



Ontario Workplace Health Coalition

Supporting comprehensive workplace health in Ontario

Ontario Workplace Health Coalition (OWHC) Annual General Meeting Minutes

Meeting: Ontario Workplace Health Coalition Annual General Meeting
Date: November 28, 2014
Time: 11:30 am - 12:30 pm
Location: Centre for Health & Safety Innovation
5110 Creekbank Road, Mississauga, Ontario, L4W 0A1

Present:

Members, In Person: Andrew Harkness, Annie Lukacsovics, Desiree D'Souza, Gerry Culina, Ivian Tchakarova, Janet Baker, Janet Carr, Kim Curtis, Louise Ellis, Mandi Buckner, Norma Gibson-MacDonald, Roslyn Wright, Shoba Thomas, Stan Murray, Susan Fuciarelli, Susan Armstrong, Terri Aversa, Tim Fleming, Myrna Ojala,

Members, Via Webinar: Allan Smofsky, Bernadette Hymus, Judy Kerling, Kiersten Pettersen, Kimberlee McBride, Lise Barrette
Monique Beneteau, Rose Atkins, Sandy Richardson

Chair: Andrew Harkness/Gerry Culina
Secretary: Roslyn Wright
Recorder: Desiree D'Souza



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Time	Item	Content	Movers and Seconders	Vote
11:30 am	2.0 Welcome & Introductions	<ul style="list-style-type: none"> • Andrew Harkness welcomed everyone including those participating by webinar. • Andrew Harkness acknowledged Workplace Safety and Prevention Services (WSPS) for allowing the OWHC to hold this AGM at the Centre for Health and Safety Innovation, and for arranging for staff to facilitate the webinar • He explained the voting process in person and on-line and that only registered, paid-up members would be entitled to vote. He advised that the electronic votes would be completed first prior to the hand votes. 		
	<ul style="list-style-type: none"> • Call to Order 	<ul style="list-style-type: none"> • Andrew Harkness called the Sixth Annual General Meeting (AGM) to order. 		
	<ul style="list-style-type: none"> • Secretary and Scrutineers 	<ul style="list-style-type: none"> • Roslyn Wright was acknowledged as the Secretary and appointed Scrutineer. 		



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Supporting comprehensive workplace health in Ontario

	<ul style="list-style-type: none"> • Notice of Meeting 	<ul style="list-style-type: none"> • The Secretary was assigned to keep a copy of the notice of meeting with the records of the meeting. 		
	<ul style="list-style-type: none"> • Meeting Regularly Constituted 	<ul style="list-style-type: none"> • Andrew Harkness acknowledged that quorum requirements were met and that advance notice of the Annual General Meeting and its details had been provided. 		
	Minutes of October 22, 2013 Annual General Meeting	<ul style="list-style-type: none"> • The date on the first page of the Minutes reads October 22, 2012 and should be changed to 2013. • Joan Burton's name to be added to the list of in-Person attendees. • Under 5.0, Resolution #1, Pg. 5, Ontario Workplace Health Coalition (OWHC) should be changed to Ontario Healthy Workplace Coalition (OHWC) in three places: the request for the motion, the voting instructions and the declaration that the resolution was carried. The first reference to the name in these three places is the original name of the Coalition, the second reference in these three places correctly reflects the new name that replaced it. 	<p>Moved: Roslyn Wright</p> <p>Seconded: Myrna Ojala</p>	All in favour



		<ul style="list-style-type: none"> • No other comments/changes were proposed for the October 22, 2013 AGM minutes. Andrew Harkness stated “May I have a motion to approve the minutes.” • “Will those participating by webinar please now vote on your screen “yes” or “no” in favour of approving the minutes of the October 22, 2013 Annual General Meeting. Will those present in the room in favour of the resolution signify by raising their yellow card. Will those present in the room voting contrary to the resolution signify by raising their yellow card.” • Andrew Harkness declared the minutes of the 2013 Annual General Meeting dated October 22, 2013 approved. 		
	<p>3.0 Board of Directors’ Report</p>	<p>Gerry Culina reviewed highlights of the OWHC Annual Report, August 1, 2013 to July 31, 2014, including the following items:</p> <ul style="list-style-type: none"> • OWHC Strategic Planning – Gerry highlighted OWHC’s decision to follow a more structured strategic plan for 2015. Tim Fleming, an OWHC director, headed this initiative. • Breakfast Networking meetings – Gerry apprised the membership about the upcoming breakfast meeting 		



