NURSE PRACTITIONERS' ASSOCIATION OF ONTARIO

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Annual General Meeting
September 26, 2024
15:45 - 17:15

MINUTES

Participating:

Chair, Secretary and Host
President Barbara Bailey acted as Chair of the meeting, Chantal Sorhaindo acted as Secretary and Marcela Killin as Host and Scrutineer for the meeting.

Board members:
Barbara Bailey (President and Chair), Marie Greer-King (President-Elect), Amanda Rainville (Past-President), Chantal Sorhaindo (Secretary). Directors: Jodi Colwill (NP-PHC), Sarah Schmidt (NP-Pediatrics), Julian Berko (Legal), Noorin Jamal (NP-Adult), Kelly Kokus (NP), Kevin Zizzo (NP) and Jessica Romeo (NP).

Board advisors:
Melanie Towell (Advisor to the Finance Committee)

NPAO staff/team:
Dr. NP Michelle Acorn, Chief Executive Officer
Marcela Killin, DIrector of Operations and Strategy
Justine Rose, Communications and Membership Coordinator
Duncan Mountford, IT Specialist

Guests:
Auditor: Ignatius Jeffry, CPA, Kriens-LaRose, LLP

Members:
Number of voting members present: 64 in person and 4 virtually on Zoom. Quorum requires 50 members therefore quorum was reached for the Annual General Meeting to proceed.

1.0 Welcome
Barbara Bailey called the meeting to order at 1546 hr. She welcomed everyone to our hybrid virtual and in person AGM of the Association. Barbara explained that the meeting would be recorded for minutes and for proxy voting should there not be a quorum, and that the recording will be destroyed following completion of the AGM minutes.

1.1 Land Acknowledgment
Barbara Bailey read a formal Land Acknowledgement.

1.2 Introductions:
Barbara Bailey introduced the members of the executive and board of directors. She recognized all the NPAO staff and team members for going above and beyond the last few weeks. Finally, she gave a warm welcome to Renaldo Ferreria, auditor from Kriens-Larose and gave thanks to

all the volunteers, committee and task force members, student representatives, board directors, community of practice chairs and members, and mentors and preceptors for their time and dedication.

1.3 Quorum:
With 64 voting members, quorum was present, and Barbara Bailey declared that the meeting was duly constituted for the transaction of business. Barbara Bailey reviewed the business process of the meeting regarding using SLIDO for voting and the Q&A that will take place during "Members Voices" at the end of the AGM. Barbara also reviewed speaking during the meeting and tabling a motion. She also reminded members that in the "Members Voices" session (that follows the end of the AGM) that those attending in person can go up to the microphone to speak directly with the board of directors and to raise questions and issues while those attending online can use the 'Reactions' to raise a hand and wait to be recognized by the host. A test motion was tabled to ensure all members were comfortable with the SLIDO voting process. Barbara Bailey tabled a pretend motion that "we're all happy to be here today". This pretend motion was moved by Charlotte Kenning and seconded by Stephanie Lawrence. An opportunity was provided for discussion: there was no discussion. In Favor 77; 0 opposed. 77 Abstentions. Vote: Pretend motion Carried.

1.4 Approval of the Agenda:
Motion: to approve the agenda for the 2024 Annual General Meeting. Moved by Donna Ruffo and seconded by Karen Clayton Babb. An opportunity was provided for discussion: there was no discussion. 69 in Favor. None opposed. 2 abstentions. 71 votes. Vote: Carried.

1.5 Approval of the Minutes of the 2023 Annual General Meeting:
Motion: to approve the minutes of the September 21, 2023 Hybrid Virtual and In Person Annual General Meeting. Moved by Krysta Cameron and seconded by Julia Hess. An opportunity was provided for discussion: there was no discussion. 52 in Favor. None opposed. 11 abstentions. 63 votes Vote: Carried.

