



52nd Annual General Meeting January 17th, 2018: Noon City Hall Members Lounge

1. Welcome & Call to Order

Chair, M. Major, called the 2018 AGM to order at 12:00 p.m.

A quorum of 50 members was not met, as per bylaw 5.06, therefore a break was called for four minutes and it was announced the meeting would then reconvene in the same room.

The Chair recalled the 2018 AGM to order at 12:04 p.m.

He then asked if anyone was carrying a proxy to stand and identify themselves. There were no proxies received.

M. Major introduced the 2017-2018 Board of Directors: Tristan Downe-Dewdney, Phil Pendleton, Trena Cesario, Judy Skinner, Cathy Di Leo, Peter Pavlovic, John Volk and himself. He noted Susan Hughes and Fabio Biancolin were absent.

He then introduced the COTAPSA staff:
Executive Director, Heather Nicolson-Morrison,
Senior Human Resources Consultant, Grace Ciardullo
Executive Assistant, Jenna Mantle.

He also introduced:

- Auditor - Thomas Kriens of Kriens~LaRose

He commented that the Chief Returning Officer (CRO), Rebecca Condon, was going to be late to the meeting.

2) Nominations/Elections

The Chair asked the Executive Director (ED) to come forward and speak to the Nominations Process and results in place of the CRO who had not yet arrived.

As CRO, R. Condon monitored the nominations process and the ED reported the following:

There were 9 open seats on the COTAPSA Board of Directors for the 2018-2020 term.

- Two were open (unfilled) from the previous year

- Three seats opened as Directors Hughes, Pavlovic and Di Leo stepped down
- Four Directors ended their two-year mandate and were required to run

Note - Three existing directors (Pendleton, Skinner and Volk) are entering the second year of their two-year term and therefore not required to run.

Call for Nominations was sent via email to members on Dec 1st with a follow up on Dec 14th. Nine nominations were received prior to closing on January 2nd, 2018. After reviewing the nominations received, the CRO declared all candidates acclaimed/elected on January 3rd, 2017 (as per bylaw section 7.08).

Acclaimed nominees, were asked to stand when their name was called -- Mike Major, Tristan Downe-Dewdney, Trena Cesario, Anita Liu and Danny Anckle. We had regrets from – Fabio Biancolin, Rory O'Neill, Kachan Maharaj and Lorna Zappone

The Board at this time has a full slate with 12 Directors.

ED introduced the 2018-2019 Board:

Phil Pendleton, Judy Skinner, John Volk, Mike Major, Tristan Downe-Dewdney, Trena Cesario, Anita Liu, Lorna Zappone and Danny Anckle.

Absent - Fabio Biancolin, Rory O'Neill, Kachan Maharaj and Lorna Zappone.

It was noted that the Board will elect its Executive Officers on January 24th, 2018

M. Major then requested that when speaking, asking questions, putting a motion on the floor or seconding a motion that participants stand and clearly state their full name so it can be recorded in the minutes.

He asked for a show of hands when a vote is to be taken.

3. Approval of Agenda

MOTION: To approve the Annual General Meeting Agenda of January 17, 2018.
(Bedard/Volk) Carried.

4. Declaration of Conflict of Interest

The Chair asked if anyone had a Conflict of Interest with any items on the Agenda. None declared.

5. Approval of the AGM Minutes of January 17, 2017

It was noted that the 2017 AGM Minutes have been posted on the Members section of the COTAPSA website since the spring 2017.

MOTION: To adopt the Annual General Meeting (AGM) Minutes of January 17th, 2017.
(Bedard/Deneau) Carried.

6. By-Law Amendments

M. Major highlighted why the proposed bylaw amendments were coming forward:

- 1) Strengthen membership
- 2) Clarify processes

All members were emailed the proposed amendments on December 1st, 2017 in accordance with bylaw 14.01:

Amendments to the Constitution, letters patent or any supplementary letters patent of the Association shall be authorized by Special Resolution as defined in article 1(q) above. The amendments shall be made available to the Membership not less than twenty-one (21) Days prior to the AGM or a Special Meeting called for the purpose of approving such amendments.

M. Major asked the ED, to outline each amendment.

5.06 A quorum for the transaction of business at the AGM or at a *Special Meeting* shall consist of at least fifty (50) Members unless specified otherwise herein.

Recommended CHANGE TO 30

- 1) If the quorum of fifty (50) **change to 30** Members is not present at the opening of the meeting of the Members at an Annual General Meeting or Special Meeting, the Members may adjourn the meeting to a fixed time and place, but may not transact any other business.

If quorum is changed then section (5.06 – 2) must also be changed

- 2) In such circumstances the quorum of fifty (50) **change to 30** Members will be reduced to a quorum of twenty-five (25) **change to 15** Members when the meeting reconvenes

Reason for Change -- The Board is recommending the current quorum of 50 be reduced to 30. Historically, attendance at the AGM is below 50 attendees and we must wait to recall meeting.

As the AGM is primarily a public Board Meeting, the Board believes the smaller quorum will work. Members receive a pre-meeting package well in advance of the AGM so they are aware of the agenda and when the meeting is to be held. Additionally, the AGM minutes are posted on the member's area of the website within one month of the meeting.

M. Major opened the floor for members to ask questions or seek clarification on the proposed amendment to 5.06.

- D. Anckle questioned if there was a bylaw indicating the notice period for members to receive AGM materials.
 - It was confirmed that this is referenced in section 5.02 of the bylaws and had been followed.
- It was suggested that although an amendment to the bylaw is being requested, that the quorum issue still be addressed. A recommendation was to have the AGM available live stream.
- The Board should encourage more members to come out or to complete the proxy. It was noted that having attendance of 3% of membership is not

unreasonable.

- A further recommendation was to send a survey to members to see how to best engage them in these meetings

MOTION: To approve the amendment to the quorum for the AGM or other special meetings as outlined in bylaw 5.06. (Anckle/Bedard) Carried.

Amendments to Bylaw 3.06 d and e

3.06 A Member is deemed to be in *good standing* if the Member:

- (a) is not in default of payment of required dues, fees or assessments;
- (d) Is on an approved leave of absence from the City, including long term disability leave and **continues to pay Association dues;**
- (e) Is on a secondment recognized by the Executive Committee and **continues to pay Association dues;**
- (f) Has been terminated from employment with the City but is in receipt of salary continuation payments and continues to pay Association dues;
- (g) Has been terminated from employment with the City, and in the view of the Executive Committee, continues to pursue appropriate action with respect to that termination and continues to pay Association dues;

Reason for Change - Bylaws define 'good standing' as including the requirement of dues payment. Dues at present are \$312 per year (\$12 per pay, usually \$24 a month). "Good standing" is a requirement to access benefits or to be a Board member.

There are inequities in the payment system allowing some to pay lower or no dues yet they are treated as 'active' members, and as such retain access to full member benefits.

Reasons to amend are twofold: 1) matter of equality, and 2) not following the Charter.

- *The fees are not excessive,*
- *Splitting memberships is time intensive (for staff and auditor to follow), and*
- *Allowance is unfair to those who pay full fees.*

Also, members on Leaves of Absence or Secondment receive a form of remuneration (although not being paid directly from the City, they receive 75-100% of wages depending on maternity or LTD etc.) and should be required to pay dues to maintain status. At present, they maintain access to member benefits and often upon returning come to COTAPSA requiring LR/HR services.

There are some other structural payment issues existing outside these which are not governed or fall under the Bylaws. Staff has rectified these through policy development working towards ensuring full payment of dues. If the Bylaw amendment is approved staff will put in place processes by which those off on leaves will be able to pay fairly

M. Major opened floor for members to ask questions or receive clarification on the proposed amendment to section 3.06 d) and e).

- No questions/clarifications were raised.

MOTION: To approve the amendments to item 3.06 d and e. (Skinner/Kachra) Carried.

7. Treasurer's Report – including Auditor's Report and Audited Financial Statements for the period ending September 30, 2017

A copy of the Audited Financial Statement was supplied to all attendees.

M. Major gave the floor to Auditor, Thomas Kriens, who provided an overview of the audited financials and the financial procedures.

Treasurer, Judy Skinner, thanked Thomas Kriens and asked members if they had any questions.

Clarification was requested on the following:

- Salary increase
 - Was a result of annual increases as well as the employment of two summer students from July – September and a student being hired part time in September.
- Insurance increase
 - Was as a result of an addition to the D&O policy to protect staff
- Increase in "Other Revenues"
 - Amount was from the Gross Premium Written (GPW) from insurance policies in our group benefit with Economical Select

MOTION: To adopt the Auditors Report and the Audited Financial Statements for the year ending September 30, 2017. (Brown/Hunt) Carried.

