

Minutes and Notes of the Board Meeting

Jan 16th, 2019, 12 (noon)
City Hall, Meeting Room C

1. Call to Order

Chair

Meeting was called to order at 12:06 p.m.

Roll Call

Present

Mike Major (Late)
Phil Pendleton
Rory O'Neill
Kanchan Maharaj
Trena Cesario (Call-in, Part-Time)
Tristan Downe-Dewdney (Part-Time)
Fabio Biancolin
Karyn Spiegelman
Ranil Mendis
Andrew Waters

Absent with Regret

Marianne Sirro
Lorna Zappone

Absent

Staff:

Heather Nicolson-Morrison, Executive Director (ED)
Jenna Mantle, Executive Assistant (EA)
Absent - Grace Ciardullo (SHRC)

As President M. Major would be late, First Vice President, P. Pendleton acted as Chair of the meeting.

P. Pendleton held the proxies for T. Downe-Dewdney and T. Cesario as they had to absent themselves at times during the meeting.

Due to concerns of quorum, ED requested and the Board approved that items requiring a Motion be discussed and acted on first (Agenda items 2, 4, 8, 9, 10 (i CRO)).

2. Approval of Agenda

Chair



Agenda Jan 16th
2019.DOC

MOTION: To accept the Agenda of the Board Meeting of Jan 16th, 2019 subject to above noted amendments. (O'Neill/Spiegelman) Carried.

3. Declaration of Conflict of Interest **Chair**
None

4. Approval of Minutes **Chair**



board-20181212-mi board-20181212-mi
notes with notes.DC notes.DOC

MOTION: To approve the Minutes of the Board Meeting of Dec 12, 2018.
(O'Neill/Biancolin) Carried.

5. Business Arising from Previous Meetings **ED**

HR/LR Requests from Non-Members

At the November Board meeting, staff raised a concern about an ongoing issue where a non-union, non-member City employee calls the office requesting information/advice. The question is can we help as they are not members, how much can we help, etc. Non-members must, at minimum, submit an application online. On occasion people join for two weeks (a single pay period) to get assistance and then opt-out. Staff had recommended charging an up-front administrative fee to stop this but the Board was uncomfortable with this approach. Staff were asked to review and bring back suggestions at the January Board meeting.

Staff requested approval to add language to various forms (Opt-out, and sign up). The Board agreed to the following statement *"I understand that if I opt-out of membership, that the process to opt-out takes four (4) weeks and dues will be collected during that period."* This means that COTAPSA will collect dues for a month.

Once amendments are made to the forms, they will be posted on the website, etc. These forms will also be posted on the Board site.

6. Chairs Report
None

7. Executive Directors Report **ED**

- TCHC Update
 - 3rd party investigation not near ready
 - CEO issue (as of mid-December on administrative leave as per hiring consultant)
 - Our lawyer James LeNoury is looking at how we can help the non-union staff push the TCHC into giving them representation. Meeting with J. LeNoury on January 28th.

- M. Major directed the ED to write a letter to TCHC Chair requesting an update on the status of the investigation. We will share the response received with the TCHC members
- Kerry Pond's (Executive Director, Human Resources) replacement is Omo Akintan (Executive Director, People, Equity and Human Rights). A letter of congratulations was sent on behalf of COTAPSA and a subsequent letter was sent requesting a meeting regarding the Relationship Protocol with G. Ciardullo and ED, however an invitation was received for the President and the ED for a meet and greet with Ms. Akintan on January 29th.

8. Operations

ED



7.5 - Telecommute
Policy.docx



3.5 - Business
Expense Policy (002).

- Telecommute Policy and Business Expense Policy have been drafted to solidify practices already in effect. Auditor has approved and also recommended the continued work on protocol and policy development.
- ED to add a note about putting the proper tools in place i.e. token for all staff.
- Additional suggestions were raised regarding the telecommute Policy:
 - Add a section about the space, ergonomics, etc. acceptable space to work in.
 - Consider adding in a sign off form about safe work place.
 - F. Biancolin to send the City document to ED for consideration.

MOTION: That the Board approve the Telecommute Policy subject to amendments and the Business Expense Policy (O'Neill/Maharaj) Carried.

9. Treasurer's Report

EA for Treasurer

- Hugh Wood update as to insurance
 - COTAPSA signed into another 3-year policy for Director/Officer Liability Insurance and is currently working on securing another year for office/content insurance.
- Manulife update as to staff costs
 - The premium is lower for 2019 which is largely to do with staff use: *"employees and their families spent less in the past year"*

Monthly Financials (Dec)

- Up-to-date on legal invoicing
- Insurance is paid annually over three years and is pro-rated based on fiscal year.
- Slight deficit for the month is due to catch-up in vendor invoicing

MOTION: To accept the Treasurers Report (Ranil/Waters) Carried.

10. Committee Reports

i) Governance

ED

- **Orientation**

- Board was provided with an orientation binder which included a copy of the PowerPoint Presentation by the ED.
- ED noted that *in camera* items to be kept confidential. Possible removal from Board if breached.
- Board responsibilities are what would be asked in court:
 - *Did you understand the issue?*
 - *Was the time spent discussing an issue proportionate to its importance?*
 - *Did Board seek advice?*
 - *Did the Board act in manner consistent with similar issues (according to past practice or policy)?*
- Every Executive member chairs a committee and all Directors must sit on at least one committee.

- **Committee Breakdown**



2019 COTAPSA
Committees.docx

- Board members to choose a committee in the next month
 - K. Spiegelman confirmed she would like to sit on the Recruitment Committee Chaired by P. Pendleton.