2.0 Proposed Changes to NPAO Bylaws:
Barbara Bailey presented the overview of changes to the NPAO Bylaws.
Motion: to approve the proposed changes to the NPAO Bylaws. Moved by Susan Menard and seconded by Stroyan Monkhouse. An opportunity was provided for discussion: there was/was no discussion. 45 in Favor. None opposed. 25 abstentions. 70 Vote: Carried.

3.0 President's Report
Marie Greer-King called upon Barbara Bailey to present the President's Report. Barbara Bailey welcomed everyone. Barbara Bailey expressed gratitude to the whole staff and team for the work that was done during the year. She expressed gratitude to Vanessa Mooney for serving as interim CEO during recruitment of our current CEO, Dr. Michelle Acorn. Barbara also discussed the various activities the board and staff engaged in throughout the year including attending Queen's Park day, attending various education and events, and international education opportunities such as traveling to Scotland for the ICN APN/NP Network NPAO presentation. She went on to discuss the NPAO Board retreat at CEO Michelle Acorn's home. She then thanked the membership for their support during the year, staff members (especially Vanessa Mooney, Marcela Killin, Pavarni Jorgensen, and Justine Rose) for the extra work they have put in over the past few weeks with planning a conference and assisting the Board in our efforts to recruit a CEO. Finally, she expressed gratitude to the membership.

Motion: That the President's Report be adopted. Moved by Leanna LeFebvre and seconded by Kianda Mauch. An opportunity was provided for discussion: there was no discussion. 74 in Favor. None opposed. 1 abstention. 75 Vote: Carried.

4.0 President-Elect's Report
Barbara Bailey called upon Marie Greer-King to present the President-Elect's Report. Marie Greer-King acknowledged how great it is to be here in person. Marie provided a brief background on her employment as well as NPAO involvement. She took the opportunity to thank Amanda Rainville for her mentorship on the board. She went on to thank Barb Bailey. She discussed how the year started with the recruitment of the new CEO and thanked her for her commitment to the NPAO. She then discussed the ONCA guideline updates as well as the NPAO ByLaws. Marie discussed her meetings with the OHT and ONA to discuss NPs working in Ontario. She discussed the diligent collaboration of NPAO board and staff to work for the NPs in Ontario. She discussed the importance of empowerment, integration and sustainability of NP practice. She encouraged the membership to continue to advocate for the profession and she looks forward to listening to her colleagues to provide care in the province.

Motion: That the President-Elect's Report be adopted. Moved by Beth Cowper-Fung and seconded by Debbie Cooper. An opportunity was provided for discussion: there was no discussion. 74 in Favor. None opposed. 0 abstentions. Vote: Carried.

5.0 Chief Executive Officer's Report
Barbara Bailey called upon Dr. Michelle Acorn, Chief Executive Officer (CEO) to present the CEO Report. Michelle expressed her heartfelt thanks to the NPAO BOD, staff team, and members for influencing the promotion of NPs in Ontario. She has dedicated strategic efforts in ensuring no one is left behind. High level discussion of the local, provincial, national, global impact of NPs and increased value for money for members. High level discussion of the commitment to engagement and transparency through NP central, virtual coffees, town halls – NPAO endeavors to always respond. NPs are disruptors of the status quo. NPAO represents the diverse needs of all members across all sectors – primary and specialty care. Nps are vital, vocal, and visible thought leaders. NPs are engaged, empowered and deeply integrated across health systems. High level discussion of the strengthened relationships with key stakeholders, ministers across the province including chief nurse, health ministry and others. Collaborations continue with CNO, unions, employers, Universities, Canadian nurses' association,NPAC, and the international council of nurses NP/advance practice nurses network. Intensified government relations efforts were discussed. NPAO Advocacy toolkit was shared along with the critical contributions NPs have made to the health of Ontarians. NPAO has been included in feature tv, articles and radio. NPs Speaking for NPs. Public trust is paramount. NPs consistently provide positive health outcomes. Optimize access, quality care and positive health outcomes and sustainability across Ontario. Discussion ended with a review of academic and scholarship domains of NP practice – imperative in ensuring health equity and NP leadership.

