SUNDRIDGE AND DISTRICT MEDICAL CENTRE MEETING REGULAR MEETING AGENDA

TUESDAY OCTOBER 21, 2025 @ 6:00 P.M.

Meetings will be audio recorded as per Village of Sundridge Procedural By-Law No. 2020-037 and recordings will be posted on the municipal website. The minutes will remain the official record of meeting.

Join Zoom Meeting

https://us02web.zoom.us/j/83581286192?pwd=lbxQlc7aoDnQwhuyjCVkqH6Ff7Q2Eg.1

Meeting ID: 835 8128 6192 Passcode: 934062

AGENDA

- C1 Call to Order
- C2 Approval of Agenda

Moved by: Seconded by:

THAT the agenda for the Regular Meeting of the Sundridge & District Medical Centre Committee on October 21, 2025, be approved.

For

Against

Abstain

Recorded Vote:
Brown, Budd
Bryson, Tim
Jackson, Shawn
Ronholm, Jim
Whitmell, Vicki
Bryson, Tom

- C3 Declaration of Pecuniary Interest
- C4 Deputations None
- C5 Presentations None
- C6 Approval of Minutes
 - a) Regular Meeting Minutes September 15, 2025

Moved By: Seconded By: **THAT** the regular meeting minutes of the September 15, 2025 Sundridge & District Medical Centre Committee Meeting be approved:

Recorded Vote: For Against Abstain Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom

b) Closed Meeting Minutes – September 15, 2025

Moved By: Seconded By:

THAT the closed meeting minutes of the September 15, 2025 Sundridge & District Medical Centre Committee Meeting be approved:

Against

Against

Abstain

Abstain

For

Recorded Vote:
Brown, Budd
Bryson, Tim
Jackson, Shawn
Ronholm, Jim
Whitmell, Vicki
Bryson, Tom

C7 New Business

a) Village of Sundridge Resolution – 2025-225 Re: Number of Directors – Not for Profit

Moved By: Seconded By:

THAT the Sundridge and District Medical Centre Committee receive resolution 2025-225 from the Village of Sundridge.

For

Recorded Vote: Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom

b)	Township of Joly Reso Re: Number of Directo		08		
	Moved By: Seconded By:				
	THAT the Sundridge a 2025-00308 from the		Centre Committe	ee receive resolution	
	Recorded Vote: Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom	For	Against	Abstain	
c)	Sundridge and District Medical Centre Committee – Transition to Not for Profit Re: Draft By-law				
	Moved By: Seconded By:				
	THAT the Sundridge By-Laws;	and District Medica	I Centre Committe	ee receive the draft	
	AND THAT			·	
	Recorded Vote: Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom	For	Against	Abstain	

d) Village of Sundridge Resolution – 2025-203 Re: Medical Centre Administration Response

Moved By: Seconded By:

THAT the Sundridge and District Medical Centre Committee receive resolution 2025-203 from the Village of Sundridge.

For

Against

Against

Against

Abstain

Abstain

Abstain

Recorded Vote:
Brown, Budd
Bryson, Tim
Jackson, Shawn
Ronholm, Jim
Whitmell, Vicki
Bryson, Tom

e) SDMC Consolidated Maintenance Listing

Moved By: Seconded By:

THAT the SDMC Consolidated Maintenance Listing dated October 21, 2025 be received.

For

Recorded Vote: Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom

f) Sundridge and District Medical Centre - Facility Maintenance

Moved By: Seconded By:

THAT the Sundridge and District Medical Centre Committee discuss the maintenance of the Medical Centre facility.

For

Recorded Vote: Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom

- C8 Correspondence None
- C9 Budget Summary & Accounts Payable

Moved By: Seconded By:

THAT the Sundridge & District Medical Centre Budget Summary Report for the Period of January 1, 2025 to September 30, 2025 be received;

AND THAT the Sundridge & District Medical Centre Accounts Payable for the Period of September 1, 2025 to September 30, 2025 in the amount of \$36,396.14 be approved.

Against

For

Recorded Vote: Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom

- C10 Announcements
- C11 Notice of Future Motion
- C12 Closed Session

Moved By: Seconded By:

THAT the Sundridge & District Medical Centre Committee hold a Closed Session meeting as provided for by Section 239 (2)(d) of the *Municipal Act*, 2001, as amended, and the Village of Sundridge Procedural By-law No. 2020-037 to deal with: labour relations or employee negotiations;

Recorded Vote: Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom For Against

Abstain

Abstain

	Moved By: Seconded By:			
	THAT the Sundridge & District Notice regular portion of the meeting openly discussed the matters they authorizing the public exclusion.	en to the pub were permitte	lic at p.m. a	after having
	Recorded Vote: Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom	For	Against	Abstain
C13	Adjournment			
	Moved By: Seconded By:			
	THAT the Sundridge & District Np.m. until the next regular meetin Chair.		-	
	Recorded Vote: Brown, Budd Bryson, Tim Jackson, Shawn Ronholm, Jim Whitmell, Vicki Bryson, Tom	For	Against	Abstain

SUNDRIDGE AND DISTRICT MEDICAL CENTRE MEETING REGULAR MEETING MINUTES

TUESDAY SEPTEMBER 16, 2025 @ 6:00 P.M.

PRESENT: Township of Joly: Tom Bryson, Budd Brown

Township of Strong: Jim Ronholm, Tim Bryson

Village of Sundridge: Shawn Jackson (electronic), Fraser Williamson

STAFF: Christine Hickey (Recording Secretary)

GUEST: Dr. Sarah MacKinnon

C1 Call to Order

The Chair called the meeting to order at 6:00 p.m.

C2 Approval of Agenda

Resolution #2025-100MC Moved by: Jim Ronholm

Seconded by: Fraser Williamson

THAT the agenda for the Regular Meeting of the Sundridge & District Medical Centre Committee on September 16, 2025, be approved.

