

INSPIREHEALTH SOCIETY
ANNUAL GENERAL MEETING OF MEMBERS
September 19, 2019

MINUTES of the Annual General Meeting of Members of InspireHealth (the “Society”) held at Vancouver, British Columbia, on the 19th day of September 2019, at the offices of the Society at Suite 200 – 1330 West 8th Avenue, at 6:40 p.m.

PRESENT:	Simon Sutcliffe	Kathy McLaughlin
	Natalie Tsang	Gail McBride
	Sam Abraham	Bob Wiens
	Alnesh Mohan	Mal Griffin
	Jenny Li	Charles Hotel
	Alnesh Mohan	Zouheir Mansourati

5 Proxies were received and 15 members were present in person for a total of **20** members represented. Some non-members were also present, with the consent of the meeting.

Kathy McLaughlin took the Chair and Natalie Tsang acted as recording Secretary of the meeting.

Notice of the meeting having been sent to the members in accordance with the by-laws of the Society, and a quorum of members being present or represented by proxy, the Chairman declared the meeting to have been regularly called and duly constituted for the transaction of business.

RECEIPT AND APPROVAL OF MINUTES FROM 2018 AGM

After discussion, on motion duly made, seconded and carried unanimously, it was RESOLVED:

THAT the Minutes from the 2018 AGM be accepted as read.

Moved: Bob Wiens **Seconded:** Natalie Tsang **CARRIED:** Unanimous

RECEIPT AND APPROVAL OF THE PRESIDENT’S REPORT

After discussion, on motion duly made, seconded and carried unanimously, it was RESOLVED:

THAT the President’s Report be accepted as read.

Moved: Alnesh Mohan **Seconded:** Zouheir Mansourati **CARRIED:** Unanimous

FINANCIAL STATEMENTS

The Chairman submitted to the meeting the audited financial statements of the Society for the fiscal year ended March 31, 2019.

After discussion, on motion duly made, seconded and carried unanimously, it was RESOLVED:

THAT the audited financial statements of the Society for the fiscal year ended March 31, 2019 be the same and hereby accepted.

Moved: Bob Wiens

Seconded: Gail McBride

CARRIED: Unanimous

AUDITORS

After discussion, on motion duly made, seconded and carried unanimously, it was RESOLVED:

THAT Baker Tilly be and is hereby appointed the auditor and accountants of the Society to hold office until the close of the next Annual General Meeting of Members of the Society at a remuneration to be fixed by the Board of Directors, the Board of Directors being hereby authorized to fix such remuneration.

Moved: Bob Wiens

Seconded: Simon Sutcliffe

CARRIED: Unanimous

DIRECTORS

The following persons were presented for election and ratification as Directors commencing September 2019:

- Sam Abraham (Standing for election for a three year term)
- Charles Hotel (Standing for election for a three year term)
- Jenny LI (Standing for election for a three year term)
- Gail McBride (Standing for election for a three year term)

There being no further nominations, the Chairman declared nominations closed. The Chairman called for a separate motion with respect to each nomination to the Board of Directors. No members demanded a ballot.

On motion duly made, seconded and carried unanimously, it was RESOLVED:

THAT **Sam Abraham** be elected a director of the Society to hold office for a **three year** period until the Annual General Meeting of Members of the Society in **2022** or until his successor is duly elected or appointed, subject to the provisions of the Society's Bylaws and the *Society Act*.

Moved: Simon Sutcliffe

Seconded: Bob Wiens

CARRIED: Unanimous

On motion duly made, seconded and carried unanimously, it was RESOLVED:

THAT **Charles Hotel** be elected a director of the Society to hold office for a **three year** period until the Annual General Meeting of Members of the Society in **2022** or until his successor is duly elected or appointed, subject to the provisions of the Society's Bylaws and the *Society Act*.

Moved: Simon Sutcliffe

Seconded: Bob Wiens

CARRIED: Unanimous

On motion duly made, seconded and carried unanimously, it was RESOLVED:

THAT **Jenny Li** be elected a director of the Society to hold office for a **three year** period until the Annual General Meeting of Members of the Society in **2022** or until her successor is duly elected or appointed, subject to the provisions of the Society's Bylaws and the *Society Act*.

Moved: Mal Griffin

Seconded: Ros Clark

CARRIED: Unanimous

On motion duly made, seconded and carried unanimously, it was RESOLVED:

THAT **Gail McBride** be elected a director of the Society to hold office for a **three year** period until the Annual General Meeting of Members of the Society in **2022** or until her successor is duly elected or appointed, subject to the provisions of the Society's Bylaws and the *Society Act*.

Moved: Ros Clark

Seconded: Natalie Tsang

CARRIED: Unanimous

TERMINATION OF MEETING

There being no further business to transact, upon motion duly made, seconded, and carried unanimously, the meeting was terminated at 7:25 p.m.

Moved: Natalie Tsang

Seconded: Charles Hotel

CARRIED: Unanimous

07 / 15 / 2020



Chair – Kathy McLaughlin



Secretary – Natalie Tsang