Northern Ontario
School of Medicine

MINUTES of the Annual Members Meeting of the NORTHERN ONTARIO SCHOOL OF MEDICINE / École Médecine du nord de l’Ontario (the “Corporation”) held at the offices of the Corporation via two-site Tele/Video Conferencing, as follows:

- For Lakehead University, in the V/C Room (#6022) in the ATAC Building at 955 Oliver Road, Thunder Bay, Ontario; and,
- For Laurentian University, in the V/C Room (#214) in the NOSM Building at 935 Ramsey Lake Road, Sudbury, Ontario

Wednesday, the 27th day of September, 2006, at 4:35 in the afternoon.

There were present:

VOTING MEMBERS:
Lakehead University, represented by Ms. Jackie Dojack
Laurentian University, represented by Mr. Jim Smith

The following were present:

Honorary Members:
Judith Woodsworth (Chair)  Helen Cromarty  Bill McMullen
Fred Gilbert  Carl White  Richard Adams
Roger Strasser  John Augustine  Dermot McLoughlin
Ron Chrysler  Elizabeth Dougall
Hermann Falter  Jeremie Larouche
James Gordon  Seppo Paivalainen
Maureen Lacroix  Brian Walmak
Tracey Ross  Jean Anawati
Sheila Hardy  Liliane Beauchamp
Lou Turco  Mariette Carrier-Fraser
Stephen Virherjoki  Peter Hutten-Czapski
John Whitfield  Neil S. McLeod

And by invitation:
Marc Blayney  Kathryn Needham  Gina Kennedy-Hanousek
Dan Hunt  Austin Hunt
Joe Lipinski  Neil Mac Odrum
Dorothy Wright  Barbara Beernaerts
Marlene Moore  Jeanne Naponse

Absent with Regrets:
Bill Bartley  Leona Nahwegahbow  Rebecca Gibson
Goyce Kakegamic  Ron Nelson
Debbie Lipscombe
CHAIRPERSON AND SECRETARY

Dr. Judith Woodsworth took the Chair and Dr. Roger Strasser was Secretary of the meeting.

The Chair stated that Jackie Dojack was in attendance as the voting nominee for Lakehead University and Jim Smith was in attendance as the voting nominee for Laurentian University.

CONSTITUTION OF MEETING

The Chair stated that all of the voting Members of the Corporation were present by tele/video conference and that all members in attendance stated that they could hear each other. The Chair advised the meeting that notice of the meeting had been given to all of the Members in accordance with the by-laws of the Corporation and, therefore, the meeting is regularly constituted for the transaction of business. The Chair informed the meeting that there was a Directors’ Meeting at 4:00 in the afternoon today, immediately prior to this Annual Members Meeting.

1. APPROVAL OF AGENDA

Upon motion duly made, seconded and carried unanimously:

Motion M2006-01:  Jim Smith, Jackie Dojack
CARRIED

BE IT RESOLVED that the Agenda is approved.

2. REVIEW AND CONFIRM MINUTES OF SEPTEMBER 21, 2005

The Chair advised the meeting that the first order of business was to review and confirm the Minutes of the Members’ Meeting of September 21, 2005.

Upon motion duly made, seconded and carried unanimously:

Motion M2006-02:  Jackie Dojack, Jim Smith
CARRIED

BE IT RESOLVED that the Minutes of the Members’ Meeting of September 21, 2005, as presented, be and they are hereby approved

3. REVIEW AND CONFIRM FINANCIAL STATEMENTS

Ron Chrysler, Chair of the Finance and Audit Committee, confirmed that the Audited Financial Statements for the year ended April 30, 2006, prepared by BDO Dunwoody LLP, have been reviewed and approved by the Finance and Audit Committee and subsequently by the Board of Directors and are now to be approved by the voting Members of the Corporation.

After review of the Audited Financial Statements by the voting Members of the Corporation, it was agreed that they be approved.

Upon motion duly made, seconded and carried unanimously:

Motion M2006-03:  Jim Smith, Jackie Dojack
CARRIED
BE IT RESOLVED that the voting Members approve the audited Financial Statements for the year ended April 30, 2006, prepared by BDO Dunwoody LLP Chartered Accountants.

4. REVIEW AND CONFIRM BY-LAW NO. 4

Seppo Paivailanen highlighted the supporting documents that were distributed to the members. He clarified the changes proposed by By-law No. 4. After a brief discussion it was agreed that By-law No. 4 be approved.

Upon motion duly made, seconded and carried unanimously:

Motion M2006-04: Jim Smith, Jackie Dojack
CARRIED

BE IT RESOLVED that By-law No. 4, being a by-law amending By-law No. 2 of the Corporation, as passed by the directors of the Corporation be confirmed.

