

Board of Directors Meeting
Réunion du Conseil d'administration
Friday February 12, 2021 – vendredi 12 février 2021
12:00pm – 2:00pm ET – 12 h à 14 h HE
Zoom Meeting
Minutes

Attending: Julie McKenna, Todd Kyle, Kirk MacLeod, Rebecca Raven, Sharon Rankin, Graeme Tennant, Katya Borrás, Hélène Carrier, Todd Mundle, Ann Smith, Mary Chevreau, Christine Middlemass, Vivian Lewis.

Meeting Began at 2:02 (EST)

1. Welcome and Approval of Agenda

J. McKenna - welcome to all of you. I am going to move us to the approval of the agenda. Any change requests?

Agenda approved

2. Appointment of Officers

Nomination de dirigeants

C. Middlemass - congratulations to the new board members. Myself and S. Smith as outgoing board members and R. Raven as our ED formed the committee, we were tasked to do the call out for the committee.

We have prepared a slate of offices for the incoming board. At this point our recommended slate is T. Kyle as Chair, K. MacLeod as V. Chair, M. Chevreau as treasurer, and V. Lewis as Member at Large

J. McKenna - if there are no further nominations for these positions, we will proceed then to acclaim those individuals as appointed. If there are no objections to delaying we will wait for all board members to submit their declaration of interest for the position of Secretary, which is at this time unfilled.

Seeing no objections we will wait.

All positions filled by acclamation.

Thank you everyone and specifically to the nominations committee for their work on this.

Now I will, with wonderful aplomb, turn over the chair of this meeting to T. Kyle

T. Kyle - Thank you Julie and to everyone. J. McKenna carried us through a year with only a very small time with an ED, she's been tireless, and Julie has worked very hard despite the odds, the pandemic, etc. We will be able to move forward and work as a brand new board and hopefully we will get someone to move to take the place as secretary. Thank you C. Middlemass

3 Conflict of Interest Check

Vérification du conflit d'intérêts

T. Kyle - I just wanted to point out if you haven't had the chance to read our Conflict of Interest policy, it is important to note that it includes conflicts between CFLA and the organization you represent - you can still participate in the relevant discussion, but please be sure to declare it and we will find a solution to move forward.

4. Board orientation and policies / Orientation et politiques du CA

T. Kyle - This is just to confirm that new members have received the related policy and meetings dates. I would also like to note that as board members you are representatives of the board and the organization and this should be kept in mind during your tenure on the board.

4.1 Receipt of orientation

4.2 Receipt of Board Policies

T. Kyle - confirmation that these documents have been shared and that you can reach out if you have any questions or concerns as you go through these. The Code of Conduct for Board members will also be shared shortly as we are still awaiting final formatted and translated documents. CFLA-FCAB is a bilingual organization, business is handled in English, but all major documents are provided in both Official Languages. Please point out to R. Raven any translation inaccuracies are found.

5. Approval of Consent Agenda

T. Kyle – As there has not yet been an email decision of the Executive on the 2020-2021 budget, this agenda will only cover 5.1 and 5.2 and members will receive further information on the budget as soon as possible. To clarify, the budget was discussed by the previous Board at its last meeting and it was agreed that with the revisions suggested, the Executive would be empowered to approve the budget as the new Board was taking office.

T. Kyle - any discussion or any other items?

None Given.

Consent Agenda approved.

6 Treasurer's Report /Rapport du trésorier

M. Chevreau - we have a budget for this fiscal year and it will be shared with the board. Because of the pandemic it is unlikely we will be able to meet in person, and are unlikely to have a National forum, so both revenue and expenses will be different for this year due to its anomalous nature. We will have something for the board relatively quickly. Any Questions? No questions asked.

R. Raven - as some of you may know we were very late at getting our invoices out, so the invoices have gone out and the cheques are starting to come in and our largest member associations have certainly responded very quickly, but I will be sending reminder notices to member associations we haven't heard from yet. We currently stand at roughly 2/3rds of all memberships completed.

7. Executive Director's Report /Rapport de la directrice générale

R. Raven - nothing new right now, but happy to answer any questions. The focus recently has been on the AGM. We had a great meeting last week with MP Wayne Easter, the standing chair of the finance committee and he has agreed to support the financial request of our budget document being submitted. I also did a number of meetings regarding Crown Copyright. Any Questions?

No Questions asked

8. Decision items / Points de decision

T. Kyle - last year we appointed members of the board (usually not executive members) as Committee Liaisons. At this point three of the four committees no longer have an active liaison. I don't know if we will be able to do that today.

Ann Smith - I'd be ecstatic to liaise with the Copyright committee

M. Chevreau moved; seconded by K. Borrás to approve

Motion carried

ACTION: We will put you in contact with the committee Chair

T. Kyle - next up is the Intellectual Freedom Committee?

K. Borrás - I would be happy to continue in this role

J. McKenna motioned, V. Lewis seconded

Motion carried

T. Kyle - Cataloguing and Metadata Standards committee?

J. McKenna - I would be happy to liaise with this committee

Vivian Motioned, K. Borrás seconded

Motion carried

T. Kyle - Indigenous Matters Committee?

S. Rankin - I would be very interested

K. MacLeod motioned, J. McKenna seconded

Motion carried.

T. Kyle - thank you to A. Smith, K. Borrás, S. Rankin, and J. McKenna

9 Discussion items / Points de discussion

9.1 2021 AGM Review

T. Kyle – Congrats to everyone for the excellent meeting.

V. Lewis - It went exceptionally well, and special notice should be made of the parliamentarian.

J. McKenna - I was grateful for all the work done ahead of the AGM. The script was excellent and it gets better every year. Thank you to everyone.

R. Raven - The parliamentarian was an absolute delight to work with.

V. Lewis - it felt like we had a really good turnout, although less observers than onsite AGMs have had in the past

T. Kyle - I concur

Ann Smith - what exactly is an observer in this context?

T. Kyle - any members of member associations are welcome to attend, and the title is an informal reference to non-voting attendees.

J. McKenna – perhaps "interested participants".

R. Raven - our final tally of member associations was eleven and last year we had seven so we could conclude that a virtual AGM may be more inclusive

9.2 - Committee Updates / Mise à jour des comités

K Borrás - There was a meeting of IFC, R. Raven was there as well and there was quite a sense of unhappiness of the meeting, but they were quite disappointed that their document on Free Speech in the Workplace was unable to be presented.

M. Chevreau - this is a great example of why the Liaison role is so important, but forming a process and setting expectations for the committee and the board in similar situations in the future.

R. Raven - It would be a good idea to clarify with committee members as to what will come next to avoid negative impact on moral

J. McKenna - it is important in the liaison role to note the support of the committee chair and the executive director when these types of conversations and issues come up.

9.3 - Copyright Committee Liaison Update

T. Kyle - the written update by our previous committee liaison has been shared with the agenda package

R. Raven - would we like reports from committee liaisons to submit a written report for the upcoming board meeting?

T. Kyle - absolutely - it does not need to be formal, but would be beneficial to the board going forward.

S. Rankin - Do the committees have meeting notes and are they shared with the board?

T. Kyle - We could ask - would you recommend that?

J. McKenna - the committee chairs send a quarterly report to the ED who then shares it with the board

T. Kyle - we will work to have this process outlined for the committee liaisons going forward

10. Marketing / Member Communications / Advocacy

Marketing/ Communication aux membres / Plaidoyer

T. Kyle – there is updated information in the meeting package

R. Raven - you'll see in the ED report I do marketing and advocacy, what you will see in this part of the agenda are things that require particular highlights.

11. Other Business

Autres affaires

T. Kyle – Any other business or questions from the board?

None given.

12. Next Meeting

Prochaine reunion

ACTION: The proposed dates will be sent out to board members to indicate their ability, and then we will set up meetings throughout the year.

Next Board Friday March 19, 2021

14. Adjournment

Levée de la séance

V. Lewis moved to Adjourn

Meeting Adjourned at 3:18 (ET)