

Minutes
EAC/ACR National Executive Council Meeting (2014 Q3)
Saturday September 13 and Sunday September 14, 2014
Location: Capitale Room, Delta Ottawa City Centre Hotel

Present:

Jacqueline Dinsmore	President
Greg Ioannou	Past President
Randee Holmes	Secretary
David Johansen	Treasurer
Moira White	Director Professional Standards
Gael Spivak	Director of Training and Development
Barb Crawford	Director Communications
Anne Louise Mahoney	Director Publications
Marie-Christine Payette	Director Francophone Affairs
Emily Staniland	Director Volunteer Relations
Lesley Cameron	Director Branches and Twigs (West)
Barbara Dylla	Director Branches and Twigs (East)
Carolyn Burke	Executive Director
Michelle Ou	Communications Manager
Jocelain Hitchcox	Volunteer Recording Secretary

Saturday September 13, 2014

1. Call to order

Jacqueline Dinsmore called the meeting to order at 9:02 a.m. and invited those around the table to introduce themselves, where they were from, and state their role with the NEC.

2. Approval of agenda

Greg Ioannou requested that discussion of the Oops award becomes item 13.1.

Marie-Christine Payette would like to appoint a chair of francophone affairs so this will become item 12.1

MOTION: MOVED by Randee Holmes, SECONDED by Moira White, THAT we approve agenda as amended. **CARRIED**

2.1 Giving voices to those present

MOTION: Moved by Randee Holmes, SECONDED by David Johansen, THAT we give voice to the Executive Director in perpetuity at NEC meetings as an officer of the corporation. **CARRIED**

MOTION: MOVED by Moira White, SECONDED by Gael Spivak, THAT we give a voice to Melva MacLean, Heather Ebbs, Michelle Ou, and Jocelain Hitchcox during the meetings this weekend. **CARRIED**

3. Approval of governance resolutions

Two things happened at Q2 meeting under the old structure that need to be voted in under the new structure.

a. Appointment of branch officers

MOTION: MOVED by Greg Ioannou, SECONDED by Randee Holmes, THAT the following be appointed as branch officers of the association, effective August 22, 2014:

BC branch officer	Micheline Brodeur
PP branch officer	Emily Kathleen Staniland
SK branch officer	Michelle Boulton
TO branch officer	Brook Smith
NCR branch officer	Tom Vradenburg
QAC branch officer	Jennifer McMorran

CARRIED

MOTION: MOVED by Moira White, SECONDED by Marie-Christine Payette, THAT we ratify the following:

WHEREAS the Corporation was continued under the *Canada Not-for-profit Corporations Act* (NFP Act) pursuant to section 297 of the NFP Act effective August 22, 2014;

NOW THEREFORE be it resolved that

- i) The new general operating Bylaw No. 1, which was approved by special resolution of the members on June 9, 2014, to be effective as of the date of the continuance of the corporation under the NFP Act be and the same is hereby approved, ratified and confirmed as of the Corporation's date of continuance;
- ii) The repeal of the prior general operating bylaw of the Corporation effective on the date that the corporation continued under the NFP Act be and the same is hereby approved, ratified and confirmed;
- i) That the new general operating Bylaw No. 1 be submitted for approval, ratification and confirmation by special resolution to the next meeting of members following this resolution.

Dated this 13th day of September, 2014. **CARRIED**

b. Ratification of office and portfolio assignments

MOTION: MOVED by Barbara Dylla, SECONDED by Lesley Cameron, THAT we ratify the following motion:

THAT the following be appointed as officers of the association, effective August 22, 2014, and to be ratified at the 2014 Q3 meeting of the NEC:

President	Jacque Dinsmore
Vice-president	
Treasurer	David Johansen
Secretary	Randee Holmes

Executive Director Carolyn Burke

CARRIED

MOTION: MOVED by Randee Holmes, SECONDED by David Johansen, THAT we ratify the following motion:

THAT the following portfolios be assigned to the following directors, effective August 22, 2014, and to be ratified at 2014 Q3 meeting of the national executive council:

Past President	Greg Ioannou
Regional Director of Branches and Twigs (West)	Lesley Cameron
Regional Director of Branches and Twigs (East)	Barbara Dylla
Director, Training and Development	Gael Spivak
Director, Francophone Affairs	Marie-Christine Payette
Director, Volunteer Relations	Emily Staniland
Director, Publications	Anne Louise Mahoney
Director, Communications	Barb Crawford
Director, Professional Standards	Moira White