5. ELECTION OF DIRECTORS

Hermann Falter, Chair of the Nominating Committee advised the Members that there were changes within the Board membership due to the completion of terms. He noted that the Nominating Committee has received a nominee for the position previously held by Gerry Lougheed, Jr., and that the name will be brought to the Committee for approval. After a brief discussion, it was agreed that the nominees presented be approved.

Upon motion duly made, seconded and carried unanimously:

Motion M2006-05: Jim Smith, Jackie Dojack
CARRIED

BE IT RESOLVED that the voting Members herein approve that,

Jean Anawati be re-appointed to the Board of Directors as a nominee received from the Medical School Faculty. The term will expire at the annual meeting of the Members in 2009.

Barbara Beernaerts be appointed to the Board of Directors as a nominee received from the Northwestern Ontario Municipal Association. The term will expire at the annual meeting of the Members in 2009.

Amar Cheema be appointed to the Board of Directors based on the nomination received by the Postgraduate Medical Trainees. The term will expire at the annual meeting of the Members in 2008.

Helen Cromarty be re-appointed to the Board of Directors as a nominee received from Lakehead University. The term will expire at the annual meeting of the members in 2009.

Ron Chrysler be re-appointed to the Board of Directors as a nominee received from Laurentian University. The term will expire at the annual meeting of the Members in 2009.
James Gordon be re-appointed to the Board of Directors as a nominee received from The City of Greater Sudbury. The term will expire at the annual meeting of the Members in 2009.

Austin Hunt be appointed to the Board of Directors as a nominee received from the Federation of Northern Ontario Municipalities. The term will expire at the annual meeting of the Members in 2009.

Peter Hutten-Czapski be re-appointed to the Board of Directors as a nominee received from the Canadian Medical Community. The term will expire at the annual meeting of the Members in 2009.

Jeremie Larouche be re-appointed to the Board of Directors as a nominee received from the Undergraduate Medical Students. The term will expire at the annual meeting of the Members in 2008.

Jeanne Naponse be appointed to the Board of Directors as a nominee received from the Union of Ontario Indians. The term will expire at the annual meeting of the Members in 2009.

Neil MacOdrum be appointed to the Board of Directors as a nominee received from the Northwestern Ontario Municipal Association. The term will expire at the annual meeting of the Members in 2009.

Neil McLeod be re-appointed to the Board of Directors as a nominee received from Lakehead University. The term will expire at the annual meeting of the Members in 2009.

Dermot McLoughlin be re-appointed to the Board of Directors as a nominee received from the Medical School Faculty. The term will expire at the annual meeting of the Members in 2009.

William McMullen be re-appointed to the Board of Directors as a nominee received from Laurentian University. The term will expire at the annual meeting of the Members in 2009.

Elizabeth Moore be appointed to the Board of Directors as a nominee received from the Nishnawbe Aski Nation (NAN) to complete the term of Geraldine Govender. The term will expire at the annual meeting of the Members in 2007.

Tracey Ross be re-appointed to the Board of Directors as a nominee received from the Undergraduate Medical Students. The term will expire at the annual meeting of the Members in 2008.

Lou Turco be re-appointed to the Board of Directors as a nominee received from the Federation of Northern Ontario Municipalities. The term will expire at the annual meeting of the Members in 2009.

Stephen Virherjoki be re-appointed to the Board of Directors as a nominee received from the Postgraduate Medical Trainees nominated by the Corporation. The term will expire at the annual meeting of the Members in 2008.

Brian Walmark be re-appointed to the Board of Directors as a nominee received from the City of Thunder Bay. The term will expire at the annual meeting of the Members in 2009.
Carl White be re-appointed to the Board of Directors as a nominee received from the Canadian Health Community. The term will expire at the annual meeting of the Members in 2009.

The Chair took the opportunity to thank the departing Members for their time and involvement with the Board of Directors.

The Chair stated that the next order of business was to confirm the full slate of Directors of the Corporation.

