



ANNUAL GENERAL MEETING MINUTES

VIRTUAL

Wednesday, June 14, 2023: 12:00 pm – 1:00 pm ET

1. Call the meeting to order

Cassie Frazer called the 48th Annual General Meeting of Digital Health Canada to order at 12:06 pm and thanked members for joining.

Cassie provided a land acknowledgement and then introduced the other presenters; Shannon Malovec, Past-President, Chris Carvalho, Secretary-Treasurer and Mark Casselman, CEO.

Chris Carvalho acted as Secretary for the meeting and confirmed that the notice calling this meeting of the members was posted on the website and emailed to all the members of record on April 19, 2023, and again on June 7 and 12, 2023.

Shannon Bott was appointed as the scrutineer. The quorum required 125 voting members, including proxy votes.

Shannon reported there were:

80 voting members online and 46 represented by proxy, making a total of 127 voting members represented and quorum achieved.

Cassie Frazer noted that several reports would be presented at the meeting, and questions would also be received should anyone have them. Members were emailed the AGM package the day before the meeting. All voting will be done via polling.

2. Minutes of the Previous Annual General Meeting

The minutes of the Annual General Meeting held on June 15, 2022, were circulated in advance of the meeting.

MOTION: Resolved that the minutes of the Annual General Meeting held on June 15, 2022, be adopted.

Proposed: Shy Amlani

Seconded: Chris Carvalho

Questions: no questions

In favour: 92%

Opposed: none

Abstentions: 8%

Motion carried

3. Minutes of the Special Members Meeting

The minutes of the Special Members Meeting held on February 7, 2023, were circulated in advance of the meeting.

MOTION: Resolved that the minutes of the Special Members Meeting held on February 7, 2023, be adopted.

Proposed: Julia Zarb

Seconded: Blair White

Questions: no questions

In favour: 69%

Opposed: none

Abstentions: 31%

Motion carried.

4. President's Report

Cassie Frazer presented an overview of the President's Report that was included in the Annual Report.

Cassie congratulated the Digital Health Canada team on their accomplishments during the past year.

Our Association includes more than 5,500 members, and close to 200 organizations, and together we have had 65 virtual, and in-person events connecting learning and inspiring. You'll find some of the other key accomplishments on the second page in the annual report.

Cassie emphasized the collective efforts of the Board, the more than 270 volunteers, and the value of the Digital Health Canada staff.

Some highlights from the board perspective on 3 key topics that have formed much of our focus and work over the past year have been on governance, board stewardship, member engagement and strategic priorities in future direction from a governance perspective.

Our board is considered as a strategic board providing oversight and guidance to ensure the organization's strategic direction and mission are held. The primary role of the Strategic Board is to set the organization's overall direction and goals, to establish policies and procedures, and monitor progress towards achieving the mission in this regard.

The board has had a very productive year. We've developed a new strategic plan, which included Member input and engagement through Member Town halls held in November and February and resulted in the launch of our new strategy 2026 we've implemented a new board Governance assessment, as an annual process. We've also implemented a process for individual board director self-evaluations.

Additionally, through deliberation, the board has decided to extend the board term to 3-years in duration, strengthening our continuity as a board, governance and oversight, a decision that you all approved had a special members meeting on February 7th of this year, so I'd like to thank our board members for their work and engagement with our Association members throughout the year on the

topic of member engagement. I was personally very pleased to have the opportunity to connect with all of you through 2 Member Town halls that I just mentioned and one of the sessions. We spent some time in breakout rooms, and I had the chance to meet some new faces. It was fun and invigorating and a great reminder to me of the strength of our community and speaking with the other board directors, I know that many of you are connecting regularly through day-to-day activities, but also through regional chapter events, Webinar Wednesdays, the chief Forum, and other such activities.

Our board is a representation of our Diverse Association membership. So, these connections are important. A particular highlight for me was at the recent e-Health Conference. Nearly 1,400 of us came together for 2 full days of learning, networking, and socializing.

Cassie thanked the fantastic group of volunteers who regularly contribute to digital health, Canada activities and events with such a positive impact. She also highlighted the boards, work, and efforts to establish and oversee our association's strategic priorities in future directions.

This past year was the final year of strategy 2023, a 3-year strategic plan rolled out during the pandemic our aspiration is set forth in that strategy was that by 2023 digital health professionals and students as well as the broader healthcare sector would view digital health. Canada as a first point of engagement for knowledge, exchange, industry, leadership, and representation, and the Expert Association for organizing a mobilizing advancement of issues that are critical to the healthcare sector that plan advanced her video admission by empowering individuals, promoting knowledge, sharing and lifelong learning, and advancing a digital health industry in Canada, and it provided a platform for our sustained growth from a board oversight, perspective.