CARRIED

4. Approval of previous minutes: 2014 Q1.9 and 2014Q2 (Randee)

MOTION: MOVED by Randee Holmes, SECONDED by Marie-Christine Payette, THAT the 2014Q1.9 National Executive Council minutes be approved. **CARRIED**

MOTION: MOVED by Randee Holmes, SECONDED by Greg Ioannou, THAT the Q2 minutes of the National Executive Council be approved. **CARRIED**

5. Approval of draft 2014 AGM minutes (Randee)

MOTION: MOVED by Randee Holmes, SECONDED by Marie-Christine Payette, THAT the draft minutes of the 2014 Annual General Meeting be recommended for approval by the membership at the next AGM. **CARRIED**

6. Recording of online votes since previous meeting (Randee)

This will be the last time this item is needed on the agenda due to new governance policy.

MOTION: MOVED by Randee Holmes, SECONDED by Gael Spivak to ratify the online vote on page 24 to appoint Christine Hastie as Training and Development chair for 2014/15. **CARRIED**

7. Unfinished business from the 2013/14 NEC list (Jacquie) ATTACHMENT A

- a) Concerns were raised about the Translation Bureau and how editing was done in an article submitted. This was discussed online and resolved.

- b) Review is required of qualifications of student affiliate and emeritus status requirements. We need clarification by November 4 for the next conference discounts. Any revisions need to be membership approved. This will be reviewed at the next meeting under the auspices of the government task force.
- c) Gael thanked Michelle Ou for handling the CASL inquiries.
- d) There has been difficulty accessing editors.ca and reviseurs.ca email from the website. We need to do email addresses in a more user-friendly way.

ACTION: Moira White to ask Adrienne Montgomerie to create a tip sheet and video on how to effectively use editors.ca and reviseurs.ca in consultation with Anne Louise Mahoney and Barb Crawford. She will report back to NEC by mid-October.

ACTION: Carolyn Burke to update the editors.ca email reviseurs.ca email address renewal form and other communications with recommendations on how it works best by mid-October.

ACTION: Randee Holmes to add to the Q4 agenda to have a discussion of the fact that some (key) members are not renewing their memberships by November 2014.

ACTION: Carolyn Burke to look into more cost-effective and workable options for maintaining the editors.ca and reviseurs.ca email addresses as soon as possible.

8. Orientation (Carolyn Burke and Jacquie Dinsmore)

Jacqueline Dinsmore and Carolyn Burke gave an orientation of the workings of the NEC for the benefit of new and returning members.

ACTION: Barbara Dylla to help Gael Spivak with updating what is currently unclear in the partnering policy of the old bylaw and new governance procedure.

ACTION: Greg Ioannou to look at the current EAC policies, speak with Lynn Massey, and if needed will enshrine members' decision-making power.

ACTION: Randee Holmes, Lesley Cameron, Barb Crawford, Barbara Dylla, and Anne Louise Mahoney to review the current social media guidelines and come back to the NEC with proposed revisions. Deadline: November 28, 2014.

ACTION: Gael Spivak to coordinate updating committee descriptions and mandates and creating templates for those that don't. Deadline: February 2015.

ACTION: Each NEC director to review and update their own job description, responsibility and mandate. Deadline: November 28, 2014.

ACTION: Carolyn to upload committee descriptions and mandates to the NEC DropBox. Deadline: September 20, 2014.

9. Actions arising from Q2 meeting if not addressed elsewhere in agenda

ACTION	WHO	DUE
ACTION: Carolyn Burke and Moira White to continue to provide updates regarding the CSC's development of a business plan for proficiency.	Carolyn, Moira	Ongoing
ACTION: Carolyn Burke to recommend one or two technology solutions for secure EAC file and information sharing.	Carolyn	Ongoing
ACTION: Marie-Christine Payette to spend money previously slated for the printing of French material to hire a writer to create original French documents.	Marie-Christine	Ongoing
ACTION: Marie-Christine Payette to explore the development of French resources, as opposed to the translation of existing resources, and discuss this with Marketing and Public Relations.	Marie-Christine	Ongoing
ACTION: Ken Weinberg to post the conference recordings online once permission from the speakers is granted.	Ken	DONE
ACTION: NEC members to add the subject line tags to NEC emails to help distinguish urgent and action items.	All	Ongoing
ACTION: The incoming and outgoing training and development directors (Gael Spivak and Ken Weinberg) to work together to come up with a work plan and budget for webinars request for 2015 by September 1.	Gael, Ken	DONE
ACTION: Carolyn L. Burke to share the link to ACES training material with Emily Staniland for review.	Carolyn	Ongoing
ACTION: Carolyn L. Burke to ask Anita Princl to let the Conference Committee chairs know that the conference budget is theirs to spend.	Carolyn	DONE
ACTION: Carolyn L. Burke to create a separate line in the budget for a portion of the funds to be spent as the Conference Committee chooses.	Carolyn	DONE
ACTION: Carolyn L. Burke to redo the organization chart as soon as possible to reflect the following reassignments: <ul style="list-style-type: none"> • Member Communications liaises with the director of communications • The list monitor liaises with the director of volunteer relations • The forum (Interactive Voice) monitor liaises with the director of volunteer relations 	Carolyn	DONE
ACTION: Carolyn L. Burke to add to the organization chart the Awards Committee under the directorship of Communications and Past-President.	Carolyn	September 20, 2014
ACTION: Greg Ioannou to speak to Anne Boudreault to explain the change in job description of the <i>Active Voice/Voix</i> active Editor-in-Chief position.	Greg	DONE no longer relevant
ACTION: Lesley Cameron and Barbara Dylla to review the twig guidelines and circulate comments containing proposed revisions for review at the next NEC Q4 meeting.		November 2014
ACTION: Carolyn L. Burke to consult with EAC's governance lawyer about the election of directors for a one-year term at the AGM (instead of the	Carolyn	DONE

needed one- and two-year terms to stagger the NEC terms).		
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10. Financial report (David and Carolyn)

- a) The reserve fund is exactly where it was planned to be two years ago when we planned to invest \$75,000 in GICs. We also have \$11,000 in a reserve fund that is static and needs to grow.
- b) For 2015 we need to budget to save money.
- c) Strategic plan states that a healthy reserve should be six months operating expenses (\$150,000 to \$200,000) so we're only about one third of the way there.
- d) Big expenditure projects like CASL, governance, and branding all happened in one year, which slowed us down.

10.1 Treasurer's report

- e) New auditor was appointed and approved at the AGM.
- f) David will be checking that all branches are onboard with new governance protocol.
- g) New sources of revenue this year will be early November conference registration for 2015 and certification registration.
- h) With the new budget meeting in November we need to balance revenue with expenses.
- i) Membership numbers are not growing, they're shrinking.

11. Quarterly reports and business arising

Verbal reports to supplement written reports:

A. Director of Training and Development (Gael Spivak):

- 1) New chair of training and development committee has recruited four volunteers who are working on online training.

Requests: Christine Hastie wants to thank Ken Weinberg for getting conference sessions up. Whether we make these available to a wider audience is up to conference committee.

B. Director of Professional Standards (Moira White):

- 1) Certification registration is down. Carolyn noted reduced sales of study guides indicator of forthcoming reduced registration. Moira said possible considerations are:
 - a. Should we be offering in as many cities as we do?
 - b. Should we tie into AGM so that visitors to conference take exams before attending conference?
- 2) Standards: We review/revise standards every five years; this is the year that this needs to happen and there has been difficulty coordinating. Not accomplishing this affects both certifications exams and publications such as MPES. Review of

standards may or may not be onerous this time. An easy shift may be to let it slide another year.

Requests:

- (i) We all promote certification.
- (ii) Certification steering committee wants to develop a secure protocol.
- (iii) Agrément committee would like to increase its budget for next year for the testing part. Moira White will get back to that committee to see what amount they are thinking of.