		<p>on ergonomics on February 10, 2015.</p> <p>Gerry Culina asked if anyone had any questions about this or anything else in the Annual Report. There were no questions.</p>		
	<p>4.0 Financial Report</p>	<p>Ivian Tchakarova, Treasurer, reviewed the highlights of the Treasurer’s Report and the financial statements. She asked if there were any errors or omission noted in the report and asked:</p> <p>“I would like to move that we approve the Financial Report for the year ended July 31, 2014.”</p> <p>Ivian declared the Financial Report as at July 31, 2014 approved.</p>	<p>Moved: Roslyn Wright</p> <p>Seconded: Stan Murray</p>	<p>All in favour</p>
	<p>5.0 Proposed Resolutions</p> <ul style="list-style-type: none"> • Resolution #1 Appointment Of Auditors 	<p>Ivian Tchakarova stated that the first resolution was the appointment of Auditors: “May I have a motion that Good & Partners, LLP Chartered Accountants, be appointed accountants of the Corporation to prepare a Notice to Reader report for the fiscal year ending July 31, 2015,</p>	<p>Moved:</p>	<p>All in</p>



		<p>holding office until the next annual meeting or until their successors are appointed, and that the Board of Directors be authorized to fix the accountants’ remuneration?”</p> <ul style="list-style-type: none"> • “Will those participating by webinar please now vote on your screen “yes” or “no” in favour of the resolution regarding that appointment of Auditors Will those present in this room in favour of the resolution signify by raising your yellow card. Will those present in the room voting contrary to the resolution signify by raising their yellow card.” <p>Ivian Tchakarova declared the resolution carried that Good & Partners, LLP Chartered Accountants, be appointed accountants of the Corporation to prepare a Notice to Reader report for the fiscal year ending July 31, 2015, holding office until the next annual meeting or until their successors are appointed, and that the Board of Directors be authorized to fix the accountants’ remuneration.”</p>	<p>Stan Murray</p> <p>Seconded: Terri Aversa</p>	<p>favour</p>
	<p>Resolution #2: Participation In Member Meetings Through Electronic Means</p>	<p>Janet Carr stated that WHEREAS the OWHC is a provincial organization with members residing in many different geographical areas across Ontario; and WHEREAS many members are unable to travel to the Annual General Meeting and other General Meetings to attend in person; and</p>		



		<p>WHEREAS members are able to participate in meetings of the Corporation, including voting, through electronic means; THEREFORE BE IT RESOLVED that Articles 20.8 and 20.9 in the Bylaws be amended to address the participation of members through electronic means:</p> <p><i>May I have a motion that Articles 20.8 and 20.9 be amended to address participation of members in meetings through electronic means? And a seconder?</i></p> <p><i>“Will those participating by webinar please now vote on your screen “yes” or “no” in favour of the resolution to amend Articles 20.8 and 20.9 to address the participation of members in meetings through electronic means. Will those present in this room in favour of the resolution signify by raising their yellow card. Will those present in the room voting contrary to the resolution signify by raising their card.”</i></p> <p>“I declare the resolution carried and Articles 20.8 and 20.9 in the Bylaws will be revised to reflect that:</p> <ol style="list-style-type: none"> 1. At all member meetings every question shall be decided by a show of hands, either in person or through electronic means. 2. If a secret ballot is required, an electronic voting 	<p>Moved: Ivian Tchakarova</p> <p>Seconded: Alan Smoskey</p>	<p>All in favour</p>
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		<p>application will be used after the meeting for all members to vote on the question and the result ratified after the electronic votes have been counted.</p> <p>3. Quorum for transaction of business will be determined by the number of members present in person, or through electronic means, or by proxy.”</p>		
	<p>Resolution #3: Approval of Acclaimed Directors</p>	<ul style="list-style-type: none"> • Roslyn Wright stated that “This year we had 3 persons whose terms of office on the Board ended in October 2014. Lisa Van der Vinne expressed interest in running for re-election for another term. <p><i>WHEREAS a resolution was approved at the 2012 Annual General Meeting to amend the bylaws such that when the number of nominated Director candidates is equal to the number of vacancies, the nominated candidates shall be considered elected by Acclamation and shall be announced at the annual general meeting;</i></p> <p><i>And WHEREAS in 2014 there were 3 vacancies to be filled and only 1 nominated candidates;</i></p> <p>THEREFORE BE IT RESOLVED that the following</p>	<p>Moved:</p>	<p>All in</p>



		<p><i>candidate shall be considered elected by acclamation to the Board of Directors for the term November 28, 2014, to the date of the Annual General Meeting in 2016.</i></p> <p><i>Lisa van der Vinne</i></p> <p><i>May I have a motion that this nominee be considered elected by acclamation to the OWHC Board of Directors? And a seconder?</i></p> <p><i>“Will those participating by webinar please now vote on your screen “yes” or “no” in favour of the resolution to approve the acclaimed director. Will those present in this room in favour of the resolution signify by raising their yellow card. Will those present in the room voting contrary to the resolution signify by raising their card.”</i></p> <p><i>“I declare the resolution carried and welcome Lisa van der Vinne as a director of the OWHC.</i></p> <ul style="list-style-type: none"> • Outgoing Directors – Roslyn Wright acknowledged the work of Janet Carr whose term on the Board has ended and thanked her for her contributions to the Board. • Continuing Directors – Roslyn Wright also thanked the continuing Directors for 2013-2014 who are looking 	<p>Janet Baker</p> <p>Seconded: Myrna Ojala</p>	<p>favour</p>
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		<p>forward to carrying on with their terms for another year: <i>Gerry Culina, Andrew Harkness, Jennifer Kreuger, Janet Baker, Norma Gibson-MacDonald, Tim Fleming, Sabrina Arvanitis , Ivian Tchakarova and Roslyn Wright.</i></p>		
	<p>Resolution #4: Acceptance Of New Members</p>	<p>Norma Gibson-McDonald stated that WHEREAS the Ontario Workplace Health Coalition Bylaws (Section 19.1) require that organizational members must apply to the Board for membership; THEREFORE BE IT RESOLVED that the following persons are hereby admitted as Organizational Members of the Corporation: (see list below). WHEREAS the Ontario Workplace Health Coalition Bylaws (Section 19.2) require that individual members must apply to the Board for membership; THEREFORE BE IT RESOLVED that the following persons are hereby admitted as Individual Members of the Corporation: (see list below).</p> <p><i>Individual members:</i> <i>Susan Fuciarelli, Public Services Health and Safety Association</i> <i>Jennifer Labelle, Leeds, Grenville and Lanark District Health Unit</i> <i>Jessica Kipping, Windsor-Essex County Health Unit</i></p>		



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		<p><i>Rollie Catalan, OPSEU</i></p> <p><i>Organizational members (up to 5 members):</i> <i>Jennifer Lombardo-Seib, York Region</i> <i>Audrey Birenbaum, Health Options at Work (City of Toronto)</i></p> <p><i>Student members:</i> <i>Amanda Sellers</i> <i>Rajiv Ray</i> <i>Waverley Wyld</i></p> <p><i>May I have a motion that the proposed slate of new members of the Corporation be accepted? And a seconder?</i></p> <p>“Will those participating by webinar please now vote on your screen “yes” or “no” in favour of the resolution. Will those present in this room in favour of the resolution signify by raising their yellow card. Will those present in the room voting contrary to the resolution signify by raising their yellow card.”</p> <p>Norma Gibson-McDonald declared the motion carried.</p>	<p>Moved: Stan Murray</p> <p>Seconded: Janet Carr</p>	<p>All in favour</p>
	<p>6.0 Board of Directors</p>	<p>Gerry Culina reviewed the highlights of Article 5.2 regarding</p>		