Recorded Vote:	For	Against	Abstain
Brown, Budd	X		
Bryson, Tim	X		
Jackson, Shawn	X		
Ronholm, Jim	X		
Williamson, Fraser	X		
Bryson, Tom	X		
CARRIED			

- C3 Declaration of Pecuniary Interest None
- C4 Deputations None
- C5 Presentations None

C12 a) Closed Session

Resolution #2025-101MC Moved by: Jim Ronholm Seconded by: Budd Brown

THAT the Sundridge & District Medical Centre Committee hold a Closed Session meeting as provided for by Section 239 (2)(d) of the *Municipal Act*, 2001, as amended, and the Village of Sundridge Procedural By-law No. 2020-037 to deal with: labour relations or employee negotiations.

Recorded Vote:	For Against	Abstain
Brown, Budd	X	
Bryson, Tim	x	
Jackson, Shawn	X	
Ronholm, Jim	X	
Williamson, Fraser	X	
Bryson, Tom	X	
CARRIED		

Resolution #2025-102MC Moved by: Fraser Williamson Seconded by: Shawn Jackson

THAT the Sundridge & District Medical Centre Committee now resume the regular portion of the meeting open to the public at 6:26 p.m. after having only discussed the matters they were permitted to under the resolution authorizing the public exclusion.

Recorded Vote:	For	Against	Abstain
Brown, Budd	X	_	
Bryson, Tim	x		
Jackson, Shawn	X		
Ronholm, Jim	X		
Williamson, Fraser	X		
Bryson, Tom	X		
CARRIED			

C6 Approval of Minutes

Resolution #2025-103MC Moved by: Jim Ronholm Seconded by: Budd Brown

THAT the following meeting minutes of the Sundridge & District Medical Centre Committee Meeting be approved:

Regular Meeting - August 19, 2025 Closed Meeting - August 19, 2025 Special Meeting - August 25, 2025

Recorded Vote:	For	Against	Abstain
Brown, Budd	X	_	
Bryson, Tim	X		
Jackson, Shawn	X		
Ronholm, Jim	X		
Williamson, Fraser	X		
Bryson, Tom	X		
CARRIED			

C7 New Business

 a) Sundridge and District Medical Centre Committee – Transition to Not for Profit Re: Draft By-law and Articles of Incorporation

Larry Crossan, Lexcor Business Lawyers LLP (for questions from Committee)

Resolution #2025-104MC Moved by: Fraser Williamson Seconded by: Jim Ronholm

THAT the Sundridge and District Medical Centre Committee reviewed the questions regarding the draft By-Laws and Articles of Incorporation with Larry Crossan, Lexcor Business Lawyers LLP.

Recorded Vote:	For	Against	Abstain
Brown, Budd	X	_	
Bryson, Tim (absent)			
Jackson, Shawn	X		
Ronholm, Jim	X		
Williamson, Fraser	X		
Bryson, Tom	X		
CARRIED			

Resolution #2025-105MC Moved by: Fraser Williamson Seconded by: Jim Ronholm

THAT the Sundridge and District Medical Centre Committee discuss the Draft By-Laws and Articles of Incorporation;

AND THAT a revised draft be brought to the next meeting for further discussion.

Recorded Vote:	For	Against	Abstain
Brown, Budd	X	_	
Bryson, Tim	X		
Jackson, Shawn	X		
Ronholm, Jim	X		
Williamson, Fraser	X		
Bryson, Tom	X		
CARRIED			

b) Township of Strong Resolution – R2025-225 Re: Number of Directors for Not for Profit

Resolution #2025-106MC Moved by: Jim Ronholm

Seconded by: Shawn Jackson

THAT the Sundridge and District Medical Centre Committee receive resolution R2025-225 from the Township of Strong;

AND THAT the respective Councils discuss Township of Strong Resolution R2025-225.

Recorded Vote:	For	Against	Abstain
Brown, Budd	x		
Bryson, Tim	x		
Jackson, Shawn	X		
Ronholm, Jim	x		
Williamson, Fraser	X		
Bryson, Tom	X		
CARRIED			

c) SDMC Consolidated Maintenance Listing

Resolution #2025-107MC

Moved By: Fraser Williamson Seconded By: Shawn Jackson

THAT the SDMC Consolidated Maintenance Listing dated September 16, 2025 be received.

Recorded Vote:	For	Against	Abstain
Brown, Budd	X		
Bryson, Tim	X		
Jackson, Shawn	X		
Ronholm, Jim	X		
Williamson, Fraser	X		
Bryson, Tom	X		
CARRIED			

d) Sundridge and District Medical Centre - Facility Management

Resolution #2025-108MC Moved By: Shawn Jackson Seconded By: Tim Bryson

THAT the Sundridge and District Medical Centre Committee discuss the management of the facility;

AND THAT the Committee request the Village of Sundridge resume management duties of the Sundridge and District Medical Centre Facility until a solution is reached.

Recorded Vote:	For A	gainst Abstair	n
Brown, Budd	x		
Bryson, Tim	x		
Jackson, Shawn	x		
Ronholm, Jim	x		
Williamson, Fraser		x	
Bryson, Tom	x		
CARRIED			

C8 Correspondence - None

Member Jackson left the meeting at 8:51 p.m.

C9 Budget Summary & Accounts Payable

Resolution #2025-109MC Moved By: Fraser Williamson Seconded By: Budd Brown

THAT the Sundridge & District Medical Centre Budget Summary Report for the Period of January 1, 2025 to August 31, 2025 be received;

AND THAT the Sundridge & District Medical Centre Accounts Payable for the Period of August 1, 2025 to August 31, 2025 in the amount of \$60,621.97 be approved.

Recorded Vote:	For	Against	Abstain
Brown, Budd	X		
Bryson, Tim	X		
Jackson, Shawn (absent)			
Ronholm, Jim	X		
Williamson, Fraser	X		
Bryson, Tom	X		
CARRIED			

- C10 Announcements
- C11 Notice of Future Motion
- C12 Closed Session (moved to after C5)
- C13 Adjournment

Resolution #2025-110MC Moved By: Budd Brown

Seconded By: Fraser Williamson

THAT the Sundridge & District Medical Centre Committee now adjourn at 8:53 p.m. until the next regular meeting being October 21, 2025 or at the call of the Chair.

Recorded Vote:	For	Against	Abstain
Brown, Budd	X		
Bryson, Tim	X		
Jackson, Shawn (absent)			
Ronholm, Jim	X		
Williamson, Fraser	X		
Bryson, Tom	X		
CARRIED			

Tom Bryson, Chair	Christine Hickey, Recording Secretary

SUNDRIDGE AND DISTRICT MEDICAL CENTRE MEETING

CLOSED MEETING AGENDA

TUESDAY SEPTEMBER 16, 2025

PRESENT:	Township of	Joly: Tom	Bryson,	Budd Brown
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Township of Strong: Jim Ronholm, Tim Bryson

Village of Sundridge: Shawn Jackson (electronically), Fraser

Williamson

STAFF: Christine Hickey (Recording Secretary)

Into Closed Meeting at 6:02 p.m.

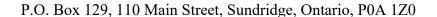
The purpose of this closed meeting is to discuss matters concerning:

Section 239 (2) (f) of the Municipal Act, 2001, as amended, and the Village of Sundridge Procedural By-law No. 2020-037 to deal with: labour relations or employee negotiations

The Committee discussed the information as presented and gave direction to staff.

Tom Bryson, C	Chairperson	
Christine Hicke	ev Recordin	g Secretary

Adjournment at 6:26 p.m.





Telephone (705) 384-5316 Fax (705) 384-7874 Email: admin@sundridge.ca

Village of Sundridge Council Resolution October 08, 2025 Item (11.1)

Staff Report S2025-018 SDMC – Review of Number of Directors for Not for Profit be received.

[refer to agenda Item 10 (A.2) SDMC Committee Minutes)

Resolution #2025-255

Moved By: Fraser Williamson Seconded By: Vicki Whitmell

THAT Council receive Staff Report S2025-018, dated October 8, 2025, regarding SDMC – Review of Number of Directors for Not For Profit be received,

AND THAT Council would like to keep the member voting representation of 2 Strong -2 Sundridge -2 Joly for the number of Directors for the Not for Profit.

Recorded Vote	For	Against	Abstain
Preston, Luke (absent)			
Smith, Sharon	Υ		
Whitmell, Vicki	Υ		
Williamson, Fraser	Υ		
Jackson, Shawn	Υ		
CARRIED.			



P.O. Box 519, Sundridge, Ontario, P0A 1Z0 Tel: 705-384-5428

October 14, 2025

RESOLUTION

,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
Agenda Item # 9.1 Sundridge and District Medical Centre – Board of Directors	Resolution # 2025-0030	
Moved By :		
Seconded By :		
NOW THEREFORE BE IT RESOLVED THAT:		

Council for the Corporation of the Township of Joly hereby receives the Sundridge and District Medical Centre Board of Directors report;

AND THAT Council hereby support continuing the member representation of 2 Strong - 2 Sundridge - 2 Joly for the number of Directors for the Not For Profit.

Mayor

Township of Joly

BY-LAW NO. 1

A by-law relating generally to the conduct of the activities and affairs of

SUNDRIDGE AND DISTRICT HEALTHCARE FACILITY

(hereinafter referred to as the "Corporation")

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ARTICLE 1 - INTERPRETATION

1.1 Scope of By-laws

These by-laws are intended to supplement the Act (as defined in the next section) by dealing with issues not covered by the Act and by varying certain of the default provisions provided in the Act. These by-laws are not intended to be a complete procedural code and are intended to be read in conjunction with the provisions of the Act.

1.2 **Definitions**

In these by-laws and all other by-laws of the Corporation:

"Act" – means the Not-for-Profit Corporations Act, 2010 (Ontario) and the regulations thereunder, as the same may be amended or replaced from time to time;

"Administrative Member" – means the Member appointed as such pursuant to section 2.3 below;

"Articles" – includes the original or restated articles of incorporation, articles of amendment, articles of amalgamation, articles of continuance, articles of reorganization, articles of arrangement and articles of revival of the Corporation, as the case may be;

"Board" – means the board of directors of the Corporation;

"By-laws" – means these by-laws and any other by-laws of the Corporation from time to time;

"contracts, documents or instruments in writing" - includes cheques, drafts or orders for the payment of money, promissory notes, bills of exchange, deeds, mortgages, charges, conveyances, powers of attorney, transfers and assignments of property of all kinds including transfers and assignments of shares, warrants, bonds, debentures or other securities and all other paper writings and electronic equivalents;

"Council" – means the elected legislative body of a municipality or other local government;

"Councillor" – means a member of a Council, including the mayor and any deputy mayor;

"Director" – means a director of the Corporation;

"discretion" - means absolute and unfettered discretion;

"Joly" – means The Corporation of the Township of Joly;

"Facility" – has the meaning ascribed thereto in section 2.1 below;

"meeting of Members" – includes an annual meeting of Members and a special meeting of Members;

"Member" - means a member of the Corporation, and "Membership" has a corresponding meaning;

"Officer" – means an officer of the Corporation and any officer title used with initial capital letters refers to an officer of the Corporation;

"Premises" - means the real property municipally known as 5 Park Street, Sundridge, Ontario POA 120;

"Rules" – has the meaning set forth in section 2.13 below;

"Strong" – means The Corporation of the Township of Strong; and

"Sundridge" – means The Corporation of the Village of Sundridge.

1.3 **Extended Meanings**

In this by-law and all other by-laws of the Corporation, unless something in the subject matter or context is inconsistent therewith:

- (a) words importing the singular number shall include the plural and vice versa;
- (b) words importing a gender shall include the masculine, feminine and all other genders;
- (c) words importing persons shall include individuals, partnerships, corporations, unincorporated organizations, associations, trusts, trustees, government agencies and any other form of organization or entity whatsoever;
- (d) any general terms followed by specific examples, whether using "includes", "including", "such as" or other similar terms, shall be interpreted broadly according to their full meaning and will not be limited to or by the examples listed; and
- (e) all terms defined in the Act and not otherwise defined herein shall have the meanings herein ascribed thereto therein.

1.4 **Prior By-laws**

Any prior general by-laws of the Corporation are hereby repealed and any provision of any other prior bylaws of the Corporation which is inconsistent with any provision of this by-law is deemed to be repealed and superseded by the provision of this by-law to the extent of such inconsistency.

1.5 **Enforceability**

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law.

1.6 **Conduct of Meetings**

In the event that there is any difference of opinion or dispute pertaining to the conduct of any meeting of the Directors or Members which is not adequately dealt with by the Act, the Articles or the By-laws, the difference or dispute will be resolved, to the extent possible, by reference to the guide-book entitled Nathan & Goldfarb's Company Meetings For Share Capital, Non-Share Capital and Condominium Corporations.

ARTICLE 2 – BUSINESS AND FINANCIAL MATTERS

2.1 **Purpose of the Corporation**

As set out in the Articles, the purpose of the Corporation is to establish and operate a facility (the "Facility") at the Premises to provide healthcare and complementary community services to local residents and visitors. As the Premises are owned by the Members, the Corporation will make appropriate arrangements with the Members for its use of the Premises. The Board will manage or supervise the management of the activities and affairs of the Corporation.

2.2 **Registered Office**

The registered office of the Corporation will be located at the Premises.

2.3 **Administration**

Until otherwise determine by unanimous agreement of the Members, the Administrative Member will be Sundridge. On behalf of the Corporation, the Administrative Member shall be responsible for dealing with all monies, receipts and paying of bills and will supply all bookkeeping, financial reports and any correspondence required by the Corporation. The Administrative Member will be reimbursed for such services by an administration fee to be mutually agreed upon by the Administrative Member and the Board from time to time.

2.4 **Financial Obligations of Members**

To the extent that the Corporation or the Facility requires funds, whether for operating deficits or otherwise, as determined by the Board in its discretion, the Members shall forthwith contribute the percentage of required funds set forth opposite their name below:

(a)	Strong	50%
(b)	Sundridge	40%
(c)	Joly	10%

Funds provided by the Members to the Corporation may be structured as loans (with or without security), donations, or any other form of contribution, as determined by the Members. Any operating surplus from the Facility will be used to fund ongoing operations and/or improvements.

2.5 **Limited Liability**

Notwithstanding the previous section, in recognition of the fact that Members are not, as such, liable for the liabilities of the Corporation, if the Members unanimously agree that it is no longer financially feasible to continue operating the Facility, they will have no further obligation to provide funds to the Corporation and may call any loans and realize on any security therefor.

2.6 Fiscal Year End

The fiscal year of the Corporation shall terminate on the 31st day of December in each year or on such other date as the Board may from time to time by resolution determine.

2.7 **Audited Financial Statements**

Until otherwise determined by the Members, the annual financial statements of the Corporation shall be audited by the auditor of the Administrative Member.

2.8 **Budget**

The Board shall develop and adopt a budget for each fiscal year of the Corporation which includes a reasonable reserve for contingencies and planned capital expenditures. A copy of the budget shall be provided to all Members at the same time and in the same manner as the annual financial statements.

2.9 **General Execution Authority**

Contracts, documents or instruments in writing requiring execution by the Corporation shall be signed by the Chair and the Secretary and all contracts, documents or instruments in writing so signed shall be binding upon the Corporation without any further authorization or formality.

2.10 **Board May Authorize Others**

The Board is authorized from time to time by resolution to appoint any Director, Officer or any other person or persons on behalf of the Corporation to sign and deliver either contracts, documents or instruments in writing generally or to sign either manually or by facsimile signature and deliver specific contracts, documents or instruments in writing.

2.11 **Corporate Seal**

The Corporation may have a corporate seal in the form approved from time to time by the Board. If a corporate seal is approved by the Board, the Secretary shall be the custodian of the corporate seal.

2.12 **Banking Arrangements**

The banking business of the Corporation, or any part thereof, shall be transacted with such banks, trust companies or other financial institutions as the Administrative Member may designate, appoint or authorize from time to time by resolution and all such banking business, or any part thereof, shall be transacted on the Corporation's behalf by such one or more Officers, Directors and/or other persons as the Board may designate, direct or authorize from time to time by resolution and to the extent therein provided.

2.13 **Policies, Rules and Regulations**

The Board may promulgate reasonable policies, rules and regulations (the "Rules"), including a code of conduct, for administration and operation of the affairs of the Corporation.

ARTICLE 3 – MEMBERS

3.1 **One Class of Members**

As provided in the Articles, there is only one class of Membership and each Member shall be entitled to receive notice of, to attend and to vote at all meetings of the Members. Each Member is entitled to one vote.

3.2 **Initial Members**

Until changed in accordance with the provisions hereof, the Members are:

- (a) Strong;
- (b) Sundridge; and
- (c) Joly.

3.3 **New Members**

A new Member may only be admitted with the unanimous approval of the existing Members.

3.4 **Resignation of Membership**

A Member may resign its Membership on giving not less than a full fiscal year's notice to the other Members.

3.5 Membership is Not Transferable

A Membership may not be assigned or transferred without the prior express consent of all the Members.

3.6 **Term of Membership**

Membership shall be for an indefinite term, subject to termination only in accordance with these By-laws.

3.7 **Termination of Membership**

A Membership is terminated when:

- (a) the Member is dissolved or otherwise ceases to exist; or
- the Corporation is liquidated or dissolved under the Act; (b)

provided that no such termination will exonerate the Member from any financial or other obligations which have accrued at such time.

ARTICLE 4 – DIRECTORS

4.1 **Number of Directors**

The Board will be comprised of a number of Directors equal to twice the number of Members.

4.2 **Nomination and Election of Directors**

Each Member will have the right to nominate two of their current Councillors for election as Directors. Each Member will vote at all meetings of the Members and act in all other respects in connection with the corporate proceedings of the Corporation in such manner as to ensure that the individuals who are the nominees of the Members are elected or appointed and maintained in office from time to time as Directors. No Member shall exercise any voting rights to remove a person as Director without the consent of the Member that nominated such person as Director. In the event that a vacancy shall occur on the Board, all Members shall exercise their voting rights to fill such vacancy with a nominee of the Member who nominated the person who is the vacating Director.

4.3 **Term of Directors**

Directors shall be elected and hold office until the earlier of:

- (a) the next annual meeting of Members or until their successors have been elected or appointed;
- (b) removal by the Member who nominated such Director; and
- the date on which a Director ceases to be a Councillor. (c)

4.4 **Remuneration of Directors**

The Directors shall serve as such without remuneration, but they shall be entitled to be reimbursed for all travel and other expenses properly incurred by them in connection with the affairs of the Corporation.

4.5 **Resignation of Director**

A Director may resign by written notice to the Corporation, which resignation will be effective when the Corporation receives the written notice or at the time specified in the notice, whichever is later.

ARTICLE 5 – OFFICERS

5.1 **Chair**

At the first meeting of the Board following incorporation and each annual meeting of the Members, the Directors will elect one of their number to be the Chair. The Chair will be the chief executive officer of the Corporation and the primary liaison between the Corporation and all third parties. The Chair shall, when present, preside at all meetings of the Board and at all meetings of the Members and will have such other authority and duties as may be set forth in the By-laws or assigned by the Board from time to time.

5.2 Secretary

The Administrative Member will designate a member of its staff to act as Secretary. The Secretary shall give, or cause to be given, all notices required to be given to Members, Directors, auditors and members of committees of the Board. The Secretary shall attend meetings of the Board and of the Members and shall enter or cause to be entered in books kept for that purpose minutes of all proceedings at such meetings. The Secretary will be paid a stipend by the Corporation for each meeting so attended.

5.3 **Other Officers**

The Board may designate other offices of the Corporation, appoint Officers on an annual or more frequent basis, specify their duties and, subject to the Act, delegate to such Officers the power to manage specific activities and affairs of the Corporation. A Director may be appointed to any office of the Corporation but an Officer need not be a Director.

5.4 **Removal and Termination**

In the absence of a written agreement to the contrary, the Board may remove, whether for cause or without cause, any Officer. Unless so removed, an Officer shall hold office until the earlier of:

- the expiry of the Officer's term of office; (a)
- (b) the Officer's successor being appointed;
- (c) the Officer's resignation; and
- (d) the Officer's death or incapacity.

ARTICLE 6 – MEETINGS OF MEMBERS

6.1 **Annual Meeting of Members**

The annual meeting of Members shall be held at the registered office of the Corporation, or at any other place within Ontario, as the Board may determine.

6.2 **Representation at Meetings of Members**

Each Member will give written notice to the Corporation of the individual entitled to represent that Member at any meeting of Members, which notice will remain binding on the Member until superseded by a subsequent written notice.

6.3 **Notice of Meetings of Members**

Notice of the time and place of a meeting of Members shall be given:

- (a) to each Member, each Director, the auditor of the Corporation and such other persons who are entitled or required under any provision of the Act, the Articles or the By-laws to be present at the meeting;
- not less than 14 days before the meeting; and (b)
- (c) by personal delivery, mail, registered mail, courier, telephone, facsimile transmission and electronic mail.

6.4 **Quorum for Meeting of Members**

At any meeting of Members, a quorum for the transaction of business shall be one duly-appointed representative for each Member.

6.5 Members' Meetings to be Open

All meetings of the Members shall be open to the public (to attend and listen) and notice thereof shall be provided on the website of the Corporation and each Member, provided that select meetings or portions of meetings may be held in private in accordance with practices followed by Councils in Ontario.

6.6 Chair

The Chair shall chair all meetings of the Members. In the absence of the Chair, the Members shall choose another Director as chair of the meeting and if no Director is present or if all the Directors present decline to act as chair, the Members shall choose one of their number to be chair of the meeting.

6.7 **Votes to Govern**

At any meeting of Members, every question shall, unless otherwise provided by the Articles or By-laws or by the Act, be determined by a majority of the votes cast on the question and voting shall be done by a show of hands unless a ballot on the question is required by the chair or requested by any Member. A declaration by the chair that a resolution has been carried and an entry to that effect in the minutes is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the resolution.

6.8 **Ballot**

If, at any meeting of Members, a ballot is requested on the election of a chair of the meeting or on the question of adjournment, it must be taken forthwith without adjournment. If a ballot is requested on any other question, it shall be taken in such manner as the chair directs. The result of a ballot shall be deemed to be the resolution of the meeting at which the ballot was requested.

6.9 No Casting Vote

In the case of an equality of votes at any meeting of Members, the chair of the meeting shall not be entitled to a second or casting vote.

6.10 **Adjournments**

Any meeting of Members may be adjourned to any time and from time to time, and any business may be transacted at any adjourned meeting that might have been transacted at the original meeting from which the adjournment took place.

<u>ARTICLE 7 – MEETINGS OF DIRECTORS</u>

7.1 **Monthly Meetings of Directors**

Regular meetings of the Board shall be held at the registered office of the Corporation at 16:00 hours on the third Tuesday of each calendar month or at such other time and place and on such other day as the Chair or any three Directors may determine.

7.2 **Notice of Meetings of Directors**

Notice of the time and place of a meeting of the Board shall be given to each Director not less than 48 hours before the meeting and may be given by personal delivery, mail, registered mail, courier, telephone, facsimile transmission and electronic mail. Each newly elected Board may without notice hold its first meeting for the purposes of organization immediately following the meeting of Members at which such Board was elected.

7.3 **Quorum for Meeting of Directors**

At any meeting of the Board, a quorum for the transaction of business shall be a majority of the number of Directors constituting the Board from time to time, provided that at least one Director nominated by each Member is present. A quorum for the transaction of business at meetings of a committee of Directors shall be a majority of the persons constituting the committee.

7.4 **Directors' Meetings to be Open**

All meetings of the Directors shall be open to the public (to attend and listen) and notice thereof shall be provided on the website of the Corporation and each Member, provided that select meetings or portions of meetings may be held in private in accordance with practices followed by Councils in Ontario.

7.5 **Chair**

The Chair shall chair all meetings of the Board. In the absence of the Chair, the Directors present at a meeting of the Board shall choose another Director as chair of the meeting.

7.6 **Voting**

At all meetings of the Board, every question shall be decided by a majority of the votes cast on the question and voting shall be done by a show of hands unless a ballot on the question is required by the chair or requested by any Director. A declaration by the chair that a resolution has been carried and an entry to that effect in the minutes is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the resolution.

7.7 **No Casting Vote**

In case of an equality of votes at any meeting of the Directors or any committee thereof, the chair of the meeting shall not be entitled to a second or casting vote in addition to his or her original vote.

7.8 Adjournments

Any meeting of the Board may be adjourned to any time and from time to time, and any business may be transacted at any adjourned meeting that might have been transacted at the original meeting from which the adjournment took place.

ARTICLE 8 – OTHER ROLES, INTERESTS AND INDEMNIFICATION

8.1 **Conflict of Interest**

In accordance with the Act, a Director, Officer, or member of a committee who has an interest, or who may be perceived as having an interest, in a proposed contract or transaction with the Corporation will comply with the Act and will disclose fully and promptly the nature and extent of such interest to the Board or committee, as the case may be, will refrain from voting or speaking in debate on such contract or transaction, will refrain from influencing the decision on such contract or transaction, and will otherwise comply with the requirements of the Act regarding conflict of interest.

8.2 **Separate Services of Directors**

Subject to compliance with the conflict of interest provisions of the Act, if any Director shall be a bona fide employee of the Corporation or shall perform services for the Corporation otherwise than as a Director or shall be a member of a firm or a shareholder, director or officer of a body corporate which is employed by or performs services for the Corporation, the fact of his or her being a Director shall not disentitle such Director or such firm or body corporate, as the case may be, from receiving proper remuneration for such services.

8.3 **Interest of Directors and Officers Generally in Contracts**

Subject to compliance with the conflict of interest provisions of the Act, no Director or Officer shall be disqualified by his or her office from contracting with the Corporation nor shall any contract or arrangement entered into by or on behalf of the Corporation with any Director or Officer or in which any Director or Officer is in any way interested be liable to be voided nor shall any Director or Officer so contracting or being so interested be liable to account to the Corporation for any profit realized by any such contract or arrangement by reason of such Director or Officer holding that office or of the fiduciary relationship thereby established.

8.4 <u>Indemnification of Directors and Officers</u>

The Corporation shall indemnify a Director or Officer, a former Director or Officer or an individual who acts or acted at the Corporation's request as a director or officer, or in a similar capacity, of another entity, and his or her heirs and legal representatives to the extent permitted by the Act.

8.5 **Right of Indemnity Not Exclusive**

The provisions for indemnification contained in the by-laws of the Corporation shall not be deemed exclusive of any other rights to which any person seeking indemnification may be entitled under any agreement, vote of Members or Directors or otherwise, both as to action in his or her official capacity and as to action in another capacity, and shall continue as to a person who has ceased to be a Director, Officer, employee or agent and shall enure to the benefit of the heirs and legal representatives of such a person.

8.6 No Liability of Director or Officer for Certain Matters

To the extent permitted by law, no Director or Officer shall be liable for the acts, receipts, neglects or defaults of any other Director or Officer or employee or for joining in any receipt or act for conformity or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by the Corporation or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the moneys of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or body corporate with whom or which any moneys, securities or other assets belonging to the Corporation shall be lodged or deposited or for any loss,

conversion, misapplication or misappropriation of or any damage resulting from any dealings with any moneys, securities or other assets belonging to the Corporation or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust or in relation thereto unless the same shall happen by or through his or her failure to act honestly and in good faith with a view to the best interests of the Corporation and in connection therewith to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

8.7 Insurance

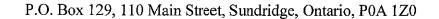
The Corporation may purchase and maintain such insurance for the benefit of its Directors and Officers as the Board may from time to time determine, except insurance against a liability, cost, charge or expense of the Director or Officer incurred as a result of a contravention of the Act.

ARTICLE 9 – MISCELLANEOUS

9.1 **Omissions and Errors**

The accidental omission to give any notice to any Member, Director, Officer or auditor or the non-receipt of any notice by any Member, Director, Officer or auditor or any error in any notice not affecting the substance thereof shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

MADE	
WITNESS the hands of the authorized officers and	the corporate seal of the Corporation.
<u>-</u>	, Chair
	c/s
	7.
_), Secretary





Telephone (705) 384-5316 Fax (705) 384-7874 Email: clerk@sundridge.ca

Village of Sundridge Council Resolution August 20, 2025 Item (11.2)

Staff Report - Sundridge & District Medical Centre

Resolution #2025-203

Moved By: Fraser Williamson Seconded By: Luke Preston

THAT Council receive Staff Report S2025-014, dated August 20, 2025 regarding the Sundridge & District Medical Centre;

AND THAT Council recognizes village staff should not act outside of the scope of the administrative assignments,

AND THAT Council encourages the Sundridge & District Medical Centre Committee to continue with their intent and process to hire personnel to serve as the medical centre's facility manager.

