Honorary Members:
Robert Bourgeois  Maureen Lacroix  Neil MacOdrum
Frederick F. Gilbert  Gratien Allaire  Austin Hunt
Roger Strasser  Bill McMullen  Lou Turco
Jean Anawati  Ron Chrysler  Elizabeth Moore
John Augustine  Sheila Cote-Meek  Liliane Beauchamp
Helen Cromarty  Michael O’Neill  Peter Hutten-Czapski
Tracey Buckler  Brian Walmak  Fabien Hebert
Jackie Dojack  Jim Gordon  Jeremie Larouche
John Whitfield  Arie Hoogenboom  Tracey Ross
Goyce Kakegamic  Dermot McLoughlin

And by invitation:
James Taylor – PG Resident Nominee
Claire Perreault – Laurentian University Nominee
Marc Blayney - Senior Associate Dean East
Joel Lanphear - Senior Associate Dean West
Ken Adams, Associate Dean Administration
Joe Lipinski, Director of Finance
Kim Daynard, Director of Communications
Carolyn Sinclair, Member – Laurentian University
Don Campbell, Member – Lakehead University
Nicole Lauzon, Executive Assistance to the Dean
Cathy Powell, Executive Assistance to the Dean’s office
Brian Ross, NOSM Faculty Association Representative
Ian M. Fraser, The Fundraising Network (Presenter)

Absent with Regrets:
Neil McLeod  Debbie Lipscombe

Present/Apologies
Robert Bourgeois welcomed the members to the Board of Directors meeting that were present by telephone and videoconference. He welcomed the guests to the meeting. Quorum was attained.
1.0 Call to Order
The meeting was called to order by the Chair.

1.1 Adoption of Agenda
The Agenda was reviewed by the members. Item 5.2.1 Appointment of Dr. Claire Perreault moved to 1.2.

**MOTION 2008-16**

**MOVED BY:** Lou Turco  
**SECONDED BY:** Jim Gordon  
Be it resolved that the Agenda be approved as amended.  
CARRIED

1.2 Appointment of Dr. Claire Perreault
Jean Anawati confirmed that Laurentian University has presented the nominee Dr. Claire Perreault to replace Dr. Hermann Falter for the remainder of his term ending September 2010.

**MOTION 2008-17**

**MOVED BY:** Jean Anawati  
**SECONDED BY:** Liliane Beauchamp  
Be it resolved that upon the recommendation of the Nominating Committee the Board herein recommends that Dr. Claire Perreault be appointed to replace Dr. Hermann Falter on the Board of Directors, as a nominee from Laurentian University, completing the existing term that will expire September 2010.  
CARRIED

2.0 Declaration of Conflict
None.

3.0 Approval of Minutes
The minutes of May 10, 2008 were reviewed.

**MOTION 2008-18**

**MOVED BY:** Austin Hunt  
**SECONDED BY:** Elizabeth Moore  
BE IT RESOLVED that the Minutes of May 10, 2008 be accepted as a true record.  
CARRIED

4.0 Financial Viability

4.1 Report from Finance & Audit Committee
Ron Chrysler provided a brief overview of the report that was distributed in the meeting package. The auditors, BDO Dunwoody LLP have conducted the audit for the fiscal year ended April 30, 2008. In their opinion, the report was considered to be a clean audit report and an unqualified opinion.

**MOTION 2008-19**

**MOVED BY:** Ron Chrysler  
**SECONDED BY:** Sheila Cote Meek  
Be it resolved that the Audited Financial Statements for the year ended April 30, 2008 be approved for presentation to the Members.  
CARRIED UNANIMOUSLY
4.1.2 Appointment of Auditors
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 2009 fiscal year. The Request for Proposal (RFP) will be the following year.

MOVED BY: Ron Chrysler
SECONDED BY: Brian Walmark
Be it resolved that the Board of Directors recommend that BDO Dunwoody LLP be appointed as the Auditors of the Corporation for the fiscal year ending April 30, 2009, and that the Board of Directors be authorized to fix the remuneration for BDO Dunwoody in that regard and that such recommendation be presented to the Members for approval.
CARRIED UNANIMOUSLY

5.0 Board Effectiveness
5.1 Governance Committee report
5.1.1 By-law No. 5
Jackie Dojack referred members to the documents in the meeting package. She highlighted that the recommendations for the changes are outlined in the comparison document.

MOVED BY: Jackie Dojack
SECONDED BY: Arie Hoogenboom
Be it resolved that in accordance with the recommendation of the Governance Committee, By-law No. 5, being a by-law amending By-law No. 2 of the Corporation, be enacted and that such by-law be submitted to a meeting of the Members for sanctioning.
CARRIED UNANIMOUSLY

5.2 5.2.1 Membership
Jean Anawati noted that at the August 28, 2008 meeting, the Nominating Committee reviewed the nominee’s information and all criteria have been met.

He presented the following member to be appointed to the Board of Directors for the term indicated.

MOVED BY: Jean Anawati
SECONDED BY: Liliane Beauchamp
Be it resolved that upon the recommendation of the Nominating Committee the Board herein recommends that Dr. James Taylor be appointed to the Board of Directors as a nominee from the Postgraduate Residents with a term that will expire September 2010.
CARRIED

Noted that a full slate of members will be presented to the Members for approval.

Adjournment /Next Meeting
Robert Bourgeois noted that the next Board meeting is today (September 17, 2008) immediately after the Annual Meeting of the Members.
The meeting adjourned at 4:35 p.m.

**MOTION**

**2008-23**

**MOVED BY:** Lou Turco  
**SECONDED BY:** Ron Chrysler

Be it resolved that the meeting be adjourned.  
**CARRIED**

_________________________      _________________________  
Robert Bourgeois, Chair                         Dr. Roger Strasser, Secretary

Approved: December 5, 2008