



**Constitution and By-Laws Committee
Tuesday, February 8th, 2022
Via Teams Meeting**

MINUTES

In Attendance: C. Lonmo (Chair), H. Delnick, A. Trau, C. Awada, J. Lafontaine, A. Picotte, G. Phillips (President), K. Mansfield

Staff: A. Lizotte, S. Cousineau

Regrets: J. George

G. Phillips to join meeting later.

1. Call to Order / Roundtable introductions

Meeting was called to order at 3:00pm by Chair C. Lonmo.

**At this time, CAPE's Statement on Harassment was read aloud by C. Lonmo. A. Lizotte was identified as the Anti-Harassment resource person for the meeting and concerns should be directed to her attention via email.*

2. Approval of Agenda

Approval of agenda for the following:

- Anti-harassment statement
- Approval of the agenda
- Approval of the minutes from the previous meeting of September 8th, 2021
- Review of Bylaw 14 process
- Review of Bylaw 5 process
- Review of potential change to fiscal year
- Discussion regarding bylaws required regarding President's salary
- Discussion regarding NEC structure
- Notice of review for the donation policy
- Roundtable

Motion to approve agenda by A. Picotte, seconded by C. Awada. Agenda approved.

3. Review and approval of the minutes from September 8, 2021

No changes.

Action item: No action item.

Motion to adopt Agenda by C. Lonmo, seconded by (inaudible). H. Delnick and K. Mansfield abstain. Minutes approved.

- 4. CBLC was directed by the NEC to review Bylaw 14 which governs steps to be taken if a member is repeatedly absent from meetings. It was noted that the strict letter of the by-law produced an outcome which the members were not comfortable with.**

Options discussed

- Escalation of warning rather than bringing the matter to the NEC for the first step.
- Discretion of chair and/or president.
- Extended leave excluded in count for quorum (denominator).
- Each committee to regulate itself, with the members able to discipline an absent member.

Action item: A. Lizotte will gather all the suggestions and ideas and present them for the next CBLC meeting prior to going to the NEC.

- 5. CBLC was directed by the NEC to review the issue of costs arising out of Bylaw 5 complaints processes.**

- a) Question was raised at the January NEC as to whether costs should be recovered where complaints are found to be baseless. If so, under what circumstances?**

Discussion:

Membership dues are paying for professional fees to resolve complaints that are unfounded. On the other hand, a process to penalize individuals with unfounded complaints could result in individuals fearing to bring valid complaints.

Options discussed included transparency by informing members at the AGM, or suspension of member if repeated occurrences of unfounded complaints.

Alternatives more in keeping with the Anti-Harassment Statement were noted as an alternative. (More informal resolution process could be faster, cheaper and more effective at getting matters resolved.) This would require a change to the by-laws.

H. Delnick left the meeting early.



Action item: Legal counsel to look into options such as a conflict coach as a means of early resolution and report back to the CBLC.

6. The Finance Committee has requested the CBLC to take steps to implement a change in the fiscal year end

Discussion:

It was noted that the staff are busy at the end of fiscal year and when the new budget is being drafted. The CBLC will begin the process of review of the fiscal period by creating a timeline of activities and milestones, including identification of dependencies. This will be done in collaboration with the Finance Committee to identify where bottlenecks and demands for staff time occur in the year. It will then be apparent if a change to the year end is the best solution. If so, the CBLC and Finance Committee will agree on a timetable and the CBLC will draft the required amendments to the Constitution and Bylaws for approval by the NEC.

Action item: The CBLC will work with the Director of Finance and the chair of Finance to draft a list of milestones relating to the budget and preparations for the audit to find dependencies and to create a timeline of work effort over the year.

7. Bylaw required for President's salary

Item to be deferred to the next CBLC meeting.

8. CAPE NEC structure and schedule

It was observed that some committees are working well, while others are struggling at getting started. Options were discussed for ensuring greater participation. Also discussed was the increasing size of the NEC and with the addition of a new Director position each time the membership grows by an additional 1000 members.

Action item: A. Lizotte to conduct a review of the structure of other Association and report back to the CBLC. The issue will also be raised at the NEC for feedback.

9. Notice of review for the donation policy (Every 3 years)

This falls under the responsibilities of the Director of Policy but they can seek the guidance and feedback of the CBLC as needed.



A review of the Policy is required every three years. It was noted that under the current policies, local presidents have a much larger discretion than the national president (\$500 vs. \$100).

Action item: A. Lizotte to conduct a review of the policy and present suggested changes to the CBLC for discussion.

10. Roundtable

No items were brought up.

Motion to adjourn meeting by C. Lonmo.

The Constitution and By-Law Committee meeting adjourned at around 5:00p.m. EDT.

The above minutes are accepted as a true representation of the Constitution and By-Law Committee meeting held on February 8th, 2022.

Chairperson:

Date: