



ANNUAL GENERAL MEETING MINUTES

November 24, 2015
7:45-10:00pm
HSC and teleconference

Attendees:

Eric Gonneau - Chair, Krista Vriend, Allan Weatherall, Jennifer Graham, Saad Minhas, Denise Hackett, Joanna Hunt, Toby Cox, Ted Thaler, Rone Reis, Matthew Main, Paula Mooney, Aubyn Baker, Chelsea Berry, Daniel Jones, Denise Lapointe, Scott Jeffrey

Via Teleconference - Yvonne Balon - Calgary, Stella Cockett - Vancouver, Mark Myers - Oakville, Jordan Hier - Montreal, Brynne Campbell - Ottawa, Erin Reid-Sneith - Barrie, ON, Aaron Brown, Katherine Hunter - Ottawa

MINUTES

1. Call Meeting to Order

Eric called the meeting to order at 7:47pm

2. Determination of Quorum

Eric determined that quorum has been met according to the By-Laws.

3. Appointment of Recording Secretary

Jennifer G is appointed as recording secretary for the meeting.

4. Proof of Notice of Meeting

Confirmed Notice of Meeting was sent to membership via email on November 9, 2015.

5. Approval of minutes from 2014 AGM

Q - Paula M - a couple of comments about the minutes. Requested to review by section.

Corrections - a) Attendees: Dr. Oechslin attended the 2014 AGM, was not recorded as an attendee. b) 2014 AGM Minutes: because more than 1 Paula in attendance, need to include last name/initial - Paula Andrade approved the 2014 minutes. c) Review of current CCHA Directors review of new candidates up for election to the board: Paula Andrade nominated Denise and Lea. d) New Business: name correction Paula Mooney, not Moore.

MOTION: Approve the 2014 AGM minutes. Jennifer moved, 2nd - Matthew Main - Approved

6. President's Report

- Reviewed CCHA Mission and Objectives, reviewed history of CCHA

- Looking for volunteers in various roles and skills

- 2015 Overview

- 4 new board members joined, Paula A(founding board member) stepped down
- Strategic plan updated in March - 3 year objectives: increasing Awareness, Funding and Support. Reviewed SWAT analysis and plans to meet objectives. Available on CCHA website
- Shelagh Ross (founding board member, past President, Executive Director) retired from CCHA. Allan Weatherall hired as new PT Executive Director in August, 150 applicants, brings extensive experience to CCHA
- 3 chapters active - London, BC, and Ottawa all having local events and activities
 - London chapter - McCormick's choose CCHA as recipient charity of 2016 employee drive, ~\$40K expected. Funds to primarily stay within London area
 - BC chapter - 2nd annual Warriors Walk successfully raised >\$3K, participated at 'Growing up Heart Disease' conference at BC Children's Hospital, looking at hosting a BC Beat Retreat
 - Ottawa chapter - chapter started in June, Open House in October
- Administrative - updated By-Laws, Director registration updates, financial reporting, new

accountant/auditor, new treasurer, annual report, monthly board meetings, review new board candidate

- Fundraising - CP Has Heart donated \$10K to fund two Alberta patient conferences and Beat Retreat; BC Warriors Walk; Marathon, ON Dance fundraiser; Walk of Life with CHF ~\$7K; Actelion \$2K; Aviva Community Fund - Wildcard Prize \$1K; Tides Canada donated ~\$5K. Total raised <\$40K to date with 2 initiatives still to launch
- Member support - held 7th annual Beat Retreat; continue to update content on website, FB

Q - Chelsea B - Beat Retreat participants for 2014 or 2015? Discussion - upon discussion and review, 35 patients attended, 7 medical professionals and 2 caregivers attended 2015 Beat Retreat.

- Awareness campaign - participated in Sick Kids Labatt's Family Education day for 7th year (April); spoke at CHF Walk of Life (May); attended and participated on discussion panel at 22nd Annual International Symposium on Adult Congenital Heart Disease (June); had booth at CCS Congress in Toronto for 7th year (October); presented letter to Ontario Ministry of Health regarding length of medical records stored, currently stored for 33 years; BC has recently change laws for medical records;

Q - Chelsea B - asked if have approached Chiropractors? Eric - we have not approached any other medical professionals.

Attended CHEO Cardiac Kids LIFFE project research panel (October); collaborated with Heart to Heart patient education conference in Edmonton (May) and Calgary (November)

Question - Aubyn B - asked if President's report slides will be available on website? Eric - yes

- Future Activities

- Patient Education conference in BC in 2016; plan to create monthly national newsletter; engage Medical Advisory Board (MAB); continue to participate in CHD events, funding to expand Beat Retreat and CHD education conferences, host meet and greet seminars

Q - Ted T - inquired on status of fundraising package. Eric - it is being worked on, Jennifer delayed by other tasks - s/a Calgary conference, review board candidates.

Q - Ted T - inquire about status of mentoring program through TGH hospital. Program still in development, significant screening and guidelines needed to be in place, Dr. Coleman (MAB) suggesting it be implemented through a research project with pilot launched in Toronto.

Q - Ted T - inquire about volunteer resources? Eric - due to restructuring and significant change and rebuilding within the board, some initiatives have been delayed, but hope to start utilizing volunteers to work on these initiatives and programs up and running

Q - Aubyn B - inquire about communication from CCHA on what happening within organization? Due to significant change in board members and resistance with changeover of leadership, has resulted in delay initiatives and lack of communication to members. Eric - newsletter program expected to improve communications

7. Presentation of Audited Financial Statements for the Fiscal Year ended December 31, 2014 and Auditor's Report thereon

- Reviewed 2014 Audited Financial Statements

- raised \$29K and expenses of \$35K, spent \$6K more than raised in 2013. Assets of \$25K end 2013
- reviewed cash flow statement and balance sheet

MOTION: Approve the 2014 Audited Financial Statements. Denise H moved, 2nd - Matthew Main - Approved

- Reviewed 2015 Financial Statements

- October 31, 2015 - income \$38,917, expenses \$24,142, assets \$38K
- increased funds raised over 2014, now have increased expenses with PT Exec Director salary. Fundraising continues to be a primary goal.

8. Appointment of Auditor

Not completed.

9. Appointment of Accountant

Not completed.

10. Looking Ahead to 2016

Reviewed in President's Report

11. Election of Directors

Paula A stepped down earlier 2015. Jack, Stella and Yvonne end of 3 year term, Yvonne not renewing. Jennifer has 1 year remaining of term; Eric, Krista, Denise H and Saad have 2 years remaining of term. Maximum 11 directors allowed as per By-Laws.

Committee of Allan, Eric and Jennifer reviewed and interviewed all candidates. Board position notification was sent to members October 16. Determined qualifications and skills needed to be added to board

Eric outlined voting process - members vote to elect incoming board members; current board makes recommendation to membership based on interviews, skills and qualifications.

Q - Aubyn B - requested clarification, inquire whether as a member of CCHA can vote to not elect a recommended candidate to the board and elect another candidate? Eric - confirmed yes, however board has reviewed all candidates and make recommendation based on needs of board and CCHA as whole i.e. goals were to select candidates outside of Ontario, parent of CHD child. A member can elect any candidate that has submitted their application prior to the deadline.

Q - Aubyn B - if a candidate submitted their application previously but did not get recommended by the board, therefore was not elected, can they be voted in now? Eric - confirmed yes, if they have enough votes by the rest of the membership to exceed another candidate.

Remind members that numerous candidates submitted, but only 4 board positions available.

Q - Paula M - members were not given full list of candidates, who are the 5 additional candidates were that were not recommended, what are background, skills etc? Eric - all candidates should have fair chance

Q - Chelsea B - process was not open as members do not know all candidates submitted. Chelsea commented that she was candidate, was interviewed, felt questions were fair, process was pleasant, enjoyed conversation with Eric and Allan, got very good view of what board looking for, did not feel at any point feel put in a position where speaking contrary to mind, felt was listened to, got good idea who she was. Felt if process was open to election... not sure where to go from there. Review process was well delivered.

Eric asked to continue to go through slides and process, not saying was perfect or without fault, first time many on the board has been through the process.

Objection - Paula M stated that process has been used in the past, 2nd year that general membership has not been aware of full slate of candidates or been able to vote on them, asked to rubber stamp board recommendations.

Q - Denise L - if someone interested in starting a Beat Retreat ??

Paula M recommend going forward publish list of candidates and profiles as well as qualifications board looking at for members to review prior to AGM to make informed decision.

Preferred qualifications - representation across Canada; male/female; patients/parents/spouses/family member/medical professionals; skills, education, professional background, experience; leadership qualities; time commitment; knowledge of CCHA activities; profit/non-profit experience; extracurricular activities.

