

Minutes of the Annual General Meeting of the Board of Directors
Vitalité Health Network
Monday, June 25, 2012 at 6:30 p.m.
Jade Conference Room, Atlantic Host
Bathurst, N.B.
(Original version signed and archived)

Present: Couturier, Paul (Chairman/Treasurer)
Collette, René
Cormier, Adélar
Ferguson, Philippe
Godbout, Rita
Godin, Gabriel
Guignard, Renald
Ouellette, Louise
Peters, Tracy
Roy-Vienneau, Jocelyne (Secretary)
Soucie, Anne
Soucy, Sister Gaëtane
Turcotte, Denis
Caissie, Joey (President and CEO, ex officio member)
Sunderland, Linda (Chairperson of the PAC, ex officio member)

Elected members: Doiron, Roger
LeBlanc, Monique
Mercier, Christian
Roy, Sonia
Sonier-Rioux, Paulette
Thériault, Donald

Absent: Brun, Carmel
Cyr, Bernard
DesRosiers, Philippe (Vice-Chairman)
Desrosiers, Dr. France (Regional Chief of Staff, ex officio member)

Members of the Senior Management Team:

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|------------------------|------------------------|
| Beaulieu, Gilles | LeBouthillier, Annette |
| Béchar, Alain | Noel, Jean-René |
| Branch, Dr. Neil | Robichaud, Suzanne |
| Dennie, Claire | Savoie, Pierre |
| Legacy, Stéphane | Verret Pierre |
| Guerrette-Daigle, Lise | |

Network's Auditor: Louise Daigle

Recording Secretary: Cynthia LeBlanc

1. Call to order

The meeting was called to order at 6:31 p.m.

2. Declaration of validity of meeting

The meeting was duly called and quorum achieved.

3. Remarks by the Chairman of the Board of Directors

The Chairman welcomed everyone and reminded the participants that the planned format for the meeting was that of an annual general meeting. Current business would be handled at the next meeting.

4. Approval of the agenda

MOTION 2012/06/25-01A

It was moved to approve the agenda as presented.

Carried unanimously.

5. Declaration of potential conflicts of interest

Nothing to declare.

6. Approval of the minutes of the last annual general meeting held on June 28, 2011

MOTION 2012/06/25-02A

That the minutes of the annual general meeting of June 28, 2011 be adopted as presented.

Carried unanimously.

7. Questions arising from the minutes

None

8. Presentation of the VITALITÉ HEALTH NETWORK Annual Report

(A preliminary version of the 2012 annual report was distributed.)

8.1 Report by the Chairman of the Board of Directors

The Chairman read his report as included in the annual report.

8.2 Report by the President and CEO

The President and CEO presented the highlights of the 2011-2012 annual report. An official version of the report would be made available after the financial statements were approved and signed.

To obtain a copy:

- Visit www.santevitalitehealth.ca to read or download a copy (as of June 29, 2012);
- Send an email request to info@vitalitenb.ca or call 1-888-472-2220.

The CEO and the Chairman thanked the Board, the management team, and the entire team of employees, physicians, and volunteers who together make it possible to conduct the Network's activities successfully.

The Board's new elected members were welcomed.

Best wishes for a happy retirement were shared with Lise Guerrette-Daigle, Executive Vice-President, who was leaving her position shortly.

9. Report by the Treasurer

The Chairman and Treasurer invited the Auditor to present the report.

9.1 Auditor's report

The auditor's report was presented as included in the annual report.

The Chairman and Treasurer tabled the financial statements for fiscal year 2011-2012. The year had ended with a small operating surplus. This achievement was warmly welcomed, given the effort invested in correcting an initial deficit situation.

MOTION 2012/06/25-03A

That the financial report for the fiscal year 2010-2011 be approved as presented.

Carried unanimously.

10. Appointment of auditors

The Executive Committee had approved a motion based on its June 19 meeting discussions.

MOTION 2012/06/25-04A

That the Board of Directors accept the appointment of the firm Raymond Chabot, Grant Thornton as the auditors for Vitalité Health Network as a whole for the year 2012-2013, based on the conditions in the initial 2010 agreement.

Carried unanimously.

11. Report by the Chairman of the Medical Advisory Committee

In the absence of the Regional Chief of Staff, the President and CEO presented the appointments to the Regional Medical Advisory Committee and its regional and provincial committees. It was also mentioned that the Executive Committee had approved all annual privileges at its June 19 meeting.

MOTION 2012/06/25-05A

That the list of members of all the provincial and regional committees, as well as the report of the Medical Advisory Committee, be approved as presented.

Carried unanimously.

12. Report by the Chairperson of the Professional Advisory Committee

The Chairperson of the Professional Advisory Committee submitted her report as attached.

MOTION 2012/06/25-06A

That the Professional Advisory Committee report be approved as presented.

Carried unanimously

13. Report of the Governance and Nomination Committee

13.1 Transition to the new Board and appointments

Tracy Peters, Chairperson of the Governance and Nomination Committee, reminded members that a transition of Board membership was under way. With the situation this year being exceptional, it was not possible to proceed with nominations to the Executive Committee and other committees during the annual general meeting.

13.2 Swearing-in of elected members

(Members left the boardroom table, with the exception of the ex officio members, to allow the new Board members to take their seats. To that point, the elected members had been attending as observers.)

The President and CEO individually invited the eight elected members to come forward to the swearing-in table and then take their seats at the boardroom table.

The Chairman also once again took his seat at the table as a member appointed by the Minister of Health.

It was mentioned that the Minister was, within the near future, planning to appoint the six other members required to complete the Board membership. The former members were once again thanked for their dedication, and the new members were congratulated for their commitment.

The agenda having been completed, the meeting was adjourned at 7:26 p.m.

Paul Couturier
Chairman of the Board of Directors

Rino Volpé
President and CEO