

**Board of Directors Meeting
Réunion du Conseil d'administration**

Friday August 28, 2020 – vendredi 28 août 2020

12:00pm – 2:00pm ET – 12 h à 14 h HE

Zoom Meeting

Minutes

Attending: Julie McKenna, Todd Kyle, Kirk MacLeod, Rebecca Raven, Christine Middlemass, Sonia Smith, Ryan Lewis, Stacy Allison-Cassin, Vivian Lewis, Mary Chevreau, Ron Knowling

Regrets: Katja Barras

Meeting Began at 12:06 (EST)

Welcome and opening remarks

J. McKenna - S. Allison-Cassin has given her notice of resignation as board member on CFLA-FCAB, so we would like to thank her for her service and will look into the process for filling that position

AGENDA – ORDRE DU JOUR

1. Approval of Agenda

Approbation de l'ordre du jour

M. Chevreau moved for approval of the agenda motion carried.

2. Conflict of Interest Check

Vérification du conflit d'intérêts

None Given

3. Approval of Consent Agenda

Approbation de l'ordre du jour des consentements

3.1. Approval of the Minutes of Previous

Approbation du procès-verbal de la réunion

3.2 Report of the Executive Committee

Rapport du Comité exécutif

3.3 Business Arising from the Minutes

Affaires déroulantes des procès-verbaux

3.4 Decisions Taken by Email

Décisions prises par courriel

3.5 Pre Budget Brief 2021

Consultation prébudgétaire 2021

K. MacLeod moved for approval of the consent agenda and V. Lewis seconded.
Motion Carried.

4. Treasurer's Report

Rapport du trésorier/de la trésorière

M. Chevreau - It's been an interesting and challenging tradition between Executive Directors, including circumstantial delays brought on due to COVID-19 closures, etc. Currently J. McKenna and M. Chevreau have signing authority and we are moving towards a cloud-based system for our accounting which will make things much easier to work on in the future. R. Raven will shortly also have signing authority soon and our previous ED (K. McColgin) is willing to help further in the transition. Once we've reached year-end, we'll migrate to the cloud-based version of sage with the ED, President, and Treasurer having full signing authority at that time.

R. Raven - in terms of the cost related to the cloud-based system, (approx. \$828) the benefits in cost-avoidance and increased efficiency will more than make up for the cost associated.

J. McKenna - just want to assure everyone that our current budget is in a surplus state due to lack of travel in response to COVID-19. This money can potentially be used to offset additional costs as well, which may require the calling of a special budget meeting.

5. Standing Items

5.1 Report from the ED

R. Raven - as discussed in the related document, the transition has been significant, the first few months have been focused on getting up to speed with all of the parts of CFLA-FCAB (further described in the document). I am overwhelmed by the expertise, dedication and time put forth by the various members of the committees, groups, etc. The Globe & Mail op ed took a lot of time and energy of the first few months and also worked as a good introduction to the work of an ED for CFLA-FCAB.

J. McKenna - thank you for your work

5.2 Reports from Committee Liaisons

R. Raven - The Cataloguing and Metadata Standards committee has not yet met, the Copyright committee have been doing a lot of really great work, regarding the Governance and Indigenous Matters Committees, they either didn't meet over the summer or I was unable to find meeting minutes.

S. Allison-Cassin - regarding IMC, we'll add you to the Google drive going forward

J. McKenna - it would be good if we could get regular updates from the IMC/CMS task force in future

5.3 Marketing/Communication/Advocacy Updates

None beyond 5.2.1

5.2.1 CFLA-FCAB response to the Globe and Mail - English/French

J. McKenna - The most recent item worked on was the response to the Globe & Mail op ed - and responses we've received on our summary were all quite positive. We had a lot of positive responses and additions from other organizations (including non-library organizations) to counter the opinions expressed in the original op ed.

V. Lewis motioned and C. Middlemass to accept the reports we've received in section five.

Motion Carried.

6. Decision Items

Points de decision

6.1 Draft Code of Conduct

M. Chevreau moved to discuss the code of Conduct and S. Smith seconded.

T. Kyle - as shown in the document there are really only three changes made from the last draft; one on confidentiality, one on the list of which board members would be part of a voting panel on any potential breaches, and finally, we ensured that any possible sanctions does not violate article 35, which we've ensured by describing how an appeal would work.

C. Middlemass - at all board meetings it may be a good idea to identify which areas are confidential ahead of time

R. Knowling - add a separate section for the appeal as well as using the term "the sanctioned board member" rather than the accused

S. Allison-Cassin - Some of the sections under respect for colleagues may still be a bit vague - is there a way to further help members of the board understand what personal prejudices are in terms of the document, as well as a further outline on what the document means by "courteous conduct". This may help future board members with more easily following the code of conduct as intended. Perhaps examples may be useful as different people may have different understandings of concepts like "courteous conduct".

J. McKenna - this may already be outlined in the Board Meeting Policy and the Board Members Roles & Responsibilities. These are not examples but may give clearer expectations

S. Allison-Cassin - this could potentially also be done by linking to those other policies in the document

V. Lewis - in the ARL Code of Conduct document, they actually include some pretty explicit examples (listed under "What we Hope For")

T. Kyle - I'm just going to paste it into the document for consideration
M. Chevreau - I want to make sure that we are careful that we are talking about this very section, rather than a larger concern. Just a reminder to stay on topic
S. Smith - My point was the same as R. Knowling
R. Lewis - My only thought is that I think the wording that V. Lewis sent out is quite succinct and I would be in favour of using that language
K. MacLeod - another term that could be used would potentially be appellant
T. Kyle - we can use it in the second section
J. McKenna - we've made some changes here, changing some terms, adding examples, and adding a specific section for the appeal process. I would also recommend crediting ARL's Code of Conduct (year included) specifically for the examples listed.
J. McKenna - all in favour?
Motion Carried.

7. Discussion Items

Points de discussion

7.1 Survey Challenge Project

J. McKenna - Looking at the attached document, are there any questions/concerns at supplying the finances for the proposed budget for the survey.
T. Kyle - A quick note that some of the costs here are one-time, and that the ongoing costs going forward will be much lower (\$350 a year going forward).
S. Smith - what happens after the student has completed her practicum on the project?
J. McKenna - we'll be paying her as a consultant going forward (\$30 an hour)
ACTION: R. Raven will adopt this project and reach out to confirm this

8. Other Business

Autres affaires

8.1 Crown copyright communiqué for approval

J. McKenna - we are being asked to endorse the communiqué so that CARL and CULC can issue a joint statement, with CFLA-FCAB's additions added to the document and have it translated as well.
S. Smith moved to discuss, T. Kyle seconded.
T. Kyle - This is not a request for a change to the copyright act, rather a more immediate thing applying a creative commons license to government publications.
ACTION: Could R. Raven and R. Lewis check to see who may be good dignitaries from CALL on this type of document in the future
J. McKenna - all in favour for approving this document?
Motion carried.

9. Next Meeting (October 2, 2020)

Prochaine reunion (2 octobre 2020)

10. In-Camera Discussion

Discussion à huis clos

In Camera meeting called at 1:20 (EST)

Left In Camera session at 1:55 (EST)

11. Adjourn

Fermeture de la séance

Meeting adjourned at 1:56 (EST)