MINUTES OF
BOARD OF DIRECTORS

Wednesday, September 16, 2009
4:00 pm to 4:45 pm

In the West, in the V/C Room No. 6022, 6th Floor of the ATAC Building at Lakehead University, 955 Oliver Road, Thunder Bay, Ontario

In the East, in the V/C Room No. 109, 1st Floor of the HSERC Building at Laurentian University, 935 Ramsey Lake Road, Sudbury, Ontario

MULTI-SITE TELECONFERENCE/VIDEO CONFERENCE
FOR TELEPHONE CONNECTIONS CALL: 1-800-465-3278 (outside Thunder Bay)
                     or 1-807-345-5221 (Thunder Bay)
Meeting Name: NOSM Board of Directors

Honorary Members:
Frederick Gilbert
Dominic Giroux
Roger Strasser
John Augustine
Jackie Dojack
John Whitfield
Goyce Kakegamic
Brian Walmark
Helen Cromarty
Maureen Lacroix
Gratien Allaire
Ron Chrysler
Bill McMullen
Claire Perreault
Austin Hunt
Derek Debassige
Jean Anawati
Peter Hutten-Czapski
Liliane Beauchamp
Elizabeth Moore
Lou Turco
Neil MacOdrum
Arie Hoogenboom
Neil McLeod
Sheila Cote-Meek
Tracey Ross
David Harris

And by invitation:
Paul Miron, Student NOSM SS
Marc Blayney, Senior Associate Dean East
Ken Adams, Associate Dean Administration
Joe Lipinski, Director of Finance
Kim Daynard, Director of Communications
Nicole Lauzon, Executive Assistant to the Dean
Kevin Cleghorn, Member, Lakehead University
Carolyn Sinclair, Member, Laurentian University
Cathy Powell, Accreditation Coordinator
Terry Oja/Marc Ducharme, Technical Leads

Absent with Regrets:
Dermot McLoughlin
Jim Gordon
Joel Lanphear
Tracy Buckler
Fabien Hebert
James Taylor
James Taylor
Michael O'Neill
Chair: Frederick Gilbert
Secretary: Roger Strasser
Recording Secretary: Gina Kennedy-Hanousek

Present/Apologies
The Chair welcomed the members and guests to the Board meeting.

1.0 Call to Order at 4:00 p.m.
The meeting was called to order.

1.1 Adoption of Agenda
The agenda was reviewed.

MOTION
2009-22
1.2 Declaration of Conflict
None.

2.0 Information Session
None.

3.0 Approval of the Minutes
3.1 Approval of the May 9, 2009 draft minutes
The Chair referred members to the draft minutes of the meeting of May 9, 2009 circulated in the meeting package.

MOTION
2009-23
MOVED BY: Arie Hoogenboom
SECONDED BY: Jackie Dojack
Be it resolved that the draft minutes of May 9, 2009 of the Board of Directors be accepted as a true record as amended.
CARRIED

Amendment: Under Business Arising bullet 2 should read “…NOSM’s CHPE received notice that it has received full accreditation and is now able …”

4.0 Business Arising
The following NOSM updates were provided:

4.1 Family Health Team
Roger Strasser reminded members of the motion to draft a letter to the Ministry stating NOSM’s position on the May 2009 FHT hiring freeze. He stated that before being able to draft such a letter the Ministry had retracted the FHT hiring freeze decision.

4.2 Long Term Capital Funding
Ken Adams provided an update on this item. He noted that NOSM is in the process of
completing the Organizational Alignment Initiative (OAI). NOSM has received
confirmation of the 1.64M additional funding from MTCU to provide capital infrastructure for
the 8 first year medical spaces. He identified that the development of a 10 year long-range
facilities space regeneration plan is being proposed. This would consist of a comparative
study on current program requirements (including space) versus the future projected needs
of the School. More information will be provided as the project progresses.

Ken Adams responded to the question regarding total consultant dollars, noting that the
audit report (which is later in the agenda) details out the costs to date. Members noted that
a report on this item would be beneficial.

5.0 Financial Viability
5.1 Report from the Finance & Audit Committee
Ron Chrysler spoke to the Finance & Audit Committee report included in the meeting
package.

5.1.1 Financial Report – period ending April 30, 2009
Ron Chrysler referred members to the audited Financial Statements circulated in the
meeting package.

Ken Adams answered questions accordingly. He confirmed that the Multi-Year
Accountability Agreement is progressing. Funding has been confirmed for the 8 additional
MD program students.

ACTION
As requested, Ken Adams agreed to provide a comparison chart with the consulting fees to
the Board.

MOTION 2009-24
MOVED BY: Ron Chrysler
SECONDED BY: Peter Hutten-Czapski
Be it resolved that in accordance with the recommendation of the Finance and
Audit Committee, the audited Financial Statements for the fiscal year ended
April 30, 2009 be approved for presentation to the Members.
CARRIED

5.2 Appointment of Auditors: BDO Dunwoody LLP
Ron Chrysler noted that a Request for Proposal (RFP) for External Audit Services was
issued in July 2009 as the term of the original RFP issued in 2005 had expired. Four
proposals were received and evaluated. The proposals were evaluated based on
three criteria: 1) cost 2) experience with post secondary/medical school/health audits
including the proposed audit approach and 3) staffing. A committee composed of the
Associate Dean- Administration, Director of Finance and the Budget Administrator
evaluated the proposals based on the criteria. The evaluation committee based its
recommendation on the fact that BDO Dunwoody LLP has the experience in the
sectors as well as proposing the lowest fees for the audit. The audit approach for all
respondents was similar in nature.

