



Calgary West Central P.G. CO.
carrying on business as
the Calgary West Central Primary Care Network
2022 ANNUAL GENERAL MEETING MINUTES

October 18, 2022, at 6:30 p.m.
Video conference

REGISTERED ATTENDEES

CWC PCN MEMBERS IN PERSON

- Adrienne Weir
- Alexia Schneider
- Amanda Wang
- Amanpreet Dhaliwal
- Anne Kittler
- Antony Ng
- Astrid Tupper
- Attila Nadori
- Ben Addleman
- Brendan Vaughan
- Brienne Tappay
- Catherine Mckenna
- Christin Hilbert
- Christy MacAulay
- Corinne McDonald
- Daphne Anderson
- David Loewen
- Dena Keashly
- Dilip Nandi
- Diogenes Alfredo Bohorquez
- Donghan Sohn
- Elcey Varkey
- Elizabeth Monaghan
- Elizabeth Nguyen
- Emma Beeharry
- Eric Babins
- Erin Nicholls
- Faye Sirianni
- Frances Vettergreen
- Gail Ewasechko
- Genevieve Eder
- Hannah Welsh
- Indu Khosla
- Jaclyn Safran
- Jacqueline McDougall
- Jagdeep Doulla
- Jane Ballantine
- Jane Loehr
- Jasminder Soin
- Jean Rawling
- Jodi Steininger
- John Haggblad
- Julia Carter
- Karen Packer
- Kerri Treherne
- Kirsty Sloper
- Lindsay Crickard
- Lisa Stevenson
- Lynne Searles
- Manisha Subedi
- Margot McLean
- Maria Botha
- Maria De Bruyn
- Martin Davies
- Mehrnaz Yousefi
- Mei-Fun Seto
- Melanie Morgan
- Michele Moss
- Mitra Arjang
- Monica Chu
- Nadine Lundgren
- Neeraj Khanna
- Nkechi Ozoka
- Owen Yuen
- Peter Neary
- Rachel Han Savoie
- Robert Stopainig
- Safi Saeed
- Sameena Ashraf Bajwa
- Sandra Peacock
- San-Marie Swiegers
- Saqib Mirza
- Sarah Bates
- Scott Beach
- Shauna Twohig
- Shelley Stokes
- Sonya Regehr
- Stephanie Mullin
- Sudarshan Das
- Susan K Sutton
- Susan Poon
- Theresa Truong
- Vanda Phillips
- Vincent Vong
- Waldi Wilken
- William Wu
- Zoe Zlot

CWC PCN MEMBERS BY PROXY

- Allison Denesuk
- Andrew Wong
- Andy Wong
- Angela Macarthur
- Bitabella Cryus
- Caroline Turner
- Carrie Abrahamson
- Catherine Heimbach
- Charlene Kennedy
- Christine Kang
- Claire Wickett
- Deborah Ferguson
- Deborah Sung
- Deidre Young
- Elise Walsh
- Elizabeth Steinhauer
- Glenda MacLean
- Hien Nguyen
- Janet Tse
- Jann Rogers
- Jayashri Nandi
- Jennifer Mikhayel
- Jennifer Bikow
- Jennifer Kavalinas
- Jeremy deBruyn
- Joel Tappay
- Jordan Dangerfield
- Joshua Brochu
- Julie Thomson
- Karishma Mehta
- Kelsey Stearns
- Laurie Ross
- Lecia Buys
- Li Wang
- Lisa Retzer
- Luis Acevedo
- Madhu Aul
- Mahmood Al-Rubaiee
- Mariko Shibata-Stamm
- Martin Harvey
- Mary Gawlinski
- Mary-Ellen Sturgeon
- Marziyeh Noori
- Matt Ferrao
- Matthew Johnston
- Maya Grover
- Michelle Hart
- Mihaela Chaudhary
- Mike Penkman
- Mike Forseth
- Nasser Barakat
- Natalie Ward
- Nicola Chappell
- Nicole Halasa
- Pamela Campbell
- Phillip Van der Merwe
- Rachel DeFina
- Randall Berlin
- Romuald Zapasnik
- Roseanne Penner
- Rossana Arcega
- Roza Kazemi
- Saif Zahir
- Salomy David
- Sameena Khan
- Scott Forsyth
- Scott Belyea
- Shannon Grant
- Shaza Abdalla
- Sher Clain
- Stephanie Kerwin
- Suresh Kanani
- Sydney Pearson
- Venita Ramanna
- Veronica Malhotra
- Wei Watanabe
- Wesam Salem
- Zoe Filyk

AHS JOINT VENTURE GOVERNANCE COMMITTEE MEMBERS

- Ms. Jenny Mazuryk
- Dr. Mike Spady
- Mr. Rod Iwanow

CWC PCN EMPLOYEES AND GUESTS

- Christopher Cameron, Executive Director
- Dr. Rachel Han-Savoie, Medical Director
- Jon Macpherson, Manager of Governance & Organizational Operations
- Lisa Bergerman, Director of Member Services & Engagement
- Janay Chamberlain, Governance & Policy Lead
- Alicia Marchtaler, Board Governance Coordinator
- Carly Bullough, Policies & Procedures Coordinator
- Tracey Ross-Kretschmer, Project & Event Coordinator
- Dan James, Communications Advisor
- Dale Wyke, Facilities & IT Administrator
- Eveline Lefebvre, Member Services & Engagement Coordinator
- Emily Kozak, Administrative Assistant – Member Services & Engagement
- Paige Shaw, Baker Tilly Catalyst LLP (guest)

1. REGISTRATION AND WELCOME

Board Chair and moderator of the Annual General Meeting (AGM), Jagdeep Doulla, welcomed attendees to the 2022 AGM and acknowledged the traditional territories of the peoples of the Treaty 7 Region in Southern Alberta

including the traditional and ancestral territory of the Blackfoot Confederacy: Kainai, Piikani, and Siksika as well as the Tsuut'ina Nation and Stoney Nakoda First Nation.

The Board Chair outlined virtual engagement guidelines for the event, including an explanation of how to navigate the zoom platform.

2. INTRODUCTIONS AND ROLE CONFIRMATIONS

The Board Chair requested that any members of the public or media in attendance declare themselves as the AGM is a meeting of the membership, including select guests and Calgary West Central Primary Care Network (CWC PCN) employees. No declarations were made.

The Board Chair then introduced the current members of the CWC P.G. CO. Board of Directors:

- Dr. Julia Carter, *Vice Chair*
- Dr. Hannah Welsh
- Dr. Kerri Treherne
- Mr. Tim Rose, *Treasurer*
- Dr. Sally Talbot-Jones
- Dr. Theresa Truong
- Dr. Nicola Chappell, *Past Chair*
- Dr. Nkechi Ozoka
- Dr. Vincent Vong

Members of the CWC P.G. CO. Joint Venture Governance Committee from Alberta Health Services were introduced:

- Ms. Jenny Mazuryk
- Dr. Mike Spady
- Mr. Rod Iwanow

Ms. Paige Shaw, representing the PCN's auditor Baker Tilly Catalyst LLP, was introduced as a guest.

Christopher Cameron, Executive Director, and Dr. Rachel Han-Savoie, Medical Director of the CWC PCN, were also introduced, followed by the PCN's Manager of Governance & Organizational Operations, Jon Macpherson, who was appointed as Recording Clerk and Robert's Rules Officiant for the AGM. Finally, Janay Chamberlain, Governance & Policy Lead, was introduced and appointed as Scrutineer.

3. CALL TO ORDER

The Board Chair called the meeting to order at 6:38 pm.

4. NOTICE OF MEETING

The Board Chair reminded members that the 2022 AGM Notice of Meeting, which was sent out on August 29, 2022, was available for inspection. The Recording Clerk was instructed to annex the notice to the minutes of this meeting. **See Appendix A: Declaration of Notice of Meeting.**

5. SCRUTINEER'S REPORT

The Board Chair adopted and announced the Scrutineers Report on attendance at the time quorum was established:

- Members present in person: 50
- Proxies received: 52
- Total members present: 102, representing 21 percent of the membership.

Registrations continued after quorum was established and a total of 87 attendees were present in person and 78 by proxy for a total of 165 members. The Recording Clerk was instructed to annex the attendance report to the minutes of this meeting. **See Appendix B: Scrutineer's Attendance Report.**

6. CONSTITUTION OF MEETING

Per the Articles of Association of the network, the quorum for a general meeting is 20 per cent of the members of the network, present in person or by proxy. The Board Chair declared that quorum was reached at 6:33 pm and that the meeting was properly called and regularly constituted for the transaction of business.

7. APPROVAL OF AGENDA

The 2022 AGM Agenda was made available to the membership as part of the AGM package. The Board Chair requested a motion to be made to accept the agenda as presented.

MOTION

Catherine Mckenna moved that the 2022 Annual General Meeting Agenda be accepted by the members as presented; seconded by Neeraj Khanna with no further discussion. By formal resolution, the motion was approved. *Motion carried*

8. 2021 AGM MEETING MINUTES APPROVAL

The 2021 AGM Minutes were made available to the membership as part of the AGM package. The Board Chair requested a motion to be made to accept the meeting minutes as presented.

MOTION

Stephanie Mullen moved that the 2021 Annual General Meeting Minutes be accepted by the members as presented; seconded by Nkechi Ozoka with no further discussion. By formal resolution, the motion was approved. *Motion carried*

9. BOARD ELECTION

As there are three (3) candidates standing for election and three (3) vacancies on the Board of Directors, a balloted election was not necessary. The following three (3) physician members were nominated for the Board elections ahead of the nomination deadline. A statement from each nominee was posted on the Examiner and made available for all attendees.

Three-year term

- Dr. Safi Saeed,
- Dr. Frances Vettergreen, and
- Dr. Amanda Wang

The Board Vice-Chair thanked all the nominees for stepping forward to represent their colleagues. In accordance with the Articles of Association, the Board Vice-Chair requested that a motion be made to appoint the three (3) candidates to the CWC P.G. CO. Board of Directors by acclamation.

MOTION

Ben Addleman moved that Safi Saeed, Frances Vettergreen, and. Amanda Wang be appointed to the CWC P.G. CO. Board of Directors for three-year terms by acclamation; seconded by Mehrnaz Yousefi with no further discussion. By formal resolution, the motion was approved. *Motion carried*

10. PRESENTATION OF FINANCIAL STATEMENTS AND AUDITOR'S REPORT FOR THE YEAR ENDING MARCH 31, 2022

The Board Chair introduced Paige Shaw, a partner with Baker Tilly Catalyst LLP, and the auditor of the Calgary West Central P.G. CO., to present the summary of the Financial Statements and Auditor's Report for the 2021-22 fiscal year ending March 31, 2022.

The auditor explained to the membership that the 2021-22 Audited Financial Statements had been previously reviewed and approved by the Board of Directors and Joint Venture Governance Committee. Additionally, a summary of the audited financial statements was included in the AGM package for review by the membership. The auditor noted that the organization was fully cooperative during the independent audit and that the CWC PCN is being properly managed and efficient in its resource allocations.

The auditor presented an expense breakdown of the 2021-22 fiscal year with a comparison to the previous fiscal

year along with a detailed expense breakdown of direct patient care costs, indirect patient care costs, and administrative costs. The auditor issued an unqualified audit opinion and noted that the CWC PCN's audited financial statements presented fairly in all material aspects with no significant deficiencies in controls and processes.

The Executive Director, Board Chair, and the CWC PCN's auditor provided the following updates based on questions submitted by the membership:

- Compared to previous years, the number of Registered Nurses (RNs) employed by the CWC PCN has increased.
- The overall reduction to the CWC PCN's budget compared to the previous fiscal year can be attributed to a decrease in per capita funding because of a slight decrease in patient panel numbers. Additionally, the remaining decrease in the budget is due to the submission of Business Plan Amendments to Alberta Health.

11. RESOLUTION TO ACCEPT FINANCIAL STATEMENTS AND AUDITOR'S REPORT FOR THE FISCAL YEAR 2021-22 AS PRESENTED

The membership had no further questions or concerns about the audited financial statements. The Board Chair then requested a motion to approve the network's audited financial statements.

MOTION

Jean Rawling moved that the 2021-22 audited financial statements and auditor's report of the network be accepted by the members as presented; seconded by Robert Stoapainig with no further discussion. By formal resolution, the motion was approved. *Motion carried*

12. RESOLUTION TO APPOINT THE AUDITOR FOR THE 2022-23 FISCAL YEAR

The Board Chair then requested a motion to appoint the Auditor of the Network for the fiscal year ending March 31, 2023.

MOTION

Melanie Morgan moved that Baker Tilly Catalyst LLP be appointed as the auditor of the network to hold office until the next AGM or until their successors are appointed and that the Board be authorized to fix the auditor's remuneration; seconded by Corinne McDonald with no further discussion. By formal resolution, the motion was approved. *Motion carried*

13. THANK YOU TO DEPARTING BOARD MEMBERS

The Board Chair thanked Dr. Julia Carter, Dr. Sally Talbot-Jones, and Dr. Hannah Welsh for their contributions to the Board as their term came to an end and they were not seeking re-election or re-appointment.

14. TERMINATION

The Board Chair thanked all those who attended the 2022 AGM including physician members, PCN staff, and noted guests. With all business from the 2022 AGM agenda addressed and no more official business to conduct, the Board Chair officially declared the 2022 AGM of the CWC P.G. CO. membership terminated at 6:57 pm.

Monday, Aug. 29, 2022

TO:

All members
CWC P.G. CO.

VIA EMAIL/PUBLISHED ON THE EXAMINER

Re: Notice of Meeting for the annual general meeting on Tuesday, Oct. 18, 2022

Dear member,

I am pleased to confirm that the 2022 annual general meeting (AGM) for the Calgary West Central P.G. CO. (CWC P.G. CO.) will be held on **Tuesday, Oct. 18, 2022**, from 6:30 to 7:30 p.m. via video conference.

The AGM is an important part of the governance of your organization, and I urge all members to attend and participate. An email invitation with an online registration link accompanies this *Notice of Meeting* (sent to you on **Monday, Aug. 29, 2022**); please confirm your attendance by **5 p.m. on Monday, Oct. 17, 2022**.

Members who are unable to attend must appoint a proxy to vote on their behalf. To simplify the process, proxy and in-person attendance are both processed through the online [registration link](#) contained in your invitation or on the [2022 AGM web page](#) of the Examiner. Additional information is available in the proxy instructions document in this package. Proxies must be registered by **5 p.m. on Monday, Oct. 17, 2022**.

Your 2022 AGM package contains the:

- AGM Notice of Meeting letter
- Agenda
- Proxy instructions
- Board nominee form
- 2021-22 CWC P.G. CO. Audited Financial Statements and Auditor's Report
- 2021 AGM Meeting Minutes

For a quorum, we require 20 per cent of all members to attend, either in person or by proxy, as outlined in the *Articles of Association*. No business shall be transacted at any AGM unless quorum is present at the commencement of business.

Resolution to elect the directors of the company

This year, there are three three-year vacant terms up for election to the CWC P.G. CO. Board of Directors. Please refer to the Board nominee form included in this package to nominate yourself or your colleagues to stand for election for the CWC P.G. CO. Board.

Resolution to approve the audited financial statements

To receive and consider the financial statements of the company for the fiscal year that ended March 31, 2022, and the auditor's report on such financial statements.

Resolution to appoint the auditor

To appoint Baker Tilly Catalyst LLP as auditor of the network, to hold office until the next AGM of the network or until their successors are appointed, and that the Board of Directors be authorized to fix the auditor's remuneration.

Nomination period

The nomination period will close at **5 p.m. on Friday, Sept. 16, 2022**. As per Board policy and the *Articles of Association*, the Board can determine the nomination period.

Should you have any questions regarding nominations, or if you would like to speak to the Executive Director or a member of the Board regarding serving on the Board or one of its subcommittees, please email the Board at board@cwpcn.com or contact your [Physician Liaison](#).

Should you have questions about the online proxy process, or any other AGM-related questions, please consult the attached instructions or contact your [Physician Liaison](#).

Yours sincerely,



Dr. Jagdeep Doulla

Chair, CWC P.G. CO. Board of Directors

Calgary West Central P.G. CO. Annual General Meeting

SCRUTINEER'S BOARD ATTENDANCE REPORT

Video conference on Tuesday, Oct. 18, 2022.

I am pleased to report that there are 50 members present in person and that proxies have been received from 52 members representing 21 per cent of the membership.

The quorum for a general meeting is 20 per cent of members present in person or by proxy. Thus, quorum is present, and the meeting is properly called and regularly constituted for the transaction of business.

Signed this 18th day of October 2022, in Calgary, Alberta

Witness

Scrutineer

Jon Macpherson

Janay Chamberlain

Name (please print)

Name (please print)



Signature



Signature