

Minutes

**EAC/ACR National Executive Council Meeting (2012 Q3)
Best Western Plus Montreal Centre-Ville Hotel Europa, Montreal
September 22–23, 2012**

1. Call to order

President Greg Ioannou welcomed the participants and called the meeting to order at 8:30 a.m.

2. Roll call

Greg Ioannou	President
Jacqueline Dinsmore	Vice-president
Michelle Boulton	Past president
Danielle Arbuckle	Treasurer
David Harrison	Secretary
Sandra Gravel	Director of francophone affairs
Ken Weinberg	Director of training and development
Adrienne Montgomerie	Director of communications
Gael Spivak	Director of volunteer relations
Moira White	Director of professional standards
Karen Virag	Director of publications
Arden Ogg	Director of branches and twigs (west)
Julia Cochrane	Director of branches and twigs (east)
Carolyn L. Burke	Executive director
Sandra Kerr	Volunteer recording secretary

3. Approval of agenda

Items added to the preliminary agenda:

- Item 7.4 Request from Hamilton/Halton
- Item 11 Complaint about a former EAC member
- Item 14 In-camera session – report from HR sub-committee
- Item 16 Recording of NEC online vote

[By agreement, other items were combined or renumbered (see Attachment A: Order of Business).]

MOTION Moved by Michelle Boulton, seconded by Arden Ogg, to approve the agenda as amended.
Carried

[NOTE: All substantive motions are summarized in ATTACHMENT C]

4. Orientation session

Carolyn Burke provided a “2012–13 NEC Welcome Kit” to all members. Michelle Boulton led an orientation session (see Attachment B for outline); Greg, Carolyn, and Michelle answered questions. The kit and related items on governance were also made available through Dropbox.

The following points arose in discussion:

- NEC is a subset of the members, an executive council reporting to the members. It cannot change a decision made by the membership at a general meeting.

- NEC minutes are available to all members.
- The executive director has a record of all votes for the past 30 years.
- A formal vote is required for changes to key documents, procedures, or previous decisions.
- Weekly meetings (including teleconferences) between the executive director and table officers are operational and advisory, not policy-making. Issues arising from those meetings which require NEC input or decision are brought to the full NEC membership.
- How to get a new issue started: consider checking with other directors etc. before initiating any action: A task force is often set up for substantial issues and may be started at different levels, e.g., a committee or the NEC.
- NEC members' first responsibility is to the membership. Externally, NEC members represent the Council as a whole. How to present dissenting opinions? (See action item below.)
- Quarterly reports feed into NEC agendas developed by president. Directors are responsible to respond, where possible, to questions from individuals and determine what goes forward to NEC.
- NEC members are expected to perform their fair share of executive reads (for content), listserv discussions, and respond promptly to vote calls from the Secretary.
- NEC meetings are typically themed: September meeting for operational planning, November for budgeting, March meeting for strategic planning, June meeting for AGM follow-up and term wrap-up.

ACTION: Carolyn Burke to provide list of open/closed task forces and project initiation proposal form.

ACTION: Arden Ogg and Moira White to draft general guidelines on governance (degrees of freedom in voicing dissenting opinion). Suggest consult with Governance Task Force (see item 7.1).

ACTION: Michelle Boulton to amend organizational chart to add staff titles, names, and membership.

5. Procedure for online NEC votes

Secretary David Harrison asked for feedback on the online voting procedure, as applied in the recent vote which used voting buttons and deadline to vote. It was agreed to continue this method. Other points:

- Quorum comprises 7 voting members (majority of 13 first-round voting members – president votes only to break a tie).
- If there is no quorum, the motion fails.
- In case of a tie in voting, the Secretary notifies the President.
- After motion is posted, two business days allotted for discussion, and two days for voting.
- Result of vote is posted to NEC listserv and is recorded in next full NEC meeting minutes.

ACTION: David Harrison to check whether system can identify person voting twice on the same item.

ACTION: David to research Interactive Voice tool (with Ken W.'s assistance) audit capability.

6. Minutes of the meeting of June 4, 2012 (2012 Q2)

These minutes had been previously accepted online by NEC vote.

7. Quarterly reports and business arising, including review of action items from Q2

7.1 From Past President

Item: Consider development of award for French language editing, equivalent to Fairley Award.

