



**Ontario College
of Pharmacists**

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**MINUTES OF A
BOARD OF DIRECTORS MEETING
HELD VIA MS TEAMS
SEPTEMBER 12, 2024
1:00 P.M. TO 4:00 P.M.**

OCP Board of Directors

Jennifer Antunes
Randy Baker
Connie Beck
Douglas Brown
Lisa Dolovich
Billy Cheung
Andrea Edginton
Jean-Pierre (JP) Eskander
Andrea Fernandes
Sara Ingram (Vice-Chair)
Adrienne Katz
Elnora Magboo
Stephen Molnar
James Morrison (Chair)
Nadirah Nazeer
Siva Sivapalan
Wilfred Steer
Cindy Wagg
Devinder Walia
Shari Wilson

Regrets

Alain Stintzi

Guest

Esi Codjoe, Turnpenny Milne, Independent Legal Counsel
Erica Richler, Steinecke Maciura LeBlanc

Management

Susan James, Acting Registrar and Director, Registration and Quality
Thomas Custers, COO & Director, Corporate Services
Angela Bates, Director, Conduct
Christian Guerette, General Counsel and Chief Privacy Officer
Todd Leach, Director, Communications
Katya Masnyk, Director, Policy, Engagement and Strategy Implementation
Greg Purchase, Manager, Registration

Staff

Vera Patterson, Governance Coordinator
Sharlene Rankin, Executive Assistant to the Directors
Stephenie Summerhill, Executive Assistant to the Registrar and CEO

The meeting was called to order at 1:00 p.m. The Chair, James Morrison, welcomed all Board Directors, staff and observers.

1. Land Acknowledgement

Lisa Dolovich opened the meeting with a land acknowledgement in recognition and respect for Indigenous peoples.

2. Declaration of Conflicts of Interest

James Morrison declared a conflict and indicated he will recuse himself from the discussion of item 3. Removal of the Chair.

Sara Ingram noted she does not have a conflict with Item 4 as it is apparent the item will be for receipt of a procedural report. She notes the posted motion inherently puts her in a conflict and if required she will recuse herself for the motion.

3. Board Chair Removal

James Morrison asked Sara Ingram to chair this agenda item due to his declared conflict. He then recused himself from the meeting before any discussion of the item.

Sara Ingram opened debate, noting there is an active motion on the floor “THAT James Morrison be removed from the position of Chair of the Board, effective immediately, due to violations of the Board’s Code of conduct under Policy 3.7 and failure to adhere to good governance practices, as outlined”.

Jennifer Antunes, mover of the motion, noted that elections for the new Board leadership positions take place in two days and therefore she withdrew her motion, indicating she will address her concerns with the new Board chair for appropriate action. Siva Sivapalan, seconder of the motion agreed, and the motion was duly withdrawn.

Sara Ingram invited James Morrison back into the room and he resumed the chair role.

4. Update from Interim Governance Chair

This item was a motion brought by Siva Sivapalan that was approved by the Board during the August 9th Board meeting.

Motion: THAT the interim governance committee chair (or designate) provide the Board with an update regarding an alleged conflict of interest regarding Sara Ingram, any substantive procedural differences which may have arisen in the process of the governance committee making determinations (if they have been made) regarding the alleged conflicts of interest of Siva Sivapalan and Sara Ingram”.

Prior to the interim governance committee chair report Sara Ingram raised a point of order and requested a ruling regarding the appropriateness of the motion, stating a concern related to the appropriate application of Board policy 3.7 (Code of Conduct).

Siva Sivapalan asked that the Chair consider his comments before ruling on Sara Ingram's point of order. The Chair agreed and allowed Siva Sivapalan to speak. Siva Sivapalan presented a slide on Institutional Racism.

The Chair ruled that Siva Sivapalan's motion was not out of order and invited debate.

During the debate Sara Ingram and Siva Sivapalan both raised concerns around the process followed to decide their conflicts of interest with Board matters. The Board attempted to come to an agreement on what discussion was appropriate for the Board to engage in. Esi Codjoe offered to provide legal advice, and the Board deferred this matter until their return from in-camera.

Motion: The Board approved a motion to go *in-camera* pursuant to the Health Professions Procedural Code HPPC s 7(2)(e).

The Board went in camera at 2:05 pm and returned to the public meeting at 3:00 pm.

The Board continued to debate the motion which had been deferred prior to going in-camera. Given the concern raised by Sara Ingram, and following debate about these concerns, the chair called for a vote on the motion to determine the Board's direction whether to proceed with the motion or not.

The Board approved the motion that interim governance committee chair (or designate) provide the Board with an update regarding an alleged conflict of interest regarding Sara Ingram, any substantive procedural differences which may have arisen in the process of the governance committee making determinations (if they have been made) regarding the alleged conflicts of interest of Siva Sivapalan and Sara Ingram.

Interim Governance Committee Chair, Ravil Veli, along with Erica Richler of Steinecke Maciura LeBlanc provided a brief update on the alleged conflict of Sara Ingram. This update was followed by discussion about the possibility of procedural unfairness to Sara as well as procedural unfairness to Siva Sivapalan with regards to his conflict-of-interest investigation. There was discussion through a question and answer process regarding the report provided by Ravil Veli and the following points were noted.

- There were significant differences in the timelines of the two processes. The process regarding concerns into Siva Sivapalan's code of conduct concern were addressed quickly whereas Sara Ingram's matter took considerably longer.
- There were differences in the publication of the matters, noting that Siva Sivapalan's matter was posted on the College's public website before the Governance Committee resolved the matter, while no such update was provided for Sara Ingram's matter.
- Siva Sivapalan was asked to recuse himself from all Committee and Board meetings until his Governance matter was resolved, and no such request was made to Sara Ingram.
- It was noted that a different approach was taken in accessing Governance Committee legal counsel regarding fairness concerns raised by both parties for their respective matter. In response to this observation, Ravil Veli responded that he did not favour Sara Ingram over Siva Sivapalan.

Siva Sivapalan requested that his slide be displayed again and provided further comments requesting the College to reflect on the discussions that have occurred in this motion.

5. Governance Review Proposal

With little meeting time left, the Board approved a motion that the Governance Review Proposal be deferred to the September 15-16 Board agenda and the meeting be adjourned.

The meeting was adjourned at 4:00pm.

Vera Patterson
Governance Coordinator

James Morrison
Board Chair