Recorded Vote	For	Against	Abstain
Preston, Luke	Υ	•	
Smith, Sharon	Υ		
Williamson, Fraser	Y		
Jackson, Shawn	Υ		
CARRIED			



Sundridge & District Medical Centre

January 2023 – Forward

Date of Committee Mtg: October 21, 2025

Maintenance Items:	Particulars:	Estimated Cost	Status	Completion Date:
Additional Parking Lot	Working with Engineer and Contractor on deficiencies: Asphalt settling, curb cracking, sidewalk cracking, joint repair and curb spalling Meeting with the Engineers and the Contractor regarding deficiencies	TBD	In Progress	
Basement Renovations	Coordination of approved updates: Flooring, blinds, electrical, IT, misc. – Complete (few outstanding items)	TBD	In Progress	
Abatement and Repair - Basement	Work completed to remove substance located on lower level Repair work halted to allow for IT and Electrical work for better use of the space Repair work to commence April 11 Working on the quotes for Flooring and costs to finish painting	\$30,168	Complete	
Dead tree removal	Hazard – urgency low	\$1,000	TBD	
Add to annual maintenance schedule:				
Regular water testing/ water system inspection				
Power wash exterior of building				
Lift inspection	Proposed Maintenance Service Contract – Savaria Silver Package selected - \$2768.21 Battery Pack causing beeping – scheduled for service Battery backup Unit replacement - Completed Service Call Coordination - Lift not working		On going	April, July, Oct, Jan
Flower beds				
Generator Maintenance and Testing	 Contacted local company that is able to service Generac Generators – Vals Equipment Service Weekly Generator Test Coordinating maintenance – attending site week of April 21 - Completed 		On going	
Heating/Cooling and Ventilation Maintenance	Required maintenance as per product specifications: Air Conditioners, Ventilators, Ventilation Fan and Heat Recovery Ventilator Quotations received for review		On going	

Maintenance Items:	Particulars:	Estimated Cost	Status	Completion Date:
	VFD Controller Unit – Coordinate Installation - Completed Coordinating a price of a Buffer unit – Completed Coordinated a meeting on site February 20 to discuss system and issues – VFD to be installed with Buffer Unit – will send electrician bills for the year to review the capacity Hub Area – all rooms are not the same temperature/ change filter code – Completed Hub Area – rooms were a high temperature – changes to system setting required – Completed Martin Mechanical and supplier working on issues with the heating/cooling in hub area Heat on Main Level not working – Part ordered and install – week October 5 Heat on Upper Level not working – Part ordered and installed week of October 5 Martin Mechanical to look into Hydro covering costs			
General Facility Maintenance: Management of requests/issues at the facility Fire Safety Requirements	Lights tenant office Door Lock on Tenant Access – Replaced Lock Replacement of toilet Management of ant issue Tenant Office Door – not closing needs to be fixed as it is a fire door Washroom on lower level – out of service – Plumber scheduled fix Leaking Faucet – Most faucets in dental office repaired or tightened due to leaking. Air in waterline – looking into issue – possible hole in line or foot valve not working properly Fire Safety Plan – Completed		Ongoing	
rile Salety Requirements	Fire Safety Plan – Completed Fire Safety Plan – Annual Review & Training Fire Extinguisher Testing – Monthly Emergency Lights and Alarms Testing - Monthly			
Lease Agreement				
Tenant Lease Agreement	Renewal – 2025 (January) Initial Agreement was 5 years with right to renew for 2 consecutives five-year terms		Completed	

Maintenance Items:	Particulars:	Estimated Cost	Status	Completion Date:
	Tenant has draft lease as per January meeting for			
	review. Lease signed by tenant require Chair			
	signature			
Facility Access (Keys):	Dental Office: 3 Keys – Request for 1 more		N/A	N/A
	Medical Centre: 6 (plus courier key access)			
	Expansion of Services Program: 4			
	Practice Ready Ontario Program: 1			
	Currently 23 Keys out			
	Rekey facility external doors – July 10			

Completed

Maintenance Items:	Particulars:	Estimated Cost	Status	Completion Date:
Paint front entry way	Asap	\$300	completed	Renovation
Address frost heave issue, post at front	Asap, place pylons to ensure snow insulation	\$35,000	completed	Renovation
entrance				
Replace car on lift (Garavanta)	In need or replacement	25,000	completed	Renovation
Water system inspection	Annual maintenance, regular testing	0	completed	Annually
Fire extinguishers	Annual maintenance (provided by outside source)	0	completed	Annually
Pull weeds around building & flower beds	Asap – regular routine maintenance	0	completed	
Back-up generator for building - not budgeted	Hard wired to electrical panel (w NG)	\$30,000	completed	Renovation
2019	Generator only runs the Tenant portion of the building			
Wheelchair accessible washrooms	One per floor required	\$ 1,500	completed	Renovation
Paint interior walls second floor	Consult with staff in area; complete on weekends	\$ 1,000	completed	Renovation
			completed	Renovation
Pave parking lot	Complete on a spring weekend; post ground thaw	\$25,000		
Review signage around building	Traffic flow for parking			
	Review spaces and signage with additional parking lot			
Renovate first floor			completed	Renovation
Sound proof walls first floor	Privacy concerns	\$1,000	completed	Renovation
Paint interior walls first floor	Consult with staff in area; complete on weekends	\$ 1,000	completed	Renovation
Remove/replace carpet on first floor	Complete during Christmas break/vacations	\$17,000	completed	Renovation
Renovate basement	TBD			
Address exterior drainage issues	Identify & complete in spring prior to paving		completed	Renovation
Consultation w Wet Basement Specialist	Water in basement again Nov/19; remediate	\$2,000	completed	Renovation
RENOVATION: 2021/2022	Ramp replacement, new lift, medical office	1.5 million	completed	Renovation
	administration area reconfiguration, drywall, paint,			
	new HVAC unit, backup generator, new cabinetry,			