Members discussed the need for two or three judges qualified to assess this award, and thus double award expenses with impact on budget. Francophone members would be encouraged to submit more regularly. Currently, the Fairley offers \$2,000. NEC should consider if EAC would replicate this financial award for work in French, and if so, determine how to raise necessary funds. The award would not need to be annual, and recipient would not need to be a member of EAC.

MOTION Moved by Karen Virag, seconded by Jacqueline Dinsmore, to develop an Awards Task Force to review all current and proposed EAC awards. Carried

ACTION: Michelle Boulton to lead with Karen Virag; Sébastien Koch as staff support.

7.2 From Executive Director

Item 1: Consider raising membership fees, to account for inflation, at Q4 NEC meeting; if implemented, provide 3 months' notice to membership to take effect March 1, 2013.

Greg Ioannou pointed out that there is an AGM resolution that we must work within.

ACTION: Treasurer Danielle Arbuckle to follow up.

Item 2: Change annual schedule for planning and budgeting.

With the current schedule for committee goal-setting, new chairs may be committed to a plan that they had no part in creating. It was proposed that NEC give prioritized goals to committee chairs in the spring so that by Q2, plans would be in place. This would shift much committee work to spring instead of end of summer. Rolling updates could be used and plans readied for September.

ACTION: Carolyn Burke to develop the idea further and bring back proposal.

Item 3: Discussion at Branch Chairs meeting showed strong desire to have a "light" version of NEC minutes (main motions, discussions and decisions) in advance of approved minutes.

Secretary will work with recording secretary to deliver draft minutes to NEC sooner.

ACTION: Jacqueline Dinsmore will also create a "friendly summary" in English and Sandra Gravel in French to go to all members following exec read; to be linked to website location and referred to in National e-news update.

7.3 From Regional Reports West

Item: Discussion at Branch Chairs meeting suggested need for more direct involvement of branches in choosing future conference locations.

NEC discussed the need for a formalized procedure.

ACTION: Regional directors to host meeting of branch chairs and twig leaders in Oct 2012 to set 2015–16 conference locations.

7.4 Regional Reports East

Item 1: (QAC): Request to provide budgeting guidelines for QAC.

ACTION: Carolyn L Burke to follow up with branch and regional director.

Item 2 (Toronto): Review process of updating the editors.ca website.

NEC discussed the idea of working with each branch individually, to make sure branches understand recently added website tools. Suggestion to flag “members only” information so not shared outside the Association.

Item 3 (Kingston): Proposal that branches/twigs report to NEC twice a year instead of quarterly.

ACTION: Carolyn L Burke to suggest that quarterly reports can simply indicate “nothing to report.”

Item 4 (Hamilton/ Halton): Request for someone from NEC to speak and volunteer at Hamilton/Halton’s tradeshow.

The event is planned for March 9, 2013. It was suggested that NEC connect the requestor with PPB’s “Get Publishing” contact as there were currently no resources to send national delegate.

ACTION: Carolyn L Burke and Julia Cochrane to follow up to discuss needs, project plan, and to assist with a project proposal.

7.5 From Portfolio Reports

7.5.1 PROFESSIONAL STANDARDS

Item: Committee standards have been drafted by Lynne Massey. It is proposed that a revised draft of the standards, plus committee plans, be released at AGM in 2013 for the vote. Tests, study guides, and NPES would need to change.

ACTION: NEC to review proposed plan. Tabled to next NEC meeting

MOTION Moved by Moira White, seconded by Michelle Boulton, to invite Lynne Massey to attend next NEC meeting. Carried

7.5.2 CERTIFICATION

Item: Determine next step for French certification and CSC involvement.

Sandra Gravel is on the French certification task force, which will mobilize in next few months. Languages and levels are two issues it will address.

ACTION: Moira White to consult with Anne Brennan and others and report at next NEC meeting.

7.5.3 TRAINING AND DEVELOPMENT

Item: If an initial investment required to deliver webinars, what is acceptable pay-back period? (See item 8.2 of this meeting.)

7.5.4 COMMUNICATIONS

Item (Marketing and PR): NEC receives opportunities to speak to media, but lacks resources to mobilize. Though there is a speakers' list, a PR person is needed to handle both the media and the speaker, conduct negotiations with media outlet to ensure EAC gets what is needed. In one example, a media piece was truncated and as a result the identification of editors as EAC was lost. It was noted that those on the speakers' list may not have had media training.

ACTION: Michelle Ou and Carolyn L Burke to determine how best to address these opportunities.

7.5.5 AFFAIRES FRANCOPHONES

Item: Approval of Plan Francophone

This would be a part of next year's plan. It is supported by the EAC strategic plan and becomes a mechanism for implementation.

7.5.6 PUBLICATIONS

Items to be addressed were dealt with elsewhere.

7.5.7 ACTIVE VOICE/VOIX ACTIVE

Item: Need to find editor-in-chief, someone with EAC experience, to oversee production and engage in dialogue between English and francophone editors and the online and print teams. (See item 10)

7.5.8 NEWSLETTER

Item: Better placement of newsletter and other publications on the website, instead of under "training" link.

It was agreed that publications should be made as prominent as possible.

ACTION: Carolyn L Burke to arrange for publications to move to main page navigation panel.

7.5.9 VOLUNTEER RELATIONS

Item: A Member Services chair is needed.

Michelle Boulton is pulling together a nominations committee.

8. Task force updates

8.1 Governance

The task force (chaired by Maureen Nicholson) is currently reviewing the constitution and bylaws. They will meet October 28 in Vancouver to draft changes to policy, constitution, and bylaws to comply with the new federal Act and to incorporate other items relevant to EAC governance.

8.2 Webinars

Arden Ogg, Ken Weinberg, and Sandra Gravel are working on this proposed initiative. Ken is sourcing a webinar provider. He is willing to share technical expertise with branches who wish to offer webinars. Other issues being addressed include: first product (branch programs probably easiest to produce immediately); level of engagement and interactivity; cost structure; expected payback period, if any, for branches/twigs; compensation.

The task force will bring forward to NEC project phases and related issues. The Training and Development Committee is to direct any questions to the task force. Carolyn L Burke has offered help with business case. Peter Roccia and Emily Dockrill-Jones have indicated they will be working on a remote learning webinar opportunity. Arden and Ken will follow up, respectively, with these resource persons.

9. Implementing the strategic plan

Carolyn L Burke reported on challenges facing directors and chairs in creating their operational plans in line with the strategic plan – identifying tasks in their annual plans to meet the outlined objectives. The operational plan is required in order to finalize the budget at the NEC Q4 meeting. The process is currently delayed, awaiting input from the committees.

ACTION: Carolyn L Burke to follow up with directors and chairs to review their pre-drafted plans in more detail and offer support as necessary.

10. Appointment of AV editors

A bilingual editor-in-chief is needed to oversee *Active Voice/Voix active* and to appoint sub-editors. Currently, NEC appoints five editors and Karen Virag is acting editor-in-chief.

MOTION Moved by Michelle Boulton, seconded by Karen Virag, to authorize the editor-in-chief, or acting editor-in-chief, to appoint committee members. **Carried**

11. Complaint about a former EAC member

The Association had received a complaint from a university professor about a person offering essay-writing services at a university. The subject of the complaint was a former member, whose membership had lapsed for a year. The subject was using the EAC logo and referencing EAC membership in materials advertising a company that appeared to be contravening standard university policies towards plagiarism. The NEC discussed the complaint and agreed that this individual was misusing the EAC logo and references to the association, as well as appearing to be engaged in unethical practice.

MOTION Moved by Karen Virag, seconded by Moira White, that the national office send a letter to the individual insisting that person remove any reference to EAC affiliation from any promotional materials, and informing that person that they will not be allowed to rejoin EAC. **Carried (unanimously)**

ACTION: Carolyn L Burke to draft a brief on a proposed task force on the use of the EAC logo and related references to membership in the Association. It was suggested that Danielle Arbuckle, a legal counsel and a mediator be included in such a task force.

NEC discussed ways in which the decisions about these types of complaints could or should be publicized.

12. Reimbursement

Karen Virag requested direction from the NEC regarding a claim for expense reimbursement from a member who attended a meeting for which expenses were not pre-approved. The NEC considered the situation and, without setting precedent, agreed that there may have been ambiguity in the communications and the member should be reimbursed.

