

**Amendments to Perth and Smiths Falls District Hospital Corporation By-Laws
Tuesday, June 28, 2022**

Article 4

Directors

4.1 Composition of Board

The Board shall consist of:

- (a) ten (10) Directors who satisfy the criteria set out in section 4.3 and who are elected by the Members entitled to vote in accordance with section 4.7 or appointed in accordance with section 4.9;
- (b) two (2) municipal representative *ex-officio* Directors who satisfy the criteria set out in section 4.3 as follows:
 - (i) One elected representative from the Town of Perth as recommended by the Municipal Council of the Town of Perth; and
 - (ii) One elected representative from the Town of Smiths Falls as recommended by the Municipal Council of the Town of Smiths Falls; and
- (c) five (5) *ex-officio* non-voting Directors as follows:
 - (i) Chief Executive Officer
 - (ii) Chief of Staff;
 - (iii) President of the Medical Staff;
 - (iv) Vice-President of the Medical Staff,
 - (v) Chief Nursing Executive; and
- (d) Chair or designate of the Perth and Smiths Falls District Hospital Foundation as *ex officio* voting member.
- (e) Representative of the Patient & Family Advisory Council as *ex officio* voting member.**

Article 9

Officers

9.1 Officers

The officers of the Corporation shall include:

- (a) Chair of the Board;
- (b) Chief Executive Officer; and
- (c) Secretary;

and may include one or more Vice Chairs and any such other officers as the Board may by resolution determine. The officers shall be elected or appointed by resolution of the Board at the first meeting of the Board following the annual meeting of Members at which the Directors are elected or at such other times when a vacancy shall occur. A person may hold more than one office.

9.2 Terms of Office – Vice Chair and Secretary

Unless otherwise provided in this By-law, the officers of the Corporation shall hold office for one (1) year from the date of appointment or election or until their successors are elected or appointed in their stead and shall be eligible for reappointment. Officers shall be subject to removal by resolution of the Board at any time.

9.3 Term of Office – Chair

Unless otherwise provided in this By-law, the Chair of the Corporation shall hold office for a term of two (2) years from the date of appointment or election ~~or until their successors are elected or appointed in their stead and shall be eligible for reappointment.~~ The Chair shall be subject to removal by resolution of the Board at any time.

9.4 Eligibility for Chair and Vice-Chair

Municipal Representatives appointed under Section 4.1(b) and ex-officio Directors appointed under Section 4.1(c) are ineligible for election as Chair or Vice-Chair.