2017 Annual General Meeting Sheraton Centre, Toronto
April 9th, 2017
7:00 am – 9:00 am

DRAFT MINUTES

1. President's call to Order, Opening Remarks and Procedural Requirements

President Dr. Jeffrey Guthrie called the 107th Annual General Meeting of the Ontario Association of Optometrists to order at 7:15 am and welcomed OAO members and guests.

The President introduced the Board of Directors and the Officers of the Ontario Association of Optometrists:

- Dr. Joshua Smith, Alexandria (Vice President)
- Dr. Paul Savioli, Thunder Bay (Treasurer)
- Dr. Naeem Abdulla, Toronto
- Dr. Shawn Charland, Ottawa
- Dr. Radhika Chawla, Richmond Hill
- Dr. Ken Mandadakis, Toronto
- Dr. Wesdon McCann, London
- Dr. Rajvinder Pabla, Orangeville
- Dr. Brian Paul, Dundas
- Dr. Sheldon Salaba, Hamilton
- Dr. Jeff Goodhew, Oakville, Past President
- Beth Witney - Corporate Secretary

Dr. Guthrie welcomed a number of special guests:

- Representatives from Edelman, OAO communications firm
- Dr. Barry Thienes, President of the Canadian Association of Optometrists
- Jason Grier, Santis Health, OAO's Government Relations Firm

At the invitation of the President, it was moved by **Dr. K. Mandadakis**, seconded by **Dr. R. Pabla** and carried that invited guests be permitted to attend the meeting.

2. Confirmation of Quorum and Notice of Meeting

OAO President Dr. Jeffrey Guthrie confirmed that the notice of the Annual General Meeting had been sent in compliance with the By-Laws and that a quorum was present for the Meeting.

3. Minutes of the 2016 Annual General Meeting

MOTION: It was moved by **Dr. S. Charland**, seconded by **Dr. N. Abdulla** and carried that the minutes of the 106th Annual General Meeting be adopted as distributed.

4. Business Arising from the Minutes

There was no business arising from the minutes of the 106th Annual General Meeting.

5. President's Report

The President provided a full report on the following topics:

- Public Education Campaign

- Advocacy
- Membership Renewal
- Eye See…Eye Learn Program
- Continuing Education
- Group Insurance Program
- Governance

6. Report of the Treasurer and Auditors

The Report of the Treasurer, along with the Auditors' Report and the Audited Consolidated Financial Statements for the year ending October 31st, 2016, were provided in advance of the meeting to members on the OAO Member Website. The Treasurer, Dr. Paul Savioli, reported on the revenue and expenses for 2016 and the 2017 forecast.

7. Motions Presented on Behalf of the Board of Directors

The President, Dr. Jeffrey Guthrie, introduced the motions presented on behalf of the Board of Directors.

Appointment of Auditors

Resolution that KPMG LLP are hereby appointed as the Auditors of the Corporation to hold office until the next Annual Meeting of the Members, at such remuneration as may be fixed by the Board of Directors of the Corporation, the Directors being hereby authorized to fix such remuneration.
Resolution Carried

Setting the Advertising Assessment

Resolution that the Advertising Assessment payable by members shall be set at $1,000 for the 2017-2018 fiscal year. ***Resolution Carried***

8. Motions Presented from Members

Motion One - Posting minutes of OAO Board of Directors meetings

It was moved by **Dr. C. Nicol** and seconded by **Dr. D. Ruskin** that:
"Whereas the Ontario Association of Optometrists (OAO) is accountable to the members of the OAO, and
Whereas the president of the OAO states that enhanced transparency is a goal of the governance review, and
Whereas OAO members have a right to scrutinize the actions of their elected representatives:
Be it resolved that OAO will post the full and uncensored minutes of all meetings of the Board of Directors of the OAO on the OAO "Members Only" web site no later than 60 days after the meeting."

It was moved by **Dr. J. Smith** and seconded by **Dr. J. Mungar** that the motion be amended to read:
"Be it resolved that OAO will post the full and uncensored minutes of all meetings of the Board of Directors of the OAO on the OAO "Members Only" website after they are approved by the Board of Directors." ***Amendment Adopted, Motion Carried***

Motion Two - Compensation for Board and Committee members
It was moved by **Dr. T. Noel** and seconded by **Dr. R. Kniaziew** that:

"All board and committee members on the Ontario Association of Optometrists be compensated at a comparable rate (and same eligibility criteria) as Council and committee members of the College of Optometrists of Ontario. If this motion is successful, it would start for the 2018 fiscal year (commencing on November 1st, 2017)."
It was moved by **Dr. S. Salaba** and seconded by **Dr. T. Noel**, that the motion be amended to read:

"All board and committee members on the Ontario Association of Optometrists be compensated at a comparable rate (and same eligibility criteria) as Council and committee members of the College of Optometrists of Ontario, at this point in time. If this motion is successful, it would start for the 2018 fiscal year (commencing on November 1st, 2017)." ***Amendment Adopted***

It was moved by **Dr. J. Smith**, and seconded by **Dr. G. Nelles** that the amended motion be tabled for review by the Board of Directors and brought back to the membership in no fewer than 120 days for consideration and vote. ***Motion Carried***

Motion Three - Ratification of OHIP Agreement
Before opening the floor to discussion, the Chair shared a Board approved motion from the Board of Directors meeting held February 5, 2017:

"It was moved by **Dr. J. Goodhew** and seconded by **Dr. R. Pabla** that the Board will seek membership approval to any changes to existing OHIP fees and an introduction of new billing codes based on a simple majority of 25 per cent of participation by eligible voting members."

It was moved by **Dr. N. Rajani** and seconded by **Dr. K. Cobean** that:

"Whereas remuneration is among the most important and consequential issues for OAO members. Whereas any agreement with OHIP has potentially long and profound economic and other implications for practicing optometrists,

Be it resolved that any new agreement with OHIP be sent to members for a binding ratification vote such that any substantial part of said agreement be rejected if it is not approved by 50% +1 of ballots cast."

It was moved by **Dr. N. Rajani** and seconded by **Dr. R. Patel**, that the motion be amended to read:

"Be it resolved that any new agreement with OHIP be sent to members for a binding ratification vote such that any substantial part of said agreement be rejected if it is not approved based on a simple majority of 25% of participation by eligible voting members." ***Amendment Adopted***

It was moved by **Dr. S. Salaba** and seconded by **Dr. R. Patel** that the motion be further amended to read:

"Be it resolved that any changes to existing OHIP fees and/or codes, and/or an introduction of new billing codes be sent to members for a binding ratification vote such that any substantial part of said changes be rejected if it is not approved by, and based on a simple majority of 25% of participation by eligible voting members." ***Motion Carried***

Motion Four - Proposed requirement for Board of Director candidates
It was moved by **Dr. M. Rotholz**, and seconded by **Dr. J. Pepe** that:

"No later than three months before scheduled OAO board of director elections, the OAO will circulate a survey to membership to determine the top FIVE issues they feel the board should be addressing. All candidates running for OAO board director positions (regardless if they are running un-opposed or not) must clearly state their platform based on the membership's top five priority initiatives (determined by the aforementioned survey) in their pre-election biographies, which are sent out to membership by the OAO, prior to voting. This will allow membership to elect those who they feel best represent their views on issues they feel are critical to the advancement/betterment/protection of the profession."

It was moved by **Dr. M. Rotholz** and seconded by **Dr. K. Mandadakis** that the motion be amended to read:

"No later than three months before scheduled OAO board of director elections, the OAO will circulate a survey to membership to determine the top FIVE issues they feel the board should be addressing. All new candidates running for OAO board director positions (regardless if they are running un-opposed or not) must clearly state their platform based on the membership's top five priority initiatives (determined by the aforementioned survey) in their pre-election biographies, which are sent out to membership by the OAO, prior to voting. This will allow membership to elect those who they feel best represent their views on issues they feel are critical to the advancement/betterment/protection of the profession." ***Motion lost***

Resumption of discussion on motion as originally proposed. ***Motion carried***

Motion Five - Motion from the floor at OAO Annual General Meeting
It was moved by **Dr. R. Kniaziew**, and seconded by **Dr. N. Rajani** to:

"Allow an OAO member in good standing to make a motion directly from the floor at the OAO Annual General Meeting." ***Motion Carried***

Motion Six - CAO membership
It was moved by **Dr. R. Kniaziew** to:

"Make CAO membership voluntary and have CAO collect the membership dues."

Motion, as proposed, was ruled out of order by Meeting Chair.

It was moved by **Dr. R. Kniaziew** and seconded by **Dr. J. Mungar** that the motion be amended to read:

"Membership directs the Board of Directors to consider in its review of Association bylaw revisions the potential to make CAO membership voluntary and to have CAO collect the membership dues." ***Motion Carried***

9. Adjournment

Dr. Jeffrey Guthrie adjourned the meeting at 9:45 am