- **Directors Packages**

- All new Board members must fill out the Board information document. All information is kept confidential, is collected for internal use and is used to update the *Ontario Corporations Form 1, Schedule A*. COTAPSA must notify the Ministry of Government and Consumer Services when making updates to corporate information.

- **Three-Year Strategic Plan (draft)**

Rather than do the Plan as a Board each committee will through a process provide a committee plan and the ED will take findings and prepare a report for the Board with a full plan to go to Board by May/June



Three year COTAPSA
committee strategy.c

Each committee will meet (probably twice) to discuss a strategic plan for their particular set of responsibilities for the next three years; it will include aspects of -- where we are at currently and where we will be in the future.

A concern was raised about strategic planning and the likelihood of the follow through. There needs to be flexibility, accountability and financial accountability/implications for time and staff resources

- ED explained that she is asking the committees to provide her with the 'blue sky' and the staff will work on the execution as to if that is possible and also items that are concrete and do-able.

- **Chief Reporting Officer (CRO)**

The CRO, like all other Board, staff, consultants etc. must sign the COTAPSA Confidentiality Form as there is a privacy aspect to the nomination/election process. In discussion with the 2018 CRO it was agreed that a process/protocol needs to be developed so the CRO has real time knowledge as to who has applied and been vetted by staff (they are checked to ensure the nominee and the proposer are members). Resultantly, a protocol was developed to ensure that as new CRO's are engaged with the association the same process is followed and privacy aspects are followed.



2.5 - CRO Elections and Nominations Pr



CRO Report Dec 2018.docx

MOTION: To accept the CRO, Election and Nominations Protocol (Cesario/O'Neill) Carried.

- ii) **Political Action Committee (PAC)**

ED

- 2019 City Budget – deputation due February 7th (7th and 11th are public input sessions). Final wrap-up is the 20th. T. Downe-Dewdney and ED to draft submission.
- Letters to all Councillors/Mayor have been sent introducing COTAPSA and requesting a meeting with the President and ED

- iii) **Communications (No Report)**

Secretary

- iv) **Member Services (No Report)**

2nd VP

- v) **IT (Report tabled to the Feb meeting)**

F Biancolin

- vii) **Member Recruitment**

1st VP

- Recruitment Campaign (*Information Item*)
We lose most members during the first quarter of the year as people retire. As such, we must have a strong recruitment drive during that time. Three recruitment flyers are sent out during the recruitment drive. The first flyer for 2019 will be sent in February for the February/March session and was designed with stronger language to hinder the number of people joining only when they have a HR/LR issues (after years of being with the City) and need immediate help rather than having overall support for the organization and the work done on various matters, such as OMERS, etc.



2019 recruitment drive flyer.docx

- It was suggested that "free rider" be moved to the bottom of the flyer inside the box.

K. Spiegelman commented that the OMERS win should be used as a membership sell as it is at the top of people's minds. "COTAPSA cannot exist without you". Keep OMERS threat relevant. Make the flyer more about *why they should join* instead of *why information will be withheld from them*.

Remove "membership is voluntary" and list what COTAPSA does for you. Although membership is voluntary we have had many successes that would not be possible without the support of members. Mention that there is an impending management restructuring...

It was pointed out that there are 3 flyers where three different messages are sent – otherwise they are not read – 1) negative (what happens without access to us (no OMERS, no help), 2) What we provide that is outstanding benefits and 3) a missed message (negative and positive)

MOTION: to go in-camera (Major/Biancolin) Carried.

- **Membership Report** **EA**
- **SHRC Report (No report)** **SHRC**

MOTION: to Rise and Report (Major/Mendis) Carried.

Board received the Membership Report.

11. Other Business

- Concerns raised about rumors of "ivory tower" for management and moving them away from their staff.
- F. Biancolin suggested in the strategic planning sessions to consider strengthening the Relationship Protocol with the City. This is the one thing over and over that we hear – *COTAPSA has no teeth*. Perhaps mandatory membership could be brought forward again.
 - M. Major noted that it is a new Council so we can see what can happen. COTAPSA could unionize but then we wouldn't be representation of managers (those who hire, fire and discipline)
 - ED to provide the previous opinion from the lawyer regarding the possibility of COTAPSA unionizing.
- R. Mendis asked how the Provincial Associations deal with mandatory membership?
 - AMAPSEO membership is mandatory. M. Major noted that they exclude managers, directors, etc.
 - ED to confirm
- F. Biancolin raised a concern about sick pay occurrences and has requested staff bring forward to City HR. Implementing occurrences for sick days creates staffing problems as people are off for a long period of time (3 days at least) or are coming into work ill and making everyone else sick. In the new open office environments, germs can carry.
 - ED noted that this was brought forward previously by the former Treasurer and was brought to City HR.
 - M. Major commented that this may need to be escalated to Health and Safety.

- It was suggested that COTAPSA offer a lunch hour session on *How to keep yourself healthy at work during flu season*.
- It was requested that we request a report on *whether the occurrence program has made much of a difference in time away from the office*. Has absenteeism impacted?
 - Recommendation was raised to send a survey to members regarding this.
 - ED and K. Maharaj to develop and report back.

12. Adjournment

Chair

MOTION: To adjourn. (Waters). Carried
Meeting adjourned at 1:48 p.m.

Signed: Mike Major, President/Chair

Signed: Trena Cesario, Secretary

Date:

Date: