



Annual Meeting Minutes

Wednesday November 1, 2017 (1:00 pm – 1:50 pm)

Present: Bob Leahy, Christian Hui, Claudia Medina (PASAN), Doris Peltier, Eugene Nam, Evana Ortigoza, Jasmine Cotnam, Jean-Marc Prince, John McCullagh, Kate Alexander (ICAD), Kathleen Bella, Kerrigan Johnson (2-Spirited People of the 1st Nations), Laurie Edmiston (CATIE), Michel Long (Canadian Hemophilia Society), Patience Magagula, Rene Boucher, Rick Kennedy, Rob Olver, Roger Tam, Ryan Peck (HALCO), Sheba Kwarteng, Tammy Yates (Realize), Terry Pigeon, Terry Santoni, Zachary Grant (PASAN)

Regrets: Arthur 'Dave' Miller (CTAC Vice-Chair & Treasurer)

Staff: Amanda Fletcher, David Aaron, Divya Chakshu, Gordon Shallard-Brown, Jaspreet Soor, Rounak Khan, Shelina Karmali, Terry Santoni

- 1. Welcome (CTAC Board Chair Terry Pigeon)**
- 2. Call to Order (CTAC Board Chair Terry Pigeon)**
- 3. Approval of Agenda (CTAC Board Chair Terry Pigeon)**

Motion to approve the agenda was moved by Michel Long and seconded by Jean-Marc Prince. No abstentions. The motion carried.

- 4. Approval of Minutes of November 16, 2016 Annual Meeting (CTAC Board Chair Terry Pigeon)**

A motion to approve minutes of November 16, 2016 AM was moved by John McCullagh and seconded by Terry Santoni. No abstentions. The motion carried.

- 5. Chair's Remarks (CTAC Board Chair Terry Pigeon)**

Terry reflected upon the disconcerting news of CTAC's defunding by PHAC. Affirmed that CTAC's work is still important and relevant and everyone is working hard to find other sources of funding. CTAC hired consultant Rick Kennedy to conduct environmental scan: The work we do (projects and operations) are great; ED is great; but we need to do better.

Terry discussed challenges and areas upon which to improve for the Board of Directors (BOD) such as GIPA/MEPA and advocacy. Not looking just to fill seats on BOD but for commitment and contribution. A possible solution would be to replace the BOD by an advisory taskforce, a model similar to CTAC's foundation. Own fault that board members are disengaged. Important to use PHAs in work. If people are interested, then it can be revived. Open to discuss.

Advocacy is a dirty word for government. That's possibly why the HIV movement, barring a few exceptions, has faltered at being advocates. In the current context, CTAC has failed in the field of advocacy, given it was what the organization did. In fact, the "A" in CTAC originally stood for "Advocacy" but was changed to "Action" to suit a shift in funding model.

No funding is an obvious obstacle for CTAC. That's why an advocacy committee has been formed, to focus on the loss of funding. We have written to the new federal Health Minister (Ginette Petitpas Taylor) to let her know about CTAC's key role in [HIV/HCV] treatment access and expressed our positions on how the government should do more to support the community. We offered to have a meeting with her. CTAC excelled at advocacy in the past and we can do it again.

CTAC has many challenges ahead. Consultant Rick Kennedy has done a SWOT analysis based on interviews with 40 people, including current and former staff; current and former board members; national partners and other stakeholders. The good news is that members want us to succeed and new funding opportunities seem promising. We will keep everyone updated through our newsletter.

Terry opened the floor for questions. Bob Leahy asked Terry to expand on the reality that PHAC funding will expire within five months with no firm commitment from anyone to pick up the slack. Bob said that advocacy with government is a lengthy process and the clock is ticking. Is there a contingency plan come April 1st?

Terry answered Bob's second question first. He said the contingency is the surplus from last year into reserve to the end of March to continue working on projects. The plan is not clear at the moment because BOD and ED will be working with the consultant (Rick Kennedy) over the next two days to develop a plan. We know that as of April 1, 2018, we don't want to close our door. Until then, the goal is to prove to funders (main Pharma) that we are here to stay. We will do good work and are looking for other funding outside Pharma to pan out.