ACTION: Carolyn L Burke to reimburse the member, on a one-time basis.

13. Other branch/twig issues

Item 1 (NCR Branch): NCR branch chair has resigned; search for a new chair is under way. Gael Spivak provided an update on the situation for the information of NCR.

ACTION: Julia Cochrane to contact acting NCR chair to ascertain whether help for NCR is desired.

Item 2 (Regional director workload):

Since the revised governance structure, branches and twigs have reported to one of two regional directors (“east” and “west”). East region currently has seven groups and West has three. NEC was asked to consider whether a third regional director should be added for balance.

It was agreed that National staff might be able to help with the workload for the East region or an assistant director could be appointed.

ACTION: The NEC agreed to revisit this issue, including budget implications, **at the next meeting.**

14. In-camera session

MOTION Moved by Moira White, seconded by Jacqueline Dinsmore, to go *in-camera*. **Carried**

[See *in-camera minutes*]

15. Adjournment

MOTION Moved by Julia Cochrane to adjourn. **Carried**

The meeting adjourned at 4:40 p.m. until 9:00 a.m. the following day.

[*The meeting reconvened at 9:00 a.m. on September 23, 2012 at the same location.*]

16. Recording of online vote

The Secretary requested the online vote of September 13–14, 2012 be duly recorded in the Minutes:

MOTION: By Adrienne Montgomerie, seconded by Danielle Arbuckle, that the revised English email forum (listserv) guidelines be approved and uploaded to editors.ca. **Carried**

17. Rebranding the Association

Michelle Boulton provided an overview of the purposes and opportunities of a rebranding initiative. This included consideration of the current EAC logo(s) but extended more broadly to promoting a shared vision of the Association and its objectives. An effective brand (and logo) is distinctive, usable, memorable, and timeless. Effective branding creates an emotional attachment, provides

structural integrity to member activities and communications, creates a shared, and cohesive vision, and encourages buy-in at all levels.

NEC discussed an adapted logo, currently used on EAC Facebook. It was agreed that the EAC logo could be made more elegant while staying with the same visual concept.

There was a consensus that more initiatives could be taken with respect to the broader concept of branding the Association, such as its corporate image externally and the ways in which members treat clients, association volunteers, fellow members, and the public. Among models suggested for consideration were Toastmasters International and the recently introduced Toronto branch “rewards” card. Michelle suggested that members go back to their branches and twigs and use media such as focus groups to gather further ideas along these lines from both new and continuing members.

ACTION: Carolyn L Burke to draft and circulate a branding task force brief.

ACTION: Executive members to send prospective member names to Michelle Boulton.

[Note: Michelle offered a short list of references on branding for non-profits at

<http://tinyurl.com/9skrx2n>]

18. Conferences

Ken Weinberg made a presentation on the proposed theme, keynotes, and visual identity for 2013 Conference, to take place June 7 to 9, 2013 in Halifax at the Lord Nelson Hotel, with keynote speakers Robert MacNeil and Donna Morrissey.

MOTION: Moved by Ken Weinberg, seconded by Moira White, to approve “Between the Lines/ Entre les lignes” as the theme for the 2013 EAC Conference. **Carried**

NEC discussed the funding of the conference reception, noting that the event would be for the first time hosted by a twig. Pre-conference workshops (organized by the local EAC organization) typically provided financial support for the conference reception. French translation for the conference was discussed. NEC agreed it was necessary. Simultaneous translation is an option with budgetary implications; federal grants may be available, such as the \$5,000 grant from Canadian Heritage. It was agreed that a significant number of sessions given in French as well as francophone service were to be encouraged.

ACTION: Sandra Gravel to help conference committee connect with/ market to francophones.

It was noted that the 2014 Conference will be in Toronto. Also, it was agreed that decision of conference locations should be done jointly with branches/twigs to ensure commitment and resources and provide adequate time to plan and promote.

ACTION: Carolyn Burke to convene a conference call with branches/twigs on locations for 2015 and 2016.

19. Use of EAC social media accounts

Currently the national office holds the social media accounts for Association promotion. A request has been received from the Nova Scotia Conference Committee to access these accounts. The executive director would like to have NEC establish guidelines for this access. Adrienne Montgomerie said that a set of guidelines has been drafted as part of a prior report accepted by NEC. It was suggested that final guidelines could be based on this report. Michelle Boulton requested that the guidelines should take into account guidelines from the branding task force as they are developed.