MOTION 2009-25
MOVED BY: Ron Chrysler
SECONDED BY: Neil McLeod
Be it resolved that in accordance with the recommendation of the Finance and Audit
Committee, the Board herein recommends the appointment of BDO Dunwoody LLP as the
auditors for the Corporation for the fiscal year ending April 30, 2010 and that the Board of
Directors be authorized to fix remuneration for BDO Dunwoody LLP in that regard. Further
that such recommendation be presented to the Members for approval
6.0 Board Effectiveness

6.1 Board Executive Committee Report

6.1.1 Relationship Agreement
Dominic Giroux noted that the Relationship Agreement that was approved by the Board of Directors has been signed. A copy will be distributed in the new Board Handbook.

6.2 Nominating Committee Report

6.2.1 Confirmation of Officers
Jean Anawati spoke to the report distributed in the meeting package.

MOVED by: Jean Anawati
SECONDED by: Austin Hunt
Be it resolved that pursuant to Section 33.1 of By-law No. 2 of the Corporation, the following shall be confirmed as Officers of the Corporation for the terms indicated:

Chair Dr. Frederick Gilbert, President Lakehead University (2008-2011)
Vice-Chair Dominic Giroux, President Laurentian University (2008-2011)
President/CEO/Dean Dr. Roger Strasser, Northern Ontario School of Medicine (Ex-Officio)
Secretary Dr. Roger Strasser, Northern Ontario School of Medicine (Ex-Officio)
Treasurer Ron Chrysler (2009-2011)
CARRIED

6.2.2 Approval of New Memberships
Jean Anawati referred members to the two motions included in the meeting package. He noted that Paul Miron is a NOSM Student and Dr. Adam Moir is a NOSM Graduate currently doing his Postgraduate training in Family Medicine.

MOVED BY: Jean Anawati
SECONDED BY: David Harris
Be it resolved that the Nominating Committee herein recommends that Paul Miron be appointed to the Board of Directors as a nominee from the Northern Ontario School of Medicine Student Society with a term that will expire September 2011.
CARRIED

MOVED BY: Jean Anawati
SECONDED BY: Claire Perreault
Be it resolved that the Nominating Committee herein recommends that Dr. Adam Moir be appointed to replace Dr. James Taylor on the Board of Directors as a nominee from the Postgraduate Residency Trainees with a term that will expire September 2010.

Further that in accordance with Section 18.2-3, the above persons who have been elected Directors of the Corporation will be confirmed by the Members.
CARRIED

6.2.3 Approval of Renewed Memberships
Jean Anawati referred members to the list of directors to be reappointed.
reappointed to the NOSM Board of Directors for the terms indicated:

<table>
<thead>
<tr>
<th>Name</th>
<th>Nominating Organization</th>
<th>Term</th>
</tr>
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<tbody>
<tr>
<td>Helen Cromarty</td>
<td>Lakehead University</td>
<td>2009-2011</td>
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<tr>
<td>Dr. Neil McLeod</td>
<td>Lakehead University</td>
<td>2009-2011</td>
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<tr>
<td>Dr. William McMullen</td>
<td>Laurentian University</td>
<td>2009-2011</td>
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<tr>
<td>Ron Chrysler</td>
<td>Laurentian University</td>
<td>2009-2011</td>
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<tr>
<td>Brian Walmek</td>
<td>City of Thunder Bay</td>
<td>2009-2011</td>
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<tr>
<td>James Gordon</td>
<td>City of Greater Sudbury</td>
<td>2009-2011</td>
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<tr>
<td>Arie Hoogenboom</td>
<td>NOMA</td>
<td>2009-2012</td>
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<tr>
<td>Neil MacOdrum</td>
<td>NOMA</td>
<td>2009-2012</td>
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<tr>
<td>Austin Hunt</td>
<td>FONOM</td>
<td>2009-2012</td>
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<tr>
<td>Lou Turco</td>
<td>FONOM</td>
<td>2009-2012</td>
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<tr>
<td>Derek Debassige</td>
<td>Union of Ontario Indians</td>
<td>2009-2012</td>
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<tr>
<td>Dr. Peter Hutten-Czapski</td>
<td>Canadian Medical Community</td>
<td>2009-2011</td>
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<tr>
<td>Fabien Hébert</td>
<td>Canadian Health Community</td>
<td>2009-2012</td>
</tr>
<tr>
<td>Dr. Jean Anawati</td>
<td>Medical School Faculty</td>
<td>2009-2011</td>
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<tr>
<td>Dr. Dermot McLoughlin</td>
<td>Medical School Faculty</td>
<td>2009-2011</td>
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Further that in accordance with Section 18.2-3, the above persons who have been reelected a director of the Corporation will be confirmed by the Members.  
CARRIED

7.0 Adjournment of Regular Meeting  
Drs Tracey Ross and James Taylor were thanked for their contribution to the Board. The Chair adjourned the meeting.

MOTION 2009-30

MOVED BY: Lou Turco  
SECONDED BY: John Whitfield

Be it resolved that the Board meeting is adjourned.  
CARRIED

Dr. Frederick Gilbert, Chair                       Dr. Roger Strasser, Secretary

Approved: