

Council of Canadians
Special Meeting of Members by Zoom Videoconference
Sunday, March 15, 2020
2:00 p.m. – 4:45 p.m. EDT

MINUTES

Present: John Cartwright (Chair, Board Member), Paul Strome (Board Member), Justine De Jaeger (Board Member), Dave Greenfield (Board Member), Joey Hartman (Board Member), Ron East (Board Member), Steven Staples (Board Member), Morna Ballantyne (Board Member), Nita Grass (Board Member), Laila Malik (Board Member), Joe Mihevc (Board Member), Navjeet Sidhu (Board Member), Alice-Anne Simard (Board Member), Deedee Slye (Board Member), Lynn Armstrong (Board Member), Meg Borthwick (London, ON chapter), Rick Arnold (Northumberland, ON chapter), Mary Love (Hamilton, ON chapter), Lin Grist (Guelph, ON chapter), Richard Hagensen (Campbell River, BC chapter), Debbie Hopper (Kent County, NB chapter), Carol Ferguson (North Shore, NS chapter), Marilyn Keddy (South Shore, NS chapter), Rod Olstad (Edmonton, AB chapter), Barbara Berger (Comox Valley, BC chapter), Phyllis Ruthven (Delta-Richmond, BC chapter), Randy Emerson (Windsor Essex, ON chapter), Wes Kmet (Kelowna, BC chapter), Lynne Rochon (Quinte, ON chapter), Tracy Frohlick (Toronto, ON chapter), Yvonne Earle (St. John's, NL chapter), Patricia Cocksedge (Powell River, BC chapter), Gayvin Franson (Saskatoon, SK chapter), Jim Elliott (Regina, SK chapter), Keith Wiley (Nelson-W. Kootenay, BC chapter), Nouhad Mourad (PEI chapter), Roy Brady (Peterborough/Kawarthas, ON chapter), David Lubell (Kitchener/Waterloo, ON chapter), Margo Sheppard (Fredericton, NB chapter), Barbara Mitchell-Pollock (Victoria, BC chapter), Mary Matheson (Vancouver/Burnaby, BC chapter), David Condon (Medicine Hat chapter), Candace Moore (Cowichan, BC chapter), George Hewison (Kawarthas Highlands chapter), Carl Stewart, Meena Peruvemba, Susan McMurray, Maude Barlow, Shirley Lord, Gordon Laxer, Margaret Walsh Craig and Paul Moist.

Governance Task Force Members: Leo Cheverie, Tara Seucharan, Mike Perry (*joined later in discussion*) Marilyn Keddy, Shirley Lord

Governance Task Force Regrets: Carol Wall

Staff: Molly Kane (Executive Director), Kathie Cloutier (Recording Secretary)

Meeting was called to order with Mr. John Cartwright in the Chair at 2:05 p.m. EDT who welcomed everyone to the meeting and acknowledged the land that we virtually meeting on the traditional territories of many First Nations.

Mr. Cartwright confirmed that this meeting is being held as per the Notice of Special Members Meeting that was sent out on February 18th in accordance with Bylaw 10.01 and that quorum is thirty (30) members, which we do have at this meeting.

Joey Hartman acknowledged the work of the Good Governance Task Force and thanked them for all their work. Ms. Hartman then introduced each member of the task force.

Molly Kane provided an overview of how the voting process will work and launched a test vote question to demonstrate.

Ms. Hartman then provided an overview of the 33 Task Force recommendations. The first 20 are by-law proposals which require 2/3 majority in favour to pass. The remaining 13 are policy and good practice recommendations which require 50% + 1.

1. MOTION 1

Implementation and Housekeeping

Recommendation #1

MOTION: It was moved and seconded to approve the by-laws as amended to reflect all adopted recommendations, apply gender neutral language and other housekeeping changes/CARRIED/UNANIMOUS.

2. MOTION 2 (a)

Section 3 – Membership

MOTION: It was moved and seconded that the following bylaw amendment recommendation by the Council's Good Governance Task Force regarding the Membership be approved:

- **Recommendation #2 - One membership status "individual" open to all, similar to pre-2013.**

MOTION: It was moved and seconded to postpone the motion on Recommendation #2 until the Chapter Task Force is struck/DEFEATED

MAIN MOTION/CARRIED

3. MOTION 2 (b)

Section 4 – Meetings of Members

MOTION: It was moved and seconded that the following bylaw amendment recommendation by the Council's Good Governance Task Force regarding Meetings of Members – Electronic Voting Options be approved:

- **Recommendation #3 - Electronic voting options for all meetings and elections**

/CARRIED.

4. MOTION 3 (a)

Section 5 – Directors

MOTION: It was moved and seconded that the following by-law amendment recommendations by the Council's Good Governance Task Force regarding the Board be approved:

- **Recommendation #4** – Number of Directors = 16 (Four (4) regional Representatives + 12 at-large)
- **Recommendation #5** – Elections process and timing
- **Recommendation #6** – Qualifications – all Directors
- (note Recommendation #7 is Motion 3 (b))
- **Recommendation #8** – All Directors equal
- **Recommendation #9** – Terms – two (2) years
- **Recommendation #10** – Chairperson to be elected by the Board
- **Recommendation #11** – Board Commitment – maximum of six consecutive years
- **Recommendation #12** – Transition to new six-year maximum.
- **Recommendation #13** – Nominating Committee: No slates, all eligible candidates presented
- **Recommendation #14** – Appointments to fill vacancies
- **Recommendation #15** – Conflict of Interest and Conduct

Section 7 – Officers

- **Recommendation #16** – Board Officers – positions and duties
- **Recommendation #17** – Board Vice-Chair or Co-Chair option

Section 8 – Committees

- **Recommendation #18** – Board Committees - general
- **Recommendation #19** – Board Executive Committee
- **Recommendation #20** – Nominating Committee

/CARRIED/UNANIMOUS

5. MOTION 3 (b)

Section 5 – Directors

MOTION: It was moved and seconded that the following by-law amendment recommendation by the Council’s Good Governance Task Force regarding the Board be approved as amended:

- **Recommendation #7** – Qualifications – Regional Representatives

AMENDMENT: It was moved and seconded to amend to add: “In the event that the chapter in which a regional representative resides is dissolved, the regional representative shall have (30) days to either form a chapter or join another chapter.”/CARRIED.

MAIN MOTION/CARRIED AS AMENDED

6. MOTION 4

MOTION: It was moved and seconded that the proposed bylaw amendments that reflect recommendations 1 to 20 be approved as new by-laws for the Council of Canadians /CARRIED.

7. MOTION 5 (a)

MOTION: It was moved and seconded that the following policy and best practice recommendations by the Council's Good Governance Task Force regarding the Membership be approved:

- **Recommendation #21** – Membership sign-up opt-in and donation
- **Recommendation #22** - Member permission to share contact information within the Council

MOTION: It was moved and seconded to amend the motion to change the \$1.00 minimum membership fee to \$10.00/DEFEATED

/CARRIED

8. MOTION 5 (b)

MOTION: It was moved and seconded that the following policy and best practice recommendation by the Council's Good Governance Task Force regarding the Membership be approved:

- **Recommendation #23** – Membership status of 25 individual and affiliate members

/CARRIED

9. MOTION 6

MOTION: It was moved and seconded that the following policy and best practice recommendations by the Council's Good Governance Task Force regarding the Board be approved:

- **Recommendation #24** – Board elections – process
- **Recommendation #25** – Governance – New committee
- **Recommendation #26** – Board Executive Committee responsibility guidelines
- **Recommendation #27** – Nominating Committee appointments
- **Recommendation #28** – Board best practices

/CARRIED

10. MOTION 7

MOTION: It was moved and seconded that the following recommendation by the Council's Good Governance Task Force regarding a Chapters Task Force be approved:

- **Recommendation #29** – Chapters Task Force (see Appendix A)

/CARRIED/UNANIMOUS

11. MOTION 8

MOTION: It was moved and seconded that the following recommendations by the Council's Good Governance Task Force regarding miscellaneous policies and practices be approved:

- **Recommendation #30** – Affiliates and allies
- **Recommendation #31** – Cost and legal implications
- **Recommendation #32** – Membership activities
- **Recommendation #33** – Future considerations

/CARRIED/UNANIMOUS

Ms. Kane expressed her thanks to the Task Force and stressed how much this process has assisted the Council in moving forward. She also expressed special thanks to Joey Hartman for all her hard work and many hours she has put into the whole process from the beginning.

Everyone was reminded that the next Annual Members Meeting will be held by Zoom videoconference on June 28, 2020.

Mr. Cartwright also thanked everyone involved in this process and noted that this process and special meeting was a crucial step in rebuilding the Council.

MOTION TO ADJOURN:

It was moved and seconded that the meeting be adjourned/CARRIED.

Meeting ended at 4:47 p.m. EDT.