- C. Director Volunteer Relations (Emily Staniland reporting)
Volunteer management committee is putting together some suggestions that will indicate budget requests for the next meeting.
- D. Communications (Barb Crawford)
Suggested that we push the member survey to the spring when people are doing their taxes and necessary information is at hand.
- E. Publications (Anne Louise Mahoney)
 - 1) Quarterly *Active Voice/Voix active* is now an annual publication, with the Editors' Weekly blog replacing it during the year. Suggestion was made that yearly print issue call for submissions from members who have their own blogs, thus steering print readers to online content. AV/VA is touted as a benefit of membership so how do we adjust for that? Suggested that blog goes into members-only area of the website, with teasers on public page. AV/VA should be published and distributed to members and others ahead of the 2015 conference as a way to promote the conference.
 - 2) The online edition of *Editing Canadian English* can likely launch in October. Members will be able to subscribe at a reduced price. Michelle Ou suggested a press release and proposed that we budget for a launch party.

MOTION: MOVED by Barb Crawford, SECONDED by Emily Staniland, THAT *Active Voice/Voix Active* Committee contact managing editor of the blog to move forward on the plan for an annual issue of AV/VA that's a digest of the blog with some new content with a goal to publish and mail in the spring of 2015 and the director of communications facilitate. **CARRIED**

MOTION: MOVED by Anne Louise Mahoney, SECONDED by Marie Christine Payette, THAT we appoint Claudine Laforce as Chair of the publications committee. **CARRIED**

ACTION: Anne Louise Mahoney will write an e-news blurb announcement regarding new format of *Active Voice/Voix active* and give to Michelle Ou.

- F. Director of Francophone Affairs (Marie-Christine Payette)
 - 1) Marie-Christine needs a chair for francophone affairs.

- 2) Issue of translation of annual report taking longer than it should. Carolyn recalled that new auditor is throwing in cost of financial report for free; might this free up \$1,500 for annual report translation?

MOTION: MOVED by Randee Holmes, SECONDED by Greg Ioannou, THAT Sandra Gravel be appointed as chair of the francophone affairs committee. **CARRIED**

- G. Director Twigs and Branches—West (Lesley Cameron)
 - 1) Both Saskatchewan and B.C. requested branding information, and received no response back.
 - 2) Calgary is trying successfully to keep Prairie Provinces Branch together informally. Lesley asked for suggestions on how to promote PPB without giving impression that it is very active.

12. Nominations Committee (see Publications above)

12.1 Nomination of Claudine Laforce as Chair of the Publications Committee (see Publications report, above)

13. Conference update (Greg)

Greg gave an update on the planning of the conference (June 12-14, 2015). He confirmed that people have expressed interest internationally in attending and presenting at the conference. Registration opens earlier than usual in November, offering preliminary enrolment numbers and easing logistics of planning. The committee is exploring the idea of a three-day conference.

13.1 The OOPS Award

MOTION: MOVED by Greg Ioannou, SECONDED by David Johansen, THAT three changes be made to the OOPS Award:

1. That we be allowed to publicize the award to members of other editors' associations.
2. That we allow members of associations that join us at the conference to vote for the OOPS Award winners.
3. That we be allowed to share the results of our award with our external partners.

CARRIED

14. National Magazine Committee mandate

Covered above, in item 11.E

15. Adjournment

MOTION: MOVED by Greg Ioannou, SECONDED by Marie-Christine Payette, THAT the meeting be adjourned at 5:05 p.m. **CARRIED**

Sunday September 14, 2014

16. Call to order (9:06 a.m.) Joined by Heather Ebbs, Bev Ensom, Elizabeth d'Anjou, and Melva MacLean

It was noted that the volunteer recording secretary fell ill during the course of the meeting and was not able to continue taking minutes. It was decided that a couple NEC members would take on the task of recording the minutes given the absence of the volunteer recording secretary.

MOTION: MOVED by Greg Ioannou, SECONDED by David Johansen, THAT all guests at the meeting be given voice at the meeting. **CARRIED**

Round table introductions

17. Branding

17.1 Process and discussion (Maira White and Michelle Ou)

Maira White gave a history of the rebranding process, which had a very tight timeline. The launch was originally scheduled for the AGM in June, but because the accompanying website was not ready, a decision was made to show a slide show about the new brand at the conference and include a branded travel mug in delegates' bags. Because the website was still not ready in August, a decision was made to begin a soft launch of the new brand beginning with social media on August 15. A number of members voiced their concern about the new brand on the listserv primarily. Maira spoke to two of them and agreed to halt the rollout until the NEC could discuss it.

Discussion ensued and the following points were made:

- a) The branding task force was charged with design, not with selling it to the membership. The \$15,000 budget all went to the design firm.
- b) It was agreed that not enough time and effort was put on communications with members and soliciting their feedback. There was a missed opportunity to share the steps along the way.
- c) Maira White explained the process for NEC to communicate with the members — all communications must be written, edited, and translated before it is sent to members. As a bilingual organization, we need to ensure that official communication is in both official languages. This means there may be a time delay.
- d) The design firm worked from the most recent member survey as well as the current Strategic Plan. They also surveyed members and non-members, and researched and interviewed firms and governments that use editors. The new look and feel is designed to bring in new editors, schools that teach editing, and potential employers who would hire editors.
- e) The process was stopped before it was completed. We missed opportunity to share the various steps along the way. It was suggested we move forward with the messaging of the brand and let the task force finalize the design elements. The task force can finish its messaging without the rollout proceeding.
- f) Carolyn Burke suggested that we recruit volunteers who are willing to take on the role of social media communication.
- g) Gael Spivak noted that, under the category of lessons learned, we did not ask the task force to give a report and should have. Also, the task force was not answered when it asked if it needed to consult the membership.

MOTION: MOVED by Greg Ioannou, SECONDED by Moira White, THAT we ask Costa LeClerc Design to release to the NEC and any member who requests it, a list of the number and types of organizations consulted with respect to branding. **CARRIED**

ACTION: Michelle Ou and Moira White to share a list of the number and types of organizations consulted by Costa LeClerc Design.

ACTION: Moira White to distribute to the NEC the remainder of the branding task force minutes.

Further discussion followed:

- h) Greg Ioannou envisioned sharing the above information with the members, opening it up to discussion for several weeks, then hold a referendum.
- i) It was pointed out that it is disrespectful to ask for forgiveness rather than permission – we shouldn't just forge ahead. This has divided the membership and long-term members.
- j) Carolyn Burke outlined that there are costs associated with whatever route we take. She would like clear direction so that she can put budget numbers for all different media changes.
- k) Moira White requested financial costs, which were quoted roughly by Carolyn Burke: brochures, forms (\$300); website (\$1K) to re-theme (\$4K) business cards, letterhead, brochures (\$3-4K); rewrite governance documents is hidden cost. ECE website has new brand so that needs to be redone with old design (\$1K). If we finish editors.ca website with new brand we're looking at \$1K; if we go back to the old brand it has to be completely rebuilt (\$3-4K).

MOTION: MOVED by Greg Ioannou, SECONDED by Randee Holmes, THAT we submit the rebranding issue to the members by means of a digital meeting of members. **WITHDRAWN**

Further discussion continued:

- l) Carolyn Burke said that she had full confidence in design team and task force and would like to see the complete package. People are experiencing half a brand that wasn't presented correctly. Neither the whole brand nor the website is ready but we could continue with the consensus model moving forward. Referendum is a decision making tool not a consensus tool.
- m) We have to restore confidence in the membership; members need an in-depth explanation.

Lunch break 12-12:45 p.m.

- n) Referring to the current motion on the floor, there is not enough detail. Greg Ioannou said Carolyn Burke clarified that under new governance we don't do referendums. Bylaw states that we have to give 25–30 days of notice to members before a meeting.
- o) Moira White suggested we let the task force finish messaging and wait until the next meeting to see the results, and continue to hold rollout of new branding. Messaging platform (non-digital) is currently on hold.

Motion on the floor withdrawn (see above).

17.2 Branding – next steps

MOTION: MOVED by Moira White, SECONDED by Randee Holmes, THAT we

- a. allow the Rebranding Task Force to complete the messaging part of its mandate and request that they give updates to the membership as they do so
- b. communicate to members what the branding is intended to show
- c. provide a forum for members to comment and discuss
- d. maintain the stoppage of the rollout of the branding until the NEC has had time to consider more member feedback and bring it to the next NEC meeting for a decision on next steps

CARRIED

MOTION: MOVED by Anne Louise Mahoney, SECONDED by Barbara Dylla, THAT *Editing Canadian English* not be launched until we have finalized the logo and the brand. **WITHDRAWN**

Discussion followed “seconding” of motion and the repercussions of doing so or not were discussed.

NOTE: The NEC recognizes that due to the current branding situation the launch of *Editing Canadian English* will not take place when originally planned.

The NEC thanked Anne Louise Mahoney and her committee for their work to bring ECE into production on time and on budget.

ACTION: Moira White to communicate to the Rebranding Task Force to complete the messaging part of its mandate to the task force and oversee updates to the membership as soon as possible.

ACTION: Moira White to post a memo to the listserv this afternoon to confirm that the branding issue was discussed at the NEC meeting and that more information on next steps will be forthcoming shortly. There will be official bilingual communication to the membership and then to social media.

- a. NEC list, to take to constituents; Lesley and Barbara to take it to the branch chairs list; directors to take it to committees
- b. Michelle Ou to send out an e-News update to be sent in the coming week

ACTION: Moira White to ask the taskforce to develop a communications piece that explains the thought behind the brand within two weeks.

ACTION: Moira White to find one or two facilitators together with asking a few members to form part of a group to set up a conversation and collate the responses in a meaningful way. She invited suggestions.

ACTION: Greg Ioannou to suggest some polling questions and share these with the decided upon platform.

ACTION: Carolyn Burke to let branches know that stoppage on brand rollout will continue at least until the NEC meeting in November.

18. Communication process (Lesley Cameron)

More notice is required regarding meetings and important discussions. Consideration should be given to the time of year that potentially contentious issues are raised with the membership (e.g., not summer, but fall). It is important to stay open to the feedback of the membership. We have an experienced source of knowledge on communications and crisis communications strategies who is willing to share that knowledge and experience; we should recognize the value of this and take advantage of the offer.

19. Strategic Plan: The Next Five Years (Carolyn Burke)

It is time to start to look at pulling together a strategic retreat for next year with a professional facilitator and recording secretary. It will take a year to digest the info we get from the session and then to put together a plan. We need to ensure there is money in the budget to pay for this fifth meeting, which would not be an NEC meeting proper.

20. Other business

20.1 Executive reads (addressed in item 8.c) 5) above)

It was noted that the numbers from last year show that a few people did a disproportionately high number of exec reads (even taking into account that only some people can do the French ones). NEC members were requested to make efforts to participate in exec reads whenever possible so the load is shared more equally among all members.

20.2 Strike a final Governance Taskforce to handle remaining policy updates

Emily Staniland volunteered to serve as the NEC to serve as a liaison between the task force and NEC.

MOTION: MOVED by Greg Ioannou, SECONDED by Marie-Christine Payette, THAT the NEC strike a governance taskforce to complete its work within the next two months. **CARRIED**

ACTION: Carolyn Burke to prepare a task force brief to be sent to the NEC.

MOTION: MOVED by Jacqueline Dinsmore, SECONDED by Barb Crawford, THAT we jump to item 21 on the agenda and discuss the remaining agenda items online or at the next meeting.

CARRIED

20.3 Governance-driven changes to use of NEC mailing list

20.4 Meeting Professional Editorial Standards status with Ryerson (Gael)

ACTION: Greg Ioannou to talk to Meg Taylor, Head of Publishing Program at Ryerson, to discuss what needs to be done with respect to Meeting Professional Editorial Standards.

20.5 Complaint regarding membership fee reimbursement

MOTION: MOVED by Jacquie Dinsmore, SECONDED by Moira White, THAT we not reimburse the administration fee that this member was charged. **NOT CARRIED**

MOTION: MOVED by Lesley Cameron, SECONDED by Greg Ioannou, THAT we reimburse the administration fee that this member was charged. **CARRIED**

ACTION: The office to process the reimbursement.

20.6 Award committee (Jacquie)

21. Finalizing dates and locations of 2014/15 NEC meetings

- 2014Q4 November 29–30, 2014 in Toronto
- 2015Q1 March 28–29, 2015 in Vancouver or Victoria
- 2015Q2 Monday, June 15, 2015 in Toronto (2015 conference - already set)

MOTION: MOVED by Greg Ioannou, SECONDED by Anne Louise Mahoney, THAT we hold the Q4 meeting in Montreal. **CARRIED**

22. In-camera session

23. Adjournment

MOTION: MOVED by David Johansen, SECONDED by Marie-Christine Payette THAT the meeting be adjourned at 3:08 p.m.

CARRIED