Terry asked Shelina to address the funding part of Bob Leahy's question. Shelina said that having government funding is recent. CTAC was previously funder by Pharma and others. We are looking to go back to the previous funding model to mitigate the current risk that PHAC currently accounts for 88% of revenue. Shelina said there is currently more focus on the work and building confidence in Pharma, banks and other big funders, such as Telus. Funding should be diversified.

As just \$82,000 of CTAC's revenue came from Pharma in the last fiscal year, John McCullagh inquired about liabilities come April 1, 2018. Specifically, he asked how the organization has been prepared in the event the new funding doesn't happen.

Terry replied that if CTAC can't continue to operate for the foreseeable future from Apr. 1 onward, closing down might be an option. Or, another option might be to continue to operate with some changes, utilizing the reserve fund. The reserve fund is not much compared to other but larger than some. The board would be responsible for liabilities and to cover arrears. The board is also responsible to staff and to ensure the work CTAC does.

6. Presentation of Audited Financial Statements (CTAC Board Chair Terry Pigeon)

There were decreased revenues and expenses over the previous fiscal year with a small surplus of \$228. Our auditors continue to give CTAC an unqualified, clean opinion.

A motion to approve the audited financial statements was moved by Bob Leahy and seconded by Jean-Marc Prince. No abstentions. The motion carried.

7. Motion to Appoint Auditor for 2017-2018 Fiscal Year (CTAC Board Chair Terry Pigeon)

A motion to appoint Pennylegion Chung LLP to conduct the 2017-2018 financial audit was moved by Claudia Medina and seconded by Zachary Grant. No abstentions. The motion carried.

8. Executive Director's Report (CTAC ED Shelina Karmali)

Shelina thanked the Board for hiring her on September 1, 2016. She said she has worked hard to achieve goals such as: implementing new personnel policies; financial procedures; reporting to the board and funders; renegotiating vendor contracts; and advocacy for PHAC funding. She added that she felt fortunate to be working with such a resilient group and introduced staff: Rounak Khan (Interim Program Manager, Amanda Fletcher (Policy Researcher), Jaspreet Soor (Policy Researcher), David Arron (Policy Researcher), Terry Santoni (Bilingual Communications Specialist), Gordon Shallard-Brown (Communications Consultant) and Divya Chakshu (Finance & Office Administrator).

Shelina opened the floor to questions about CTAC's programs and projects, as described in the annual report. There were no questions.

9. Official Business (CTAC Board Secretary Roger Tam)

Roger talked about the call for nominations to the Board of Directors, which was issued on August 8 for submissions to be received by CTAC by September 22 at 5PM ET. There were five positions (plus one) open: two for regional directors and three for at-large directors. (The plus one was for the Western region, which was vacated too late to include on the initial call for nominations.)

Since nominations were received only for two vacancies, Jasmine Cotnam for the Ontario and Nunavut Region and Terry Pigeon for the Quebec Region, the Board decided it made no sense to incur costs to run an unopposed election.

A motion for members present to vote by secret ballot was put forward by Shelina Karmali and seconded by Rick Kennedy. No abstentions. The motion carried.

Following a short afternoon break, Roger returned to announce that Terry Pigeon and Jasmine Cotnam have been re-elected to the Board of Directors to represent the Quebec Region and the Ontario and Nunavut Region, respectively.

There remains 4 additional vacancies and the Board will be seeking to fill them as soon as suitable candidates are recruited.

On the Board going forward are: Terry Pigeon, Arthur 'Dave' Miller, Roger Tam, Patience Magagula and Jasmine Cotnam.

A motion to destroy the ballots was moved by Bob Leahy and seconded by Jean-Marc Prince. No abstentions. Motion carried.

10. Varia

None

11. Adjournment (CTAC Board Chair Terry Pigeon)

Motion to adjourn the meeting at 1:50 pm was moved by Roger Tam.