Our next 3-year plan is built on the perspective and insights from all our members, and it promises to deliver the opportunities, the engagement, and the resources that are needed to lead the advancement of digital health.

In closing. I would like to offer a final comment on the strong collaboration between the board with Mark Casselman, CEO, and his management team to define and evolve the strategic plan, and to really push forward the association's work on behalf of all of us.

5. CEO Report

Mark Casselman presented his report based on the Annual Report.

Mark thanked Cassie for her leadership as board chair and president this past year, and looking forward to continued collaboration as we get into strategy 2026.

Mark thanked everyone for joining us here today. It has been truly an exceptional year and an outstanding group, and really appreciate your energy and efforts and enthusiasm.

The AGM is always a great time to reflect on our past year, and this is no exception except for the fact that we've had several exceptional years behind us. As we think back, our association's been around for quite some time since 1975, when it was founded as the Canadian organization for Advancement of Computers and health, and certainly that we've seen a lot of change in the years and decades since that time our founders, including Stephen Huesing, the first Board president and founder of the Association, in whom our annual scholarship is named for students, would have been pleased to see the energy

enthusiasm, and you know bright future for Digital health in Canada at our e-Health Conference this Past year.

Our mission, and the approach that we're taking to really building the careers of professionals in our country, helping those professionals to help their organizations, and in turn helping those organizations to connect and to do great work together. We're pursuing our mission at digital health Canada, to connect, empower, and inspire those enabling digital health in Canada.

I'll share some of the challenges and opportunities that we're facing together as an association and some of the exciting moments you have to look forward to as members in this year, as we look to provide value in your membership, and in your connections, your inspiration and the tools we provide to help to empower with and for you, before I do that, I want to first share a virtual high 5 with my colleagues at Digital Health Canada, you know many of these folks.

They're enthusiastic, and they're engaged in terms of planning, delivering, and working with you as members to deliver an outstanding experience.

Mark recognized Shannon Bott, Dino Falvo, Treasure Ledgister, Nickiesha Linton, Marissa Binstock, Ashley Caesar, Caitlin Ritter, Danielle McKnight, Melissa Haddad, and Eileen McPhee. Thank you for all your work this past year on behalf of our members and volunteers, and you know your work to do amazing things that we're talking about and celebrating and I'm certainly proud to be part of this team and work with you.

Some of the highlights this year included experiencing some financial challenges as we went through fiscal year 2023, as you see in the Annual Report. Going forward we will continue building as we deliver an amazing member experience. For this year you'll see in the report our membership growth has been excellent we've crossed now the mark of 5,500 members across Canada that's an 8% growth over last year, and we saw a 93% increase in membership growth over a 3-year, period. Our current membership body is the largest in our organization's history. We have the most breadth in terms of member organization types, professional disciplines, geographic diversity, sectoral and disciplinary diversity, and we're looking to continue to grow that as we begin under our strategy, 2026 framework.

I'm pleased to report that the cumulative average of all those satisfaction scorecards we conducted had an average of 88% satisfaction rating, and none of our satisfaction scorecards had less than 4 to 5 average rating, which was exceptional.

And you know, thanks to the hundreds of volunteers who participate because volunteers are the lifeblood of this association, we have a small but mighty team, and you many of you in this room are participating as active volunteers. You're engaging in helping to build content tools, programming, networking, mentoring formally and informally and we appreciate that we're looking under this next strategy.

We are continuing to drive forward with the launch of our community platform a digital engagement foundation that will accompany our website learning management system, member database and event platforms to enrich the members user experience as we go forward in the coming year.

We saw a great increase in the balance between our in-person events as we went through the past year as well as members using technology that we're providing both from a synchronous standpoint as well as asynchronous to connect and engage we're so pleased to get back to an in person e-Health conference, and this really is the Premier national event in Canada for networking and connecting stakeholders and partners across the Association.

As the economy continues to stabilize and see where this is looking from a risk management, perspective, though our board and management continue to play close attention to these environmental signals and headwinds, I know you're all feeling them as well as members and we take these seriously in terms of their threat, as well as the opportunities they provide in terms of overall member experience.

The financial foundation of the Association as well as opportunities to engage and drive value in terms of connections in the key risks we're looking at right now include staying aware of the recessionary signals in play. This has an impact on the level of investment from many of you who are largest corporate members in the public sector and private sector side. These inflationary pressures continue to push up expenses.

And we want to continue to strike a balance between the interest and engaging in person, which will continue to drive as well as the opportunities around virtual engagement. We found a tremendous amount of success with professionals who can't travel to engage with their community virtually as we go forward.

As Cassie pointed out, we're committed to excellence, to equity and to leadership through strategy. We have a focus on acting for equity and we are dedicated to supporting membership and advancing our network in terms of equity, diversity, and inclusion.

Mark highlighted some of the partnerships that are in flight. We have exciting collaborations in place to accredit and engage with partners like the Canadian College of Healthcare Leaders. We have a partnership with Chime, the College of Healthcare Information management executives in us, and credentialing our events as well as our the CHCIO program in Canada, and working on credentialing with the Canadian or the College of family Physicians of Canada for Physician accreditation through some of our Wednesday webinars and main pro plus.

It's really an exciting time to continue working with you all as members to continue building the association across the country. Mark noted that he looks forward to working with you all as we deliver on our mission, to connect, inspire, and empower those were building the future of Health and Canada.

6. Treasurer's Report and Audited Financial Statements for Fiscal Period ending March 31, 2023.

Chris Carvalho presented the financial statements and the secretary-treasurer's report. Highlights included:

- The statements show that Digital Health Canada had a loss of \$69,921 plus \$123,470 in e-Health 2023 expenses required to be incurred, resulting in a net loss of \$193,391 for the year. There are four primary factors involved in the year-end loss.
- Regional events: Expenses for event delivery were higher than budgeted at the outset of the year. The budget was created in February/March of 2022 when interest rates were 0.50% and by the

time our first regional event took place in October 2022, it had jumped to 3.25%. This reflected the challenging financial environment and inflationary supplier pricing that factored in at all regionals.

- CHIEF Executive Forum: CHIEF Corporate membership revenues were lower than budget because of higher-than-normal attrition that included unique use cases including late year cancellation of membership by smaller member organizations.
- Education courses had lower uptake from previous two years during height of pandemic.
- e-Health 2022: with lower than budgeted registration, Digital Health Canada received ~\$59,000 less than budget.
- In accordance with accounting standards, expenses of \$123,470 were recorded for e-Health 2023. (this includes staff, database systems and printing) These are expenses that must be realized within the fiscal year, with all revenues and remaining expenses included in the 2023-24 fiscal once the event takes place.
- We received no government assistance this year and the final installment of the Canada Emergency Business Account was paid out.
- The Statement of Changes in Net Assets reflects decrease in Members' Equity from \$415,815 to \$222,424 as of March 31, 2023.
- The Finance and Audit (F&A) Committee is an integral part of Digital Health Canada, overseeing the audit process and the development of the Digital Health Canada annual budget and any large expenditures.
- F&A are working closely with management and the board to implement new process for transparent and continuous variance reporting. This is aimed to mitigate the risk of a fiscal year resulting in a loss.
- I extend my thanks to Dr. Jonathan Choy, Keltie Jamieson and Zen Tharani for their participation on this committee.
- The Board has approved a budget surplus of \$3,118 for the FY23-24 fiscal year.

a) Approval of Financial Statements ending March 31, 2023

MOTION: Chris Carvalho moved the adoption of the Audited Financial Statements for the fiscal year from April 1, 2022, to March 31, 2023

Seconded: Keltie Jamieson

Questions: none

In favour: 91%

Opposed: none

Abstentions: 9%

b) Appointment of the Auditor for 2023-2024

MOTION: Chris Carvalho moved the audit for the fiscal year April 1, 2023, to March 31, 2024, be carried out by Kriens-Larose Chartered Accountants LLP of Toronto.

Seconded: Shy Amlani

Questions: none

In favour: 88%

Opposed: none

Abstentions: 11%

7. Board Development Committee Report on Nominations and Elections

Shannon Malovec reported as Chair of the Board Development Committee.

Shannon reported that the members had elected Dr. Mohamed Alarakhia, Lorraine Blackburn, Anne Forsyth, and Wendy Tegart as your new Directors for 2023-2024.

They will join Directors Dr. Raza Abidi, Shy Amlani, Chris Carvalho, Blair White, and Julia Zarb. Cassie Frazer will remain President for one more year.

Congratulations to all.

Shannon acknowledged the contribution of outgoing Members of the Board Dr Jonathan Choy, Keltie Jamieson, and Zen Tharani. Shannon thanked them for their work on the Board.

8. Other business

Shannon Malovec noted that in accordance with our by-laws approved June 2014, the newly elected Board will meet immediately following this AGM to elect the President, Vice-President, and Secretary-Treasurer positions.

Digital Health Canada will send out an official announcement of Board elected officers as soon as they are confirmed.

No other business was raised by the members.

9. Closing comments

Cassie Frazer noted that if there was no further business, she would like to thank the members for their continuing support over the past year. She once again thanked the members of the Board and the Digital Health Canada staff for their hard work and dedication. She also thanked the members for their continued engagement with Digital Health Canada.

Motion: Cassie Frazer moved that the 48th Annual General Meeting of Digital Health Canada be adjourned at 12:47pm.

Seconded: Chris Carvalho

Ladies and Gentlemen, we are adjourned.
Thank you.