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	<p>Appointment</p>	<p>the Number of Directors & Term of Office. The Board of Directors can consist of up to 15 members and the Board has the option to appoint up to 3 directors to the Board as key strategic partners. With respect to these terms in our Bylaws, the Board of Directors recognized a need to enhance the perspective of the worker at the Board level and has approached representation from labour to help fulfill this need.</p> <p>We are pleased to announce at this time that Terri Aversa, Health and Safety Officer with OPSEU, has agreed to another one year appointment to our Board effective today. We are pleased to announce that Susan Fucerialli, Director, Public Services Health and Safety Association, has also accepted an appointment to the Board in 2015 and Stan Murray has agreed to continue on the Board as an ex-officio Director with the role of supporting memberships. We look forward to working with Terri, Susan and Stan and anticipate the knowledge and experience they bring to the Board will serve our membership well.</p>		
	<p>7. Joan Burton Bursary</p>	<p>Former chair of OWHC, Joan Burton a leader and visionary dedicated to improving workplace health passed away in March 2014. Joan was elected to the Board of Directors in fall</p>		



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		<p>2010 and took on the role of Co-Chair from Oct. 2010 to Oct. 2012. She co-chaired with Kendal Bradley for the first year of her two-year term and with Andrew Harkness in the second year.</p> <p>Before her passing Joan had requested that instead of flowers donations should be made to the OWHC in order to further its mandate to facilitate communication among workplace health stakeholders; and promote the importance of using a comprehensive approach to create healthy and safe workplaces in Ontario.</p> <p>To honor Joan's pioneering legacy and commitment to workplace health, the OWHC has created a bursary and plans to hold the first annual Joan Burton Seminar in April 2015. This event is aimed at students in the Health, Safety & Wellness field to provide an opportunity to help connect present and future practitioners in the area of comprehensive workplace health and safety. The Co-Chairs asked everyone who is interested in being part of this event to please feel free to contact the OWHC.</p> <p>We would like to take this opportunity to thank Workplace Safety & Prevention Services for matching the donations made to the Joan Burton's Bursary. Their support to the</p>		
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		<p>coalition is truly appreciated. Elizabeth Mills was presented with a letter of appreciation.</p>		
	<p>8. Acknowledgement of Special Service Certificates to OWHC BOD</p>	<p>Gerry Culina and Andrew Harkness took a moment to acknowledge Janet Carr, one of its most dedicated supporters and pioneers in the development and sustainability of the Ontario Workplace Health Coalition over the years. Janet Carr has over the past number of years with the Coalition invested countless hours in the administration and strategic direction of the OWHC. OWHC especially wanted to recognize her critical contribution as Co-Chair of the Board over the years.</p> <p>When the call went out for leadership at the Board level, Janet Carr has always stepped forward to offer her best, along with pioneering and helping to establish the Coalition in its early years.</p> <p>More recently Janet Carr has slowly morphed into the designated constitutional legal advisor for living OWHC's Bylaws and senior editor for meetings, agendas and minutes.</p> <p>The Co-Chairs asked everyone to join them in acknowledging and thanking Janet Carr (BOD Co-Chair 2007-2010, lead of</p>		



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		the Partnership Development Committee, the Public Policy and Systemic Change Committee, the Nominating Committee and the Governance Committee) past Co-Chair of our Board, as they presented her with a lifetime membership to the OWHC along with our heartfelt thanks.		
	9.0 Other business	<p>The Co-Chairs asked the members in person and those on the webinar if there was any ‘other business’ to be brought before the meeting?</p> <p>Since there was no other business, they thanked the participants who attended the AGM in person or joined by webinar.”</p>		

Meeting Adjourned: 12:30 pm

Signatures:

GERRY CULINA,
Co-Chair

ANDREW HARKNESS,
Co-Chair