Motion: That the CEO's Report be adopted. Moved by Dina Smith and seconded by Charlene Welsh. An opportunity was provided for discussion: There was no discussion. 72 in Favor. None opposed. 0 abstentions. Vote: Carried.

6.0 Nominations Committee Report
Barbara Bailey called upon Amanda Rainville to present the Nominations Committee Report. Amanda Rainville provided members with an update of the progress of the nominations committee for the previous year. 1 vacancy was posted in 2024 for NP Legal. The Board of Directors recommends that Pamela Spencer be elected to the office of Director Legal.

Motion: That the Nominations Committee Report be adopted. Moved by Leanna Lefebvre and seconded by Clinton Baretto. An opportunity was provided for discussion: There was no discussion. 74 in Favour. None opposed; 1 abstained. Vote: Carried.

6.1 Election of Slate of Officers 2024-2025

The Slate of Officers for the 2024-2025 Board of Directors was presented and announced by Amanda Rainville and includes:

President: Barbara Bailey
Past President: Amanda Rainville
President-Elect: Marie Greer-King
Secretary: Chantal Sorhaindo
PHC Director: Jodi Colwill
Pediatrics Director: Sarah Schmidt
Adult Director: Noorin Jamal
Director Legal: Pamela Spencer
NP Director: Jessica Romeo
NP Director: Kelly Kokus
NP Director: Kevin Zizzo

Motion: That the 2024-2025 Slate of Officers be approved as presented. Moved by Chris Savard and seconded by Yvonne Rose Samedon. An opportunity was provided for discussion: There was no discussion. 59 in Favor; None opposed. 3 abstentions. 62 votes Vote: Carried.

7.0 Audited Financial Statement
Barbara Bailey called upon Ignatius Jeffry, CPA, Kriens-LaRose, LLP to present the 2023-2024 Audited Financial Statements. Ignatius Jeffry began with the independent auditors' report. Page 123. Fiscal year ending June 2024, there was no change to audit opinions. The financial statements were presented fairly in all respects. Total assets $1.278 million. Largest amount held in cash at $611k and investments in $610k. Total liability is at $760k mainly 157k NPLCA (refer to note 4) 277 LAP (refer to note 5). $250k referred revenue (note 6 membership and conference). $510k unrestricted net assets. Total revenue $880k – biggest sources membership fee $413k and conference $230k. Expenses total: $908k (salaries and benefits largest expense, then conference). Slight deficit of $27k this fiscal year. $514k net assets at end of June 2024 fiscal year. Statement of cash flow review page 7. Net $11k cash inflow - $612k cash outflow from investments. Discussed breakdown of expenses and concluded audit of financial statements. Opened the floor for discussion or clarification. None had.

Motion: To adopt the 2023-2024 Audited Financial Statement as presented. Moved by Debbie Cooper, seconded by Susan Milan. An opportunity was provided for discussion. There was no discussion. 89% in Favor. 0 None opposed.11 abstentions. 68 votes Vote: Carried.

7.1 Appointment of Auditor

Barbara Bailey reviewed the Association's work history with Kriens-Larose LLP.

Motion: That NPAO appoints Kriens-LaRose, LLP as the auditor for 2024-2025 fiscal year. Moved by Ruth Trenier, seconded by Erin Lamphier. An opportunity for discussion was provided. There was no discussion. 94% in Favor. None opposed. 6 abstentions. 63 votes Vote: Carried.

8.0 Adjournment
Barbara Bailey explained that the business of the 2024 Hybrid Virtual and In Person Annual General Meeting had concluded and asked a member to vote to close the meeting.

Motion: Story Munkhouse moved to close the 2024 Hybrid Virtual and In Person Annual General Meeting and this was seconded by Beth Cooper-Fung. An opportunity for discussion was provided. There was no discussion. 65 in Favor. 0 None opposed. 0 abstentions. Vote: Carried.

Annual General Meeting Closed at 1644 hours.

Respectfully submitted,

Chantal Sorhaindo
Secretary