	storm drain replacement, heating/cooling units			
Access Ramp to Rooftop Unit	upgraded/replaced B Safety Violation was issued related to the	\$7,000	Completed	November
Access Ramp to Roonop om	access to the rooftop unit. As directed at the	Ψ7,000	Completed	2023
	November 2023 meeting. Staff worked with Near			
	North Industrial Solutions to design a ramp that			
	would meet TSSA Standards and bring us in			
	compliance with the Violation Order.			
Small area of flooring lifting and one door	Staff to meet W.S. Morgan at the Medical Centre on	Under	Completed	December
sticking	Saturday December 9 to provide access to the Clinic	Warranty	·	2023
	to repair the small area of flooring and repair the door			
	that is sticking.			
HVAC System Unit – Noise Level	Consideration of adding additional diffusers to help	Warranty plus	Completed	June 2024
	reduce noise levels.	additional		
	Site Meeting – March 21 and March 22, 2024 Work in progress	\$5773.58		
	Review of Deficiencies (on site) – May 17, 2024			
	Deficiencies reviewed and modifications made all			
	items have been completed			
Rooftop Unit	Advised the upper level of the Medical Centre not	\$2,260.00	Completed	June 2024
	cooling down.			
	There is a leak which is causing the system to be low			
	on refrigerant. Unit runs to long and over pressurized			
	Connected economizer, rewired fan motor and set to high speed, brazed and repaired leak on refrigerant			
	system			
Rooftop Unit	Rooftop unit replacement –	\$17,500.00	Completed	November
	crack in the heat exchanger and once the	4 , 6 6 6		2024
	circulating fan for the air in the duct work turns on			
	it pushes the air through the crack in the heat			
	exchanger and causes the flames to roll out of the			
	burner tubes. – Memo provided at October			
	Meeting			
Heating/Cooling and Ventilation Maintenance	No heat it the Medical Office – need to replace the	\$450.00 -	On going	November
	high low switch	switch		2024
	Further determined that the fuse in the outside unit	\$1812.40 -		
	was burnt out, this was a result of a faulty	troubleshoot		
	motherboard. Unit has temporarily been repaired	unit with electrician		
	Contractor to provide an update and cost for replacement of motherboard – Cost unknown at this	electrician		
	T TODIAGOTICAL DI HIGHEIDUALU — QUAL UHNHUWH AL IHIA	1	1	1

Engineering and Design of Additional Parking	Working with EXP on design of Parking Lot Design Complete Tender awarded at March 25 Meeting Site Meeting – May 24 to confirm timeline and next steps Completion of all payments	\$75,000	Design – Completed Project Mgt - Ongoing	February 2025
Additional Parking Lot	Project almost complete – delay in completion date Project to be complete by end of August	\$215,136.33 (plus HST).	completed	November 2024
Water Heater Unit	Appears to be a small leak – coordinating North Bay Hydro to look at unit North Bay Hydro – Replacement of Unit – January 2025 – Completed Advised that water is not heating, stays lukewarm (tenant office) – Completed temperature was set to low, has been adjusted	N/A	Complete	
Dedicated Receptacle	Install dedicated receptacles in 4 offices and reception area – Work not able to proceed due to the insulation in attic space and no other access Project to be completed by Funding received through Expansion Program (Not a Committee Budget Item)	N/A	Complete	N/A

Sundridge and District Medical Centre

Budgetary Control

10/16/2025 9:12 PM For the Period 1/01/2025 - 9/30/2025

Report Date

Committed Current Year to Date % Account # / Description Budget Variance 55,569.00 4012 - Rental Income - Tenant 28,686.00 (26.883.00)48.4-4013 - Rental Income - NP 1,147.96 10,331.64 13,776.00 (3,444.36)25.0-3,912.11 4015 - Rental Income - MD 35,208.99 46,945.00 (11,736.01)25.0-4020 - Interest 14,692.47 43,636.00 66.3-(28,943.53)4050 - Municipal Contribution - Sundridge 67,559.00 67,559.00 4051 - Municipal Contribution - Strong 57,851.08 31.5-84,449.00 (26.597.92)4052 - Municipal Contribution - Joly 16,890.00 (16,890.00)100.0-4053 - Opening Surplus/Deficit (Budget Only) 18,522.00 100.0-(18,522.00)4060 - Miscellanious Revenue 23,170.17 23,170.17 4080 - Transfer From Reserves 87,000.00 (87,000.00)100.0-Revenue Totals: 5,060.07 237,499.35 434,346.00 (196,846.65) 45.3-5010 - Hydro 1.793.21 8.388.53 13.000.00 4,611.47 35.5 5015 - Cleaning Supplies 424.75 2.016.14 2.500.00 483.86 19.4 5020 - Janitorial Services 2.700.00 24.600.00 39.000.00 14.400.00 36.9 5025 - Postage & Courier 300.00 300.00 100.0 5030 - Taxes 6.719.79 12.937.98 13.000.00 62.02 0.5 5035 - Office & General 149.97 285.57 1,000.00 714.43 71.4 5040 - Insurance 16.742.16 16.742.00 (0.16)30.6 5050 - Maintenance & Repairs 19.98 19.787.42 28.500.00 8.712.58 5060 - Heat 3.215.82 4,200.00 984.18 23.4 5061 - Hot Water Tank Rental 211.32 203.68 49.1 415.00 5063 - Water Testing 100.00 100.00 100.0 4.4 5070 - Capital Expenditure 12.872.09 46.346.35 48.500.00 2.153.65 5075 - Audit & Legal 10.864.35 7,407.55 8,750.00 1.342.45 15.3 5080 - Administration 750.00 6.150.00 9.000.00 2.850.00 31.7 5082 - Bank Charges 802.78 700.00 (102.78)14.7-975.00 5086 - Recording Secretary Fees 975.00 100.0 5090 - Miscellaneous 102.00 2.465.35 500.00 (1.965.35)393.1-5095 - Advertising 100.00 100.00 100.0 5097 - OILC Debenture Interest 34.415.25 68.373.00 33.957.75 49.7 5098 - OILC Debenture Principal 12.687.46 50.6 25.676.00 12,988.54 25.0 5715 - PRO Reception 39.375.00 52.500.00 13.125.00 5814 - Reception Employer Costs NP 10.515.00 10.515.00 100.0 5815 - Contracted Receptionist Services 25.0 41.250.00 55.000.00 13.750.00 5818 - Facility Management - Employee 35,000.00 35,000.00 100.0 36,396.14 279,084.68 434,346.00 155,261.32 35.8 **Expense Totals:**

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