Committee interviewed by phone 8 candidates not previously known to board, committee had 2 follow up meetings to agree on recommended candidates

RECOMMENDED CANDIDATES:

Aaron Brown - PEI, accountant, parent CHD child

Stella Cockett - BC, pediatric CHD nurse, returning board member

Dr. Jack Coleman - ON, ACHD cardiologist, returning board member

Jordan Hier - QC, IT specialist, CHD patient

Joanna Hunt - ON, lawyer, spouse of CHD patient

Mark Myers - ON, IT director, CHD patient

Honourary board members - invite and participate in board meetings and activities, not able to vote

Toby Cox - ON, graphic designer/law clerk, Beat Retreat organizer, CHD patient

Karen LeComte - BC, ACHD nurse, sibling of CHD patient

Reviewed each candidates bio in detail.

Q - Chelsea B - why Toby not being recommended to be full Board member, feels unfair to give board position without voting rights, given significant work and effort to CCHA?

Q - Ted T - key issue is lack of communication about the election process, going forward will board be open in communication of all candidates and recommendations. Eric - commit that going forward Board will set application deadline 1 month earlier, therefore candidates info can be included in AGM information package sent to members.

Aaron Brown - nominated by Chelsea B, 2nd by Aubyn - approved. Aaron added to CCHA Board of Directors
Stella Cockett - nominated by Ted T, 2nd by Jennifer - approved. Stella added to CCHA Board of Directors
Dr. Jack Coleman - nominated by Matthew M, 2nd by Krista - approved. Jack added to CCHA Board of Directors
Jordan Hier - nominated by Chelsea, 2nd by Denise L - approved. Jordan added to CCHA Board of Directors
Joanna Hunt - nominated by Daniel, 2nd by Saad - approved. Joanna added to CCHA Board of Directors
Mark Myers - nominated by Saad, 2nd by Denise H - 4 opposed - felt another candidate more qualified.

Q - Mark - asked for those opposing his election to board to state basis for opposing. Aubyn - stated not personal, felt another candidate more qualified for CCHA, demonstrated commitment to CCHA.

MOTION: Toby Cox be nominated to Board of Directors with full voting rights. Chelsea moved, 2nd Aubyn - Approved

MOTION: Close nominations for Board of Directors. Krista moved, 2nd Jennifer - Approved

Q - Stella - Mark be willing to be an Honourary Board member? Mark - yes, would like to help in any way can.

Confirm new board members - Aaron Brown, Stella Cockett, Jack Coleman, Jordan Hier, Joanna Hunt, Toby Cox. Honourary board members - Mark Myers, Karen LeComte

MOTION: Going forward a candidate review and selection committee include non-board member of CCHA. All candidate profiles to be published 30 days prior to AGM. Chelsea moved

Also propose motion to draft new election By-Laws. - Discussed that would not be voted on until 2016 AGM and therefore not come into effect until 2017 and must be compliant with Non-Profit Act and legal guidelines. Agree to amend the current By-Laws.

AMENDED MOTION: Amend the current nomination process for new board members that consists of a) all candidates are presented to membership in appropriate timeframe prior to AGM for full review by all members, b) consideration given to forming a nomination committee that includes a board member and any forthcoming members at large willing to participate in nomination committee - need to look at By-Laws whether committee needs to be voted on by board. Krista moved

AMENDED MOTION: Nomination and recommendation of new board directors be more transparent and profile of all candidates be provided to members in advance of AGM. Eric propose. Discuss that should be 2 separate motions.

Q - Saad - concerns about the proposed motion - practically may be difficult to implement, especially if large number of candidates. Membership needs to trust that Board operating in good faith and has been elected and entrusted by the membership. Eric highlighted that candidates may look good on paper, but may not have time commitment or be able to represent CCHA at a National level. Also noted board concerns of publishing names and profiles of all candidates, especially those not recommended.

AMENDED MOTION: Nomination process of board candidates more transparent to members. Jennifer moved, 2nd - Ted T - Approved

12. New Business

No new business

13. Adjournment

MOTION: Adjourned meeting Jennifer moved, 2nd - Matthew M - Approved @ 10:00 pm

Eric thanked everyone for their passion, attendance and dedication. Volunteering ultimate form of democracy, vote once per year, but show how want to improve and change our community daily by our volunteering. Thank you to all the volunteers for passion and commitment to our organization and develop better community.