MOTION: Moved by Julia Cochrane, seconded by Gael Spivak to approve access by Nova Scotia 2013 Conference Committee to national social media accounts for conference purposes. **Carried**

ACTION: Ken Weinberg to send Michelle Boulton information on an “enterprise” tool for managing social media use.

20. Fairley Award winner 2012

It was noted that the public announcement of the 2012 Fairley Award winner had been posted on the home page.

21. Adjournment

MOTION: Moved by Julia Cochrane that the meeting adjourn. **Carried**
The meeting adjourned at 11:55 a.m.

ATTACHMENT A

**EAC/ACR National Executive Council Meeting (2012 Q3)
September 22–23, 2012, Montreal**

ORDER OF BUSINESS (as revised)

1. Call to order

2. Roll call:

3. Approval of agenda

4. Orientation session

5. Procedure for online NEC votes

6. Minutes of the meeting of June 4, 2012 (2012 Q2)

7. Quarterly reports and business arising, including review of action items from Q2

7.1 From Past President

7.2 From Executive Director

7.3 From Regional Reports West

7.4 Regional Reports East

7.5 From Portfolio Reports

8. Task force updates

8.1 Governance

8.2 Webinars

9. Implementing the strategic plan

10. Appointment of AV editors

11. Complaint about an EAC “member”

12. Reimbursement

13. Other branch/twig issues

14. In-camera session: Report of HR sub-committee

15. Adjournment of Day 1

[The meeting reconvened at 9:00 a.m. on September 23, 2012 at the same location.]

16. Recording of online vote

17. Rebranding the Association

18. Conferences

19. Use of EAC social media accounts

20. Fairley Award winner 2012

21. Adjournment

ATTACHMENT B – CONTENTS OF 2012–13 NEC ORIENTATION KIT
Prepared by Executive Director Carolyn Burke and distributed to all NEC members

National Executive Council Member Welcome Kit	
Start Here	
000-01	What to read first
000-02	Welcome Kit - Table of Contents
001	Organizational stuff
001-01	Organizational Chart 2012-13
001-02	Job Descriptions - NEC
001-03	National Executive Council Roles 2011
001-04	The Committee Book - Second Edition
001-05	National Committee Mandates 2011
001-06	National Committee Job Descriptions - 2012 DRAFT
001-07	Executive Reads
001-08	The Volunteer Book
001-09	Contact list for NEC, branch executives and committee chairs
001-10	Contact list for branch execs
001-11	Parliamentary Procedure
002	Planning stuff
002-01	Strategic Plan (E and F) (2012-13 -- 2016-17)
002-02	Strategic Objectives 2013
002-03	Annual Report 2012
002-04	AGM 2012 Minutes - DRAFT
002-05	Quarterly Reports Folder
002-06	Operational Plan 2013 Folder
003	Committee Plans - See 002-06 for 2013 drafts in progress
003-01	Communications Plan 2011-12 (Internal, External)
003-02	Communications Calendar 2011-12
003-03	Publications Schedule
003-04	Conference Survival Guide
003-04b	Conference Handbook
004	Financial stuff
004-01	Budget vs. Actual 2012
005	Legal stuff
005-01	Constitution
005-02	Policy Framework Updates (draft)
005-03	Policies
006	Logistics stuff
006-01	Expense reimbursement request form
006-01b	Expense reimbursement guideline
006-02	Meeting and reports schedule
006-03	Mailing lists and IV access
006-04	AGM and meeting expenses coverage
006-05	Online Voting Procedures
007	EAC facts and stats
007-01	Guidelines to EAC style
007-02	National office style sheet
007-03	Membership statistics

SUMMARY OF MOTIONS

**EAC/ACR National Executive Council Meeting (2012 Q3)
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7. Quarterly reports

MOTION Moved by Karen Virag, seconded by Jacqueline Dinsmore, to develop an Awards Task Force to review all current and proposed EAC awards. **Carried**

MOTION Moved by Moira White, seconded by Michelle Boulton, to invite Lynne Massey to attend next NEC meeting. **Carried**

10. Appointment of AV editors

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