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NOTICE OF MEETING ☐ **MINUTES** ☒

Meeting Title:	Board of Directors	**Date and time:**	June 25, 2024, 3:10 p.m. to 4:30 p.m.
Purpose of the meeting:	Annual General Meeting	**Place:**	Four Points by Sheraton, Moncton Room: Rendezvous
President: **Administrative Assistant:**	Thomas Soucy Sophie Legacy		

Participants

Members					
Julie Cyr	✓	Yves Francoeur	✓	Claire Savoie	✓
Réjean Després	✓	Jacques Doucet	✓	Johanne Thériault Paulin	✓
Ex-officio members					
Dre France Desrosiers	✓	Dr Eric Levasseur	✓	Annie Carré	✓
Leadership Team					
Ghislaine Arsenault	✓	Jenny Toussaint	A	Patrick Parent	✓
Dr Natalie Banville	✓	Sharon Smyth Okana	✓	Brigitte Sonier Ferguson	✓
Frédéric Finn	✓	Pierre Michaud	✓		
Permanent guests					
Marc-André LeBlanc	✓	Alain Lavallée	✓		

MINUTES

1. Opening of the Meeting

Thomas Soucy, Chair of the Board of Directors, announced the opening of Vitalité Health Network's Annual General Meeting at 3:10 p.m.

2. Adoption of the Agenda

The agenda is presented for adoption by the Board of Directors.

MOTION 2024-06-25 / 01AGM
Moved by Claire Savoie
Seconded by Yves Francoeur
That the Board of Directors adopt the agenda for the June 25, 2024, Annual General Meeting as presented.
Motion carried unanimously

3. Conflict of Interest Declaration

The Chair of the Board of Directors asked its members if they had any conflicts of interest related to the items on the agenda that would be discussed at the Annual General Meeting. No conflict of interest was declared.

4. Adoption of the minutes of the Annual General Meeting of June 16, 2023

Since none of the members of the Board of Directors in office since July 2023 were present at the Annual General Meeting (AGM) held on June 16, 2023, and only Dr. Éric Levasseur was present and is the only one who can attest to the compliance of these minutes, he attested to the accuracy of the minutes after having reread them before the holding of this AGM on June 25, 2024.

<u>MOTION 2024-06-25 / 02AGM</u>
Moved by Jacques Doucet
Seconded by Julie Cyr
That the Board of Directors approve the minutes of the Annual General Meeting of June 16, 2023, as presented, based on the confirmation of Dr. Eric Levasseur that they are in accordance with the discussions held at the Annual General Meeting of June 16, 2023.
Motion carried unanimously

5. Presentations

5.1 Presentation of the Chair's Report

The Annual General Meeting began with the presentation of the report by the Chairman of the Board of Directors, Mr. Thomas Soucy.

5.2 Presentation of the President and CEO's Report

The CEO of Vitalité Health Network, Dr. France Desrosiers, presented Vitalité Health Network's annual report for the 2023-2024 fiscal year.

5.2.1 Presentation and Approval of the 2023-2024 Annual Report

Vitalité Health Network's annual report for the 2023-2024 fiscal year was moved.

<u>MOTION 2024-05-25 / 03AGM</u>
Moved by Yves Francoeur
Seconded by Claire Savoie
That the Board of Directors adopt Vitalité Health Network's Annual Report for the 2023-2024 fiscal year as presented.
Motion carried unanimously

5.3 Joint Quality of Care and Safety of Patients and Governance and Nomination Committee

5.3.1 QUALITY Section

Johanne Thériault Paulin, Co-Chair, presented the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Quality Section annual report, highlighting the activities that had taken place over the past year.

5.3.2 GOVERNANCE Section

Claire Savoie, Co-Chair, presented the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section's annual report, highlighting the activities that took place over the past year.

<u>MOTION 2024-06-25 / 04AGM</u>
Moved by Yves Francoeur
Seconded by Julie Cyr
That the Board of Directors adopt en bloc the following motions:

- 2024-02-06/02HCS;
- 2024-06-06 / 07CMQG;
- 2024-06-06 / 08CMQG;
- 2024-06-06 / 09CMQG;
- 2024-06-06 / 10CMQG;
- 2024-06-06 / 11CMQG;
- 2024-06-06 / 12CMQG;
- 2024-06-06 / 13CMQG;

- 2024-06-12 / 01CMQG

of the June 6, 2024, and June 12, 2024, meetings of the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section.

Motion carried unanimously

5.4 Joint Strategic Research and Training and Finance and Audit Committee

5.4.1 RESEARCH AND TRAINING Section

Julie Cyr, Co-Chair, presented the Joint Strategic Research and Training and Finance and Audit Committee – Research and Training Section's annual report highlighting the activities that have taken place in the last year.

5.4.2 FINANCE Section

Réjean Després, Co-Chair, presented the Joint Strategic Research and Training and Finance and Audit Committee – Finance Section's annual report, highlighting the activities that have taken place over the past year. He also presented financial statements report, as well as the appointment of the audit firm for 2024-2025.

<u>MOTION 2024-06-25 / 05AGM</u>

Moved by Jacques Doucet

Seconded by Claire Savoie

That the Board of Directors adopt the following motions:

- 2024-06-04 / 04CMRFF;
- 2024-06-04 / 05CMRFF;
- 2024-06-04 / 08CMRFF;

for the June 4, 2024, meeting of the Joint Strategic Research and Training and Finance and Audit Committee – Finance and Audit Section.

Motion carried unanimously

a) Appointment of the audit firm for 2024-2025

<u>MOTION 2024-06-25 / 06AGM</u>

Moved by Johanne Thériault Paulin

Seconded by Réjean Després

That the Joint Strategic Research and Training and Finance and Audit Committee – Finance and Audit Section recommends to the Board of Directors the Appointment Raymond Chabot Grant Thornton accounting firm as external auditors – Motion 2024-06-18 / 01CMRFF.

Motion carried unanimously

5.5 Medical Advisory Committee

Dr. Éric Levasseur, Chair of the Medical Advisory Committee, presented their annual report, highlighting the activities that had taken place over the past year.

<u>MOTION 2024-06-25 / 07AGM</u>

Moved by Réjean Després

Seconded by Yves Francoeur

That the Board of Directors approve en bloc the recommendations of the Medical Advisory Committee on the appointments of Vitalité Health Network's local and regional chiefs of departments 2024-2025 as issued on May 21, 2024.

Motion carried unanimously

5.6 Professional Advisory Committee

Annie Carré, Chair of the Professional Advisory Committee, presented their annual report, highlighting the activities that took place over the past year.

6. Evaluation of the meeting

The members of the Board of Directors conducted their evaluation of the AGM.

The Chair of the Board of Directors informed those present that a Teams link was also available to allow members of the public to participate in the evaluation of the 2024 Vitalité Health Network AGM and that paper copies of the evaluation form were available to those in attendance.

7. Adjournment of the meeting

Claire Savoie moved the adjournment of the Annual General Meeting at 4:30 p.m.

8. Dialogue with the Public (options: in-person and virtual)

The Chair thanked the AGM participants; he announced that the dialogue with the public would take place. However, no questions were asked.

Thomas Soucy
Chairman of the Board of Directors

Dre France Desrosiers
Secretary of the Board of Directors

Annex

MOTION 2024-06-25 / 04AGM
Moved by Yves Francoeur
Seconded by Julie Cyr
That the Board of Directors adopt the following motions as a whole:

- 2024-02-06 / 03HCS;
- 2024-06-06 / 07CMQG;
- 2024-06-06 / 08CMQG;
- 2024-06-06 / 09CMQG;
- 2024-06-06 / 10CMQG;
- 2024-06-06 / 11CMQG;
- 2024-06-06 / 12CMQG;
- 2024-06-06 / 13CMQG;
- 2024-06-12 / 01CMQG;

of the June 6, 2024, and June 12, 2024, meetings of the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section.
Motion carried unanimously

Pertaining to the Previous Motion

MMOTION 2024-02-06 / 03HCS
Moved by Yves Francoeur
Seconded by Claire Savoie
That, following the secret ballot, the appointment of Réjean Després is recommended to the Minister of Health for the position of Vitalité Health Network's Board of Directors' Vice-Chair.
Adopted unanimously.

MOTION 2024-06-06 / 07CMQG
Moved by Johanne Thériault Paulin
Seconded by Jacques Doucet
That the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section recommends to the Board of Directors the adoption of the composition of board committees, including the appointment of Co-Chairs of the committees for the year 2024-2025.
Motion carried unanimously

MOTION 2024-06-06 / 08CMQG
Moved by Jacques Doucet
Seconded by Johanne Thériault Paulin
That the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section recommends to the Board of Directors the adoption of the appointment of Dr. Éric Levasseur as Chief Medical Officer for the year 2024-2025.
Motion carried unanimously

MOTION 2024-06-06 / 09CMQG
Moved by Thomas Soucy
Seconded by Johanne Thériault Paulin
That the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section recommends to the Board of Directors the adoption of the appointments to the Medical Advisory Committee for the year 2024-2025.
Motion carried unanimously

MOTION 2024-06-06 / 10CMQG
Moved by Thomas Soucy
Seconded by Johanne Thériault Paulin
That the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section recommends to the Board of Directors the adoption of appointments to the Local Medical Advisory Committees for the 2024-2025.
Motion carried unanimously

MOTION 2024-06-06 / 11CMQG
Moved by Thomas Soucy
Seconded by Jacques Doucet
That the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section recommends to the Board of Directors the adoption of the nomination of Annie Carré as Chair of the Professional Advisory Committee for the year 2024-2025.
Motion carried unanimously

MOTION 2024-06-06 / 12CMQG
Moved by Johanne Thériault Paulin
Seconded by Jacques Doucet
That the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section recommends to the Board of Directors the adoption of appointments to the Professional Advisory Committee for the year 2024-2025.
Motion carried unanimously

MOTION 2024-06-06 / 13CMQG
Moved by Jacques Doucet
Seconded by Johanne Thériault Paulin
That the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section recommends to the Board of Directors the adoption of the new appointments to the Research Ethics Committee for the year 2023-2024 and the composition of the Research Ethics Board for the year 2024-2025.
Motion carried unanimously

MOTION 2024-06-12 / 01CMQG
Moved by Claire Savoie
Seconded by Jacques Doucet
That the Joint Quality of Care and Safety of Patients and Governance and Nomination Committee – Governance Section proposes to the Board of Directors to confirm the 2024-2025 annual renewal of the appointment of the Chief Medical Officers for the Beauséjour, Northwest, Restigouche and Acadie-Bathurst zones.
Motion carried unanimously

<u>MOTION 2024-06-25 / 05AGM</u>
Moved by Jacques Doucet
Seconded by Claire Savoie
That the Board of Directors adopt the following motions:
- 2024-06-04 / 04CMRFF;
- 2024-06-04 / 05CMRFF;
- 2024-06-04 / 08CMRFF

of the June 4, 2024, meeting of the Joint Strategic Research and Training and Finance and Audit Committee – Finance and Audit Section.
Motion carried unanimously

<u>Pertaining to the Previous Motion</u>

<u>MOTION 2024-06-04 / 04CMRFF</u>
Moved by Yves Francoeur
Seconded by Julie Cyr
That the 2024-2027 Regional Health and Business Plan and the operating budget for the year 2024-2025 be adopted as presented.
Motion carried unanimously

<u>MOTION 2024-06-04 / 05CMRFF</u>
Moved by Yves Francoeur
Seconded by Julie Cyr
That the financial statements for the year ended March 31, 2024, be adopted as presented.
Motion carried unanimously

<u>MOTION 2024-06-04 / 08CMRFF</u>
Moved by Julie Cyr
Seconded by Yves Francoeur
That the auditors' report be adopted as presented.
Motion carried unanimously