MOTION: To appoint Kriens~La Rose as the Auditor for the year ending September 30, 2018. (Popper/Pasquale) Carried.

8. President's Report

Year in Review:

M. Major provided recognition to COTAPSA staff, thanking them for their hard work.

He continued...

Labour Relations/Human Resources

HR/LR services are a core service we provide. The most common issues remain: termination of employment/suspension, pay for performance, return to work/accommodations and human rights complaints.

- Grace Ciardullo, SHRC, is very busy aiding members and advocating for them.
- Also, she authored the popular Retirement 101 seminar

1) Job calls posted externally not internally

- Members expressed concerns a job call for a supervisory position had not been posted 'internally,' only 'externally'.
- We did not consider posting '*externally* only' to be a normal practice.
- City HR staff contacted for clarification. The Division responded advising this practice was followed when union temporary and part-time jobs are posted.
- Notwithstanding, COTAPSA raised that there is no reason why City HR should

not also post these opportunities internally, and it was agreed that going forward they will ensure that this happens.

- In this particular circumstance, although the job posting had closed City HR agreed to consider our members applications for an interview

2) Employment Status

- Member contacted us regarding current employment status, advised he received a letter requesting that he sign and return a letter to confirm his acceptance of the extended offer of employment.
- The original offer of employment is not a temporary acting assignment.
- The member is not employed under a fixed term contract.
- Member status of employment is a full-time permanent management position since 1991.
- We believed that the Letter was inappropriate.
- Contacted City HR staff on member's behalf. City HR agreed letter is problematic in that it does not accurately characterize the member's employment status with the City.
- The Division proceeded to rescind the letter.

President went on to highlight the work done by COTAPSA this past year.

1) Communications, Chaired by Secretary Trena Cesario

- Committee met its objective of four newsletters for 2017
- University student Jessica Ngsee was hired to develop & maintain social media, continues in a part time role

2) Member Recruitment Program & Benefits, Chaired by 1st VP, Phil Pendleton

- 176 new members joined primarily through our spring recruitment program
- Benefits such as Economical Select and Venngo are available
- Another member-only benefit has been added for 2018 – Meridian One. Information bulletin on new benefit was distributed to those in attendance and will also be posted to member-only section of COTAPSA website.

3) Member Services, Chaired by 2nd VP, Tristan Downe-Dewdney

- 2017 provided 9 *Bring Your Lunch & Learns*
- 2018, currently 17 sessions scheduled, New offerings like: OMERS, Retirement Session with PPEB; Coping in Retirement; *Volunteerism*; COTAPSA Cares Yoga for United Way, Nutrition Session and COTAPSA Social Media 101. We are always looking for new ideas and welcome members to submit their ideas to EA.
- Additionally under our Banner of **COTAPSA Cares** we have participated and funded Remembrance Day (coffee, etc. to wreath bearers and Vets), Pride and United Way and next year are developing under a newer banner **COTAPSA Shares** an outreach project to our communities.
- Under *COTAPSA Cares* our staff has become involved with United Way and our EA Jenna Mantle received a CCOO award in December for the work she did on the United Way Gala.

4) Political Action Committee

Relationship Protocol

- Developed agreement between COTAPSA/City, signed in December 2017
- Document outlines the relationship and expectations between the City and COTAPSA i.e. no reprisal for being a member or joining the Board.

Monitoring and responding to issues

- 2017 we took a position against the federal government's tax claw back on employee health benefits. Members joined our *call to action*, strengthening the collective voice of those speaking against it.
- Enough discontent by Canadians that it was taken off the table

Member Surveys

- Provide insight into members views on COTAPSA and offers platform for members to speak to issues regarding their employment in the City.
- Thanked by the City for the two reports provided on *new employee benefits provider issues* and the *Pay for Performance process*

2018 City Budget

- Deputation to the Budget Committee took place on January 12th
- New strategy developed by 2nd VP this year speaking more about the impact of cuts and gapping on the employees and resultantly the community

Ongoing Work

In addition to moving forward on Human and Labour Relations work and the work done by Communications, PAC, and Member Services and Recruitment, we still have some 'hot button' items that will have special focus in 2018-2019.

1) Advocacy

i) COTAPSA Municipal Election Activity

- PAC has developed a strategy whereby COTAPSA will have firsthand involvement with municipal candidates
- First, we will ask for member input on issues to bring to the candidates attention
- We will then develop a Candidate Survey from member input, questions to highlight or reflect issues.
- Survey will be sent to all candidates
- Candidate comments will be collected and shared with the membership

ii) Continuing fight for representation on OMERS SC and the future with ANUMMO

- Still working to get representation on Sponsor Corp (SC)
- Unions and employers have seats, however, there is no seat for representation of non-union employees which make up 22% of paying OMERS members.
- Benefits and contribution rate increases are all defined by SC
- May retain GR Consultant to help create media and GR strategy to continue to fight for cause.

iii) Membership Recruitment

- Employee retirement is having an impact.
- Like every other group we are experiencing a loss as members prepare to retire.
- We need members – not just when they have a problem but members who support and keep the organization strong.

9) Members' Question Period

Questions raised by members:

- Is the City still taxing parking?
 - COTAPSA to follow up
- Clarification was requested on the budget increase percentage that was documented in deputation as 0%. Media has stated a 2.1% increase. Is it residential at 0%?
 - 0% was direction given to programs (staff)
 - Council has yet to decide on percentage
- Can all ABCs be members of COTAPSA?
 - They are welcome to be members but we may not have an 'agreement' with them to be able to represent staff and therefore cannot negotiate on their behalf – can only provide advice. Some still choose to join.
- Did City HR communicate the signed Relationship Protocol with Directors, etc?
 - Yes, an email was sent to Directors/Managers.
 - K. Pond was to raise at Senior Management meetings.
 - ED to follow up with K. Pond as some Directors appear not to be aware.
- What is the objection of OMERS to have non-union representation?
 - Not sure. Most likely because they see us as a representative of an employer – not as employees.
- Has COTAPSA asked the City for the statistics on how many non-union positions have been vacated over the past 5 years?
 - To prepare for the 2018 deputation staff asked and received a report but need a better breakdown of information to assess
 - COTAPSA to follow up
- There are non-union staff that are not aware of the performance planner process as it was never explained to them. What is the formula for determining what rating someone receives? Is it a quota?

It is a very arbitrary process which may do better if it were based on a points system or a different model.

 - Council stated that not everyone is meeting or exceeding and therefore questions went to City. It is an ongoing issue and there continues to be a lack of transparency.
 - Have to be careful as those who are at the top of their salary range may no longer get their lump sum. Council could choose to get rid of Performance Pay all together and non-union employees may only get COLA.
- Does the City pay for professional management dues? They advertise that they do and even won an award for this. There is a specific need to have this apply to Professional Engineering dues and this is a requirement for the license.
 - It was noted that it is division specific.
 - COTAPSA to follow up
- There are new employment laws in Ontario under Fair Wage Policy ...what will be the impact of this? Was primarily in regard to the provision of Doctors notes for illness.
 - More news is coming. Keep eye out for communications in the coming weeks.

- Are managers required to give you your performance planner result at your mid-year review?
 - No. You should not be told your result at this meeting – it is a check in only to see how you are doing.
 - COTAPSA will be sending a survey to members again this year to understand how the performance planners are being conducted and to obtain member feedback.
- COLA is only received if you get a minimum of 1% performance increase or higher. It is believed that COLA should not be attached to performance.
 - This was a Council decision.
 - Has been raised to City HR previously and is on the agenda for the next meeting.
- Is COTAPSA addressing the inequity in the Performance Planner process? It is a flawed process and we should be requesting a new system.
 - It was agreed that there could be a better system and it is worth exploring what is out there. It was suggested that COTAPSA task a Board member with this.
- Is there a designated pay period where employees receive their Performance Pay?
 - No. Performance Pay is processed on a first-come, first-serve basis.

10) Recognition of Previous Board Members

Chair, M. Major, recognized previous Board Members for their contributions on the COTAPSA Board and provided them with a letter and certificate of recognition.

Cathy Di Leo

Peter Pavlovic

Susan Hughes (absent)

11) Adjournment

MOTION: To adjourn the Annual General Meeting of January 17, 2018. (Pendleton)
Carried.

Meeting adjourned at 1:34 p.m.