

WHEREAS the Founding Conference, held in June of 1986 in Peterborough, adopted the Constitution of the new Association as drafted by the Steering Committee on Merger;

AND WHEREAS the Board of Directors of the Association of Ontario Boards of Health and the Executive Committee of the Society of Medical Officers of Health of Ontario endorsed a provisional Board of Directors for the new Association at their meetings held on September 12, 1986 and September 15, 1986 respectively;

THEREFORE, the A.O.B.H. and S.M.O.H.O. hereby agree to the following Memorandum of Agreement setting forth the terms and conditions of the merger as of October 29, 1986.

#### MEMORANDUM OF AGREEMENT

1. Subject

Amalgamation of the two organizations known as:

- \* Association of Ontario Boards of Health
- \* Society of Medical Officers of Health of Ontario

2. Name

The name of the new Association shall be Association of Local Official Health Agencies.

3. Assets and Liabilities

The new Association agrees to assume the assets and liabilities of all above-named organizations as of October 31, 1986.

Assets shall include but not be limited to such items as cash-on-hand in bank accounts; term deposits or certificated long-term investments; accounts receivable; accrued interest; deferred expenses; and fixed assets. All investments, whether short or long-term, shall be assumed in their present state and ownership transferred to the new Association.

Liabilities shall include but not be limited to accounts payable; accrued liabilities; deferred revenue; general surplus and reserve funds.

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4. Opening Balance Sheet

Each of the two merging organizations shall direct complete audits as of March 31st, 1987 and prepare a consolidated Opening Balance Sheet.

5. Bank Accounts

New bank account(s) shall be opened in the name of the new Association as of October 31, 1986 and funds transferred to them from the two merging organizations as set forth in this Memorandum of Agreement. Sufficient funds shall remain in the two organization bank accounts to cover any cheques outstanding as at October 31, 1986.

6. Receipts and Disbursements

All receipts received after October 31, 1986 and all disbursements issued after October 31, 1986 shall be recorded in the name of the new Association. Cheques will be issued under the new Association's name and signed by the appropriate officials so designated by the Executive Committee of the new Association.

7. Contract and Leases

The new Association shall assume all existing leases and contracts presently held by A.O.B.H. and S.M.O.H.O., that do not expire as of October 31, 1986.

8. Furniture and Equipment

All existing records, furniture and equipment owned by the two merging organizations shall become the property of the new Association on October 31, 1986.

In connection with insurance coverage, a joint inventory will be prepared of all office furniture and equipment, such inventory to be kept on file.

9. Present Full-Time Staff


It is agreed that the new Association will:


- a) maintain the positions of all existing full-time employees in the same capacity but not necessarily at the same rate of remuneration; and
- b) assume all contracts, personnel policies and fringe benefits for existing full-time employees.

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10. General

It is agreed that matters requiring additional explanation or detail may be appended to this Memorandum of Agreement and shall be considered as a Statement of Intent.

  
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Association of Ontario  
Boards of Health  
EDWIN CURTIN, President

  
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Society of Medical Officers  
of Health of Ontario  
DONALD MIKEL, M.D., President

Signed this 29th day of October, 1986  
Toronto, Ontario