accept the Nominations Report as submitted**

**MOTION: To elect the following candidates to the Board:  
Greg Scott for a one-year term  
Moira Jenkins for a one-year term**

**Leslie Sundby for a one-year term, and  
Toni Wheeler for a one-year term**