

**Shoreham Village Senior Citizens Association
Board of Directors Annual General Meeting
Minutes
June 27, 2017
2:00 pm**

Present: Sue Neilson, John Frizzle, Patsy Brown, Liz Finney, Alice Leverman and Reinhard Jerabek

Regrets: Janet Simm and Nancy Timbrell-Muckle

1. Call to Order

The Chair called the meeting to order at 2:05 pm.

2. Approval of Agenda

- Decision Item added to the Agenda about borrowing money (Promissory Note)

Alice Leverman approved and seconded by John Frizzle. Motion Carried.

3. Approval of Minutes of Annual General Meeting – June 28, 2016

Patsy Brown and John Frizzle moved approval of the June 28, 2016 Annual General Minutes. Motion Carried.

4. Business Arising

Nil

5. 2016-17 Audited Financial Statements

- Minutes from the June 6th Auditors Meeting were distributed for review.
- Reinhard provided draft Audited Financial Statements. Changes were noted at the Auditors meeting and Reinhard is in the process of making those changes. Once the final Audited Financial Statements are finished they will be distributed to the Board and the Chair will sign off on the document.

6. Presentation of Annual Community Report

- The Chair noted that the Annual Community Report is a document that outlines the accomplishments of Shoreham Village for 2016/17.
- The Board reviewed the document and noticed a significant amount of errors throughout the report. All copies of the report were given back to Reinhard to discard. Reinhard said that he would get the communication department at Northwood to make necessary changes and do a final proofing of the report before being distributed.

7. Transition Deliverables Report

- Transition Deliverables Report is a summary of key achievements from past years. It is good for the Board to have access to information, but this report does contain more than the Board requires. Future reports will contain less information.
- Information for this report is gathered from all CEO reports to date.
- Implementation of the Electronic Health Records System (Point Click Care) was a big highlight from the report.
- The boiler project is underway, one time and on budget.
- Reihnard appealed Shoreham's property tax and was able to decrease the amount by half.
- The Admission process is being simplified.
- A process is still being worked on for staff performance appraisals.

Promissory Note

- Northwood has agreed to lend Shoreham money for the boiler project. Reinhard has prepared a Promissory note for this loan. The interest rate is 2% and a schedule of payments will be developed. Reinhard will monitor Shoreham's cash flow and payments will be made as funds become available.
- The outstanding balance of this loan will show on both Shoreham and Northwood Audited Financial Statements.

By motion, Patsy Brown moved the approval to enter into a Demand Promissory Note Agreement of up to \$250,000 with Northwood Support Services Incorporated; seconded by Alice Leverman. Motion Carried.

8. Election of Two Board Directors

It was put forth by the nomination committee that Liz Finney and Alice Leverman be considered to join the Board of Directors.

Patsy Brown made a motion that Liz Finney and Alice Leverman be elected as Directors on the Shoreham Village Board of Directors. Seconded by John Frizzle. Motion Carried.

9. Bylaws – Approval required – Changes to Articles 43, 47 “The position of Treasurer and Secretary has been removed from the Bylaws”

- At a prior meeting the Board made an “in principle” decision to approve changes to the Bylaws.
- The Finance committee became a committee of the whole, so the position of Treasurer is no longer required. The Secretary position also needed to be removed as it was felt that the Secretary was unable to actively participate in the meetings.

Alice Leverman made a motion to approve changes to the Bylaws. Seconded by John Frizzle. Motion Carried.

Revised Bylaws will be sent to the Registry of Joint Stock Companies.

10. Questions/Comments

It was suggested that when sending out Board meeting information, the Annual General Meeting materials should be sent separately from general meeting materials.

11. Adjournment: Meeting adjourned at 3:00 pm