<table>
<thead>
<tr>
<th>EX-OFFICIO DIRECTORS</th>
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<tbody>
<tr>
<td>Dr. Judith Woodsworth, Chair</td>
</tr>
<tr>
<td>President of Laurentian University</td>
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<tr>
<td>three-year term expires in 2008</td>
</tr>
<tr>
<td>Dr. Frederick F. Gilbert, Vice-Chair</td>
</tr>
<tr>
<td>President of Lakehead University</td>
</tr>
<tr>
<td>three-year term expires in 2008</td>
</tr>
<tr>
<td>Dr. Roger Strasser, Dean</td>
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<tr>
<td>Northern Ontario School of Medicine</td>
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<tr>
<td>CEO / Secretary</td>
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<table>
<thead>
<tr>
<th>NAME OF DIRECTOR</th>
<th>TERM OF OFFICE</th>
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<tbody>
<tr>
<td><strong>LAKEHEAD UNIVERSITY NOMINEES</strong></td>
<td></td>
</tr>
<tr>
<td>(a) (ii) six persons nominated by the Nominating Committee, including at least one aboriginal person, based only on nominations received from Lakehead University,</td>
<td></td>
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<tr>
<td>Dr. John Augustine</td>
<td>three-year term expires in 2007</td>
</tr>
<tr>
<td>Helen Cromarty</td>
<td>three-year term expires in 2009</td>
</tr>
<tr>
<td>Elizabeth Dougall</td>
<td>three-year term expires in 2007</td>
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<tr>
<td>Dr. Neil S. McLeod</td>
<td>three-year term expires in 2009</td>
</tr>
<tr>
<td>Seppo Paivalainen</td>
<td>three-year term expires in 2007</td>
</tr>
<tr>
<td>Dr. John Whitfield</td>
<td>three-year term expires in 2007</td>
</tr>
<tr>
<td><strong>MINISTER OF TRAINING, COLLEGES AND UNIVERSITIES NOMINEE</strong></td>
<td></td>
</tr>
<tr>
<td>(a) (iii) one person appointed by the Minister having regard to the interests of the communities of Northwestern Ontario;</td>
<td></td>
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<tr>
<td>Goyce Kakegamic</td>
<td>three-year term expires in 2007</td>
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<tr>
<td><strong>LAURENTIAN UNIVERSITY NOMINEES</strong></td>
<td></td>
</tr>
<tr>
<td>(b) (ii) six persons nominated by the Nominating Committee, including at least one aboriginal person and two francophone persons, based only on nominations received from Laurentian University,</td>
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<tr>
<td>Maureen Lacroix</td>
<td>three-year term expires in 2007</td>
</tr>
<tr>
<td>Mariette Carrier-Fraser</td>
<td>three-year term expires in 2007</td>
</tr>
<tr>
<td>Dr. William McMullen</td>
<td>three-year term expires in 2009</td>
</tr>
<tr>
<td>Ron Chrysler</td>
<td>three-year term expires in 2009</td>
</tr>
<tr>
<td>Sheila Hardy</td>
<td>three-year term expires in 2007</td>
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<tr>
<td>Dr. Hermann Falter</td>
<td>three-year term expires in 2007</td>
</tr>
<tr>
<td><strong>MINISTER OF TRAINING, COLLEGES AND UNIVERSITIES NOMINEE</strong></td>
<td></td>
</tr>
<tr>
<td>(b) (iii) one person appointed by the Minister having regard to the interests of the communities of Northeastern Ontario;</td>
<td></td>
</tr>
<tr>
<td>VACANT</td>
<td>three-year term expires in 2007 (completing Gerry Lougheed, Jr.’s term)</td>
</tr>
</tbody>
</table>
### NOMINATING COMMITTEE NOMINEES

c) ten persons nominated by the Nominating Committee based on nominations received from the City of Thunder Bay, the City of Greater Sudbury and other northern Ontario community interests as follows:

#### CITY OF THUNDER BAY NOMINEE

c) (i) one resident of the City of Thunder Bay nominated by the City of Thunder Bay;

<table>
<thead>
<tr>
<th>Name</th>
<th>Term Expires</th>
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<tr>
<td>Brian Walmark</td>
<td>2009</td>
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#### CITY OF GREATER SUDBURY NOMINEE

c) (ii) one resident of the City of Greater Sudbury nominated by the City of Greater Sudbury,

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<thead>
<tr>
<th>Name</th>
<th>Term Expires</th>
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<tr>
<td>James Gordon</td>
<td>2009</td>
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#### NORTHERN ONTARIO COMMUNITY NOMINEES

(iii) eight persons representative of the Northern Ontario community interests as follows: (A - D)

##### (A) NORTHWESTERN ONTARIO MUNICIPAL ASSOCIATION NOMINEES

two persons nominated by the Northwestern Ontario Municipal Association,

<table>
<thead>
<tr>
<th>Name</th>
<th>Term Expires</th>
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<tbody>
<tr>
<td>Barbara Beernaerts</td>
<td>2009</td>
</tr>
<tr>
<td>Neil MacOdrum</td>
<td>2009</td>
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##### (B) FEDERATION OF NORTHERN ONTARIO MUNICIPALITIES NOMINEES

two persons nominated by the Federation of Northern Ontario Municipalities;

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<tr>
<th>Name</th>
<th>Term Expires</th>
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<tbody>
<tr>
<td>Austin Hunt</td>
<td>2009</td>
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<tr>
<td>Lou Turco</td>
<td>2009</td>
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##### (C) NISHNAWBE ASKI NATION (“NAN”), GRAND COUNCIL TREATY 3 (“TREATY 3”) AND UNION OF ONTARIO INDIANS NOMINEES (“ONTARIO INDIANS”) NOMINEES

three aboriginal persons nominated by the Nishnawbe Aski Nation, Grand Council Treaty 3 and the Union of Ontario Indians;

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<thead>
<tr>
<th>Name</th>
<th>Term Expires</th>
<th>Notes</th>
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<tbody>
<tr>
<td>Elizabeth Moore (NAN)</td>
<td>2007 (completing</td>
<td>Geraldine Govender's</td>
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<td></td>
<td></td>
<td>term)</td>
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<tr>
<td>Debbie Lipscombe (Treaty 3)</td>
<td>2007</td>
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<tr>
<td>Jeanne Naponse (Union of Ontario Indians)</td>
<td>2009</td>
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##### (D) FRANCOPHONE COMMUNITY REPRESENTATIVES NOMINEE

one francophone person nominated by the group of francophone community representatives, chaired by the Vice Dean - East;

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<tr>
<th>Name</th>
<th>Term Expires</th>
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<tbody>
<tr>
<td>Liliane Beauchamp</td>
<td>2007</td>
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### CANADIAN MEDICAL COMMUNITY NOMINEE

d) A distinguished member of the Canadian Medical Community nominated by the Nominating Committee;

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<tr>
<th>Name</th>
<th>Term Expires</th>
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</thead>
<tbody>
<tr>
<td>Dr. Peter Hutten-Czapski</td>
<td>2009</td>
</tr>
</tbody>
</table>

### CANADIAN HEALTH COMMUNITY NOMINEE

e) A distinguished member of the Canadian Health Community nominated by the Nominating Committee;
Carl White | three-year term expires in 2009

**NOMINATING COMMITTEE NOMINEES**

(g) The following representatives of the Corporation nominated by the Nominating Committee based on nominations received from the Corporation:

**UNDERGRADUATE MEDICAL STUDENTS NOMINEES**

(g) (i) Two undergraduate medical students;

Jeremie Larouche – West | two-year term expires in 2008
Tracey Ross - East | two-year term expires in 2008

**POSTGRADUATE MEDICAL TRAINEES NOMINEES**

(g) (ii) Two postgraduate medical trainees; and

Dr. Amar Cheema | two-year term expires in 2008
Dr. Stephen Viherjoki | two-year term expires in 2008

**MEDICAL SCHOOL FACULTY MEMBERS NOMINEES**

(g) (iii) Two medical school faculty members.

Dr. Jean Anawati | three-year term expires in 2009
Dr. Dermot P. McLoughlin | three-year term expires in 2009

Upon motion duly made, seconded and carried unanimously:

*Motion M2006-29:  Jim Smith, Jackie Dojack, CARRIED*

**BE IT RESOLVED** that in accordance with Section 5.3 of By-law NO. 2, the foregoing persons who have been elected directors of the Corporation are admitted as Honorary Members for a term to expire on the expiration of each person’s term of office as a director.

### 6. APPOINTMENT OF AUDITORS FOR ENSUING FISCAL YEAR

Ron Chrysler, Chair of the Finance and Audit Committee, confirmed that the Finance and Audit Committee recommends that BDO Dunwoody LLP be appointed of auditors for the 2007 fiscal year.

Upon motion duly made, seconded and carried unanimously:

*Motion M2006-06: Jackie Dojack, Jim Smith CARRIED*

**BE IT RESOLVED** that the Members appoint BDO Dunwoody LLP as auditors of the Corporation for the ensuing fiscal year and that the Board of Directors be authorized to fix the remuneration for BDO Dunwoody LLP in that regard.

### 7. OTHER BUSINESS

No other business was declared.

### 8. NEXT MEETING

Next meeting will be determined by the Chair, but will be held at approximately the same time in 2007.
8. **TERMINATION**
   Upon motion duly made, seconded and carried unanimously:

   *Motion M2006-07:  Jim Smith, Jackie Dojack*
   
   **CARRIED**

   **BE IT RESOLVED** that the meeting be terminated.

There being no further business before the meeting, the meeting terminated at 4:50 PM.

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Dr. Judith Woodsworth  
Chair of the meeting

Dr. Roger Strasser  
Secretary of the meeting

Approved: