

**ALBERTA ARBITRATION AND MEDIATION SOCIETY  
ANNUAL GENERAL MEETING**

**Friday, May 5, 2006  
Edmonton, AB  
Ramada Hotel and Conference Centre**

**MINUTES**

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Start: 1:00 p.m.

**1. Call to Order**

Pat Cabezas called the meeting to order. Nick Tywoniuk will act as parliamentarian. Erika Deines will act as secretary. Members only to vote on items.

**2.**

**a) Approval of Agenda**

**Motion: To approve the Agenda as presented. Tom Smith/Grace Baker  
Carried**

**b) Adoption of the Minutes**

**Motion: To adopt the minutes of the April 15, 2005 AGM as presented. Bob  
Slocombe/Nick Tywoniuk  
Carried**

**3. President's report (Pat Cabezas):**

Pat presented highlights in PowerPoint format and discussed his tabled report. The following change was made to Pat's report under Economic Performance:

**Expenses Associated to Change, 2005: \$32,265**

**Ratio YTD (\$) – First Quarter 2006: 10,796.13**

**(What I remember about this is that the report he handed out had the correct amounts; the powerpoint was incorrect. I gave my copy of Pat's report to Nick so I don't have the correct amounts here)**

**Motion: To receive The President's Report with changes and place it on file.  
Chuck Smith/Chris Gowers**

It was brought to the attention of the audience that next year will be the 25<sup>th</sup> year of AAMS operating in Alberta. Anniversary celebrations will be included in next year's AGM.

**Carried**

**4. Treasurer's report (Vik Maraj):**

**Motion: To receive the Treasurer's Report and place it on file. Steve Critchley/Tom Smith**  
**Carried**

Vik introduced Colin Presizniuk who explained the non-consolidated statement of operations. Specifically, he noted that the move of AAMS offices has resulted in a 34% reduction in lease payments. Membership has increased by 15%. Total fund equity at year end was \$25,926.

**Motion: To accept the Audited Non-Consolidated AAMS Financial Statement for the year ended December 31<sup>st</sup>, 2005. Erika Deines/Bob Slocombe**

Pat Withers asked for clarification about the \$90,000 bank indebtedness. Colin explained that this debt is secured by a general assignment of book debts and term deposits.

An audited statement for AAMS Inc. can be made available and comprises mainly of a management fee transaction. The Society accounts for its investment in AAMS Inc., a wholly-owned subsidiary, on a "cost" method.

XXX voiced concern over board expenses not being reimbursed. It was clarified that board expenses were forfeited by directors in concert with the call for donations from our membership and a (voluntary) reduction in instructional fees. Board expenses will be reinstated when it becomes fiscally responsible to do so. Vik explained that the budget for 2006 is based on last year's numbers and based on conservative estimates for course attendance. The new budget is predictive, month by month. The projection for 2006 includes retiring the \$100,000 **Line of Credit** and the creation of a surplus, enabling AAMS to actively start promoting ADR.

Vik will forward a copy of the 2006 budget projection to the AAMS office for distribution to those members who showed interest in obtaining a copy.

**Carried**

**Motion: To appoint Preszniuk and Associates be the Auditors for the Society for 2006. Jim McCartney/XXX (Kalianna) Johnston**  
**Carried**

## **5. Education Report (Silvia Bégin):**

**Motion: To receive The Education report and place it on file. Bob Slocombe/Tom Smith**

Paula Drouin introduced the new Education Director, Silvia Bégin, and thanked Silvia for her enthusiasm and support offered to the Board of Directors.

Silvia suggested that a graduation ceremony be held for recipients of Certificates in Conflict Management. She then announced a new course entitled "Getting to Work", a guide on how to start your own ADR practice.

The Board has approved an agreement with Brenda Walton's company, *Kairos Creative Solutions Inc.*, for the coordination and marketing of AAMS' Certificate programs as well as private contracts in the Grande Prairie region. Members in Medicine Hat have asked that courses be brought to their community. In line with the cooperative direction in which the Education Program will continue to move in the future, Silvia called on Denis Lefevre of The University of Alberta's Student Arbitration & Mediation Society (SAMS). A Memorandum Of Understanding was subsequently signed by the President of each Board of Directors (SAMS & AAMS). Paula Drouin took the floor and announced the recipients of Certificates in Conflict Management and recipients of Certificates in Arbitration.  
**Carried.**

#### **6. Accreditation (Erika Deines):**

**Motion: To move forward with an application for registration of our society and protection of our titles under the Professional and Occupational Associations Registration Act ("POARA").**

The Executive has been in discussion with Alberta Human Resources and Employment (AHRE) on the matter of registration of our society and the right to title for Mediation and Arbitration and to become self-regulating professions. Erika told members that the Open Letter to Members will also be distributed electronically. Members in the audience were invited to participate in the new Registration Committee. The question was asked what a "simple majority" is, as was mentioned in the Open Letter. Erika will talk to AHRE and report back to the membership with a reply.

**Carried.**

#### **7. Nominating Committee Report (Nick Tywoniuk):**

**Motion: To accept Nominations as presented. Colin Preszniuk/Nick Tywoniuk**

Nick explained the nominations process.

The new board is as follows:

Paula Drouin, Chuck Smith and Barb Rutledge for 1 year (2007)

Vik Maraj, Erika Deines and Suzanne Petryshyn for 2 years (2008)

Pat Cabezas, Patricia Withers and Jim McCartney for 3 years (2009)

**Carried.**

#### **8. ADRIC (Nick Tywoniuk):**

**Motion: To receive the Activity Report and place it on file. Tom Smith/Nick Tywoniuk**

ADRIC is looking for a venue for the 2006 AGM and Conference, including event sponsors, i.e. legal firms.

Following the resignation of the Executive Director, the position is currently vacant and interested applicants are invited to contact ADRIC.

National Arbitration and Mediation Rules have been drafted and adopted by ADRIC and can be viewed on their website.

**Carried.**

#### **9. Acknowledgments (Pat Cabezas):**

Pat acknowledged the following members for their service to AAMS:

Jim Willson (Ombudsman), Sharon Wilson, Charmaine Hammond (C.Med. Committee) and Debra Howse (C.Arb.), Lara McMillan (office volunteer), Grace Baker (Newsletter), Bob Slocombe and Bill Rama (Education Advisory Committee), and the staff of AAMS.

#### **10. Introduction of the New Board/Executive**

Pat Cabezas introduced four new Board members:

Chuck Smith, Barb Rutledge, Pat Withers, and Jim McCartney.

#### **11. New Business: Committees**

Paula Drouin listed Committees which provide opportunity to actively participate in AAMS business:

Registration Committee (for POARA application process)

C. Med. Committee (one person with computer skills to edit the manual)

Education Committee (marketing, promotion, database entries and registrations)

Fundraising Committee

#### **12. New Executive:**

A tentative new Executive was agreed on by current and new board members at a meeting preceding the AGM:

President: Pat Cabezas,

Vice-President: Paula Drouin,

Treasurer: Vik Maraj,

Secretary: Erika Deines,

Past President: Nick Tywoniuk.

#### **13. Adjournment**

**Motion: To adjourn this meeting. Tom Smith/Paula Drouin**

The place of 2006 AGM will be Calgary.

It will also be a 25<sup>th</sup> Anniversary celebration for AAMS.

**Meeting adjourned at 3:22 p.m.**

**ALBERTA ARBITRATION AND MEDIATION SOCIETY  
ANNUAL GENERAL MEETING**

**Friday, April 27, 2007  
Edmonton, AB  
Carriage Inn House, Calgary**

**MINUTES**

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Start: 10:00 a.m.

**1. Call to Order**

Pat Cabezas called the meeting to order. Nick Tywoniuk will act as parliamentarian. Erika Deines will act as secretary. Members only to vote on items.

**2.**

**a) Approval of Agenda**

**To approve the Agenda as presented.**

**b) Adoption of the Minutes**

**Motion: To adopt the minutes of the April 15, 2005 AGM as presented. Jim McCartney moved and Tom Smith seconded.**

**Carried**

**3. President's report (Pat Cabezas):**

Pat presented highlights in PowerPoint format and discussed his tabled report. Recognition of Past Presidents.

The four year plan:

2004 – The Vision; 2005 – The Implementation; 2006 – The Seeding; 2007 – The Harvesting.

Economic Performance from 2001 to 2006 (from \$-7215 to \$79636)

First Quarter Income for 2007 - \$72,716 (in 2006 – \$27,367)

Activities in 2006: A Managing Board (no Exec. Director); consolidation of Muffin Team; exploring opportunities and synergies; developing a new culture; new venues to deliver our courses (Kings College & Pulse Institute); computer/website upgrade; registration subcommittee.

Expectations for 2007: constant upgrading of the structures to capture the opportunities; creative approaches to promote the profession; accreditation concept; strategic plan (business, education, board restructure, policy update); task forces and communication/education/human resources/registration/ADRI/promotion of the profession; inking with the ADRI in areas of mutuality.

2007: 25<sup>th</sup> Anniversary: connecting to the past to build a stronger future; past presidents will create “Memory Lane” and prepare and compile material of their experiences. Promoting the ADR concept. This year we had an election; elections are healthy, especially in our organization.

Thank You – to volunteers, directors, staff; to friends and members of AAMS; instructors and coaches; to past presidents and new members; to outgoing directors – Happy Birthday AAMS.

**Motion: To receive The President’s Report and place it on file. Jim McCartney/Stuart Simpson**  
**Carried**

#### **4. Treasurer’s report (Vik Maraj):**

**Motion: To receive the Treasurer’s Report and place it on file. Steve Critchley/Tom Smith**  
**Carried**

Vik Maraj was unable to attend the AGM. Meryl Yates explained the non-consolidated statement of operations. Specifically, she noted that a Restricted Fund balance means that the money is set aside for future development and Unrestricted Fund balance refers to operating costs and revenues which are not restricted in use.

**Motion: To accept the Audited Non-Consolidated AAMS Financial Statement for the year ended December 31<sup>st</sup>, 2006. Tom Smith/Nick Tywoniuk**  
**Carried**

**Motion: To appoint Preszniuk and Associates be the Auditors for the Society for 2006. Nick Tywoniuk/Tom Smith**  
**Carried**

#### **5. Education Report (Silvia Bégin):**

**Motion: To receive The Education Report and place it on file. Jim McCartney/Steve Critchley**  
Silvia elaborated on the content of her report.  
**Carried.**

#### **6. Registration Committee (Chuck Smith):**

Chuck presented a PowerPoint. We recommend to pursue ADRIC option of strengthening the C.Med. and C.Arb. designations at the ADRIC Board level and its regional members by fall 2007. And, to concurrently develop Alberta

certification/designation – a prototype for national provincial to refine, modify and apply to designations.

Next steps:

Pursue ADRIC option by fall 2007

Draft a prov. certification/designation model/process by January 2008

Present a completed product at 2008 AAMS AGM

Obtain your endorsement to pursue these recommendations

**Motion: To move that the membership endorse the recommendations as presented with the amendment to change “completed” to “proposed”. Tom Smith/Karla Millar-Nixon**

Discipline/complaints/removal process must be in place which is expensive and requires additional staffing. The effect on liability insurance was brought up. Cost of administration was addressed and then compared to the fruits and the harvest which will outweigh the costs. Consultation must reach out across the Province; other educational institutions are stakeholders; are other methods of mediation included in the recommendations (transformative; evaluative; narrative, etc.)

Amendment: not to come back with a “completed” product, rather a “proposed” product.

**Motion: JB Isaac moved to table the topic till after lunch.  
Carried.**

**Motion (repeat): To move that the membership endorse the recommendations as presented with the amendment to change “completed” to “proposed”. Tom Smith/Karla Millar-Nixon**

Stuart spoke about using this work as a “professional” designation when many who are educated are never wanting to make this their profession. It is also important to understand “the common body of knowledge” of arbitrators and mediators is questionable. Jean asked for more time. Nick talked about profession vs. practice. There is a lot of confusion what a good mediator is.

**Opposed: 1**

**Carried.**

## **7. Nominating Committee Report (Nick Tywoniuk):**

**Motion: To accept Nomination Committee Report as presented. Nick Tywoniuk/Jim McCartney**

Nick explained the nominations process.

**Carried.**

## **8. Introduction of new Board:**

Chuck Smith

Nick Tywoniuk

Jean Tice

Valerie Howard

**9. New Business: Committees**  
none.

**10. Adjournment**

**Meeting adjourned at 1:48 p.m.**



ALBERTA ARBITRATION AND MEDIATION SOCIETY  
**MINUTES OF 2009 Annual General Meeting**  
 Royal Executive Inn  
 2828 23 Street NE  
 Calgary AB T2E 8T4  
 Friday, April 3, 2009

*Call to order: 6:01 P.M.*

*Quorum (≥15)—properly constituted*

*Secretary—Elaine Seifert*

1. Approval of Agenda Motion: Conrad Loban – 2 <sup>nd</sup> David Hill	APPROVED
2. Approval of June 2, 2008 AGM Minutes Motion: Robert Slocombe – 2 <sup>nd</sup> Nick Tywonuik	APPROVED
<i>Recognize guests: Don Short, Introduced by Jim McCartney Power Point Presentation by Don Short</i>	
3. President's Report: Presented by Jim McCartney A written was included in the registration package Jim will remain for another year on the Board as past president See attached	
4. Treasurer's Report : presented by Jean Tice Ms. Tice highlighted the main parts of her report that were also included in the registration package <b>Motion:</b> accept Audited Statements – Jean Tice – 2 <sup>nd</sup> Robert Wanner <b>Motion:</b> appoint auditors Colin Presiznuik – Chuck Smith – 2 <sup>nd</sup> Jim McCartney	Both Motions Approved
5. Acting Executive Director's Report : presented by Paula Drouin Report was included in the registration package. Highlights: Registration for our educational programs has increased; We are new offering a Certificate in Mediation, Arbitration and Restorative Justice; Membership renewal in the first quarter of 2009 was up from 2008; Directory entries for 2009 up from 2008; A new website is being designed and will be up and running this year; A monthly newsletter is planned for this year; Posters – Camvap to be renewed and hoping the rural empire program	APPROVED

will continue. Motion to approve ED Report: Alex Patterson – 2 <sup>nd</sup> Robert Wanner	
<p>6. Recognition and Acknowledgements presented by Jim McCartney</p> <p>Stan Brown presented the Executive Directors’ Distinguished Service Award for his dedication, loyalty and commitment to AMS members. Stan Brown has been an active member of the AAMS for 18 years</p> <p>Long term members acknowledged – see handout in registration package.</p> <p>acknowledged :</p> <p>Tom Smith acknowledged for his contribution as chair of the nomination committee</p> <p>Conference Committee acknowledged – Jim Willson, Pat Withers and Tome Smith</p> <p>AAMS staff recognized</p> <p>Regional Designation Committee ; Chuck Smith, Jim McCartney, Sharon Wilson and Corinne Renaud-Gagneu</p> <p>Sponsors acknowledged – Calgary Community Mediation, Alberta Justice, ERCB and Colin Presiznuik</p>	
<p>7. Presentation of Plan for 2009 – presented by Jim McCartney</p> <p>Still a work in progress. Which includes:</p> <p>Revising Financial Planning;</p> <p>Fine tuning the Governance Model the Board works under;</p> <p>Reviewing the Society’s role as it affects members and the public;</p> <p>Implementing a policy for appointing arbitrators and mediators when the AAMS asked to do so;</p> <p>Creating a procedure for establishing a roster of either mediators or arbitrators when asked to do s;</p> <p>MBA students will review our organization and help with forward planning.</p>	
<p>8. Nomination Committee Report presented by Tom Smith</p> <p><b>Motion:</b> To approve the nomination process that has been followed this year – J.B. Isaac – 2<sup>nd</sup> Michele deColle</p> <p><b>Motion:</b> To approve the appointment as directors of nominated candidates – Tom Smith – 2<sup>nd</sup> Chuck Smith.</p> <p>The nomination Committee put forward the following as directors:</p> <p>Alex Paterson</p> <p>Rick Assinger</p> <p>Jean Tice.</p> <p>There were no further nominations from the floor.</p>	<p>Both Motions Approved</p> <p>Jean Tice, Alex Patterson and Rick Assinger were appointed as new directors for a three year term.</p>
<p>9. Presentation of 2009/2010 Board of Directors;</p> <p>Continuing:</p>	

<p>Jim McCartney – past president - Calgary</p> <p>Robert Wanner - Lethbridge</p> <p>Michele de Colle – St. Albert</p> <p>Elaine Seifert - Calgary</p> <p>Chuck Smith – Fort McMurray</p> <p>Brenda Arsenault - Calgary</p> <p>New Members:</p> <p>Jean Tice - Edmonton</p> <p>Rick Assinger – Red Deer</p> <p>Alex Paterson - Edmonton</p>	
<p>10. Message from ADRI President – presented by Donald Short, president of the Board of Directors of ADR Inc. Canada</p> <p>Mr. Short made a power point presentation which is attached.</p> <p>Highlights:</p> <p>ADRIC now has 1,800 members</p> <p>Members of ADRIC can add their own information to the ADR website at <a href="http://www.adrcanada.ca">www.adrcanada.ca</a></p> <p>Mr. Short also talked about the ADRI ensuring the Gold Standard in ADR Services in Canada</p> <p>Reviewed the national Mediation and Arbitration Rules</p>	
<p>11. New &amp; Revised Designations – chuck Smith presented a power point presentation on the new Q. Med designation and also reviewed the new ongoing requirements for refreshing the C. Med. And C. Arb. Designations every three years.</p>	
<p>12. Next AGM:</p> <p>The members present indicated that they prefer the AGM to be in April.</p>	
<p>13. Consultation with members:</p> <p>A questionnaire was handed out to members to complete.</p>	
<p>14. Thanks &amp; Reminders – Jim McCartney thanked:</p> <p>Don Short, the Board, new directors, Tom Smith, the AAMS staff and the conference committee</p>	
<p>15. Termination of meeting 7:50 P.M.</p> <p>Motion- Chuck Smith – 2<sup>nd</sup> Janet Gateano</p>	APPROVED

**ALBERTA ARBITRATION & MEDIATION SOCIETY (AAMS).**

**BOARD OF DIRECTORS TELE-CONFERENCE MEETING**

Edmonton, AB.

November 26, 2004.

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<b>Board Members</b>	<b>Present</b>	<b>Regrets</b>	<b>Absent</b>
<b>Alan Konkin</b>	<b>x</b>		
<b>Doug Russell</b>			<b>x</b>
<b>Erika Deines</b>		<b>x</b>	
<b>Gerald Lynn</b>	<b>x</b>		
<b>Nick Tywoniuk</b>		<b>x</b>	
<b>Pat Cabezas</b>	<b>x</b>		
<b>Paula Drouin</b>		<b>x</b>	
<b>Tom Smith</b>	<b>x</b>		
<b>Vik Maraj</b>		<b>x</b>	

**Guest: Wes Pangrass, Executive Director.**

**1. CALL TO ORDER**

Gerald Lynn commenced the meeting@ 9:25 AM

**2. APPROVAL OF AGENDA**

**Motion: To accept the agenda as published.**

Moved by Tom Smith

Seconded by Pat Cabezas

Carried

**3. CONSENT AGENDA**

3.0. Minutes of Board Meeting, September 27, 2004. It shall be available next week. Minutes of Board Meeting October 25, 2004 requires amendment. Point 5.1 should read Vancouver and not Victoria.

3.1 New members applications: Approved

3.2 Cheques over \$500.00.: Approved

**Motion: To accept the consent agenda as circulated.**

Moved by Pat Cabezas

Seconded by Tom Smith

Carried.

#### **4. BUSINESS ARISING**

Deferred to the December Board Meeting

#### **5. REPORTS**

5.0 Administration and Finance

**Motion: To receive financial statements as presented.**

Moved by Tom Smith

Seconded by Pat Cabezas

Carried

5.1 Executive

Deferred to the next meeting in December, 2004.

5.2 ADRI

5.3.0 Review of Strategic Plan

Not Available

5.3.1 Education

Did not meet. Deferred to the next meeting in December 2004.

5.3.2 Membership

Not Available, deferred

5.3.3 Finance and Fund Raising

The efforts by Maurice have not been successful as yet as far as generating donations and or enrolling new students. His efforts have brought valuable information to the Education co-ordinator to tailor courses/programs. Final evaluation of the program will take place at the Board Meeting in January/05. Maurice will be invited for a presentation to the Directors.

5.3.4 Human Resources

Not Available. Deferred to next meeting in December, 2004.

5.3.5 Communications

Not Available. Deferred to the next meeting in December, 2004.

5.3.6 C.Med/C.Arb

The group will meet before the year is over. Approvals of outstanding applications will be completed this week.

5.3.7 Accreditation

Not available. Deferred to the next meeting in December, 2004.

5.3.8 Summary of Priorities and Schedules.

Not Available

#### **6. NEW BUSINESS.**

6.0 Budget 2005

- It is based on prorating of the economic performance of the year 2004.
- It recognizes that the Educational Program is the economic base of the AAMS
- The Budget of the Educational program was approved without changes. It reflects the need to update/improve/optimize the system.
- It does not incorporate either the performance of new initiatives such as performance of the Fund Raiser/Recruiter, or Fund Raising Initiatives.

- It reflects that the Program Director is working 4 days per week.
- It reflects the freezing of the expenses by the Directors.
- It includes the potential increase of salaries of the staff (depending on economic strength/availability of the Association).
- It does not include the retainer of the Fund Raiser/Recruiter. This position should generate its own funding.

**MOTION: BUDGET IS APPROVED AS PRESENTED**

Moved by Alan Konkin

Seconded by Tom Smith

Carried

6.1 Christmas Office Closure. This is an operational issue. The Executive Director will make the decision.

**7. FINAL DISCUSSION**

Next meeting: Monday, December 20, 2004 at Edmonton

**8. ADJOURNAMENT**

The meeting was adjourned at 11:00 AM

prepared by pat pabezas  
edmonton, november 26, 2004.

**ALBERTA ARBITRATION & MEDIATION SOCIETY (AAMS).**

**BOARD OF DIRECTORS MEETING**

Edmonton, AB.

December 20, 2004.

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<b>Board Members</b>	<b>Present</b>	<b>Regrets</b>	<b>Absent</b>
<b>Alan Konkin</b>	<b>x</b>		
<b>Doug Russell</b>			<b>x</b>
<b>Erika Deines</b>		<b>x</b>	
<b>Gerald Lynn</b>	<b>x</b>		
<b>Nick Tywoniuk</b>		<b>x</b>	
<b>Pat Cabezas</b>	<b>x</b>		
<b>Paula Drouin</b>	<b>x</b>		
<b>Tom Smith</b>	<b>x</b>		
<b>Vik Maraj</b>	<b>x</b>		

**Guest: Wes Pangrass, Executive Director.**

**1. CALL TO ORDER**

Pat Cabezas commenced the meeting @ 10:00 AM

**2. APPROVAL OF AGENDA**

**Motion: To accept the agenda as published.**

Moved by Tom Smith

Seconded by Al Konkin

Carried

**3. CONSENT AGENDA**

3.0. Minutes of Board Meeting, September 27, 2004. It shall be available next meeting. Minutes of Board meeting for October and November to be approved

3.1 New members applications

3.2 Cheques over \$500.00

3.3 Add: Taking of Board minutes

### 3.3 Discussion:

- Pat discussed the taking of minutes and the importance of timely production. The Present practice of the Secretary Treasurer taking minutes is most difficult because of personal business commitments. Pat requested some input from the Board members. The history of some Boards is that the Secretary Treasurer does take the minutes.

Wes has volunteered to take minutes, it was also suggested that it is not necessary to change the by laws as it is possible the next Director in the position of Secretary may want to take the Minutes.

### **Motion: To accept the consent agenda as amended.**

Moved by Al Konkin

Seconded by Vik Maraj

Carried.

## **4. BUSINESS ARISING**

## **5. REPORTS**

### 5.0 Administrations and Finance

#### **Motion: To receive financial statements as presented.**

Moved by Paula Drouin

Seconded by Vik Maraj

Carried

### 5.1 Executive

No report

### 5.2. ADRI

Tom discussed the ADRI initiative about being a service provider in conjunction with the regional organizations. Reference to #12 in the circulated ADRI minutes of November 20, 2004, will provide more information about the direction that ADRI is wanting to go with. Tom tabled the “ Rules of procedure for Commercial Mediation”

### 5.3.0 Review of Strategic Plan

Not Available

### 5.3.1 Education

- Tom tabled the report about the Arbitration Coordinator. Issued in Edmonton. Tom suggested that the President should send a letter and perhaps the Executive Director thanking Deb Howes for her countless hours dedicated to the Arbitration program in Edmonton. One of the main items of business for January for the Education Committee is a succession plan for the Arbitration program.

- Discussion revolved around the “ recognition” of the value of Instructors and coaches by AAMS and what it would look like.



- There was discussion about an “exit” interviews to determine if there is some knowledge that may be of use in adding to the “succession” initiative in the Arbitration program.
- Copyright issue, intellectual property rights, as to the practice and policy of AAMS, will be an agenda item for the Education Committee which will make recommendations to the Board.

#### 5.3.2 Membership

- Paula tabled her report. Tom volunteered to work with Paula as the AGM contact in Calgary

#### 5.3.3 Finance and Fund Raising

- Pat has recently met with Maurice to report his activities. The next meeting with him in January will provide the Board with a complete evaluation for presentation to the January Board meeting. It is hoped that this might happen a couple of weeks before the Board meeting.

#### 5.3.4 Human Resources

Not Available.

#### 5.3.5 Communications

- Vik tabled his report. With reference to the report under point #2, items a)b)c) were a direct result of the Board retreat in May. Items d) and e) are actually initiatives that are Human Resource Committee functions.
- Instructor feedback” session: Discussion about the meeting to provide feedback with Wes and Sandy resulted in Directors Al, Paula, Nick, Vik agreeing to conduct this meeting It was agreed that there should be a meeting with Wes first, than meet with Wes and Sandy together. This should occur sometime in January.
- Newsletter and Web page: Vik feels that a meeting is required to discuss marketing, web page, newsletter and the resulting potential. It should be addressed in the January Board meeting. (Pat will include this in a “rough draft” agenda to be sent to all Directors).

#### 5.3.6 C.Med/C.Arb

- Gerald indicated that there is a need to designate a new Chair for both Committees. Paula offered to be liaison with C. Med Committee. Gerald will contact some members as to their willingness to act as Chair and will inform the Board as soon as possible.

#### 5.3.7 Accreditation

Not available.

5.3.8 Summary of Priorities and Schedules.  
Not Available

5.4 - Education report tabled.  
- Executive Director report tabled.

## **6. NEW BUSINESS.**

- Next meeting: There was a great deal of discussion “ about who we are” as far as the identity of the organization. There is a need to target a special meeting to discuss this issue. It was scheduled for January 24<sup>th</sup>, 2005, for the whole day. The regular Board meeting is scheduled for the evening of January 23, 2005.

## **7. ADJOURNAMENT**

**MOTION:** To adjourn meeting at 2:45 p.m.

Moved by Pat Cabezas  
Seconded by Paula Drouin  
Carried

Prepared by Wes M. Pangrass  
December 24, 2004

**ALBERTA ARBITRATION & MEDIATION SOCIETY (AAMS).**

Minutes of Board meeting January 23, 2005

Edmonton, AB.

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<b>Board Members</b>	<b>Present</b>	<b>Regrets</b>	<b>Absent</b>
<b>Alan Konkin</b>	<b>x</b>		
<b>Doug Russell</b>			<b>x</b>
<b>Erika Deines</b>		<b>x</b>	
<b>Gerald Lynn</b>	<b>x</b>		
<b>Nick Tywoniuk</b>	<b>x</b>		
<b>Pat Cabezas</b>	<b>x</b>		
<b>Paula Drouin</b>	<b>x</b>		
<b>Tom Smith</b>	<b>x</b>		
<b>Vik Maraj</b>	<b>x</b>		
<b>Guest: Wes Pangrass, Executive Director.</b>			

**1. CALL TO ORDER**

Nick commenced the meeting@ 5:00 p.m.

**2. APPROVAL OF AGENDA**

**Motion: To accept the agenda as published.**

Moved by Al Konkin

Seconded by Pat Cabezas

Carried

**3. CONSENT AGENDA**

3.0. Minutes of Board Meeting, December, 2004, September 27, 2004.

December minutes amended to correct typos.

**Motion: To accept minutes as amended**

Moved by Tom

Seconded by Gerald

Carried

-Minutes of September 27, 2004.

September minutes amended as to “ location”

**Motion: To accept minutes as amended**

Moved by Al

Seconded by Vik

Carried

**Motion: To accept the consent agenda as circulated**

Moved by Tom

Seconded by Al

**4. BUSINESS ARISING**

**5. REPORTS**

5.0 Administration and Finance

**Motion: To receive financial statements as presented.**

Moved by Al

Seconded by Tom

Carried

5.1 Executive

Nick mentioned that the new CAMVAP contract has been signed and the C2C share purchase has been completed.

5.2. ADRI

Tom had emailed all the ADRI correspondence that he had received from National, to all Directors. Tom discussed the contents of an article in the Journal about ADRI activity in B.C., as it relates to being a service provider, and that AAMS may find this of interest. This initiative may be compared to AAMS referral policy.

Paula requested that Tom pass on her suggestion that C. Meds should somehow be involved or informed as to the drafting of “ Mediation Rules”.

Tom and Paula have received their copy of the Journal but apparently no body else has, and is going to inquire as to who receives the Journal.

5.3.0 AGM

Paula discussed a potential workshop presentation based on “ Life after the Certificate Program.” Several organizations have been contacted for presenters. This should be no cost to AAMS. This will be on April 15, 2005. Paula also discussed a potential workshop “ Power Clinic”, and is in contact with the presenter. Cost and how they will be recuperated is yet to be determined. The date may be separate, but in conjunction, with the AGM and on April 16, 2005. Details of this potential workshop will be advertised in the February newsletter

and possibly a special marketing promotion ( format yet to be determined). Tom is considering a social function the night before and is seeking co sponsors.

Paula and Tom will look at providing the AAMS with a plan as far as the marketing and budget for this “ Power Clinic” as well as a budget for the AGM as soon as is possible ( possibly by the end of January).

#### 5.3.1 Education

The Committee will be tabling a new “ terms of reference” document for the next Board meeting.

#### 5.3.2 Membership

Nothing to report

#### 5.3.3 Finance and Fund raising

Pat suggested that this report can be discussed at the January 24<sup>th</sup> session.

#### 5.3.4 Human Resources

Al will provide the HR Policy manual to the Executive Director by February 21<sup>st</sup> to be reviewed before presentation to the Board for approval.

#### 5.3.5 Communications

Vik discussed the initiative about job descriptions which will be included under the HR Committee responsibilities..

### **MOTION: To adjourn to move to an “ off the record “ session 8:15 p.m.**

Moved by Tom

Seconded by Gerald

Carried

### **MOTION: To commence regular Board meeting 8:35 p.m.**

Moved by Tom

Seconded by Pat

Carried

#### 5.3.6 C.Med and C. Arb

Gerald has no further information as to the last initiative he was working under as far as the new Chairs. He will be tabling his recommendation for Chairs of both Committees at the next Board meeting.

#### 5.3.7 Accreditation

Erika will be contacted by phone at the January 24<sup>th</sup> meeting to provide her input .

#### 5.3.8 Schedule of action plans for Committees

Nick suggested that some record of Committee activities should be in the AAMS , and sent to the Executive Director. Wes also mentioned that he is available as ex officio for all Committees, at their request.

#### 5.4a – Executive Director report

With reference to the Ombudsman request to talk with the Board about the DR Policy and his activities, Gerald will talk with Jim Willson about any suggestions that he has about revisions to the policy. Any recommendations will be brought to the next Board meeting for discussion.

Tom is working on the Nomination Committee slate of candidates and it will be given to the Executive Director before February 14 as that is the deadline for notification to the members.

The Board has determined that the “levy” is being considered as “compulsory” and all members are required to submit the required amount. The financial statements will reflect the amount due as an “accounts receivable”. All members shall be invoiced the amount of the “levy” in addition to their regular membership fees. Any objections to this shall be submitted to the Executive Director and/ or the President. Examples of membership dues payable are : Individual = \$255 + \$60 = \$315.00: Corporate = \$415 + \$120 = \$535.00

#### 5.4b Education Report

Report submitted with agenda. Nothing further to add.

### **6. NEW BUSINESS.**

### **7. ADJOURNAMENT**

**MOTION:** To adjourn meeting at 10.00 p.m.

Moved by Pat Cabezas  
Seconded by Paula Drouin  
Carried

Prepared by Wes M. Pangrass – January 26,2005

**ALBERTA ARBITRATION & MEDIATION SOCIETY (AAMS).**

Minutes of Board meeting March 7, 2005 ( originally scheduled for February 28, 2005)  
Teleconference

Edmonton, AB.

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<b>Board Members</b>	<b>Present</b>	<b>Regrets</b>	<b>Absent</b>
<b>Alan Konkin</b>		<b>x</b>	
<b>Erika Deines</b>	<b>x</b>		
<b>Gerald Lynn</b>	<b>x</b>		
<b>Nick Tywoniuk</b>	<b>x</b>		
<b>Pat Cabezas</b>	<b>x</b>		
<b>Paula Drouin</b>	<b>x</b>		
<b>Tom Smith</b>		<b>x</b>	
<b>Vik Maraj</b>	<b>x</b>		

**Guest: Wes Pangrass, Executive Director.**

**1. CALL TO ORDER**

Nick commenced the meeting @ 9:30 a.m.

**2. APPROVAL OF AGENDA**

Add January 24<sup>th</sup> notes of “ Planning meeting”

**Motion: To accept the agenda as amended.**

Moved by Pat

Seconded by Gerald

Carried

**3. CONSENT AGENDA**

**Motion: To accept the consent agenda as circulated**

Moved by Pat

Seconded by Vik

Carried

#### **4. BUSINESS ARISING**

##### **4.0 Auditor Report**

General discussion about several accounts. It was decided that more discussion is needed with the Auditor to get more detail. This Report can be approved for information only, and then looked at again when the final report is presented to the Board. A special meeting using emails, seeking approval, will be conducted in the next few days.

In June 2004 we established a Strategic Plan, which included the goal of long term financial health of AAMS. We have taken the following steps towards that goal:

- increase in program fees
- increase in membership fees
- decrease in Wes' salary
- decrease in instructor and assessor fees
- establishment of a new venue for Calgary courses

As a Board we are ready to further demonstrate our commitment to the Strategic Plan by making the following Motion:

**MOTION: That a minimum of \$100,000 Security Reserve and a minimum \$50,000 Operating Reserve be established**

Moved by Paula  
Seconded by Vik  
Carried

The Auditor stated that if a Motion is recorded in the minutes reflecting the establishment of a Security and Operating reserve, then this can be indicated in the Auditors report in the 2004 "notes". The purpose of this is to insure 1) That the idea stays current and 2) The members are made aware.

##### **4.1 Education Committee Terms of Reference ( attachment #4.1)**

Amend, under "responsibilities" the 2<sup>nd</sup> last point, and add "and recommend"

**MOTION: Approval of Terms of Reference dated February 22, 2005, as amended.**

Moved by Paula  
Seconded by Gerald  
Carried



**Motion: To recess AAMS Board meeting for a meeting concerning AAMS Inc.**

10:50 a.m.

Moved by Nick

Seconded by Gerald

Carried

**Motion: To restart AAMS Board meeting.**

11:15 a.m.

Moved by Paula

Seconded by Vik

Carried

### **Reports**

#### **5.3.0 AGM**

Paula presented the AGM package and everything is now in place. Marketing is being handled by Paula and she has several target groups in mind. Wes will email all members and will place an ad with Leo Camposa which reaches 7000 individuals.

Board members will pay all Registration costs.

### **In Camera session**

The meeting adjourned during the In Camera session and no other items on the agenda were addressed at this meeting. The meeting adjourned approximately at 1:00 p.m.

**ALBERTA ARBITRATION & MEDIATION SOCIETY (AAMS).**

Minutes of Board meeting April 4, 2005 (originally scheduled for March 28, 2005)

Teleconference

Edmonton, AB.

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<b>Board Members</b>	<b>Present</b>	<b>Regrets</b>	<b>Absent</b>
<b>Alan Konkin</b>			<b>x</b>
<b>Erika Deines</b>			<b>x</b>
<b>Gerald Lynn</b>	<b>x</b>		
<b>Nick Tywoniuk</b>	<b>x</b>		
<b>Pat Cabezas</b>	<b>x</b>		
<b>Paula Drouin</b>	<b>x</b>		
<b>Tom Smith</b>	<b>x</b>		
<b>Vik Maraj</b>	<b>x</b>		

**Guest: Wes Pangrass, Executive Director.**

**1. CALL TO ORDER**

Nick commenced the meeting @ 9:50 a.m.

**2. APPROVAL OF AGENDA**

**Motion: To accept the agenda as published**

Moved by Tom

Seconded by Gerald

Carried

**3. CONSENT AGENDA**

**3.0** Minutes of Board meeting, March 7, 2005 includes the “Notes of the January Planning meeting. Also note that in the “Education Policy, “ recommend” is added to the 2<sup>nd</sup> last point.

**Motion: To accept the consent agenda as amended**

Moved by Pat  
Seconded by Vik  
Carried

#### **4. BUSINESS ARISING**

#### **5. REPORTS**

##### **5.0 Administration and Finance**

- General discussion about what kind of financial reports are desired by Directors. More, less, the same, or different types of reports. This has been an ongoing discussion and needs eventual recommendation from the Board.

##### **MOTION: To receive financial statements as presented**

Moved by Vik  
Seconded by Pat  
Carried

##### **5.1 Executive**

- Nick reported that a member, inquired about using AAMS as her project for her Masters Program. The Board generally approved this in principal. There was some discussion about “confidentiality”. Also it would be helpful if the member could provide an outline of her project and what support is needed from the AAMS staff. This outline will be provided to the Board and will be circulated by email for information and discussion. Discussion also included some desire to insure that there is a balance between creativity and disclosure.

##### **5.2 ADRI**

- Nothing to report

##### **5.3.0 AGM**

- Paula reported that the workshop presenter is set to proceed. She is still waiting for a response from the keynote speaker, Minister of Justice. Tom is meeting with the hotel confirming final details. The Board suggested that Kate be requested to help at the September 15<sup>th</sup> day, as most Calgary members have not met her.
- Nick discussed what reports are due from the Directors. Motions for all reports will be indicated in the Agenda in order to have them accepted for file. All reports are due to Wes by April 8<sup>th</sup>.

##### **5.3.1 Education**

- Tom discussed the April 4<sup>th</sup> report, including the providing of information about aspects of the expense and revenue of the Education program ( this will also assist in “ negotiating” contracts with the service providers)

#### 5.3.2 Membership

- Nothing to report

#### 5.3.3 Finance and Fund raising

- Pat discussed his potential report that he is presenting to the AGM. Wes discussed his “ Economic Revamp” report he had presented to the Board at the Boards request.

#### 5.3.4 and 5.3.5

- Nothing to report

#### 5.3.6 C.Med and C.Arb

- Gerald will send all the material to Wes ( this will be done by the end of the week, April 8<sup>th</sup>). Paula will act as liaison, as a Board Director. The new Board will decide on a new Chair, after the AGM.

#### 5.3.7 and 5.3.8

- Nothing to report

#### 5.4 Executive Director

- Wes tabled his report. There was no discussion.

#### **New Business**

#### 6.0 Next meeting dates

- The next Board meeting will be on April 15, 2005 (immediately after the AGM)
- The next regular Board meeting will be the last Monday in May, May 30<sup>th</sup> , 2005.

***Meeting went into an “ In Camera”session***

***Adjournment: Meeting adjourned approximately 1:00 p.m.***

Prepared by Wes M. Pangrass – April 12, 2005

# MINUTES

## ALBERTA ARBITRATION & MEDIATION SOCIETY BOARD MEETING

Tele-Conference  
November 21, 2005  
1:15 a.m. – 3:59 p.m.

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	<u>Present</u>	<u>Regrets</u>	<u>Absent</u>
Nick Tywoniuk, Past-Pres.	X		
Paula Drouin, V.P.	X		
Vik Maraj, Treasurer		X	
Erika Deines, Secreatry	X		
Alan Konkin			X
Suzanne Petryshyn	X		
JB Isaacs		X	
Wes Pangrass, E.D.		X	
Pat Cabezas, President	X		
Gerald Lynn			X
Staff:			
Silvia Bégin	X		

**1. Call to order and President: 1:15 p.m.**

**2. Approval of Agenda**

**Moved: Nick moved and Paula seconded that the Agenda be approved as published.  
CARRIED.**

**3. Consent Agenda**

**3.0 Minutes of last Board Meeting**

Alan Konkin and Gerald Lynn have been sent notification about their attendance. No vote has been taken regarding this issue.

### **3.1 New Member applications**

**Motion: XXX moved. XXX seconded: To approve the new members as per list received electronically.  
CARRIED.**

### **3.2 Cheques over \$500.00**

A list of expenditures over \$500 was emailed to all Directors prior to the meeting.

**Motion: Nick moved. Suzanne seconded: To accept the consent agenda as circulated.  
CARRIED.**

## **4. Reports**

### **4.1 President's Report**

The President's report was submitted electronically. Discussion followed regarding the issue of separating the two entities, AAMS Inc. and AAMS not-for-profit society. Paula recommended involving the membership and inviting them to form a task team, comprising of legal expertise, taxation expertise, and other expertise as may be identified by members. The invitation should motivate members to help the Board create the logical steps in achieving the separation. Pat offered to write a draft and to circulate it for approval.

Another suggestion was brought forward, involving free government services provided by consultants trained in helping set up, dissolve and separate not-for-profit entities. Erika will make enquiries into this topic.

Director Alan Konkin expressed his desire to communicate with the Board. His comments are expected to be received later in the day of the Board meeting.

Director Gerald Lynn has not responded to correspondence from the President regarding his attendance.

**Motion: Pat moved. Paula seconded: That Gerald Lynn be advised that his position on the Board has now expired.  
CARRIED.**

## **4.2 Administration and Finance**

Vik was unable to join today's meeting.

Vik and Merryl are in the process of working on next year's budget which is expected to be available at the next meeting.

The Executive will meet on Friday and will discuss a special Board meeting regarding the 2006 budget.

Nick has suggested that the proposed budget for next year must include a projection for sources of revenue (income).

## **4.3 ADRI**

Nick reported on his attendance at the ADRI annual conference. The conference was by all accounts a success with over 100 participants and was supported by prominent law firms. Presenters were for the majority members of these law firms.

The ADRI AGM was a reaffirmation of the existing executive to continue their services in 2006. National Mediation and Arbitration Rules have been developed and are their primary marketing tools to large corporations. These rules are promoted as "Gold Standards". ADRI's aim seems to be that of being a Service Provider organization.

## **4.4 Education**

The Education Coordinator Report was distributed by e-mail and a summary presented to the Board by Silvia. A spreadsheet of student registrations was attached to the email

Erika will provide the contact for Alberta Professions and Occupations. Silvia is recommending to differentiate between corporate clients and non-profit organizations. Silvia will submit a proposal on how to deal with this issue.

JB and Paula have not met since June as members of the Education Committee. Bill Reimer, Bob Slocombe, JB and Paula are members of the committee. There was some concern that Silvia could benefit from some advisory body to help her deal with upcoming issues.



Paula will consult with Silvia and get her input on how she could best be supported.

#### **4.5 & 4.6 Membership and Communication**

A meeting between Suzanne, Vik and Paula will be held soon to discuss joining membership and communication committees. Suzanne agreed to set up a meeting date and time.

#### **4.7 C.Med. and C.Arb.**

Paula's report was submitted electronically.

The C.Med. and C.Arb. brochure(s) must be approved by the Board as they contain a fee new schedule. It will be available to the Board in December.

#### **4.8 Accreditation**

Erika reported on her upcoming conversation with a student at Royal Roads who is interested in connecting B.C. and Alberta accreditation efforts. The Accreditation process is somewhat dependent on the separation of the two AAMS entities. Erika will start a task force of AAMS members interested in this topic. She will write an invitation to participate in the task-force in the next newsletter.

#### **4.9 Schedule of Action plans for Committees**

Pat presented a suggestion to reduce the frequency of our newsletter. After some discussion the general consensus was to continue with the newsletter as is, however, confer with Grace regarding the impact this decision may have on her.

### **5. Topics to Discuss**

#### **5.0 Conference Committee**

The AGM will be held once again in the spring. Conference organizers are needed for the task. It was agreed to follow up with Suzanne whether she would be willing to take this on.

#### **5.1 Directory Issue**

A current directory listing was questioned by one other AAMS member in terms of the qualifying criteria used to evaluate eligibility of each listing. Discussion followed and will be continued at Friday's Board meeting.

## **6. Board and Executive Board**

Next meeting of the Executive will be held on Monday, December 19, 2005, at the AAMS offices and will include Christmas Cheers.

## **7. Adjournment**

**MOTION: Paula moved: Meeting is adjourned.  
CARRIED.**

Meeting adjourned at 15:59 pm

## **ACTION PLAN:**

### **4.1 President's Report**

Pat will write a draft and circulate to the Board an invitation to members to join a task force for the separation of the two AAMS entities.

Another suggestion was brought forward, involving free government services provided by consultants trained in helping set up, dissolve and separate not-for-profit entities. Erika will make enquiries into this topic

### **4.4 Education**

Erika will provide the contact for Alberta Professions and Occupations. Silvia is recommending to differentiate between corporate clients and non-profit organizations. Silvia will submit a proposal on how to deal with this issue.

### **4.5 & 4.6 Membership & Communication**

A meeting between Suzanne, Vik and Paula will be held soon to discuss joining membership and communication committees. Suzanne agreed to set up a meeting date and time.

### **4.7 C.Med. and C.Arb.**

The C.Med. and C.Arb. brochure(s) must be approved by the Board as they contain a fee new schedule. It will be available to the Board in December.

#### **4.8 Accreditation**

Erika will start a task force of AAMS members interested in this topic. She will write an invitation to participate in the task-force in the next newsletter.

#### **5.0 Conference Committee**

Check with Suzanne if she would be willing to take on the 2006 organization of the AGM.

#### **5.1 Directory Issue**

This topic will be further discussed at the special Board meeting on Friday, November 25..

## MINUTES

### ALBERTA ARBITRATION & MEDIATION SOCIETY BOARD MEETING

In-person Meeting in Edmonton  
December 19, 2005  
10:10 a.m. – 3:47 p.m.

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	<u>Present</u>	<u>Regrets</u>	<u>Absent</u>
Nick Tywoniuk, Past-Pres.	X		
Paula Drouin, V.P.	X		
Vik Maraj, Treasurer	X		
Erika Deines, Secreatry	X		
Suzanne Petryshyn	X		
JB Isaacs	X		
Pat Cabezas, President	X		
Staff:			
Silvia Bégin	X		

#### 1. Call to order and President: 10:10 p.m.

#### 2. Approval of Agenda

- 4.4 – Education: add discussion about the function of the Education Committee  
4.10 – Vice-President Report (new item)

**Moved: Nick moved and Paula seconded that the Agenda be approved as amended  
CARRIED.**

#### 3. Consent Agenda

##### 3.0 Minutes of last Board Meeting

All actions from the last minutes will be addressed by each member under their specific reporting area.

- 4.4 – Education correction: Bill Reimer is not a member of the Education Committee. The correct spelling is Bill Rama.

##### 3.1 New Member applications

Silvia reported having spoken to the Director at MRC who will distribute AAMS information to their Conflict Management students.

### **3.2 Cheques over \$500.00**

A list of expenditures over \$500 was emailed to all Directors prior to the meeting.

**Motion: Nick moved. Vic seconded: To accept the consent agenda as circulated.  
CARRIED.**

## **4. Reports**

### **4.0 Education Coordinator Report**

The report was forwarded to directors electronically.

Nick reported on a federal government project currently establishing mediation training and proposed to contact the group for further collaboration. Silvia and Nick will follow up.

The Saskatchewan representative of ADRIC is open to pursue a working relationship with AAMS in the area of providing ADR education. An update on Section C. by Silvia will be necessary in January.

Requests for AAMS assuming service provider role for private industry to provide arbitrators and mediators were discussed at length. Start a pilot in Edmonton and Calgary while we do the research in other areas to identify training and qualifications in other provinces. JB and Nick will work with Silvia.

### **4.1 President's Report**

The President's report was presented verbally and will also be forwarded electronically. Pat suggested a performance bonus for CAMVAP staff. The amount of \$2327.00 was received by AAMS.

Before a decision can be made, Pat will prepare and submit a package with more information by next week.

Nick left the meeting at this point. (3:43 p.m.)

### **4.2a Draft Budget for 2006**

The format for the 2006 budget report was discussed, for which Meryl Yates was available by telephone to answer questions. The budget should take into account the operational reserve and the security reserve. The goal is to create a line item showing the amount of money we need to put towards the operational reserve in 2006 to retire the debt of approximately \$110,000; and in 2007 we create a line item that covers a 3 year period of time of monthly payments to build a security reserve of \$150,000.

Consideration should also be given to splitting the education and CAMVAP portions of the budget in preparation for the division of the AAMS entities, AAMS Inc. and AAMS professional association.

It was agreed that we will include in the budget an accurate reflection of the expenses what it costs to run AAMS (direct expenses by directors in doing AAMS business) and in the future, we will take a look and vote on any reimbursement of these expenses. Another line expense will be added for board expenses.

ADRI fees will be discussed at the next meeting.

Vic will attend to the changes necessary to the budget and present them to the Board at the next meeting.

Vic reported that PDF format is now available for distribution of monthly finance reports and that they will no longer be faxed.

#### **4.2b Finance Report**

**Motion: Nick moved. Erika seconded: to receive the financial report as presented.  
CARRIED.**

#### **4.3 ADRI**

Next meeting will be January 11, 2005. Nick had nothing of substance to report.

#### **4.4 Education**

The Education Coordinator Report was distributed by e-mail and a summary presented to the Board by Silvia. A spreadsheet of student registrations was attached to the email

Erika will provide the contact for Alberta Professions and Occupations. Silvia is recommending to differentiate between corporate clients and non-profit organizations. Silvia will submit a proposal on how to deal with this issue.

JB and Paula have not met since June as members of the Education Committee. Bill Reimer, Bob Slocombe, JB and Paula are members of the committee. There was some concern that Silvia could benefit from some advisory body to help her deal with upcoming issues. Paula will consult with Silvia and get her input on how she could best be supported.

#### **7. Adjournment**

Meeting adjourned at 15:47 pm

**MOTION: Paula moved: Meeting is adjourned.  
CARRIED.**

**The meeting will continue on Friday, Dec. 23, at 7:30 a.m.**

## **Meeting cont'd on Friday, Dec. 23, at 7:30 p.m.**

In Attendance:

Pat Cabezas  
Vic Maraj  
Paula Drouin  
Suzanne Petryshyn  
Erika Deines

### **President's report – cont'd**

Pat provided follow-up information regarding Brenda's position:  
Provincial Administrator as of Jan. 2000  
Salary increase July 2004 by 3%  
Clause 6.3 of Agreement with CAMVAC (10% performance bonus plus 5% for additional performance)  
AAMS has received 15% bonus, the maximum possible  
Reasoning for request for increase by Brenda are her past record of performance, loyalty, lack of increases in prior years.

Paula moved and Suzanne seconded: Brenda Davidson will receive a portion of the performance bonus from CAMVAC equivalent to the other employees which is \$135/month x 12 for a total of \$1620. CARRIED.

### **4.5 Education**

Paula suggests that the Education Committee be put on hold until next AGM and have an Education Advisory Committee. This would enable Sylvia to call a meeting, put out an idea, like a 'sharing circle' conference call. Sylvia would provide a summary to the Board for a final decision.

Paula moved and Erika seconded: The Board directs the Education Committee to function as an Advisory Committee to the Education Coordinator as approved in the Education Committee Terms of Reference of April 2003. The reporting structure will thereby change in that the Coordinator will report directly to the Board. This will be reviewed in 5 months (May 2006). CARRIED.

Paula read a letter which was drafted and will be sent on behalf of Board (copy attached) regarding AAMS equivalency credits for students from other educational institutions. Contact person will be Sylvia. Equivalency assessor is Paula and two back-up assessors.

The Board has approved that this letter will go out to all instructors and coaches.



Instructor training will be offered to anyone wanting to deliver AAMS once a training course has been developed (to be considered in the spring of 2006).

#### **4.6 Membership & Communication**

Membership categories – Committee will continue to work on a membership structure.

AGM: Promotion of Conference should include non-Members.

It was suggested to consider making the conference a joint event with Alberta Family Mediation. Suzanne will meet with Bonny Murray to discuss. Paula will meet with Kent Taylor.

Call for nominations for directors will start next month.

Newsletter item – Suzanne will write a news item and start recruiting members for a membership-communications committee.

#### **4.7 C.Med. Handbook**

Handbook has to be tabled till next meeting.

Three new C.Med. applications will be forwarded to the Committee, once their applications have been voided of identifying criteria, i.e. the names of applicants.

#### **4.8 Accreditation**

Erika contacted Professions and Occupations and suggested that the Executive meet with Lyn Johnson of Human Resources and Employment about pursuing Professions and Occupations' self-regulating movement of qualified professionals in Alberta. Erika will arrange this meeting for sometime in January 2006.

#### **4.9 Action Plans for Committees**

Past President – Chair of Nominations Committee (Nick)

Team for preparation of AGM – Suzanne and Paula.

- 4.10 V.P. Report** – Membership parties in Calgary and Edmonton to mix and mingle, give an update about last year and stay connected with membership. JB will be contacted if he would like to organize this event in Calgary.

#### **5.0 Topics to Discuss:**

We should aim for a newsletter publication in early January. Suzanne will submit information regarding the new schedule for Lethbridge courses.

Alan Konkin – President made three attempts to connect with him and has not had a response. Pat will send a registered letter to Alan Konkin informing him of the Board's decision to cut loose.

**6.0 Next Meetings:**

January 16, 2006 (Monday) – teleconference from 7–10 a.m.

February 27 teleconference from 7 – 10 a.m.

March 20 in person in Calgary starting at 10 a.m. to 3 p.m.

Paula suggested that the new Board, once elected at the AGM, have their first Board Retreat the day after the AGM.

The number of directors has changed and therefore, the quorum has changed. The Board can appoint temporary directors. This topic was tabled until Nick is available for comments.

Next steps: Pat will inform us of the date that was decided and written in the minutes of last year's AGM.

**7.0 Adjournment: 9:32 a.m.**

Merry Christmas and a Happy New Year to all!

**Alberta Arbitration and Mediation Society (AAMS)**  
**AGENDA**  
**BOARD OF DIRECTORS MEETING**  
**7:00 PM to 10:00 PM**  
**Edmonton, by phone**  
**August 3, 2006**

---

**1. Call to order** Cabezas

Paula  
Nick  
Pat  
Vic  
Erika  
Silvia

**2. Approval of Agenda** Cabezas

**Motion:** To accept the agenda as published.  
Paula moved. Vic seconded.

**3. Consent Agenda**

3.0 Minutes of the last meeting  
Cabezas

Hard copy is correct, PowerPoint was in error.

3.1 New Members applications

A list was distributed by email.

3.2 Cheques over \$ 500.00

A list was faxed to all directors.

**MOTION:** Paula moved and Barb seconded to accept the consent agenda as circulated. CARRIED.

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**4. Reports**

4.0 Education Coordinator Report Begin

Silvia's report was sent by email to all directors and complimented it with detailed explanation. Loretta Richens from the Better Business Bureau informed Silvia of the expansion of the Provincial Court Civil Mediation program to Red Deer and Grande Prairie this fall. Vic and Erika will meet to talk about various initiatives concerning Alberta Justice.

4.1 President's Report Cabezas

Pat's oral presentation will be followed up by a written report via email after the Board meeting tonight.  
Some topics covered included:

The AAMS website is undergoing major reformatting. This will include a new option to pay for membership on line. These website changes should be 'live' this week for testing purposes only.

Benefit plans for staff were revisited and updated, with the result of a 40% reduction in cost.

Gloria Lechky made a marketing presentation to the 'Muffin Team" (staff members) which will be shared with the Board in the near future.

The President's message to the Board of Directors included the request for consideration of upgrading policies and bylaws and creating a Policy Committee. Policies are living documents and a Policy Committee should become an ongoing taskforce.

The current status of the relationship between AAMS and ADRIC does merit attention by the Board.

Pat urges new board members to take on the role of ambassador in their respective communities. There can be great value derived from the geographical distribution of our directors in promoting AAMS.

The future for ADR education is promising. AAMS must be ready, not only in quantity but also in terms of quality, to offer high calibre education by highly qualified instructors.

Many activities and tasks took place behind the scenes by members of the Board, even though there was no Board meeting in June or July. It was suggested that the Board consider whether monthly meetings are necessary or what impact a change in frequency might have.

#### 4.2 Finance Report

Maraj

##### 4.21 Budget

Maraj

The financial reporting and budget comparison were sent by email to all directors. Vic reminded the Board that his budget does reflect a conservative approach, based on 9 courses a month, and therefore the goal for the entire year has been reached in June, despite several course cancellations in Calgary and Edmonton.

Nick suggested that the Board receive all reports a week prior to Board meetings, in order to read and analyze the material, and enhance productivity at the meeting.

#### 4.3 ADRI

Tywoniuk

AGM and Conference will be in Calgary on November 17 and 18, 2006. Pat Withers will be on the local task team for planning. The theme will be "ADR Energy". Three kinds of sponsorship are available: bronze, silver and gold. Gold is offered at \$3000, Silver at \$1500 and Bronze at \$1000.

Additional benefits are available for each category, i.e. conference fees for a designated number of people, logo displays, hosting a plenary session, etc.

**MOTION:** Erika moved and Paula seconded that AAMS purchase the \$3000 Gold sponsorship at the upcoming ADRIC conference and AGM. CARRIED.

4.4 Membership/Communications Petryshyn  
Topic was tabled as Suzanne is currently out of province.

4.5 C.Med/C.Arb Drouin/Howes  
Paula reported on an influx of applicants in recent months. All applications are being processed and are meeting the requirements for AAMS approval.

4.6 Accreditation Deines  
Erika will forward the minutes (drafted by Paula) of a full-day meeting held in Edmonton. In attendance were Chuck, Paula, Erika and two university students undertaking research across Canada in the area of accreditation.

A conference call was attended by Chuck, Paula and Erika with Gary Furlong, member of the ADRIC Committee in charge of a new designation and changes to the Chartered Mediator designation to gain insight into each other's current endeavors.

All interested Board members are invited to attend a teleconference with Barry Effler to discuss details about the new 'accredited mediator' designation as suggested by ADRIC. This call will be arranged by Paula as soon as feasible.

## **5. Topics to Discuss** All

5.0 Recognition of New Board/Roles Cabezas  
Directors recall that recognition of new board members took place immediately before the AGM and this task was not neglected.

5.1 Subcommittees: Organization All  
Paula will send an email with her vision of committee structure and possible task teams. Input by board members is requested.

**6. Next Steps /Next Meeting** All  
A face-to-face meeting was suggested for September. It was recommended that meeting dates be set for the entire year once Board

members have made a decision about the frequency of meetings necessary.

## **7. Adjournment**

The meeting was adjourned at 9:58 p.m.

**Alberta Arbitration and Mediation Society (AAMS)**  
**BOARD OF DIRECTORS MEETING**  
**Part 1: September 21, 2006 - 6:00 p.m. to 10:00 p.m.**  
**Part 2: September 26, 2006 – 7:00 p.m. to 10:00 p.m.**  
**Edmonton, by phone**

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**In Attendance:**

**Pat Cabezas**  
**Pat Withers**  
**Paula Drouin**  
**Nick Tywoniuk**  
**Vik Maraj**  
**Erika Deines**

**Absent:**

**Suzanne Petryshyn**  
**Barb Rutledge**  
**Jim McCartney**  
**Chuck Smith**

**1. Call to order at 6:17 p.m.** Cabezas

**2. Approval of Agenda** Cabezas

**Motion: Pat W moved and Vik seconded:** To accept the agenda as published.  
CARRIED.

**3. Consent Agenda** Cabezas

- 3.0 Minutes of the last meeting
- 3.1 New Members applications
- 3.2 Cheques over \$ 500.00

**Motion : Paula moved and Vik seconded:** to accept the consent agenda as circulated. CARRIED.

**4. Reports**

**4.0 Education Coordinator Report** Begin

Silvia's written report was distributed prior to the meeting by email. An overview of the education report was provided by Silvia. Pat Withers will inform Mt. Royal College and Justice Institute registrars in Calgary with the list of courses approved for AAMS equivalences. Silvia will make the lists available to Pat W.

**4.1 President's Report** Cabezas

Pat C's written report was distributed prior to the meeting by email. Pat C gave a verbal overview of his report.

Jean Tice is currently replacing Kate while she is on vacation.

Jim McCartney volunteered to work on a bylaw and policy review.

A meeting with all past AAMS Presidents will be organized to plan for the upcoming 25 year anniversary.

A note was received from Suzanne sending her resignation from the Board. Pat will send a letter to Suzanne thanking her for her services. Suggestions for a replacement will be tabled for next meeting.

Nick asked that all directors critique the new website design as soon as possible.

The affiliation with ADRI needs clarification as there seems to be the perception of AAMS' subordination. There is a need for clarity around the relationship between the provincial and the national bodies.

Nick noted that there has not been a Newsletter since June. Pat acknowledged the lack of newsletters and commented on the current method of on-going communication through e-mails for job postings and other newsworthy items.

There was a suggestion that the Board hold a retreat to deal with the future focus of AAMS.

Pat W will send information regarding a location for a retreat around the end of November.

#### **4.2 Finance Report**

Maraj

Pat W congratulated the Board on turning the financial situation around in the last twelve months to a very positive picture.

Pat reported that CAMVAP is currently undergoing a restructuring process similar to what AAMS was doing recently.

#### **4.21 Budget**

Maraj

#### **4.3 ADRI**

Tywoniuk

The Board of ADRI held a teleconference on September 20<sup>th</sup>, asking for a response to the proposal for a new entry-level designation for mediators. The Professional Registration Committee will develop a draft agreement outlining a designation proposal based on the understanding that the C.Med. and C.Arb. designations be harmonized to meet respective agency needs. Nick will consult with ADRI to check if they are receptive to AAMS working on a MoU.

ADRI is negotiating with AmericanExpress to sign an agreement for becoming their arbitration service providers.

The Board was informed that the AAMS logo has been found on ADRI Ontario material which needs to be followed up.

Pat C will invite the President and Board of ADRI for a breakfast meeting with our members of the Board on Saturday, November 18<sup>th</sup>. Pat C will write an agenda and offer ADRI to suggest a topic of choice for discussion.

The meeting was adjourned at 9:48 p.m.



The meeting will resume on Tuesday at 7 p.m. to 10 p.m.

**Continuation: Tuesday, September 26, 2006, 7:00 p.m. by telephone conference  
Meeting called to order at 7:18 p.m.**

**In Attendance:**

Pat Cabezas

Pat Withers

NickTywoniuk

Jim McCartney

Paula Drouin

**Absent with regrets:**

Vik Maraj

Board Meeting continued:

**4.3 ADRIC**

Nick

Nick sent an email to ADRIC following our Board meeting last Thursday, suggesting that a draft agreement be written by AAMS regarding the Board's position concerning the creation of a new national designation for mediators. Furthermore, it is his opinion that there is a need to re-work the fee structure at the same time. A draft agreement will be ready within a week for Board approval.

Nick has received confirmation that ADRIC has signed an agreement to provide arbitration services to AMEX. Ontario and B.C. have each signed individual agreements with ADRIC, while Alberta and other provinces are in the process of working out regional agreements for revenue administration. Nick will follow up with ADRIC and re-write the B.C. agreement to suit Alberta's needs. Nick will have this done by next week.

**4.4 Membership/Communications**

Petryshyn

No report was submitted.

**4.5 C.Med/C.Arb**

Drouin/Howes

Paula's term is ending in April and she asked for a transition of her position as Chair of the C.Med. Committee. Paula will stay on the committee to provide consistency until April. She will consult with the C.Med. Committee to determine whether there is agreement for Erika to take over the position.

**4.6 Accreditation**

Deines

A summary of alternatives available to AAMS to pursue registration/licensing mediators will be provided by the Professional Registration Committee to the Board, and then with the Board's approval to membership. A future consultation plan (that includes stakeholders), will be drafted and presented to the Board at the next meeting (October 12<sup>th</sup>).

## **5. Topics to Discuss**

All

### **5.0 Recognition of New Board/Roles**

Cabezas

Jim left the meeting at 8:12 p.m.

### **5.1 Subcommittees: Organization**

All

The Policy Manual, Section 4, outlines the AAMS committee structure. Each committee is an advisory committee to the Board.

Executive Committee: Pat C, Paula Drouin, Vik Maraj, Erika Deines

Membership – Paula Drouin: volunteer appreciation, database, professional development

Education - Barb Rutledge has expressed interest in participating on this committee.

Paula will be available as resource person.

Communication – Pat C and Pat W.

Responsible for: Newsletter; E-mails; Website; Advertising; Luncheon meetings.

Pat C will provide a communication strategy work paper in two weeks for the Board's consideration. The muffin team and luncheon organizers are part of this committee.

Finance and Fundraising – Vik Maraj

C.Med. and C. Arb. – Erika Deines, Debra Howes

Nominations – Nick Tywoniuk

Human Resources – Chuck Smith, if in agreement

Policy and Bylaws – Jim McCartney (Paula wishes to be involved in the revision of education by-laws and policies)

Events Committee – AGM & 25<sup>th</sup> Anniversary Task Force – Pat W, Erika Deines

Professional Registration – Chuck Smith, Erika Deines, Nick Tywoniuk, Paula Drouin

### **5.2 National Event, Calgary, November 2006**

Pat W

All speakers have been finalized. The chosen venue is the Metropolitan Centre. The brochure is expected to be ready next week. AAMS is the sponsor of the Conference breakfast. Pat C will send a note to ADRIIC inviting ADRIIC Board members to a joint breakfast on November 18th. AAMS to provide a promotional package with information about the 25<sup>th</sup> Anniversary celebration on April 27, 2007, available to participants at the Conference.

### **5.3 Train the Trainer**

Pat C

Standards for instructors: Pat reported that NAIT and Douglass College have courses available to train the trainer. Other options include creating a train-the-trainer program so AAMS can not only teach in-house instructors but also teach individuals who can then teach certain courses in their own organizations. It was also suggested that an outside evaluator could evaluate current instructors, and that standards be set for AAMS instructors. This topic is to be turned over to and continued by the Education Sub-Committee.

### **5.4 Student Practicum**

Pat C

It was suggested that the Communications Committee look into providing links to mediation rosters in Alberta to assist new mediators with mediation practice opportunities. Another possibility is to include a practicum requirement in order to obtain a Certificate in Conflict Management; students should gain some practical experience before being able to book their assessments. Discussions will be continued at the next Board meeting.

#### **6. Next Steps /Next Meeting**

All

Two agenda items require an interim Board Meeting:

- 1) Pending Agreements and
- 2) Conference Planning

**October 12<sup>th</sup> – by telephone – 7 - 9 p.m.**

Next Regular Meeting: **October 26, 2006 – by telephone - 7 – 10 p.m.**

Call: 1-866-365-4409, access code 1813321

#### **7. Adjournment**

The meeting was adjourned at 10:14 p.m.

**Alberta Arbitration and Mediation Society (AAMS)**  
**AGENDA**  
**BOARD OF DIRECTORS MEETING**  
**6:00 PM to 10:00 PM**  
**Edmonton, by phone**  
**September 21, 2006**

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**In Attendance:**

**Pat Cabezas**  
**Pat Withers**  
**Paula Drouin**  
**Nick Tywoniuk**  
**Vik Maraj**  
**Erika Deines**

**Absent:**

**Suzanne Petryshyn**  
**Barb Rutledge**  
**Jim McCartney**  
**Chuck Smith**

**1. Call to order at 6:17 p.m.** Cabezas

**2. Approval of Agenda** Cabezas

**Motion: Pat W moved and Vik seconded:** To accept the agenda as published.  
CARRIED.

**3. Consent Agenda** Cabezas

- 3.0 Minutes of the last meeting
- 3.1 New Members applications
- 3.2 Cheques over \$ 500.00

**Motion : Paula moved and Vik seconded:** to accept the consent agenda as circulated. CARRIED.

**4. Reports**

**4.0 Education Coordinator Report** Begin

Silvia's written report was distributed prior to the meeting by email. An overview of the education report was provided by Silvia. Pat Withers will inform Mt. Royal College and Justice Institute registrars in Calgary with the list of courses approved for AAMS equivalences. Silvia will make the lists available to Pat W.

#### **4.1 President's Report**

Cabezas

Pat C's written report was distributed prior to the meeting by email. Pat C gave a verbal overview of his report.

Jean Tice is currently replacing Kate while she is on vacation.

Jim McCartney volunteered to work on a bylaw and policy review.

A meeting with all past AAMS Presidents will be organized to plan for the upcoming 25 year anniversary.

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Nick asked that all directors critique the new website design as soon as possible.

The affiliation with ADRI needs clarification as there seems to be the perception of AAMS' subordination. There is a need for clarity around the relationship between the provincial and the national bodies.

Nick noted that there has not been a Newsletter since June. Pat acknowledged the lack of newsletters and commented on the current method of on-going communication through e-mails for job postings and other newsworthy items.

There was a suggestion that the Board hold a retreat to deal with the future focus of AAMS.

Pat W will send information regarding a location for a retreat around the end of November.

#### **4.2 Finance Report**

Maraj

Pat W congratulated the Board on turning the financial situation around in the last twelve months to a very positive picture.

Pat reported that CAMVAP is currently undergoing a restructuring process similar to what AAMS was doing recently.

#### **4.21 Budget**

Maraj

#### **4.3 ADRI**

Tywoniuk

The Board of ADRI held a teleconference on September 20<sup>th</sup>, asking for a response to the proposal for a new entry-level designation for mediators. The Professional Registration Committee will develop a draft agreement outlining a designation proposal based on the understanding that the C.Med. and C.Arb. designations be harmonized to meet respective agency needs. Nick will consult with ADRI to check if they are receptive to AAMS working on a MoU.

ADRI is negotiating with AmericanExpress to sign an agreement for becoming their arbitration service providers.

The Board was informed that the AAMS logo has been found on ADRI Ontario material which needs to be followed up.

Pat C will invite the President and Board of ADRI for a breakfast meeting with our members of the Board on Saturday, November 18<sup>th</sup>. Pat C will write an agenda and offer ADRI to suggest a topic of choice for discussion.

The meeting was adjourned at 9:48 p.m.

The meeting will resume on Tuesday at 7 p.m. to 10 p.m.

<b>4.4 Membership/Communications</b>	Petryshyn
<b>4.5 C.Med/C.Arb</b>	Drouin/Howes
<b>4.6 Accreditation</b>	Deines
<b>5. Topics to Discuss</b>	All
<b>5.0 Recognition of New Board/Roles</b>	Cabezas
<b>5.1 Subcommittees: Organization</b>	All
<b>5.2 National Event, Calgary, November 2006</b>	Withers
<b>6. Next Steps /Next Meeting</b>	All
<b>7. Adjournment</b>	

**Motion:** To adjourn meeting

**Alberta Arbitration and Mediation Society (AAMS)**  
**AGENDA**  
**BOARD OF DIRECTORS MEETING**  
**7:00 PM to 9:00 PM**  
**Edmonton, by phone**  
**October 26, 2006**

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**In Attendance:**

Pat Cabezas  
Pat Withers  
Paula Drouin  
Nick Tywoniuk  
Erika Deines  
Chuck Smith  
Barb Rutledge

**Unable to attend:**

Jim McCartney  
Vik Maraj

**1. Call to order**

Cabezas

Pat C called the meeting to order at 7:06 p.m. Notes from the first half of the meeting on October 19th will be distributed by email in the next few days.

**2. Reports**

2.1 Accreditation

Deines/Tywoniuk

Nick presented a draft MoU which was discussed at great length. The MoU was written with the assumption that AAMS supports in principle, the new ADRIC designation “Accredited Mediator”, after 80 hrs. of training with no further related study requirements (unlike the Chartered Mediator designation which requires additional 100 hours of related study). The intent of the new designation was brought into question based on current practices (or lack thereof) surrounding the Charter designations. Designations are a means to create credibility and for advancement of the profession.

Discussions also involved membership categories and the mandatory requirements for the category “individual member” to join ADRIC while s/he may only wish to be a member of AAMS. Corporate members do not have this mandatory requirement and can be a member either organization separately.

AAMS is endeavouring to maintain a relationship with ADRIC while at the same time making sure that our members are well served. The MoU is a beginning of a new dialogue between the two Boards. It is important that we produce our position and let ADRIC know what it is, so they have the opportunity to decide for themselves. With the

intent for this new designation largely unknown to AAMS, AAMS has to consider the effects the society may encounter financially and otherwise. Therefore, AAMS is not in favour of the present format for a new designation by ADRIC. If we add a new designation we need to put our attention on the fundamentals first: What is the level of confidence in ADRIC to introduce a new designation when the existing designation is not functioning properly. AAMS wants to see evidence of steps taken by ADRIC in strengthening the Charter Mediator designation.

## 2.2 National Event, Calgary

Withers et al

Pat W has written a script for her portion of the speech at the ADRIC conference. Pat C will write his and distribute it to Erika and Pat. They then will get together and coordinate their texts so they do not duplicate each other.

Pat W confirmed that the AAMS AGM is a two-day event before going any further in the planning process. The date for the AGM is set for April 27 and 28, 2007.

## 3.3 Breakfast with ADRIC

Cabezas et al

An e-mail was sent by Pat C to all Directors. ADRIC made the arrangements to hold a joint breakfast with AAMS directors at the offices of Fraser Milner.... The agenda for the meeting includes the topics of professional designations and the agreement between both Boards. Pat C will ask for further clarification on the latter topic.

## 3. C.Med. Committee

**MOTION:** Paula moved and Chuck seconded that Jim McCartney be recommended for C.Med. designation to ADRIC. **Carried.**

## 3. Next Steps /Next Meeting

All

Friday evening, 6 p.m. – Chuck, Nick and Erika will revisit the MoU. They will distribute a revised version immediately following their conference call and request feedback from the Board before the next (special) Board meeting via conference call on Sunday evening, 7 p.m. – for approval of the MoU and submission to ADRIC.

## 4.Adjournment

The meeting was adjourned at 9:13 p.m.

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OCTOBER 29, 2006 – Special Meeting - teleconference 7:00 p.m.

**Re: Response to ADRIC proposal for creating a new designation**

In Attendance:

Pat Withers  
Pat Cabezas  
Nick Tywoniuk  
Chuck Smith  
Barb Rutledge  
Erika Deines  
Paula Drouin

**ADRIC Designation**

Chuck facilitated the review of the document prepared in response to ADRIC's request for the creation of a new national designation "Accredited Mediator", and the terms under which it would operate, as per their teleconference discussions held on Friday evening between Chuck, Nick and Erika.

Nick reviewed the last changes made to the Memorandum of Agreement in conjunction with our response to the proposed designation.

Chuck provided the "HR National Recertification Log" document to serve as an example of a recertification model used by Human Resource Professionals.

**MOTION:** To accept the proposed Memorandum of Agreement to be presented to ADRIC for their October 31<sup>st</sup> meeting. Chuck moved and Barb seconded. **Carried.**

**Board Retreat**

It was decided that the Board meet on November 18, 2006, after the breakfast meeting with the Board of ADRIC, to partake in a "Planning the Future" session. This session will be a two day working bee for AAMS directors.

Meeting adjourned at 8:43 p.m.

**Alberta Arbitration and Mediation Society**  
**BOARD MEETING**  
**Tuesday, January 16, 2007**  
**By telephone, 7:00 to 9:00 p.m.**

**In Attendance:**

Pat Cabezas  
Vik Maraj  
Patricia Withers  
Nick Tywoniuk  
Barb Rutledge  
Erika Deines

**Joined while Meeting in Progress:**

Jim McCartney  
Paula Drouin

**Unable to Attend:**

Chuck Smith

**1. Call to Order** – 7:25 p.m.

**2. Approval of Agenda:**

- Election protocol
- Organization of the AGM
- ADRI

**3. Consent Agenda**

**3.0 Minutes of the last Meeting**

Discussion was tabled for next meeting.

**3.1 New Members Applications**

December list was distributed by email; January list was electronically distributed today. Nick asked for clarification of the definition “affiliate”; it includes students and people who are not active in the profession. Pat C will confirm this with Kate and give an update.

**MOTION:** Nick moved to approve both, the December 2006 and January 2007 lists. Vik seconded. **Carried.**

**3.2 Cheques over \$500**

The List of cheques over \$500 will be distributed tomorrow.

## **4. Reports**

### **4.0 Education Coordinator Report**

Report was distributed by email today. Nick asked for clarification around the status of communication between AAMS and JI in respect to education program delivery. This discussion led into a situation experienced by a student enrolled in the AAMS certificate program. This student left the AAMS program due to process difficulties. Erika will contact the student and express the Board's desire for clarification and follow-up with the appropriate channels.

### **4.1 President's Report**

### **4.2 Finance Report**

The financial report for December 06 will be available and distributed tomorrow.

### **4.3 ADRI**

Minutes were distributed by email. Nick summarized the topics again.

Nick, Chuck and Erika will meet to further develop the presentation to membership regarding options for mediator credentialing.

Spirit of Cooperation needs definition; membership categories are in need of clarification;

Jim, Pat W, Mary and Noel will meet February 12 to informally get to know each other.

## **5. Topics to discuss**

### **5.1 Election Protocol**

Pat C will talk with Kate to eliminate attachments to emails sent by AAMS.

Vik and Erika will form the Nominating Committee, with Nick as Chairman. AAMS members will be invited to submit nominations. Interested candidates should be brought to the attention of either of these Committee members for follow up. Paula, Chuck and Barb's terms expire this year and they were invited by Nick to consider standing for nomination again for next term. Dr. Val Howard from Medicine Hat is a fourth candidate for nomination.

### **5.2 Organization of AGM**

Pat W gave an overview of workshop planning and facility arrangements made to date. Pat Cabezas offered to donate dinner wine for the banquet on Friday night. Community Mediation Calgary Society provided a financial contribution of \$1500 for including space to hold their AGM and for hosting their reception on Friday evening. Pat W will arrange with CMCS (Tom Smith) to host the cocktail reception between 6 and 7 p.m., just prior to the AAMS 25<sup>th</sup> anniversary banquet, on Friday evening at 7:30 p.m.

## **6. Next Meeting**

Next meeting will be held on February 22<sup>nd</sup>, by telephone, at 7:00 p.m. – 9:00 p.m.  
1.866.365.4409

Password: 1813321

NEW SUGGESTED MEETING DATES: Thursdays (until further notice).

**7. Adjournment**

The meeting was adjourned at 9:05 p.m.

**Alberta Arbitration and Mediation Society (AAMS)**

**AGENDA**

**BOARD OF DIRECTORS MEETING**

**7:00 PM to 10:00 PM**

**By phone**

**February 22, 2007**

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In Attendance:

Pat Cabezas  
Nick Tywoniuk  
Jim McCartney  
Chuck Smith  
Erika Deines

Joined while Meeting in Progress:

Pat W

Unable to Attend:

Barb Rutledge  
Paula Drouin  
Vik Maraj

**1. Call to order – 7:11 p.m.**

Cabezas

**2. Approval of Agenda**

Cabezas

**Motion: Chuck moved/Nick seconded:** To accept the agenda as published.  
Carried.

**3. Consent Agenda**

Cabezas

3.0 Minutes of the last meeting  
No comments.

3.1 New Members applications  
The New Members' list was distributed electronically. Pat also stated each name verbally.  
It was suggested that we revisit our membership categories (what, why, when and how much.) The "affiliate membership" category needs clarification. Nick and Chuck will look into this and report back in a month from now.

### 3.2 Cheques over \$ 500.00

The list of cheques over \$500 was distributed electronically, as part of the financial statement. Pat also read all names of the recipients of moneys over \$500.

**Motion : Jim moved/Chuck seconded:** To accept the consent agenda as circulated. Carried.

## 4. Topics to Discuss

### 4.1 Financial Report

All

Some concern was voiced regarding the comparatively low amount collected for membership renewals. Pat C explained that there was a time lag in responding to renewals. Notice of renewal was not sent on time. However, in the last three days approx. 40 renewals have been received in the AAMS office.

Meryl is currently on vacation and will, upon return, be asked to verify the negative expense showing under the heading “meetings”.

Jim suggested to add a third column showing the % change between column 1 and 2. A/R comprises of what items?

### 4.2 Budget

All

The following corrections were pointed out:

Arbitration Services – delete line #7 and #29

Concerns about AAMS Inc. Expenses exceeding revenue by \$18,000

Board Expenses of \$1200/month should be captured and budgeted for.

Staff Development of \$250/month should be added to the budget.

Accreditation Revenue should reflect any fees we collect. (And possibly expenses?).

Directors Liability Insurance should reflect an increase to \$5100.

**Motion: Nick moved/Pat C. seconded:** To accept the budget as amended. Carried.

### 4.3 ADRI

Tywoniuk

Next meeting for ADRI board members is on March 1<sup>st</sup>. Jim and Pat W met with Noel Rae and Mary for an informal lunch. It was suggested that more face-to-face meetings take place.

Lengthy discussion took place around the C.Med. designation. It is this board’s view that the best solution and most powerful solution is a strong national designation. Chuck has offered to prepare a presentation that reflects committee work to date regarding the recommendation for a “healthy profession” and how our endeavour to enlist ADRI’s support to strengthen the C.Med. designation does fit with our overall vision.

Pat C will contact the President of ADRI to follow-up on our written proposal presented to the ADRI board following our joint meeting in November 2006.

### 4.4 AGM

Withers/Deines

Alberta Justice asked for and the Board agreed to a 20 minute presentation at the conclusion of the AGM to raise awareness about Alberta court-annexed mediation programs, in the spirit of cooperation.

Programs will be printed in hardcopy as soon as sponsors and logos have been identified and collected.

Pat W and Erika held a telephone meeting with five conference panellists today.

Panellists agreed to sign consent forms to allow their sessions being video taped.

Moderators are needed for Saturday's presentations. Nick, Chuck and Jim have volunteered to take on this task..

#### 4.5 Elections

Tywoniuk

There are four nominees for board positions. One additional vacancy has arisen by Vik Maraj's resignation. The term left vacant is for one year.

### 5. Next Steps /Next Meeting

All

Pat C will inform the board whether the next meeting will be held on March 5 or March 6 after consulting with Vik and Paula.

#### 5.1 J.I. Proposal

All

#### 5.2 Muffin Team/ Education Coordinator

All

### 6. Adjournment

The meeting was adjourned at 10:35 p.m.

**Alberta Arbitration and Mediation Society (AAMS)**  
**AGENDA**  
**BOARD OF DIRECTORS MEETING**  
**8:00AM to 4:00 PM**  
**Edmonton, at Ramada Inn Conference Centre**  
**June 2, 2007**

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**In Attendance:**

**Pat Cabezas**

**Chuck Smith**

**Jean Tice**

**Jim McCartney**

**Dave Hill**

**Pat Withers**

**Erika Deines**

**Nick Tywoniuk joined the meeting at 8:50 a.m.**

**Absent:**

**Valerie Howard**

**1. Call to order**

Pat Cabezas called the meeting to order at 8:20 a.m.

**2. Introduction**

All directors were invited to introduce themselves.

**3. Background**

This topic was partially covered during the introduction stage.

**4. Electing Executive**

Bylaws require that the Executive be elected and the Executive to appoint other positions.

Nick also spoke to the possibility of having two Vice-Presidents: one for Corporate Policy and one for Operations.

Nominated for President: Pat Cabezas

The suggestion that Bylaws require that a President serve 2 years could not be confirmed.

Nomination from the floor: Nick Tywoniuk. Seconded by Chuck. Nick declined.

Pat Cabezas was declared President.

V.P. – Corp. Jim McCartney

V.P. – Operations – Pat Withers

Treasurer – Jean Tice (Budget)

Secretary – Erika Deines

Membership – Dave Hill



Communication – Dave Hill, Valerie Howard  
Human Resource Committee – Chuck Smith  
Education – Jean Tice, Valerie Howard (Policies associated with teaching jobs)  
C. Med. And C.Arb. – Erika Deines / Nick Tywoniuk  
Accreditation Committee – Chuck, Erika, Nick

## **5. Financial**

### **5.1 Salaries**

This topic is deferred until after the facilitation.

## **6. C. Med. Applications**

Two applications have been screened by the C.Med. Committee and have been recommended for approval by the board.

**Motion:** That C.Med. applications by Marti Ryan and Lynn Parish be approved. Chuck Smith moved and Nick Tywoniuk seconded. **CARRIED.**

At this point, the meeting was adjourned to allow time for a facilitated strategic planning session.

## **Meeting reconvened at 4:20 p.m.**

### **5.1. Staff Salaries**

Staff wages have been frozen several years ago to deal with the then occurring economic downturn. This situation has now been improved and the staff is asking that a 10% wage increase they were promised upon an economic upturn, be considered.

**Motion:** Chuck Smith moved and Pat Withers seconded that staff receive a 10% wage increase retroactive to May 1, 2007. **CARRIED.**

Jean requested that the staff have an opportunity to discuss further/future wage increase. Chuck will engage in a Human Resources review and report back to the board.

## **5. Next Meeting**

All

Saturday, July 21, 2007 in Calgary.

## **4. Adjournment**

The meeting was adjourned at 4:48 p.m.

**ALBERTA ARBITRATION AND MEDIATION SOCIETY  
BOARD OF DIRECTORS MEETING  
AGENDA**

**9:00 A.M. TO 4:30 P.M.  
Eub West Hall, 2<sup>nd</sup> Floor  
640 – 5<sup>th</sup> Avenue SW  
Calgary, AB T2P 3G4**

File Name shows date of meeting to be 070721. JDM
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**In Attendance:**

Jim McCartney  
Nick Tywoniuk  
Dave Hill  
Jean Tice  
Chuck Smith  
Erika Deines

**1. Call To Order**

Jim called the meeting to order at 9:28 a.m.

**2. Agenda Approval**

Jim explained the format of the new agenda he suggests.

**3. Minutes of Last Meeting**

An email motion regarding signing authority was not carried due to lack of response by Directors.

Jean asked to clarify that her approval on the 10% wage increase for AAMS staff was on condition that HR would follow up with the outstanding issues and that another review be conducted into salary.

MOTION: Nick moved that the Minutes of June 2<sup>nd</sup> be adopted as presented. Chuck seconded. CARRIED.

**4. New Members Applications**

The list of new members is not available. **Pat C** will ask Kate to also forward the list to Dave Hill as Membership Chair.

**5. Cheques over \$500**

Jean presented AAMS Financial Disbursements Over \$500.00

Discussion occurred around a payment to Amor Consulting Inc.

A document supporting the payment is required and **Pat C** agreed to provide the Ombudsman report.

A template for an Expense Report for Directors meetings will be forwarded by **Chuck** today.

MOTION: Nick moved that we received the report of disbursements over \$500 from January to June 2007. CARRIED.

## **6. Executive Reports**

### **a. President**

Pat C will send his report in writing after the meeting. Pat's message is that we have to react to our economic reality. A consultant was suggested to do an independent assessment of the dispute between staff members.

The report from the directors' strategic planning meeting was delayed due to the facilitators' workload and that he provided his services on a volunteer basis for AAMS. Directors are to peruse the document, make revisions as necessary and submit these for a written final report.

Nick suggests that comments be provided to Pat C to return the document to the facilitator by the end of July 2007.

### **b. VP Operations**

No report.

### **c. VP Corporate**

Jim has reviewed policies and will forward them to all directors with suggestions and recommendations to eliminate some and streamline others.

There is consistent reference to an Executive Director in the policies. Jim asked for an electronic version of the documents as he would like to complete his work by the end of the summer.

### **d. Treasurer**

Jean distributed a written report. Discussion: The Education Director's current position as contractor for AAMS versus being an employee was discussed. It was agreed to have Chuck pursue the status of this situation from an employment standards and taxation point of view.

It was noted that CAMVAP has consistently been losing money. Jean asked that Brenda Davidson provide background information (pertaining to the contract) for the next Board meeting. Apparently Camvap is in the process of re-negotiating their activities and involvement with car manufacturers. The development/updating of the roster of CAMVAP arbitrators requires attention.

**Pat C** will look into the CAMVAP contract and report back to the board at next meeting.

Instructors' concerns from the Calgary group regarding staff issues are to be brought to Chuck's attention. Jean will make contact with these instructors to advise them of the steps required to address their concerns appropriately..

Complaints must go to the director responsible in the particular area of complaint. The director in charge will deal with it and only then should it be brought to the Board's attention (resolved and/or unresolved).

ADRIC transfer of membership fees discussion was tabled for later consideration.

Jean asked that AAMS cease practice of making prepayments on account to King's College for classroom rental. **Pat C** will follow up regarding contract obligations about prepayment arrangements.

MOTION: Nick moved that effective immediately signing authority for the Board be granted to the President Pat Cabezas and Treasurer Jean Tice as well as the Accountant Meryl Yates. Two signatures are required on each cheque issued by AAMS. David Hill seconded. CARRIED.

**Jim** will update the Annual Report.

For information: It is expected that the Year End Return will cost \$6600 and the cost will probably arise in the next month.

Space Contract for Calgary will be discussed under Education.

MOTION: Nick moved that the financial statement be noted as received. Chuck seconded. CARRIED.

MOTION: Jim moved to approve a request for the expenditure of \$400 for advertising (for Grande Prairie and Lethbridge). Chuck seconded. CARRIED.

## **7. Committee Reports**

### **a. Accreditation**

Chuck explained the PowerPoint proposal that will be made by the Committee to ADRIC on August 28, 2007.

The Committee hereby seeks consensus to proceed with the three proposals presented to proceed with their discussions with ADRIC. Directors agreed to proceed as planned.

### **b. Education**

Jean explained the education report as submitted.

Space rental in Calgary: University of Lethbridge has space at SAIT for \$120/day. Ambrose University also has space available (downtown)..

**Erika, Pat C and Silvia** will pursue the space issue with the Centre for Collaborative Resolution as well as the above alternate locations..

A draft mandate for Education Committee was submitted by Jean.

Concern over an Assessor in Calgary was brought up and the discussion will be followed up by **Jean and Dave**.

**c. Human Resources**

Staff concerns have escalated and require immediate attention.  
Chuck has taken interim action with a short-term intervention.

It is suggested that a professionally trained, skilled person get involved and help identify the issues concerning office staff. This person is to bring back a proposal with a grouping of issues and ideas for immediate interventions for short- and long-term resolutions.

MOTION: Jim moved that the Board authorizes the expenditure of up to \$10,000 to implement Chuck's recommendation as presented to the Board in writing and that he will provide additional choices of professionals if he can accomplish this over the weekend. **Chuck** will monitor the cost for services rendered and monitor or cut cost, if appropriate, before the \$10,000 are reached. CARRIED.

**d. Communication**

Val informed the Board that she will be available to participate in Board activities after the end of July.

Topics to be dealt with by this Committee: Newsletter; Membership; Luncheons.

It was suggested that the minutes from this meeting be used for a brief newsletter to update membership on what is going on as soon as possible..

MOTION: Jim moved that we formally acknowledge Stan Brown for his efforts in organizing Calgary luncheon speakers. The Board would like to offer him support through the membership committee (Dave and Val) to help with coordination. Similar action should be taken for the Edmonton coordinator (Chris Gowers). Erika seconded. CARRIED.

Jean suggested that sub-committee members who are not directors should principally receive appropriate acknowledgments and recognition from the Board.

**e. Membership**

Membership dues will be further discussed by **David, Jean and Val**.  
Budget will be updated by **Jean** to reflect in the budget new, realistic numbers for membership revenues/expenses.

**f. C.Arb.**

Nick will contact the committee to let Committee members know that there is a new Chair. **Pat W** will compile a list of current Committees and their

members as well as make recommendations how these Committees should be appointed, rotated, trained, etc.

**g. C.Med.**

Committee members are currently Sharon Wilson, Paula Drouin and Erika Deines. There are applications outstanding for review, however, not known to the Committee, which will be traced by **Erika**.

**h. ADRIC**

Nick brought attention to a memorandum to enter into an agreement with ADRIC regarding the administration of Arbitration Rules. It proposes that revenue sharing from fee users between the regional and national organizations pay for the use of Arbitration Rules procedures. AMEX and CAMVAP are excluded. Nick suggested that we act in the spirit of cooperation and ask for revision regarding AMEX (for it to be included) before AAMS signs off on the agreement.

**8. Executive Director position**

An Executive Director position should be planned for the near future. It may not require a full-time position, however, preparation for this position should start now. It was felt that the review of the concept for hiring an Executive Director was valid and timely, and to identify who could be involved in the process of hiring an Executive Director. **VPs** will be involved and **Jean** and **Nick** have offered to assist.

**9. Other business**

MOTION: Effective July 20, 2007, the AAMS reimbursement for mileage will be the same as the Government of Alberta mileage reimbursement rate. DEFERRED.

MOTION: Jim moved that the above motion be reintroduced. Chuck seconded. CARRIED.

\*\* Please Note:

FACILITATOR REPORT

A **To Do List** for all directors is on the last two pages of the long awaited facilitators' report.

**Next Meeting:**

By Teleconference on August 29, 2007, at 7 p.m.

MOTION: Jim moved to adjourn the meeting at 3:45 p.m.

**ALBERTA ARBITRATION AND MEDIATION SOCIETY (AAMS)**

**AGENDA**

**BOARD OF DIRECTORS MEETING**

**October 19, 2007 7 – 9 p.m.**

**October 20, 2007 9:30 a.m. – 4:30 p.m.**

**At the EUB Office (640 – 5 Ave. SW, Calgary)**

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In Attendance (Friday)

Jim McCartney, Chuck Smith, Pat Withers, Nick Tywoniuk, Dave Hill, Erika Deines

In Attendance (Saturday)

Jim McCartney, Jean Tice, Chuck Smith, Pat Withers, Nick Tywoniuk, Dave Hill, Erika Deines

**1. CALL TO ORDER**

Jim called the meeting to order at 7:09 p.m.

**2. APPROVAL OF AGENDA**

Addition: 4.11 ADRIC fee schedule was adopted (signature required)

Motion: To adopt the agenda as approved.

Dave moved/Chuck seconded. CARRIED

**3. CONSENT AGENDA**

**3.0 Minutes of Last Meeting**

4.10 - 5<sup>th</sup> pp. – delete “ with displeasure” .

Motion: To adopt the minutes as amended. Chuck moved/Dave seconded. CARRIED.

**3.1 New Members Applications**

Dave – no list was received

**3.2 Cheques over \$500**

Tabled to Saturday when Jean is present.

Saturday: Jean confirmed that Formulators Corporation is Silvia Begin's company name.

Newslink Canada Inc. is ...

## **4. COMMITTEE REPORTS**

### **4.1 Membership**

Dave – A Committee was struck, but shortly thereafter, Val resigned. Progress is currently in limbo. Dave will check the rules around Committee recruitment. Tom, Michelle, Dave comprise the membership committee.

Motion: We approve the constitution of the committee as it currently stands. Chuck moved/Pat W seconded. CARRIED

### **4.2 Education**

Tabled for Jean to arrive on Saturday.

Saturday: Jean has been made aware that Silvia is frequently spending time on membership and directory enquiries. Chuck suggested that we deflect these questions to Paula to include these tasks on a list of duties for the Executive Director.

Private Contracts have doubled in the past two years, with profits between 20 % to 40 %. Some of the large contracts coming up are with the Public School Board in Edmonton (approx. \$90,000 revenue/\$28,000 cost) and Aurora College in the Northwest Territories, who wants to offer the Certificate of Mediation (approx. \$89,000 revenue/\$25,000 cost). Instructor quality and professional development of trainers and instructors is of concern and must be addressed. Jean asked for funds to hire a skilled person to create an equivalency chart .

Motion: That we authorize the expenditure of up to \$2000 for the equivalency project. Jim moved/Chuck seconded. CARRIED

### **4.3 Communications**

Jim was the luncheon speaker at last Calgary AAMS luncheon. There were many questions by the membership which will be summarized in a communiqué and sent out within a week.

### **4.4 Finance**

Tabled for Jean to address on Saturday.

Saturday: Jean presented the Comparative Income Statement.

Items arising from discussion:

Jean will enquire about Beanstream admin fees to handle on-line registrations for *not-for-profit* organizations.

Courier costs need to be evaluated and reduced if possible. Kranq Courier might be worth considering as an alternative; they are known for offering lower rates between Edmonton and Calgary.

Jean will follow up on membership fees AAMS is currently paying and what benefit we derive from those memberships. Any future renewals need to be approved by the Board in the following manner: Committee Chairs propose any memberships to Treasurer for either inclusion in the budget or to bring forward for discussion with the Board.



The category “Outside Services” has to be changed to individual expense accounts – i.e. contracts.

Two Term Deposits should be identified as Security Reserve and there should be an Operating Reserve with readily available liquid funds and a line-of-credit.

Jean will go over the financial statement line by line and report back to the Board at next meeting.

Budget discussion will start next month.

Nick suggested an increase in membership fees.

Dave will make a proposal regarding the definition of “Affiliate” member. The Board needs to be prudent in checking new memberships for this designation.

Chuck will talk to Paula to engage staff in coming up with a priority list of items needed for the office (i.e. chairs) .

Motion: That an expenditure of up to \$800 be authorized for four new chairs. Jim moved/Chuck seconded .CARRIED

Motion: To receive the financial report. Chuck moved/Nick seconded. CARRIED

#### **4.5 C.Arb.**

Tabled for Nick. When Nick arrived (see pp 4.7), he had no report.

#### **4.6 C.Med.**

Erika received a copy of an Ontario CMed Application for Sylvie Lamoureux which was signed and returned to ADRIC with no objection to proceed with the application.

#### **4.7 Human Resources**

Chuck reported:

The vacant Admin. Assistant position was posted and emails sent to all members. Five applications received. Elizabeth Chant was the successful applicant and started Oct. 15. Kate was reemployed successfully shortly after leaving AAMS.

Office Chairs for staff are an absolute MUST.

Staff Intervention: Final Report includes recommendations to review staff benefits. Nick suggested comparing with the benefit package ADRIC offers to staff through one of their directors’ firms (Insurance Bureau of Canada- Randy Bundas).

Nick reported and recalls that a Human Resource Manual is available in the AAMS office, including staff policies and procedures.

Nick arrived at 7:30 p.m. during discussions of 4.7 topics.

#### **4.8 Accreditation**

Chuck provided a summary report. Nick contributed to the discussion by presenting a membership fee comparison document.

The Board adjourned for the evening at 8:57 p.m.

The Board resumed the meeting at 9:55 a.m. on October 20, 2007.

Jean joined the meeting and was first on the agenda, starting with the Education Report (see pp 4.2).

#### **4.9 Executive Board**

Jim reported that he had sent a letter to Pat C, asking that he let us know his intentions regarding his directorship; there has been no response to date. Given that AAMS is currently a working Board, not a Governance Board, Chuck recommended that a member not contributing and participating, and work is not getting done, this is a concern to the remaining Board members. Jim referred to pp 2.4.1. of the Society's bylaws as members discussed a plan of action.

Nick suggested to separate the issue of tasks and the relationship with our past President. Chuck suggested that starting from the date of the letter (Sept. 13<sup>th</sup>) Pat C sent to the Board and handing in his resignation as President, and stating his desire to remain a Board member, that we wait two months before the Board takes any further action regarding Pat C's Board attendance.

Jean disagreed with the board's decision based on the number of meetings Pat C missed to date.

Motion: That we accept Val Howard's resignation. Chuck moved/Pat W seconded. CARRIED

Jean will check to see if our Director's insurance includes Errors and Omissions in the policy and report back to the Board.

Jim reported that ten possible candidates had responded to his invitation to join the Board of Directors. Several candidates, however, withdrew their interest when they were provided with a list of roles and responsibilities.

Motion: New Director appointment: That we invite Mr. Ross Goldsworthy to assume the Board position left vacant by Val Howard. Chuck moved/Pat W seconded. CARRIED

Jim will write a letter to all other (9) applicants and invite them to work on any of our committees.

Discussion arose around Board members teaching AAMS courses. Erika reported that she is on the roster of instructors and coaches. Pat W is also a coach for AAMS. In that capacity, Erika has brought private contracts to AAMS.

Jim and Erika will work on the conflict of interest policy regarding staff and board members working as instructors and coaches.

Motion: That we appoint Jim as new President of AAMS. Chuck moved/Erika seconded. CARRIED

The Board congratulated Jim on his new appointment as President.

#### **4.10 CAMVAP Decision**

Brenda prepared a bid for AAMS as CAMVAP went to tender in Alberta. CAMVAP acknowledged receipt of our proposal. Our current contract expires at the end of this week. We have not heard back from CAMVAP. Jim has increased the contract amount by 5%. CAMVAP assistant, Brenda, told a Board member that AAMS will be notified by Monday, October 22nd.

#### **4.11 ADRIC**

**Motion: AMEX AGREEMENT:** That he proceed to forward the Memorandum of Agreement re: National Rules to ADRIC with an explanation of proposed changes and request for their review and to proceed with signing of this agreement. Nick moved/Chuck seconded. CARRIED

**ADRIC REPRESENTATIVE:** Nick will submit his resignation to ADRIC Board and indicate that the AAMS Board will appoint Jim. The AAMS Board thanks Nick for his three years of service, dedication and effort in representing Alberta at a national level.

**Motion:** That Jim McCartney be nominated and appointed as new ADRIC representative effective November 1, 2007. Chuck moved/Jean seconded. CARRIED

#### **4.12 AGM**

No joint AGM/Conference with AFM (Alberta Family Mediation) could be arranged due to a past experience which left AFM with a sour taste around jointly organizing an event with anyone else.

The dates selected for 2008 are June 6<sup>th</sup> and 7<sup>th</sup>, 2008. Pat and Erika will be in charge of the event.

#### **4.13 AAMS – Privacy Policy**

Jim has the privacy policy that reflects ADRIC's perspective and offered to review it, with particular focus on possible conflict with Alberta legislation. Nick also advised that the AAMS Board should state clearly that they have jurisdiction over the interpretation of the content.

#### **4.14 Governance**

##### **Advisory**

##### **Team/Mgmt. – Working Board**

##### **Carver Model/Policy Board**

The following two books, *"The Imperfect Board Member"* & *"Boards that make a Difference"* were recommended as an excellent source of information.

**Motion:** That we purchase 10 copies of each of these books for the Board members and the ED. Chuck moved/Erika seconded. CARRIED

**Meeting Schedule:** Several members need to submit their availability for Board meetings until June 2008. Pat W will resend the chart to these members.

##### **Executive Director:**

Advertisement – for regular employee/partial schedule (a new way to describe part-time) will be distributed to all AAMS members.

Job Description will be available on the AAMS website and accessible to anyone interested.

Interview process will follow a model Chuck and Dave are familiar with in their respective organizations. Pat, Jean and Chuck will do the interviews for the E.D. Nick will be available if Pat cannot make it. Chuck will provide the process and list of questions for the interview.

## **7.0 OTHER BUSINESS**

### **TILMA**

Nick gave a progress report on TILMA - Trade Investment and Labour Mobility Agreement, between the Governments of Alberta and B.C.

### **New Copier for the Office**

The practicality of pursuing the SHARP AR-M355U Model was discussed. The Board found that a 3 year lease would be desirable and that the equipment should be networked to servers for all staff.

Motion: That the Board approves the expenditure of the 3 yr. Lease price for the SHARP AR-M355U (purchase price \$6500.00). Jim moved/Dave seconded. CARRIED.

## **10.0 ADJOURNMENT**

Meeting adjourned at 4:59 p.m.

**AAMS**  
 Board of Directors Meeting  
 Saturday, December 1, 2007  
 Danish Canadian Club  
 727-11th Avenue SW  
 Calgary

<p><b>Attendees:</b> Jim McCartney (Chair), Pat Withers (VP Ops), Erika Deines (Secretary), Nick Tywoniuk, Jean Tice, Chuck Smith, Dave Hill, Ross Goldsworthy</p> <p><b>Absent:</b> Pat Cabezas</p>	<b>Action</b>
<p><b>Meeting time:</b> 9:00 AM – 4:00 PM</p> <p><b>President called meeting to Order at 9:16 a.m.</b></p>	
<p><b>1. Approval of Agenda</b></p> <p>Addition: Under item 13: AAMS-ADRIC</p> <p>MOTION: agenda be approved as amended (Ross/Chuck). CARRIED.</p>	
<p><b>2. Approval of Minutes</b></p> <p>October 19 &amp; 20, 2007</p> <p>Amendment: Membership – add full names: Tom Smith and Michele Del Colle.</p> <p>Follow-up:</p> <p>Jean’s enquiry re: Beanstream – Jean will report back at next meeting.</p> <p>Book order: Chuck will ask Elizabeth to order 10 copies.</p> <p><b>MOTION:</b> approve the Minutes of October 19 &amp; 20, 2007, as amended (Pat/Ross). CARRIED.</p>	<p>TICE SMITH</p>
<p><b>3. New Member Applications</b></p> <p>Dave asked that Dr. Jennifer Boisvert be added to the list he presented to the Board.</p> <p>Dave questioned whether the current membership application form includes criteria that should not be necessary for a general membership application.</p> <p>Affiliate membership is of concern as it seems that students remain “Affiliate” members beyond their years of study. It was</p>	



<p><b>d) Staff Benefits</b></p> <p>Paula cancelled the staff benefits package. New plan with Blue Cross will be in effect starting in January 2008.</p> <p>Future action: Benefits review and regular performance appraisals.</p> <p>Christmas Party: Jim will contact Paula and enquire about past practice. It was agreed that the Board invite staff to a post-Christmas dinner in January 2008.</p>	<p>McCartney</p>
<p><b>6. Membership</b></p> <p>Report of current status and recommendations.</p> <p>Dave and his Committee met with Paula Drouin &amp; Elizabeth Chant in Edmonton and created a detailed listing of “Membership Privileges”.</p> <p>Jean spoke to the capabilities of the existing membership database. The situation experienced right now is that we do not know what the system can do. She will be asking the programmer (DigitalTea) to provide this information as well as information about agreements we entered into for maintenance and updates.</p> <p>Membership renewal notices should go out 30 days prior to expiry of a membership.</p> <p>Nick brought up the topic of membership fee review.</p> <p>Jean is going to investigate and report back to the Board regarding the legal requirement to collect GST on membership fees.</p> <p>To provide value in being a member of AAMS, Chuck suggested member privileges as an avenue that would make a membership desirable. Privileges can include reduced rates for car rentals, hotels, restaurants, etc. Jim offered to provide Dave with the name of a AAMS member to join the Committee and to do this research.</p> <p>Nick cautioned to take into account that there may be further membership fee changes arising from discussions with ADRI.</p> <p>Jim suggested that this is a topic appropriately addressed and presented at the 2008 AGM, in conjunction with enhancements to C.Med. and provincial designation presentations.</p> <p>In order for a member to be listed in the AAMS Directory, collecting information about the professional background of an individual member becomes a suitable request.</p>	<p>Hill</p> <p>Tice</p> <p>McCartney</p>

<p><b>7. Communications</b></p> <p>Ross submitted his Committee Report and suggested that a group be formed to help develop ideas.</p> <p>A photo gallery of AAMS events would be a nice addition to the website.</p> <p>DigitalTea should be notified about who has authority to give instructions for website changes.</p> <p>Jean suggested that we profile the current student population to determine from it who our future target population will be.</p>	<p>Goldsworthy</p>
<p><b>8. C. Med.</b></p> <p>There are no new applications.</p>	
<p><b>9. C.Arb.</b></p> <p>No new applications.</p>	
<p><b>10. Education</b></p> <p>Jean's report will be submitted in writing following the meeting.</p> <p>Private Contract: An analysis is underway to identify contracts worth pursuing, particularly those with a higher profit margin.</p> <p>There is no formal application process to enter into a private contract with AAMS.</p> <p>Jean is collecting information from all current instructors, including start date, educational background, fees, areas of expertise, etc. Evaluation processes (instructor evaluation by students and program evaluation by instructors) were discussed, as well as professional development and training for instructors. Jean sees a growing separation between private contract training and on-campus student training but needs more information to confirm this perception.</p> <p>The projection is for a profit of \$163,000 from private contracts over the next three months.</p> <p>Jean requested the Education Committee to regularly supply the Board with updates on contracts - those in the process of negotiation and contracts confirmed and signed.</p> <p>Course equivalency project. Jean met with Silvia and Paula. They decided to approach this project from an administrative angle and</p>	<p>Tice</p>



<p>first begin with some necessary in-house work, before spending the money approved by the Board at the last meeting, on an external contractor.</p> <p>Jean is waiting for reports with details concerning assessment results from the last two years.</p> <p>Jim suggested that we seek Law Foundation funding to update/rewrite our educational material.</p> <p>Our interactions with SAIT have been very good and students are commenting favourably about the facilities.</p> <p>The roll-out of the MRJ Certificate is scheduled for January 2008. 30 people have registered for the introductory session this coming Tuesday evening.</p> <p>Jean reported that negotiations to provide training in Ecuador are nearing a conclusion.</p> <p>We received a donation of a TV and VCR; a cart was purchased for this equipment.</p> <p>Staples supplied AAMS with a DVD player at no cost.</p>	
<p><b>11. Treasurer</b></p> <p>Financial statements were emailed prior to and further discussed at the meeting.</p> <p>Jean requires Committee Chairs to report budgetary requirements for the next fiscal year <b>by December 10<sup>th</sup></b>.</p> <p>AAMS Business cards are currently being printed.</p>	<p>Committee chairs</p>
<p><b>12. AGM</b></p> <p>AGM dates of June 6 &amp; 7, 2008, are now confirmed. The venue is the Holiday Inn in Edmonton. The conference presenter is Shelle Rose Charvet, author of the book “Words That Change Minds”, from Ontario.</p> <p>A web registration form should be created for the AAMS website.</p> <p>The Board approved the program as presented, as well as a 5% price increase over last year’s registration fees. Special pricing for student members should be considered. This will be discussed with Dave.</p>	

Agenda for January 2008 meeting: booking a venue for the 2009 AGM.

### **13. President/VP Corp**

#### **AAMS-ADRIC Designations**

Chuck, Nick and Erika each presented a draft proposal in their areas of responsibility:

Erika – Provincial Designation

Chuck – C.Med.

Nick – other components (i.e. cost sharing)

#### **ADRIC**

Jim asked that the Board read ADRIC minutes forwarded to them by him. He asked to note one error, namely that Jim is not replacing Nick on the web committee, because Nick was not on that committee. However, Jim is now a member of that committee.

#### **Privacy Policy**

No action since last meeting.

#### **CAMVAP**

Our bid for this contract was successful for another 3 years, including a 5% increase in contract fees. CAMVAP is considering to open up the current roster and to run a CAMVAP specific training session for arbitrators.

#### **Bid protest panel: updated agreement**

When people bid on Alberta Government Procurement Services contracts which end in a dispute, AAMS is the service provider of ADR professionals and services. There is currently little work arising from this agreement and but it is anticipated it may grow substantially in the future.

#### **Chair expense overage**

The new chairs in the office cost \$118 more than the \$800 authorized by the Board.

**MOTION:** the additional cost of \$118 be approved (Ross/Jean).  
**CARRIED.**

#### **D&O insurance**

<p>Our cumulative coverage limit is \$1,000,000 for Directors and Officers Insurance. Our premium is approximately \$3,000.</p> <p><b>Conflict of Interest Policy: instructors, coaches, board members</b></p> <p>No meeting has been held yet. This topic will be deferred to our February 2008 meeting.</p> <p><b>Assignment of Work</b></p> <p>It is important that the Board be considerate of staff when making direct requests for tasks to be completed. We must respect that staff have routine work to complete and if a number of Directors ask for extra work we might inadvertently create work overload/stressful situations. We also need to remember that there are volunteers that might take on tasks if we need extra help.</p>	<p>McCartney/Deines</p>
<p><b>14. Governance</b></p> <p>The role of Pat C. on the Board needs to be clarified. Pat's membership may have expired and if this is the case, a reminder notice should be sent to him.</p> <p>Our by-laws provide that the Board shall appoint a past president, or if unavailable, someone else as Nominating Committee Chair. This will need to be dealt with in February.</p>	<p>Hill</p>
<p><b>15. Other Business</b></p> <p>An updated list of directors, with detailed contact information, will be sent to Chuck.</p> <p>C2C</p> <p>A meeting was held to decide whether C2C should be revived and if so, what its future mandate should be. Participants voiced a desire to continue and to place emphasis on "awareness" and "implementation" of ADR. The next meeting date is January 17, 2008.</p> <p><b>MOTION:</b> Erika replace Nick on the C2C Council on behalf of AAMS (Jim/Chuck). CARRIED.</p>	<p>Tice</p> <p>Deines</p>
<p><b>16. Next meeting</b></p> <p>January 12<sup>th</sup>, 2008. A dinner with staff will be held January 11<sup>th</sup> at 7:30 p.m. at Il Portico. No spouses will be invited.</p> <p>The meeting adjourned at 4:27 p.m.</p>	<p>McCartney</p>

<p><b>Attendees:</b> Jim McCartney (Chair), Pat Withers (VP Ops), Erika Deines (Secretary), Nick Tywoniuk, David Hill, Carol Humphries</p> <p><b>Absent:</b> Jean Tice, Chuck Smith, Ross Goldsworthy</p>	<p><b>Action</b></p>
<p><b>President called meeting to Order at 6:02p.m.</b></p>	
<p><b>1. Approval of Agenda</b></p> <p>Additions:</p> <p>Under 4. Reports: add new Bullet: TILMA report</p> <p>Under 5. add new Bullet: Signing Authority</p> <p>Under 5. add new Bullet: New Members</p> <p><b>MOTION:</b> To approve the Agenda as amended (Dave/Pat). CARRIED.</p>	
<p><b>2. Approval of Minutes</b></p> <p>Jan 12, 2008 Minutes, Item 11: needs a seconder: Dave Hill</p> <p>Item : needs a seconder: Pat Withers</p> <p><b>MOTION:</b> To approve the Minutes of January 12, 2008, as amended (Pat/Nick). CARRIED.</p>	
<p><b>4.1 President's Report</b></p> <p>Correspondence with Pat Cabezas will cease as he is currently not a member in good standing. He is now an ex-officio member as Past President. Jim will investigate whether cessation of being a member has any effect on ex-officio status.</p> <p>Privacy Policy – amendments provided to Carol to deal with in the area of policies.</p> <p>Memorandum of Agreement on the use of National Rules: settled on terminology and terms. AMEX will be included on renewal date (Sept. 08). Only one arbitration has taken place. The Northwest Territories are included in our agreement (AAMS).</p>	<p>Jim</p>

<p><b>4.2 Executive Director's Report</b></p> <p>Written report submitted.</p> <p>Calgary luncheon postponed to March 11, 2008.</p> <p>CAMVAP will meet with Carol tomorrow in Edmonton.</p> <p>Chris Gowers – will meet with Carol and revive his role as organizer for Edmonton lunches.</p> <p>Ombudsman Jim Willson and Carol have been in communication.</p> <p>Charitable status – how it fits with what we do.</p> <p>Business Plan for 2009 – why is there not one for 2008? Nick suggests we need a business plan for 2008.</p> <p>Work done in June 2007 with Mr. Nash needs to be revisited and incorporated in our future planning.</p> <p>150 non-renewals from 2006 – will be discussed under membership.</p> <p>Silvia was interviewed by TV which was aired on Jan. 26, 2008. We will ask permission to create a web link to the interview. Ross needs to be informed as Communications Director. The ED should approve interviews.</p>	<p>Ross</p>
<p><b>4.3 Treasurer</b></p> <p><u>Cheques over \$500</u></p> <p><b>MOTION:</b> To approve cheques over \$500 as presented by the Treasurer (Erika/Nick). CARRIED</p> <p><u>Audit Update</u></p> <p>Colin Prezniuk's office has been appointed to do our audit at last year's AGM. There was a typing mistake which needs to be corrected regarding "year 2006" – which needs to read 2007. \$6400 was the cost of last year's audit and needs clarification. Nick reported that Colin was chosen to take over from the previous auditor because he was willing to give AAMS a better deal and also he was a member of AAMS.</p> <p>Income Statement &amp; Balance Sheet were read and discussed.</p>	<p>May Board mtg:</p> <p>Possible appoint. Of different auditors</p> <p>TICE to provide a report in April</p>

<p><b>MOTION:</b> The financial statement was received as presented. (Nick/Dave) CARRIED.</p> <p><u>Budget Report</u></p> <p>CAMVAP will be discussed with the auditor.</p> <p>Operating Reserve and Security Reserve were removed as expenditure lines in the 2007 budget.</p> <p>AAMS has GICs in the amount of \$126,000.</p> <p><b>MOTION:</b> To approve the budget. (Nick/Dave) CARRIED. 2 opposed.</p>	Humphries/Tice
<p><u>AGM &amp; Conference Report</u></p> <p>To date confirmed sponsors: 2 Gold, 3 Bronze, no Silver yet.</p> <p>Additional support by Better Business Bureau and Erickson College.</p> <p>AAMS Members: Early Bird 375 / Regular 425</p> <p>Corporate (table of 6) – get one free</p> <p>Non-members – regular (incl. current year membership, \$750)</p> <p>Student of AAMS \$310, student non-member \$475</p> <p>Registration packages will be available shortly. Publishing the AGM and Conference on the website is priority.</p>	Pat/Erika
<p><u>TILMA Report</u></p> <p>Nick provided a hand-out.</p> <p>Nick continued on Feb. 11 with a detailed report. A proposal can be expected by the end of February 2008.</p>	Nick
<p><u>C.Arb. Report</u></p> <p><b>MOTION:</b> Accept Jim McCartney's C.Arb. application. (Nick/PatW)</p> <p>CARRIED. 1 Abstained.</p> <p>Clarity around the process will be obtained by Carol.</p>	Carol

<p>Meeting continued on February 11, 2008 at 8:50 a.m.</p> <p><u>Membership Report</u></p> <p>New Members: Dave read each name of a list of new members.</p> <p>The membership form will be reviewed to comply with privacy legislation.</p> <p><b>MOTION:</b> To approve new member applications. (Jim/Dave) CARRIED.</p>	
<p><u>C.Med. Report</u></p> <p><b>MOTION:</b> The President's letter to recommend an applicant to ADRIC can now be signed by Carol/the ED. (Jim/Nick) CARRIED</p> <p><b>MOTION:</b> A majority of the Committee can approve an application. (Jim/Pat) CARRIED.</p> <p><b>MOTION:</b> To approve Alberta application 3/30/07subject to applicant submitting three reference letters and the AAMS Certificate. (Jim/Pat) CARRIED</p> <p>Carol, Nick and Erika will meet to go over the process steps required to review CMed and CARb applications.</p> <p>For Information only: One BC application for a Colin Leigh Copp was approved.</p>	<p>Erika</p> <p>Carol, Nick, Erika</p>
<p><u>Signing Authority:</u></p> <p><b>MOTION:</b> That Carol is given signing authority for AAMS. (Dave/Jim)</p> <p>The motion is tabled until discussion about Policies has taken place.</p>	<p>Motion tabled</p>
<p><u>C2C Council Meeting:</u></p> <p>A suggestion brought up was to hire an ED to action the ideas of the Council (as implementation of ideas is not happening otherwise).</p> <p>The value for AAMS being part of C2C is in selling ourselves and offering our training.</p>	<p>Erika</p>

Contact Dave Savage for sponsorship of C2C members at the AAMS AGM.	
<p><b>POLICY GOVERNANCE</b></p> <p>Review existing policies and let Carol know if there is anything that needs to be added to the new policies.</p> <p>By next meeting Nick will provide the Board with the list of policy committees established in the past; committees that used to be, committees that are and how they fit with the new Board structure.</p> <p><b>MOTION:</b> To adopt Board Policies dated Feb 2008 as amended and Policies to become effective immediately. In case of conflict between the new and existing policies, the new policies shall govern. (Jim/Dave) CARRIED</p>	<p>all</p> <p>Nick &amp; Committee Chairs</p>
<p><u>Nominations Committee:</u></p> <p>Tom Smith has offered to chair this committee.</p> <p><b>MOTION:</b> That Tom Smith be the Chair of the Nomination Committee. (Jim/Erika) CARRIED</p>	
<p><b>Next Meeting:</b></p> <p>The following items will be discussed at the next Board Meeting:</p> <p>Calendar</p> <p>Committees</p> <p>Policies</p> <p>Strategic Planning</p> <p>In preparation for the April meeting, she also suggested to inform yourself to be able to talk about the social and economic reality in the world around us, five years into the future.</p>	<p>all</p>
<p><b>Adjournment</b></p> <p>The meeting was adjourned at 4:34 p.m.</p>	



**AAMS Board of Directors**  
**MINUTES**

Date March 14/15, 2008  
Place Calgary, Danish Canadian Club 727-11 Ave SW  
Time March 14 5:30 pm  
March 15 9-4 pm

**March 14, 2008**

Attendees: Pat Withers, Jim McCartney, Nick Tywoniuk, Dave Hill, Erika Deines, Ross Goldsworthy; Jean Tice (by phone), Carole Humphries

1. **Meeting called to order at 6:28 p.m.**
2. **Agenda approved.**
3. **Approval of February 11/12 minutes:**  
**Amendments proposed:**
  - **Attendees:** Jean Tice present by telephone February 11
  - **Next Meeting:** replace “she” with Executive Director
  - **End of 2007 Budget:** Operating Reserve/Security Reserve will be maintained in the budget sheet.
  - **ED Report:** Chris Gowers will meet with Carol to discuss reviving the Edmonton luncheons.
  - **C Arb and CMed process** clarity will be achieved by Carol, Nick, and Erika.
  - **New Member Application:** Nancy McCalder approved.**Motion** to approve minutes as amended (Ross/Dave) **carried.**
4. **Reports**
  - a. **President**
    - Nominating Committee: Tom Smith, Erika Deines and Marty Ryan.
    - 13.2 Nominations – by-laws in Board book are outdated. Replace with new copy distributed.
    - Nick advised that the practice has been that (with the help of the Nominating Committee) the Board only nominates people to fill vacancies. The Board prepares a slate to which members add. A nomination form exists, but Carol has been unable to locate it.

- For the April meeting there will be a report from the Nomination Committee.

**b. Treasurer**

- **Motion:** To approve cheques over \$500 (Ross/Dave) **carried**
- **Thomas Kilman** instrument costs seem very high.
- **Audit:** RFP received from Colin Preszniuk and is same as last year (\$6700 for both CAMVAP and AAMS); \$1000 for CAMVAP plus GST plus expenses and AAMS \$7500 less a donation of \$2000 against that (plus GST plus expenses). Carol and Jean met with Colin and he was surprised to hear that it was AAMS that set up the incorporated body. CAMVAP required a separate entity. Steve Moody suggests it is not correct. There are constraints around being a society and being a charity. The question arose why AAMS is a charity. This is to be discussed at the April meeting.
- Jean and Carol will look at next year's auditors.

**c. Executive Director**

**CAMVAP**

Revenue

Admin Fee	26,000	
Timing Bonus	2,544	
Case Fees	3,506	Total 32,050

Expense

Sal./Benefits	41,266		
Legal/Audit	1,200		
Banking		40	
"Admin Fee"	4,994 (15%)	Total	47,500 loss: 30% - \$15,450

Meeting **adjourned**.

**March 15 meeting** called to order at 9:05 a.m.

**Attendees:** Carol Humphries, Jim McCartney, Nick Tywoniuk, Ross Goldsworthy, Dave Hill and Pat Withers

#### **d. Board Committee Reports**

**TILMA:** Nick reports that the progress on TILMA to date is zero. There is a proposal in draft form with regards to the service providers that has been sent to the participating provinces and BCICAC for review. It has been suggested that AAMS be paid \$90 per hour for administering any cases in the interim as some arbitrators are now suggesting that they want to handle their own case files. There is a Schedule B that has details regarding a filing fee that needs to be decided and a sunset clause that requires a review after one year. Since the recent Alberta election, nothing has progressed.

**Designations Task Force:** Nick reports that the tools for administration have been discussed by the committee as per his report and this will be in form of a binder. The committee is waiting for feedback regarding the financial analysis from ADRIIC. They are proposing the name be 'Qualified Mediator' rather than Zmed. Jim recommends that the committee pick a name and apply for a trademark ASAP and in the interim do not use the real name. Nick said that he would send an email to the committee to move this forward. Ross proposes the name be 'Certified Mediator' and that the whole process and qualifications be very clear and concise to all. Jim flagged that we agreed that interest-based mediation would not be the sole requirement for this designation and that the committee review the requirements as we would recognize other styles of mediation. Nick says that he would raise this with the committee. The committee would like to develop a form that is similar to the CMed application. It is proposed that the initial revenue sharing split be 70% / 30% for the ZMed designation only. The committee will proceed with a proposal to ADRIIC for an initial implementation that will be administered by the regions and that there be a review for change in the first and/or second year. Jim suggests that the designations be finalized by June so that AAMS can announce it at the AGM and ADRIIC can announce it in October, 2008.

#### **5. Monitoring: Executive Director Compliance – Financial Condition**

Carol presented a financial report. Jean commented that in reviewing the financials that collapsed financial statements will be sufficient for her review. Ross stated that we agreed in December that the Board receive financial statements because of the past financial status of the organization. Carol advised the Board that she will provide comparisons, cash flow projections and more detailed statements on a monthly basis. Ross inquired about old invoices (i.e. Red Deer College) that Jean brought to our attention in December, whether or not they have been sent out. Carol advised that they had. Carol advises that she is not in compliance with Policy 6. Financial Condition, specifically #2 & #3. She requires specific outcomes from the Board to be able to report back.

**Motion** (Nick/Ross) to receive the financial statements as presented **carried**.

## **6. Monitoring: Policy Review**

Hard Copy Policies and additional Board binder info handed out for insertion into Board Binders.

Board Claim Form to be accepted.

**Motion** (Nick/Ross) to accept the form as presented **carried**.

**Board Committees** - Carol reports that Nick advised that there are currently 10 standing committees and our Board Committees Policy p. 53 states that there are no standing committees. Ad Hoc committees shall be created by the board. Carol asked Chuck to act as Champion on governance model and he agreed to.

The Board reviewed each of these standing committees and decided which ones to keep under policy governance.

**Motion** (Dave/Ross) to abolish the Executive, Membership, Communication and External Affairs, Financing and Fundraising, Nominating, Human Resources and Innovations Fund standing committees and maintain the Education committee status quo and the CMed/CARB committees **carried** unanimously.

**Updated Board Calendar** - Financial Condition report presented once per quarter. Financials presented monthly. Jean noted that bylaw #12 states that the treasurer present financial reports and we **agreed** that Carol will present these statements. The April financial statement will be audited. The dates on the top of the Board Calendar to be changed from '02' to '08'. **Carol will resend** the executive limitations to all Board members. Missing from the calendar are the AGM and Nominations committees.

**Motion** (Dave/Jean) to approve the ED Compliance row on the calendar distributed with the policies and agenda **carried**.

**Code of Conduct Implementation** – will be sent to all Board members who have not signed. Please sign and return to Carol.

## **7. Consent Items**

**Approval of Members:** Dave presented 5 individual memberships – Maryanne Kingma, Elizabeth Koch, Denise Bard, Colleen Torgunrud, Jeanette Bourgeault and 5 affiliates – Brian Gore,

Terra Fleenor, Maria St. Pierre, Holly Rose, Daryl Willetts for membership. **Motion** (Jim/Ross) to approve membership application **carried**.

## **8. Ends Discussion**

**Strategic Planning Preparation** - Report by Nick and Carol provided. Board is asked to do an External Environmental Scan for April meeting. Carol will send by email a SWOT analysis for Board members to complete and return to her. Identify the top 10 common environmental trends that will affect AAMS over the next 5 years. i.e. Demographic shift to aging population, decrease of disposable income, scope of practice changing for professional groups, giving good value to members other than taking the courses, create appropriate standards for profession, what are we going to do as a society, inflation in Alberta (5% in 2006) will be the highest in the country and this will affect us in a huge way, other institutions are giving tax deduction receipts for courses and we are not, there are many people out there that are expecting to make a career with mediation, what do we know about our membership, (does a membership survey need to be done, what would they like to see for membership service, is there a compilation of results over the past years, employment and mentorship opportunities, what fields are they in, where do they want to go with their training,) etc. Review the external environmental scan from handout. Come to April meeting with top issues of AAMS.

Carol will send a draft set of questions to the board for review prior to sending a survey to the membership.

## **9. Link to the Membership**

**AGM speakers:** President and Treasurer will present reports according to bylaw.

Jean will request certificates from the Provincial and Federal Governments for our 25<sup>th</sup> anniversary.

10. **Board Learning** – governance reviewed.
11. **Next meeting** April 11, 12, 2008, with location to be determined by Carol. Hotel rooms will be required.
12. **2009 AGM** and Conference – April 24 & 25, 2009
13. Meeting Adjourned 2:10 p.m.

## **AAMS Board Meeting Minutes,**

Date April 11, 2008

Place Edmonton, Holiday Inn Express

Present: Jim, Chuck, Dave, Ross and Nick. Executive Director Carol also present. Regrets: Jean, Pat and Erica.

1. Call to Order Jim McCartney, President

Meeting was called to order at 7:25 pm.

2. Acceptance of the previous minutes – Minutes of March 13/14, 2008

This item was deferred to the next meeting.

3. Approval of the Agenda

**Moved by** Chuck/Jim, that agenda be adopted as provided. Carried.

4. Acceptance of reports

a. President

Jim

Jim commented on the membership meetings that he and Carol organized and attended today in Red Deer and in Edmonton. The members present expressed interest in what was happening and were very supportive of AAMS initiatives.

b. Treasurer

Jean

In Jean's absence, Carol reported on a number of items:

**Moved by** Dave/Chuck that Walter Dong be added as signing authority and that Meryl Yates be removed as signing authority. Carried.

Re auditors for 2008 audits: two letters of interest have been received. These are being followed up.

Re 2007 audit: this has not yet been started.

**Moved by** Ross/Dave that Board accept cheques over \$500. Carried.

c. Executive Director

Carol

Carol reported that she was busy preparing for the strategic planning.

Memberships are as follows: Corporate 233, affiliate 106 and individual 324. Three new applications were received.

With respect to 'credentialling', a C med application was turned down by the Cmed committee.

There are 4 C Arb applications in the works. Charmaine Hammond has resigned from the C Med Committee. Carol will review the application review process.

With respect to the education program: Students have completed a bench-marking study and this will be made available to Board members. She summarized status of scheduled course delivery.

**Moved by** Chuck/Dave that the Executive Director's report be received. Carried.

**Moved by** Chuck/Dave that the resignation of Jean Tice be accepted. Carried. An 'exit interview' is to be conducted by the President.

**Moved by** Chuck/Dave that Ross Goldsworthy be appointed as Treasurer. Carried.

**Moved by** Dave/Chuck to accept the following new members: Jane Mitchell, xxxx Kohler and xxxx Lamouche. Carried.

d. Board Committee Reports . No further reports.

5. Monitoring: Executive Director Compliance – Financial Condition Carol

A Financial Condition Compliance report was provided in writing.

**Moved by** Chuck/Dave to receive the Financial Condition report. Carried.

6. Consent Items. Deferred.

8. Ends Discussion. Deferred to separate workshop effort.

9. Next meeting Date: to be set.

10. Next meeting Agenda: to be set.

11. Adjourn. The meeting adjourned at 8:25 pm.

**Alberta Arbitration and Mediation Society**  
**Board of Directors Meeting**  
**Danish Canadian Club**  
May 23 and 24, 2008  
Calgary, Alberta

President called Meeting to order at 5:58 p.m.

In Attendance:

Jim McCartney

Pat Withers

Dave Hill

Ross Goldsworthy

Chuck Smith (all day Saturday)

Carol Humphries

Absent:

Chuck Smith (Friday evening)

Nick Tywoniuk

**APPROVAL OF MINUTES March 14/15**

**Motion:**

To accept the Minutes as presented.

**Ross moved/Pat seconded. CARRIED**

**APPROVAL OF MINUTES April 11/12**

Item 4 – New members names missing:

Allan Lamouche

Katherine Kohler

Item 9 – Next meeting date May 23 and 24

Item 4c - Executive Director report:

2<sup>nd</sup> sentence in Educ. Report – the study will not be available to Board members; Carol will report on it in her Education Report. “She” is to be changed to “Carol”.

An outside student has done a benchmark study involving AAMS, JI and others re: course quality and content.

Carol summarized the status of scheduled course delivery.

**Motion:**

To accept Minutes as amended.

**Ross moved/Dave seconded. CARRIED**

**APPROVAL OF AGENDA**

**ACCEPTANCE OF REPORTS**

**President’s Report** – see attached report.



On June 7 from 1:30 to 2 p.m. - Board Meeting to welcome new members.

Dave and Ross are not seeking re-election. Nick will resign at AGM. Erika's term concludes this year.

Pat Cabezas and Jean Tice ceased to be directors.

New agenda item for next meeting:

Create transparent and legitimate ways to get rosters organized.

Carol will pursue the situation with the Condominium Act.

Accreditation process is on track for the AAMS AGM and the October ADRIC Conference.

Board received the report as presented.

**Treasurer's Report**

Financial Report: copies were submitted by Carol as part of the ED report.

Audited Statements: Ross recommends we accept the statements as presented.

**Motion:**

To accept the report subject to making enquiries and being satisfied or reporting back to the Board.

**Pat moved/Erika seconded. CARRIED**

Auditors for 2008 – only one proposal was returned to us; the fee is \$18,000. Current auditor has not responded if he wishes to continue. Ross and Carol will meet with him next week. They will report back to the Board. Next year's AGM will be April 24 and 25.

**Executive Director:** report submitted prior to the meeting

Carol also reported about Martha Kostiak – AAMS was approached to deliver a Certificate program in Consensus Building and to administer a \$105,000 bursary. It would cost \$60,000 to develop a Consensus Building program. A needs assessment will be done first. AAMS will apply for a grant to do the needs assessment.

Membership is down by 147 – different from what was reported in April.

AAMS received a request from ADRIC for an arbitrator/mediator under National Rules.

Board received the report as presented.

**AGM and Conference:**

Directors expenses for the AGM will be covered in accordance with policy. AAMS will support Board members by paying for one night and for their travel.

**Motion:**

Directors attending the Conference must register, pay for accommodation and attendance at the Early Bird rate.

**Erika moved/Ross seconded. CARRIED**

**Motion:**

New Directors for 2008 who have been acclaimed will be paid for attendance at the AGM. Remuneration will be in accordance with the Directors' Meetings Attendance policy. They will also receive the Early Bird registration rate.

**Ross moved/Pat seconded. CARRIED**

Executive Director: Carol and AAMS Staff will be able to attend at no cost.

Friday, May 23, 2008

Meeting adjourned at 8:41 p.m.

Saturday, May 24, 2008

Meeting resumed at 8:35 a.m. on Saturday morning.

**Motion:**

Pat, the conference organizer, attend also at no cost.

**Erika moved/Chuck seconded . CARRIED**

**Member Relations:**

Carol submitted her report of having been in compliance through the month of April.

Education Committee was contacted by Carol and agreed to continue until a new Committee will be struck.

**Motion:**

To accept Carol's report

**Pat moved/Dave seconded. CARRIED**

**Consent Items**

Approval of new members – Dave read the names of 9 new members.

A new package will be put together for new members.

Carol distributed background information regarding membership categories and membership fees for these categories. This document shows 581 members; Carol reported that the 'missing' 147 members were misreported because of the database being a sales database, not a membership database.

**Motion:**

To accept the new members as presented.

**Dave/Chuck moved. CARRIED.**

**Cheques over \$500**

Yellow Pages – The Board recommends to check if there is a cancellation policy, which might be cheaper than waiting for our listings expire.

The account *King's University College* requires to be audited.

**Motion:**

To approve cheques over \$500.

**Ross moved/Pat seconded. CARRIED**

### **McGowan Award Nomination**

Recommendation by Lynn Parish to nominate Bill Deepeveen.

#### **Motion:**

To get back to Lynn Parish and ask for Ministerial recommendation by the Minister of Municipal Affairs. When we receive this document, we will endorse the nomination and forward it to ADRIIC.

**Chuck moved/Ross seconded. CARRIED**

**AAMS Outstanding Service Award** will be an ad hoc award and will recognize Nick Tywoniuk at the AGM. Jim and Carol will follow through and choose a suitable trophy.

The **Executive Director Award** will be introduced and respectively will recognize someone from North or Southern Alberta. It is recommended that in 2009 Stan Brown receive this award.

### **AGM Agenda**

Carol will prepare a set of questions or statements that are to stimulate table discussions. One Director will be facilitating at each table.

### **Z Med Designation**

The Designation Committee needs to have the final conversation with ADRIIC supporting and confirming the work that has been done to date. Chuck, as Chair of National Committee, will make a presentation at the ADRIIC Conference in October in Montreal.

### **Membership Categories**

Each membership fee should be based on what you get from a particular category.

Chuck suggested that the categories change to

CMed /CArb - Z Med – General - Student

After lengthy discussion, the proposal is for the following Membership categories:

- **Full** – individual, in active practise of ADR (\$255)
- **Associate** – individuals who are not currently practising (\$125)
- **Corporate** – organizations having an interest in AAMS (\$405)

Furthermore,

1) change effective July 1, and on renewal date of corporate membership only one member will be able to represent the corporation

2) the category of individual member be changed to full member (in active practice).

#### **Motion:**

To accept the categories as redefined with the current fee structure in place as described below:

- 1) FULL
- 2) ASSOCIATE
- 3) CORPORATE

**Ross moved/Pat seconded. CARRIED.**

This change will be announced at the AGM and through web mail and newsletter. It will be a policy change effective July 1, 2008 or at renewal time or sooner, if a designation is applied for.

### **Board Committees**

The AGM/Conference committee, ZMed committee, CMed and CARb committees need to be re-evaluated. ZMed will continue to October 18; CMed and CARb new committees will be ready by September 30. The AGM/Conference Committee will cease to exist on July 1<sup>st</sup>.

**Motion:**

To accept the proposal in the Board Committee's Report as amended. (see Carol's report, last page)

**Dave moved/Ross seconded. CARRIED**

**STRATEGY WORKSHOP OUTCOMES**

**Motion:**

To accept the Mission, Vision and Outcomes.

**Chuck moved/Ross seconded. CARRIED**

**Outcomes:**

The ED will implement the 5 outcomes.

Currently Expenses are allocated as follows:

Education – 60 %

Membership – 24 %

Office – 10 %

CAMVAP – 1 %

ED suggests:

10 % put first 2 outcomes together; financially healthy and strong with 2013 members

30 % professional development

20% 500 members for professional accreditation

20% set of products and services for members

20% proactive public awareness and protection program

**Motion:**

To redistribute expense allocation as per ED's suggestion.

**Ross moved/Dave seconded. CARRIED**

**Next Board of Directors meeting**

To be held at 1:30 p.m. on June 6<sup>th</sup>, immediately after the AGM; location to be announced. Old and new Board members are asked to attend.

**Pre-AGM meeting and dinner** with the current Board will be arranged for the evening before the AGM. Alternatively, a meeting will be scheduled for 8:30 a.m. on the day of the AGM.

**Adjournment**

The meeting was terminated at 3:11 p.m.

**AAMS Board of Directors**  
Board Meeting MINUTES  
**Date:** July 26, 2008  
**Place:** #3500 855 2<sup>nd</sup> street SW, Calgary

**Present:**

Jim McCartney, Chuck Smith, Pat Withers, Elaine Seifert, Bryan Duguid, Robert Wanner, Michele Del Colle, Carol Humphries

Adam Letourneau joined meeting by telephone @ 2:10 p.m.

**Regrets:** Brenda Arseneault

1. Meeting was called to Order at 9:30 a.m. by Jim McCartney, President  
Introductions of Board Members  
Code of Conduct to be signed by all Board Members and given to Carol.
2. Acceptance of the previous minutes  
**Motion:** To accept minutes of May 23/24, 2008  
**Moved:** Chuck Smith **Seconded:** Jim McCartney CARRIED
3. Approval of the Agenda  
**Motion:** That the Agenda be approved with one addition: Appointment of Committees and new terms for directors to #7 Consent Items  
**Moved:** Elaine Seifert **Seconded:** Chuck Smith CARRIED
4. Board Learning  
Carol reviewed the policy based governance model and the 10 principles.  
Jim, Chuck and Pat reviewed the Board Manual.
5. Acceptance of Reports
  - a. President
    1. Moved from crisis management to policy governance—moved from chaotic office to managed and orderly. Credits to 2007/2008 directors, Paula Drouin, and Carol Humphries
    2. New directors and new outlook—forward focus, no crisis management, no minutia at board level
    3. The year ahead: Strategic Plan to implement; collaboration with others—ADRIC, Saskatchewan/BC societies, Family Mediation; new and strengthened designations to implement—administrative, appeal process, discipline process; Big Bang—consider outside funding sources (ALF/SLF for major overhaul of curriculum material); regional visits by directors; By-Law revision; possible restructuring—AAMS, AAMS Inc., charitable status review; deliver greater member value

4. Jim will update Committee Report template and send out to all Directors for future use.
5. Jim will forward ADRIC Bylaws and Agreement with AAMS to all Directors.

**Motion:** That the President's report be accepted.

**Moved:** Robert Wanner **Seconded:** Elaine Seifert CARRIED

- b. Treasurer - no report
- c. Executive Director - (see attached report)

**Motion:** That the Executive Director's report be accepted as read.

**Moved:** Bryan Duguid **Seconded:** Robert CARRIED

**Action:** Carol will prepare a grievance procedure that will be included in the personnel policies and will present to the Board for approval.

**Action:** Jim will respond to Elizabeth's email to the Board and advise her that a written grievance procedure will be prepared and included in the personnel policies at the office and thank her for her contribution.

- d. Board Committee Reports - no report

**Motion:** That future Board Minutes (after approval by the Board) be made available to all members on the AAMS website.

**Moved:** Robert Wanner **Seconded:** Elaine Seifert CARRIED

Adam Letourneau joined the meeting at 2:10 p.m. by telephone.

6. Carol present the Executive Director Compliance report, the financial condition – for end of June 2008, and compensation and benefits.

**Motion:** To accept the report as presented.

**Moved:** Michelle Del Colle **Seconded:** Elaine Seifert CARRIED

7. Carol did a brief review of the policies.

#### 8. Consent Items

- Approval of new members: list attached.

**Motion:** To approve the new members as presented by Carol.

**Moved:** Brian Duguid **Seconded:** Robert Wanner CARRIED

- Approval of cheques over \$500  
Elaine Seifert notes that she is on the list.

**Motion:** That the list of cheques over \$500 be approved.

**Moved:** Brian Duguid **Seconded:** Robert Wanner CARRIED

- Election of Officers for 2008

**Motion:** That the following directors be elected officers for 2008 subject to Brenda and Chuck's acceptance.

President: Jim McCartney  
Vice President: Chuck Smith  
Treasurer: Brenda Arseneault  
Secretary: Elaine Seifert

**Moved:** Robert Wanner **Seconded:** Adam Letourneau CARRIED

- Appointment of Committees – No committees were struck.
- New Director Terms

**Motion:** The term of the new directors will be three years (until 2011) for Robert Wanner, Brian Duguid, Elaine Seifert, Adam Letourneau, Michelle Del Colle, and Brenda Arseneault.  
Jim McCartney will remain the ADRIC representative for next year.  
Chuck Smtih will remain as Chair of the ZMed Committee until October 18, 2008.

**Moved:** Michelle Del Colle **Seconded:** Brian Duguid CARRIED

## 9. Ends Discussion

## 10. Link to the Membership

- AGM follow up  
Pat advised that the numbers in the financial statements were incorrect as far as the AGM is concerned as she is waiting on Walter to confirm deposit amounts. She also advised that despite the low turnout we had a possible net income of \$3,000 which is in accordance with the budget.  
Pat distributed a letter that was written by Erika Deines after the AGM which clarifies the reasoning behind the ZMed Accrediation and she will check with Erika to see if this can be distributed to the membership. Pat will also ask Erika if she will prepare a survey to the membership asking why they did not attend the AGM and Conference.

## 11. Next meeting Dates: TBA

Pat will circulate the meeting dates spreadsheet for all directors to fill in to determine future meeting dates. A discussion was held that because most of the Directors are from Calgary, that it would be more economical for most of the meetings to be held in Calgary. It was also discussed that we have some telephone meetings throughout the year.

12. Next meeting Agenda: TBA

13. Meeting adjourned: 4:04 pm



# Minutes from AAMS Board Meeting September 10, 2008

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Telephone Meeting on September 10, 2008 commencing at 7:00 PM

Present: Jim McCartney, Robert Warner, Michelle Del Colle, Elaine Seifert, Pat Withers, Chuck Smith, Brenda Arseneault

Absent: Adam Letourneau

## **Chucks Smith report regarding Carol Humphries**

Chuck reported that when Carol was hired a committee comprised of Jean Tice, Nick Tyuwoniuk and Chuck Smith was formed to interview candidates. There were 3 candidates, 1 withdrew and Carol was then selected over the other candidate. Carol was originally referred to the Alberta Arbitration Mediation Society through a reference that Jean Tice knew to do the review of the workplace. The committee decided on Carol after thorough interviews with the two candidates. They did not do any further reference checks on Carol. Jean Tice and Chuck Smith both kept their notes from the interviewing process when Carol Humphries was hired.

Motion made by Chuck Smith and seconded by Robert Warner: Retention of the correspondence and files regarding the selection and contract of the executive director shall be maintained by the president of the Board of Directors of the AAMS.

In Favour: Unanimous.

## **Status on Maria's termination**

Jim McCartney confirmed that he terminated Maria Miccoli on Friday September 5, 2008. She was offered 1 weeks' salary in lieu of notice and asked to sign a Release. Ms. Miccoli has declined that offer in an email correspondence she sent to the board of directors.

Motion made by Robert Warner and seconded by Chuck Smith: Jim and Bryan are authorized by the Board of Directors to identify, retain and instruct Edmonton Counsel regarding the situation with Maria Miccoli.

In Favour: Jim McCartney, Robert Warner, Brenda Arseneault, Bryan Duguid, Chuck Smith, Michelle Del Colle and Elaine Seifert

Abstained: Pat Withers

## **Instruction of the auditor for the AAMS**

Jim McCartney reported that the auditor for AAMS has now been given a copy of the Ms Miccoli's original complaint and Carol Humphries' reply to the same.

Motion made by Robert Warner and seconded by Elaine Seifert: A committee of Brenda Arseneault and Pat Withers be struck to instruct the auditor and to receive the report from the auditor on the financial allegations made by Ms. Miccoli.

## Minutes from AAMS Board Meeting September 10, 2008

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In favour: Unanimous

### **Insurance**

Jim McCartney reported that we do have Director's liability insurance which is in place until October 2009. Jim McCartney confirmed that he will advise the insurer of the potential claim against the AAMS and the Board of Directors by Maria Miccoli.

Motion to adjourn meeting proposed by Jim McCartney and seconded by Elaine Seifert

In Favour: Unanimous

Meeting adjourned at 9:00 PM.

AAMS Board Meeting  
**September 21, 2008**  
 Blake Cassels Graydon – Calgary Office

**Minutes**

<p><b>Attendees:</b>          Jim McCartney          Bryan Dugid          Michele Del Colle.          Robert Wanner          Adam Letourneau          Elaine Seifert until 12:35 PM          Chuck Smith until 10:30 AM (telephone conference call)          Carol Humphries</p> <p><b>Absent</b>          Brenda Arseneault          Pat Withers</p>	<p style="text-align: center;"><b>Action</b></p>
<p><b>Meeting called to order at 9:20 AM</b></p>	
<p><b>1. Minutes</b></p> <p>The minutes of the July 26, 2008 minutes were approved subject to the following changes: The top of the minutes should indicate that there were some In Camera discussions not reflected in the Minutes; Robert's motion regarding the grievance procedure was to be more comprehensive than a grievance procedure and Carol understood it to be so. (Mover: Adam Letourneau/Seconded: Michele Del Colle)</p> <p>The minutes of September 1, 2008 meeting were approved. (Mover: Adam Letourneau/ Seconded: Chuck Smith, Abstained: Elaine Seifert)</p> <p>September 10, 2008 minutes were <b>approved</b> subject to correction of spelling of the following names: Nick Tywoniuk, Michele Del Colle and Robert Wanner and to state that Bryan was present from 8:00 PM until 9:00 PM. The minutes are also to reflect that they were "In Camera". (Mover: Adam Letourneau/Seconded: Robert Wanner)</p>	

<p><b>2. Approval of Agenda:</b></p> <p>Agenda approved with one item added at 4(d) (ii). (Mover: Elaine Seifert/Seconded: Robert Wanner) Carried</p>	
<p><b>3. Presidents Report</b></p> <p>The AAMS luncheon is the 2<sup>nd</sup> Tuesday of each Month. Jim encouraged the board members to attend.</p> <p>Jim discussed the new designations for mediator's and arbitrators. The fee for "Q Med" will be \$90.00 and \$50.00 to maintain already existing "C Med". That fee will be reviewed at the end of the year.</p> <p>Jim and Carol are trying to enhance the AAM S' affiliation with other ADR groups across Canada. Carol will be attending the Saskatchewan ADR groups AGM in September to explore with Anne Wallace, the potential of making a joint application with the Saskatchewan group to the Law Foundation for education funding.</p> <p>The office is continuing to run.</p>	
<p><b>4. Executive Director's Report</b></p> <p>The office is moving forward in the face of the problems with Maria Miccoli. They are now working with the doors unlocked. Carol has been physically present in the office.</p> <p>There is potential for further problems as there are some people in the office that would appear not to want an ED. If there is anything that Chuck can help with from an HR perspective he will do so.</p> <p>Carol has consulted a lawyer regarding the allegation Ms Miccoli made about her. Carol's lawyer will talk to Kent Davidson, the lawyer retained for the AAMS, before proceeding.</p> <p>Carol did not check Ms Miccoli's references before hiring her.</p> <p><b>"In Camera"</b></p> <p>The board is worried about the culture in the office and the potential problems Carol is anticipating with Sylvia. Carol has been working with Sylvia to set goals and then track those goals. Sylvia is resistant to do so. The board felt a facilitated discussion between Sylvia and Carol would be beneficial. Carol is resistant to a facilitated discussion.</p> <p>There was discussion regarding who the AAMS employees are, what their contracts look like – term or open, and how long have they been with the AAMS.</p> <p>There was also a discussion on making policies regarding hiring and firing – i.e. reference checks, guidelines on term contracts, etc.</p> <p><b>End of "In Camera"</b></p> <p>A <b>motion</b> (Moved: Bryan/Seconded: Robert) to ask Carol Humphries to circulate to the Board a list of current employees of the AAMS, their job title, duration of their employment to date, their remuneration and whether they are a term employee and if so when their term expires. Unanimously approved. <b>Carried</b></p>	<p><b>Carol:</b> Summarize for the Board who the employees are, their job title,</p>

<p>A <b>motion</b> (Moved: Bryan/Seconded: Michele) that the Society retain legal counsel for consultation as needed for Society business. Unanimously approved. <b>Carried</b></p> <p>The following policy was adopted by the Board:</p> <p><b>It is a policy of the Society that mediation be implemented in respect of any work place issue for which any employee wishes mediation and that the policy be communicated to the employee of the Society.</b></p> <p>A <b>motion</b> (Moved: Adam/Seconded: Elaine) As per the policy of the Society, the Board recommends mediation between Carol and Sylvia to be initiated by the Executive Director for the upcoming meeting to be conducted on a voluntary basis by both parties (Carol and Sylvia) and Elaine and Michele will be available to help with selection of the mediator. Unanimously approved. <b>Carried</b></p>	<p>whether they are on an open contract or a term contract , their remuneration and how long they have been with AAMS</p> <p><b>Carol:</b> see that the employees of the Society are aware of the new policy regarding mediation.</p>
<p><b>Meeting called to order at 1:10 PM following a lunch break.</b></p> <p>Minutes now being taken by Michele Del Colle.</p>	
<p><b>5. Acceptance of Reports: Executive Director - Continued</b></p> <p>The ED offered 2 additions to her report, consisting of key stakeholders and the KPMG Roster.</p> <p><b>Key Stakeholders:</b> Carol is working with external sources to create a higher profile for AAMS with the following organizations:</p> <ul style="list-style-type: none"> <li>• International Conflict Committee – October 16<sup>th</sup> is the International Conflict Resolution Day. AAMS will be paying \$1200 for printing in a national brochure to celebrate “National Conflict Day”.</li> <li>• Meeting with Collaborative Lawyers Groups in Calgary</li> <li>• Meeting with Better Business Bureau</li> <li>• Civil Court Mediation</li> </ul> <p><b>KPMG Roster:</b></p> <p>Jim disclosed that he has asked to be added to the roster; therefore as he has an interest in the roster and offered to be excluded from any private discussions of an outcome that has not been made public. Noted by the Board.</p> <p>Carol was not aware of the deadline to supply names for 6 mediators and 6 arbitrators for the roster. With the urgency of the target, membership was not notified to submit names, only the C Med and C Arb were notified by ADR Canada.</p> <p>No administrative money has been paid by KPMG to AAMS.</p> <p>If this is to remain a staff driven project for membership, the office will need independent arbitrator to make final decisions if too many candidates apply with equal credentials.</p> <p>A notable decision for review is Corless V. KPMG LLP, 2008.</p> <p>Open discussion regarding ED report.</p> <p>Questions: Robert, respecting membership numbers presented at AGM for the Medicine Hat area does not reflect what has been pre-</p>	<p><b>Carol:</b> to provide all Board Members with a copy of the brochure.</p> <p><b>Jim:</b> will clarify current policy and see if AAMS will be paid as per similar National rules and identify who pays.</p>

<p>sented.</p> <p>Numbers of all members do not total 596 as presented. 246 Individual, 212 Corporate, and 83 Affiliate.</p> <p>Five goals in the ED's (Carol) contract drive business plan. The resources allocated to complete the goals include administrating the following:</p> <ul style="list-style-type: none"> <li>Regional Committee (AAMS) – a checklist is prepared for the Chairman for final review and Carol sends the recommendation forward.</li> </ul> <p>Adam has identified a need to educate public and members respecting different designations. It is noted ADR Canada will promote the new designations after the October 17, 2008 meeting.</p>	<p><b>Carol:</b> will clarify and confirm numbers for the next Board meeting.</p> <p><b>Carol:</b> will work to get Q Med and Q Arb requirements made public to Board and members.</p>
<p><b>6. Acceptance of Reports: Board Committee Reports</b></p> <ul style="list-style-type: none"> <li><b>Interim Audit Committee</b></li> </ul> <p>Reporting on behalf of absent committee members, Pat and Brenda, Jim offered that the cost will be approximately \$1000 to \$5000 and can be completed within one month from initial start date. The cost is reflective of the depth of information required and will be dependent on direction from the Audit Committee. Jim believes the committee has started to offer direction to the auditor.</p> <ul style="list-style-type: none"> <li><b>McColi Legal</b></li> </ul> <p>The AAMS has retained Kent Davidson from Miller Thomson in Edmonton for direction in this matter. All correspondence and documentation has been sent to the lawyer.</p> <p>Lawyer concludes we take a “just cause” defence in terminating Ms. McColi’s employment. Her employment had a fixed term to end December 31, 2008 and the maximum payout would be \$12,500 on the remaining contract.</p> <p>Lawyer will send letter to Ms. McColi, original shared with all Directors, to clarify that the documents held by Ms. McColi including e-mails, copies and originals are the property of AAMS and should be returned.</p> <p>At this time Mr. Davidson charges \$450 per hour but has agreed to reduce rates to \$350 per hour to acknowledge we are a non profit organization.</p> <p>Currently, the Board is being advised to not pursue the matter any further and wait for a response from Ms. McColi. This should be noted as a potential expense in the budget.</p> <p>Mr. Davidson will be meeting with Walter from AAMS to discuss the physical threat allegations and at his discretion the same interview might happen with additional staff.</p> <p><b>Counsel for AAMS Organization:</b> Carol has offered that her</p>	<p><b>Jim:</b> will send conclusion from lawyer to all Board members.</p> <p><b>Bryan:</b> will endeavour to share all relevant correspondence with the lawyer including Carol’s report that acknowledges a good working relationship with Ms. McColi.</p> <p><b>Carol:</b> note the projected legal expenses in future budget plans for the so-</p>

<p>recommendation for counsel would be Jim Casey @ Field LLP as they have experience with non-profit organizations. The Board has decided to park this matter for further discussion once a need for a lawyer has been determined. The Board will review the work Miller Thomson offers and consider options. This is not reflective of the current McColi situation. No action is necessary at this time.</p>	<p>ciety.</p>
<p><b>7. Monitoring: Executive Director Compliance - Financial Condition</b></p> <p>Carol answers to the Board by all received and reviewed documents; including the revenue and expenses sheet and the balance sheet as offered. A year to date actual column on the revenue expense sheet has been added and only one change to the dynamics/layout of the sheets to include more detail on membership and AGM to let each identify actual costs.</p> <p>The CAMVAP contract costs AAMS money, in the future the contract will be renegotiated as it is acknowledged that the possibility of not having it renewed with our organization is a possibility.</p>	<p><b>Robert/Carol:</b> will work together to understand the dynamics of the incorporated company, society and charity; and learn what it is and the reason for inception. They will base their task as a fact finding undertaking and then present a report to the Board at the next meeting.</p>
<p><b>8. Policy Review – Grievance Procedures – changes to Policy II 4</b></p> <p>Carol has indicated that she is currently not prepared to discuss this matter and the issue will be tabled for the next meeting. The Board acknowledges that a policy on staff treatment needs to be developed by reviewing the protocol of other non-profit organizations. A new word to replace “grievance” would be appropriate when the protocol is developed.</p>	<p><b>Robert/Carol:</b> will draft a personnel policy that addresses grievance procedures.</p>
<p><b>9. Consent Items</b></p> <ul style="list-style-type: none"> <li>• <b>Approval of new members</b> – list and qualifications read by Carol</li> </ul> <p>A <b>motion</b> (Moved: Adam/Seconded: Bryan) that the Society accept the approval of the new members as read. No discussion, unanimously approved. <b>Carried</b></p> <ul style="list-style-type: none"> <li>• <b>Request for change to approval process</b> – Request brought forward by Carol as the function is viewed as an administrative duty.</li> </ul> <p>A <b>motion</b> (Moved: Bryan/Seconded: Adam) to delegate the authority of the Board to the Executive Director (ED) to have the authority to accept, review, and approve new members of society without any consultation with the Board unless the ED has reason to consider</p>	

<p>applicant not be approved. Discussion: Carol to ensure that members know of requirements and can receive requirements for review. Unanimously approved. <b>Carried.</b></p> <ul style="list-style-type: none"> <li>• <b>Approval of cheques over \$500</b></li> </ul> <p>List was submitted for review without the names to correspond with the cheques. It is noted that there is no policy requirement and the ED does not have to bring the list forward for review and approval. Agreed upon by all.</p> <ul style="list-style-type: none"> <li>• <b>Strike ED Performance Appraisal and Compensation Review committees</b></li> </ul> <p>Jim asked Carol to leave the room.</p> <p><b>"In Camera"</b></p> <p>Jim suggests that fresh eyes review the situation, however he is glad to supplement with history as needed. These reports must be completed by fourth quarter and it will include a review and contract negotiations.</p> <p>A <b>motion</b> (Moved: Robert/Seconded: Adam) Committee for performance appraisal consists of Michele and Chuck and the committee for compensation review is Jim and Chuck. Unanimously approved. <b>Carried.</b></p> <p><b>End of "In Camera"</b></p> <p>Carol was asked to rejoin the meeting and the motion was read. A discussion of Policy III, Board ED Relations. A <b>motion</b> to revise past motion (Moved: Robert/Seconded: Adam) to determine Committee for performance appraisal and compensation review is Jim, Chuck and Michele. Discussion: for the record Carol approves of at least one of the committee members as per Policy III 4A requirements. Unanimously approved. <b>Carried.</b></p> <ul style="list-style-type: none"> <li>• <b>Strike AAMS committee: Review/Accreditation</b></li> </ul> <p>Board would strike committee for a one year term and name a chair. Chair would fill committee members and have support from ED. There was a discussion for consideration of members for possible committee. Rick Assinger (lawyer from Red Deer) or Steve Rickard, C. Arb. was suggested by Jim and Carol.</p> <p>Adam recommended that the Chair would have a professional designation as C Arb or C Med. No prerequisite from ADR Canada that all members of review committee must have professional designation. The committee could consist of on C. Arb, one C Med, and one non-designate.</p> <p>If someone doesn't come forward to volunteer, members can have names of potential candidates for the next meeting.</p> <ul style="list-style-type: none"> <li>• <b>Replace designate on C2C Board</b></li> </ul> <p>A new designate is needed for the C2C Board. Review website at C2Cadr.org. Discussion: if a Board member needs to be the C2C representative; it was decided to wait for a description of expectations before a decision is made.</p>	<p>This item will be carried forward for review and further discussion.</p> <p><b>Carol/Adam:</b> to notify only designated members to determine the possibility of filling the chair position and then all members will be notified of the remaining committee positions.</p> <p><b>Jim/Carol:</b> will send thank you letters to members of previous C Med and C Arb membership committees and notify of the end of their responsibilities.</p> <p><b>Michele:</b> contact Dave Savage to clarify the responsibilities of</p>
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	C2C representative.
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<p><b>10. Future Meetings</b></p> <p>All present agreed that in person meetings are preferred and note they are the most productive. A special meeting date for “Issues for discussions” needs to be set. A list of “Issues for discussion” was circulated for the September 21, 2008 meeting.</p> <p><b>October 22, 2008</b> Board Meeting will remain a conference call with an agenda to clear up all outstanding housekeeping issues.</p> <p><b>November 29, 2008</b> the Board will meet in person in Calgary and the topic of discussion should be the “Issues for discussion” and any emergent issues.</p>	<p><b>Carol:</b> will circulate the “issues for Discussion” to all Board members</p>
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<p><b>11. Presentation of 2009 Business Plan concepts for Board Input</b></p> <p>Respecting the hour of the day, Carol offered the hand out to all present Board members and asked for <b>comments by e-mail</b>.</p>	<p><b>Carol:</b> provide all members an electronic copy of the business plan.</p>
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<p><b>12. D&amp;O Insurance</b></p> <p>It is noted that a few copies of the policy indicate that the coverage ends October 1, 2008. The Board is asking for clarification into the coverage being offered.</p>	<p><b>Carol:</b> to review current policy and ensure coverage does not end October 1, 2008. A copy of the policy will be provided to all members.</p>
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<p>A <b>motion</b> (Moved: Adam/Seconded: Bryan) to adjourn meeting at 3:25 PM. No discussion, unanimously approved. <b>Carried.</b></p>	
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Signed:

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Jim McCartney  
President

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Elaine Seifert, Q.C.  
Secretary

AAMS Board Meeting  
**October 23, 2008**  
 By Telephone Conference  
**Minutes**

<b>Attendees:</b> Jim McCartney Bryan Dugid Michele Del Colle. Robert Wanner Adam Letourneau Elaine Seifert Chuck Smith ) Carol Humphries Brenda Arseneault Pat Withers	<b>Action</b>
<b>Meeting called to order at 9:30 P.M.</b>	
<b>1. Minutes</b> The minutes of the September 21, 2008 meeting were approved subject to the following changes: Item #7 regarding the CAMVAP contract will be amended. Item #9 should indicate a motion was approved that the ED can approve members of the Society without consultation with the Board. Item # 8 should be amended to provide that a personal policy will be drafted which will include a grievance policy. Item 7 should be amended to state that there is an incorporated company, a society and a charity. Item # 9 should be amended to reflect that the board did wish to be provided with a list of cheques over \$500 for approval. The minutes of September 21, 2008 meeting were approved with these changes. (Mover: Adam Letourneau/ Seconded: Michele del Colle)	Michele del Colle will make the amendment to the September 21, 2008 Minutes

<p><b>2. Approval of Agenda:</b></p> <p>Agenda approved with no changes. (Mover: Elaine Seifert/Seconded: Robert Wanner) Carried</p>	
<p><b>3. Presidents Report</b></p> <p>There was a discussion regarding the KPMG Rooster. Jim stated that KPMG pays ADR Canada to administer the program. The Region wherever the mediation or arbitration takes place gets a share of the revenues.</p> <p>Roster's and Appointments – the question of how people are appointed to rosters arose. Jim indicated that the client states the requirements for the mediator or arbitrator. The roster is then advertised to members of the AAMS with the qualifications the client is looking for. If the member meets the requirements they are put on the roster. The client then chooses from the roster. If the client can't choose then committee of three chooses. The committee members may not choose themselves. The committee rotates.</p> <p>Jim indicated that there were 220 people at the ADR Canada conference.</p> <p>The AAMS has a lunch in Calgary the 2<sup>nd</sup> Tuesday of every month. Board members are encouraged to attend. Robert offered to facilitate a Southern Alberta lunch group. Michele suggested that she may be able to organize a meeting in Fort McMurray once per month. The goal of the meetings is to increase the profile of the AAMS.</p>	
<p><b>4. Executive Director's Report</b></p> <p>Carol advised that the warning letter discussion happened between her and Silvia with positive results. Silvia did not wish to proceed with a mediator. The office agreed that a list of work place mediators would be a good idea. Elaine and Michele will be consulted when this list is being put together for suggestions.</p> <p>Framers Advocate Roster – the AAMS has signed a contract with the Farmer Advocate which will require the AAMS to administer a roster of mediators and arbitrators for agricultural disputes. There has been an advertisement sent to all chartered mediators and arbitrators to apply for this roster. Those accepted to the rooster will do training with the farm advocate group. The contract is for \$75,000.00.</p>	<p>Carol will forward a copy of the advertisement regarding the Farm Advocate Roster to the Board members</p>

<p><b>5. Acceptance of Reports: Board Committee Reports</b></p> <ul style="list-style-type: none"> <li><b>Interim Audit Committee</b></li> </ul> <p>Brenda sent an email to the auditor asking if the auditor would focus on the serious allegations of financial mismanagement. The preliminary draft of the auditor's report should be ready by October 31, 2008. This will be sent to Pat and Brenda for review. The retainer sent to the auditor was \$2500. They expect the financial bill will be between \$3,000 and \$5,000.</p> <p><b>McColli Legal</b></p> <p>There was an email from Kent Davisson our legal counsel. He has said that it would appear that the alleged abuse did not occur. Mr. Davidson has recommended that we do nothing at this time and that we wait to see what Ms. Mocolli does.</p> <p>Michele stated that she wished to be able to speak to the staff directly regarding these matters. She wants transparency. This is not consistent with the Governance Model that we operate under. Michele wished to set a face to face meeting for the Board to discuss the governance model.</p> <p>Review Board – Adam and Carol – a person made application to sit on the review board for the charter mediator, charter arbitrator and Q med. He then went on holidays. No one has been appointed yet.</p> <p>AAMS Inc/Society and Charity – Roberta and Carol – we need to get a handle on why these entities exist and what their function/purpose is.</p>	<p>Michele- canvass Board members for availability for a face to face meeting before the next meeting scheduled for November 29, 2008</p> <p>Robert/Carol: will work together to understand the dynamics of the incorporated company, the society and the charity. Robert and Carol will get a handle on what we have and what we need and will provide a report on this to the Board by February 2009</p>

<p>C2C – Michele del Colle. Ericka is not continuing as the C2C member. We need to recruit an AAMS member to sit on the C2C. It does not need to be a board member. Michel will talk with C2C and try to find out what is expected of the C2C member by the November 29 meeting.</p> <p>ADRI Canada – Jim McCartney – Jim will forward the minutes from the Montreal meeting.</p>	<p>Michele will contact the C2C to determine what is involved in being the AAMS designate at the C2C</p> <p>Jim will forward the minutes from the Montreal meeting of ADR Canada</p>
<p><b>6. Monitoring: Executive Director Compliance - Financial Condition</b></p> <p>Income statement and balance sheet. Carol indicated that she does a year to date balance sheet because she believed that the Board passed a motion requiring this. Pat indicated that the numbers on the income statement and the balance sheet do not seem to “jive”. Carol will look at this and find out why they do not. Pat indicated that the numbers for the AGM do not “jive” with her numbers. Pat indicated that she gave a hard copy of the AGM numbers to Carol in July and asked her to correct the mistakes on the AGM numbers. There was a net profit of \$3,000 from the AGM. The balance sheet is showing a higher number. This skews the outlook the numbers and we will come up short.</p> <p>There are big losses on membership fees as we haven’t made the budget we planned for. The budget was very ambitious.</p> <p>The AGM is not booked yet. The courses for the new year are not yet up on the internet.</p>	
<p><b>7. Policy Review – Grievance Procedures – changes to Policy II 4</b></p> <p>Robert indicated that there was nothing definitive to report on. Carol did write a document and did send it to Robert in draft. It was a general policy and how the Board manages formal complaints about the ED. Robert is just reviewing that now. Robert thought what they were doing was more comprehensive personal policy on staff treatment.</p>	<p>Robert/Carol: will draft a personnel policy and procedures manual that address the option of a grievance procedure.</p>
<p><b>8. The remainder of the Agenda</b></p> <p>To be brought forward to the next meeting</p>	
<p><b>A motion</b> (Moved: Pat/Seconded: Elaine) to adjourn meeting at 10:00</p>	

PM. No discussion - unanimously approved. <b>Carried.</b>	
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Signed:

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Jim McCartney  
President

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Elaine Seifert, Q.C.  
Secretary

**AAMS Board Meeting  
November 29, 2008  
Minutes**

<p><b>Attendees:</b></p> <p>Jim McCartney Bryan Dugid Michele Del Colle. Robert Wanner Elaine Seifert Chuck Smith Brenda Arseneault Pat Withers</p>	<p style="text-align: center;"><b>Action</b></p>
<p><b><i>1 &amp; 2. Meeting called to order at 9:05 A.M.</i></b></p> <p>Allocation of time suggested by Jim accepted by the directors and Robert was appointed time keeper for the meeting. The agenda was approved.</p>	
<p><b><i>3.Minutes</i></b></p> <p>The minutes of the October 23, 2008 meeting were approved subject to the following changes: Section 5 regarding consistency to the Governance Model should be amended to reflect "Some directors were of the view that speaking directly to staff was not in accordance with the governance model." Page 4 regarding net profit from the AGM should be amended to reflect that it is an approximate number. Page 3 there is a typo on Robert's name. The minutes of October 23, 2008 meeting were approved. (Mover: Chuck/ Seconded: Robert)</p>	<p>Elaine will make the amendment to the October 23, 2008 Minutes</p>
<p><b><i>4. Auditor's report</i></b></p> <p>The directors acknowledged that they had each read the auditor's report. Brenda reviewed the key points of the auditor's report and elaborated on the discussions she had with the auditor following the release of the report. The auditor recommended in his report and to Brenda directly that that we should as a board review the bank reconciliation each month along with the detailed financial comparisons and current financial report. He also recommended that a board member should be a signing officer on the payables and that the board should continue to review all cheques of over \$500. The auditor recommended that someone from the board must oversee the financial dealings of the Society.</p> <p>Robert suggested that we should develop a policy around the signing of cheques on behalf of the Society.</p> <p>Pat, Brenda and Robert will look into what information should come to the board and develop a cheque signing policy.</p> <p>The cost of the special audit report was \$5,307.75.</p> <p>Motion: That the board receive the auditor's which outlined, investigated and analysed allegations made by Marie Miccoli, and in which</p>	<p>Pat, Brenda and Robert will look into what infor-</p>

<p>we noted no material weakness as related to the allegations. (Motion carried. Forward: Robert. Seconded: Chuck)</p> <p>Motion; The auditor's report be referred to a committee to review and report back to the Board regarding the financial controls and reporting recommended by the auditor by the February 2009 meeting of the Board. (Motion carried. Forward: Robert, Seconded: Brenda)</p> <p>Pat, Brenda and Robert agreed to be on this committee.</p> <p>It has been determined that the missing cheque that was made payable to Brenda was deposited into Carol's bank account by mistake.</p>	<p>mation should come to the board and develop a cheque signing policy.</p>
<p><b>5. Legal Report:</b></p> <p>Jim reported that the total legal cost to Miller Thompson was \$3,030.51 to date. Our counsel's advice was to do nothing further at this time. As such Jim has instructed Mr. Davidson to do nothing further unless he receives further instructions from the Society.</p>	
<p><b>6. ED Compliance and other Report</b></p> <p>The ED was not present to give her report. Her written report was reviewed by the board. It was noted that the ED may not in compliance with her financial statement as we have a shortfall for ten month of October in the amount of \$21,725. If this money cannot be repaid within 90 days the ED will not be in compliance.</p> <p>In her report at item seven Carol indicated that we may need to dip into our reserve to pay salaries. The question then arose as to why Carol is hiring new people if we can't meet payroll.</p> <p>A question was again raised as to the nature of the new contracts for employment that Carol has been entering into on behalf of AAMS. We want to know the nature of these contracts -i.e. term and whether we have any liability attached to these.</p> <p>Business plan is still not completed by Carol. She is one month behind where she should be. Carol did not think she should complete the business plan since she will not be continuing with the Society. Carol spent 56 hours dealing with the Miccoli issue so is behind. We as a Board want Carol to complete the business plan.</p>	<p>Jim will obtain a statement from Carol on whether she is in financial compliance on this issue.</p> <p>Carol complete business plan.</p>
<p><b>7. Outstanding Items</b></p> <p>Pat had a conversation with Walter and the AGM expenses are now straightened out in the financial statements.</p> <p>Carol and Robert are still sorting out "Inc.", Society and their charitable status. Robert has been unable to get the information he needs from Carol. (Elaine: consider "Carol has been unable to provide the information Robert has requested.") Bryan offered to help Robert with this.</p> <p>Robert raised a concern about shortfall in memberships. Michele indicated that the corporate membership fees went way up. As a result, her employer, ERCB is unlikely to continue with a corporate membership.</p> <p>A question arose as to whose decision it was to raise the price of</p>	<p>Robert and Bryan will follow up on the Inc. And Society issue</p> <p>Jim will look into why the corporate membership</p>



<p>corporate memberships. None was sure. Jim offered to look into this.</p> <p>Dave Savage has not gotten back to Michelle on the C2C issue raised in previous meetings.</p> <p>A question was raised as to whether Jim had sent a letter to Elizabeth Chant as per our meeting in September. Jim has not, and apologized for failing to do so. Elaine proposed that given the lapse of time a letter should not be sent as it was no longer appropriate. The Board agreed.</p>	<p>fees were raised.</p>
<p><b>8. Executive Director Recruitment</b></p> <p>A question arose as to the status of the search of the new ED. The committee reported that we have not started the search yet. Pat has found the previous ads we ran when looking for the last ED. Chuck is waiting for the binder of information from Jean Tice regarding the hiring process of the last ED. It was suggested that one of the criteria for the new ED be that they have conflict resolution training. Any other criteria or comments from the board members on recruiting of a new ED should be sent to a member of the recruiting committee.</p> <p>Motion: That we continue with the hiring of a new ED without a facilitated discussion on the Governance Model. (Proposed: Bryan. Seconded Brenda. Carried)</p> <p>Chuck is concerned that we hire someone on the Governance Model and their view is different than our view. Jim suggested we formulate our view and then tell the new ED this is how our Governance Model works.</p> <p>The directors decided that we should hire the new ED on the basis of the core competencies we are looking for.</p> <p>There was discussion as to whether we have Carol stay on until we find a replacement ED. If this is the case the Board wants this to a date certain. The Board also want a direction to Carol that she does not prepare anymore reports about how the Directors are doing their job.</p> <p>Motion: Retain Carol on short term contract not to extend beyond the end of February 2009 and increase her hours to 24 hours per week but with not overtime permitted, on the basis either the Board or Carol can terminate the relationship on one week notice. (Proposed Jim. Seconded; Elaine. Carried. 1 opposed 2 abstained.)</p> <p>It was acknowledged by the Board that the goal was to ensure that a manger was in place at all times at the AAMS Office to oversee the affairs of AAMS and to work to ensure that happens.</p>	
<p><b>9. Governance Model</b></p> <p>There was a brief discussion of the Governance Model. It was decided that we will need to meet and determine how we want to proceed as society. Jim suggested that we bring a facilitator in to have this conversation. He suggested Keith Seel who is the director of non profit Studies at Mount Royal College. He is available the 3<sup>rd</sup> or 4<sup>th</sup></p>	

<p>weekend in January, 2009. His cost is \$2,700 for one day including preparation. Robert is not convinced we need a facilitator to have this discussion. Chuck thinks we will benefit from having a facilitator. Our understanding of the Governance Model has been tainted by Carol's application of it. Bryan thinks a facilitator will be helpful as he is not sure we all have the same understanding of the governance model. Michele questioned whether we have the financial resources to retain a facilitator. Pat has no problem with the governance model it was Carol's inflexibility and the lack of flow of information. Bryan changed his mind on ED. Bryan identified the goals of the board as he understood them to be 1. We do not see ourselves as doers, 2. We need to be informed, 3. The Governance Model needs to be flexible and 4. The Board needs to be able to act when there is a concern.</p> <p>Robert indicated that his concern is not with the Governance Model but the application of it. He sees it as one of shared responsibility between the Board and the ED. Committee structure.(?)</p> <p>Pat suggested that there is no point in having a facilitated discussion until we hire a new ED. Chuck felt the opposite. That we need to decide how we will operate before we hire a new ED.</p> <p>Robert suggested that we continue with a model that provides that the Board is concerned with policy and that the ED is concerned with the day to day operation of the Society.</p>	
<p><b>9. Culture</b></p> <p>It was agreed amongst the directors that we need to let our staff know that everything is ok. In this regard it was agreed that Jim would communicate to the staff and assure the staff they are going to be ok.</p> <p>The Board acknowledged that it is important that our staff have the opportunity to have conflict and communication training.</p>	<p>Jim to communicate to the staff that Carol leaving is not a crisis and that they will be ok.</p>
<p><b>10. Cheques Over \$500</b></p> <p>Pat stated that she would like to see all cheques over \$500.</p> <p>Motion: All cheques over \$500 are presented to the Board with the name of who they were paid to. (Proposed- Elaine. Seconded: Michelle. Carried</p>	
<p><b>11. Financial Information – Desired Information</b></p> <p>This will be discussed further in committee and brought back to the February meeting.</p>	

<p><b>13. C. Humphries Financial Arrangements</b></p> <p>The Board had a discussion regarding Carol's claim for overtime pay. It was questioned whether some of the time was spent on her dealing with Miccoli allegations from a personal perspective. Carol is claiming 146 hours in overtime. Robert stated that he was uneasy paying overtime because an ED's salary usually includes overtime. Chuck and Jim indicated that it was clear from the start that we could only afford 18 hours per week on a regular basis but we expected that there would be some overtime. Carol did not provide a breakdown of her overtime. Pat wondered how overtime is calculated. Jim replied that it is calculated at straight time.</p> <p>Motion: Pay Carol her overtime in the amount of \$6,000.00 as recommended by the President to December 19, 2008. Jim agreed to ask Carol for a statement detailing her overtime</p>	<p>Jim to ask Carol for a statement detailing her overtime claim.</p>
<p><b>14. Issues Brought Forward from 2007</b></p> <p>TILMA _ Nick is working on a roster committee.</p> <p>Do we have an assessment process in place? The assessment process in place is not great. The Justice Institute has a mail in request for certificate. Mount Royal has a role play - followed by a graduation ceremony.</p> <p>We need to review our assessment process. Brenda will review and bring suggestions forward in February.</p>	<p>Brenda to review the assessment process and bring suggestions forward for the February 2009 meeting</p>
<p><b>15. Acceptance of Letourneau resignation</b></p> <p>Jim acknowledged Adam's resignation. It was decided that the vacancy caused by Adam resigning will be left open for now.</p> <p>Motion: The Board accept Adam's resignation. (Proposed: Jim. Second Pat. Carried)</p>	
<p><b>16. AGM 2009</b></p> <p>AGM 2009 - Pat will work with the AGM Conference Committee regarding the AGM. The Committee consist of Jim Willson and Larissa</p>	<p>Pat to liaise with the AGM Committee</p>
<p><b>17. Future Meetings</b></p> <p>December will be a conference call</p> <p>January will be a week day in person</p> <p>February will be a telephone meeting</p> <p>March will be a Saturday in person</p>	<p>Michelle to schedule meetings</p>
<p><b>The remainder of the Agenda</b></p> <p>To be brought forward to the next meeting</p>	

A <b>motion</b> (Moved: Pat/Seconded: Elaine) to adjourn meeting at 15:35. No discussion - unanimously approved. <b>Carried.</b>	
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Signed:

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Jim McCartney  
President

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Elaine Seifert, Q.C.  
Secretary

**Minutes of  
Alberta Arbitration & Mediation Society  
Board of Directors Meeting  
January 16, 2009  
ERCB Building 640- 5<sup>th</sup> Ave. S.W. Calgary**

<p>Call to order 9:20 AM Present: Jim McCartney-Chairman ; Bryan Duguid (until 13:30); Chuck Smith , Michele Del Colle; Elaine Siefert (from 13:00 until 15:30); Robert Wanner; and Acting Executive Director Paula Drouin Absent: Brenda Arsenault; Pat Withers; Agenda – Approved with addition of – Approval of Nominating Committee for Annual Meeting</p>	
<p><b>1. Call to Order:</b> Chairman Jim McCartney called the meeting to order at 09:20. R. Wanner agreed to act as recording Secretary.</p>	
<p><b>2. Approval of Minutes:</b> After a review and brief discussion it <u>B. Duguid moved C. Smith seconded</u> <b><i>“That the minutes of November 29, 2008 be approved as circulated.”</i></b> Carried It was agreed that the December 22, 2008 be amended to include the following</p> <ul style="list-style-type: none"> <li>• Additional wording at the end of the 1st sentence on item <u>#5 New Directors</u>, <i>“who had recently completed a director’s course. Jim agreed that he would meet the gentleman next week to encourage his future interest in the board.”</i></li> <li>• And that Michele Del Colle abstained on the motion to appoint Jean Tice as an interim board member. <u>R. Wanner moved C. Smith seconded</u> <b><i>“That the December 22, 2009 minutes be approved as amended”</i></b> Carried It was agreed that an amended set of Dec 13, 2008 minutes would be presented to the February meeting for review.</li> </ul>	<p><b>R. Wanner will prepare a revised draft for consideration by E. Seifert and J. McCartney prior to the next meeting.</b></p>
<p><b>3. Nominating Committee</b> It was noted that the constitution requires that a call for nominations to the board of directors is required at least 60 days prior to the annual meeting. Chairman McCartney suggested and the board agreed that retired board member Mr. Tom Smith be asked to act as the nominating committee.</p>	<p><b>J. McCartney will contact T. Smith and confirm.</b></p>

<p><b>4. Progress Report on Society/Inc./Charity Entity</b></p> <p>R. Wanner, P. Drouin and B Duguid updated the board on the key historical records found thus far. Correspondence recently discovered by P. Drouin suggested that legal advice may have be the reason that Inc. was initially established. It was confirmed that CAMVAP did and does not require that the contract be administered through AAMS Inc.</p> <p>As a result of the research on the matter it was also reported that the Bylaws for AAMS Inc. indicate that its board of directors are same the society. It was also learned that the most recent legislatively reported documents identify the individuals from the 2005 board as the AAMS Inc. directors. Accordingly</p> <p style="padding-left: 40px;">B. Duguid moved R. Wanner seconded</p> <p style="padding-left: 40px;"><b><i>“That the board, waive any notice that may exist requiring a shareholder meeting for purposes of appointing directors for AAMS Inc.”</i></b></p> <p>A complete report is expected on these a matters for the February meeting.</p> <p>On related matter J. McCartney agreed to review the board member liability insurance to confirm that board members are covered for AAMS Society and AAMS Inc.</p>	<p><b>R. Wanner will work with P. Drouin and B. Duguid to finalize a report for the February meeting.</b></p> <p><b>J. McCartney to advise board members about AAMS Inc. liability insurance.</b></p>
<p><b>5. Executive Directors Report</b></p> <p><b>A) <u>Workplace Related Matters</u></b></p> <p>A/ED P. Drouin distributed her report on association activities since her commencement of employment. The report was extensive and focused on personnel matters. One of her first priorities is to review and clarify the employment status, reimbursement rate, job expectations and benefits for all the staff. She reported that there is considerable disparity between rates of pay, benefits and hours worked. It was noted that none of the recently recruited staff are knowledgeable about ADR principles and practices. P. Drouin indicated that it was her estimate that salaries for 2009 will be in the range from \$185,000.00 to \$220,000.00</p> <p>She inquired whether the board had a policy or expressed a preference between fixed-term, part-time full-time, casual or permanent employees. The board expressed the general desire to approve a policy that was comprehensive, affordable, fair, sustainable and consistent with the objectives and values of AAMS. Ms. Drouin will report back to the board in February with a complete policy and go forward plan for the board’s consideration. She noted she may be contacting individual board members on various staff and budget matters. It was also agreed that there would be discussions with the special finance committee concerning the proposed 2009 budget.</p>	<p><b>P. Drouin and special Finance Committee to consult prior to next meeting.</b></p>



<p>of time and financial resources are necessary to update and keep the material current.</p> <ul style="list-style-type: none"> <li>• The scenario currently under discussion would see the use of JIBC instructors and material. Fees and instructor reimbursement would be in accordance with AAMS rates.</li> <li>• Students would register through AAMS and students would have a student ID with both organizations.</li> <li>• Course material would identify both AAMS and JIBC.</li> </ul> <p>After considerable discussion R. Wanner moved and B. Duguid seconded <b><i>“ That the board approve the commencement of formal negotiations with the Justice institute of Alberta concerning a possible joint venture to offer educational programs for the granting of Certificates in Conflict Resolution,”</i></b> Carried Unanimously.</p>	<p><b>P. Drouin to commence negotiations and keep board informed of developments.</b></p>
<p><b>8. Report from the Executive Director Selection Committee-</b> (P. Drouin was absent from the meeting during this discussion) After a brief update on this matter C. Smith moved and E. Siefert seconded <b><i>‘That active recruitment of permanent Executive Director be deferred for review again in May 2009.’</i></b> Carried</p>	<p><b>C. Smith and E. Seifert to continue to monitor the matter and report back as required.</b></p>
<p><b>9. Designation Committee Report</b> C. Smith provided a brief status report about progress towards implementing the Q. Med and Q. Arb. designations. A public awareness and promotion campaign is being developed by ADRI. C. Smith will continue to keep the board advised on these matters.</p>	<p><b>C. Smith will follow up.</b></p>
<p><b>10. Presentation On Creating A Constructive Culture in AAMS</b> R. Wanner made an electronic presentation to the board on the merits and possibilities of engaging staff, board and stakeholders in an engagement process intended to create a more constructive organizational culture. A copy of the presentation was distributed for information. After several questions and discussion President McCartney asked that R. Wanner prepare a brief report for a future agenda on how AAMS might implement some of the concepts addressed in the presentation.</p>	<p><b>R. Wanner to follow up.</b></p>
<p><b>11. C2C Status Report</b> M. Del Colle advised that she has attempted unsuccessfully several times to communicate with the other parties concerning this matter. She will continue to keep the board apprised as required.</p>	<p><b>M. Del Colle will follow up.</b></p>
<p><b>12. Next Meeting and Adjournment</b> The board agreed that the next meeting would be on February 21,</p>	<p><b>M. Del Colle and P. Drouin to coordinate</b></p>



2009 at ERCB offices in Calgary. The meeting adjourned at 15:30 hours.	<b>details.</b>
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**Minutes**  
**Alberta Arbitration & Mediation Society**  
**Board of Director Meeting**  
**March 21, 2009**

<p>Call to order 9:00 AM  <b>Present: Jim, Michele, Pat, Chuck, Jean, and Paula</b>  Absent: Brenda, Robert, Elaine  Consensus to Approve Agenda</p>	
<p><b>1. Approval O f February 21, 2009 Minutes</b>  The following changes to the Minutes were submitted:  <b>#2.</b> The recommendation of the report was to keep all three entities in place, continue with due diligence and submit '<b>appropriate filings.</b>'    <b>#7.</b> Strike the word '<b>Generally</b>' and replace with '<b>Bylaws require</b>' nomination committee candidates (insert) '<b>be</b>' completed ....  Strike '<b>The nomination and ballots will be out next week.</b>'    <b>#8.</b> Correct spelling of '<b>Erika Deines</b>'.    <b>#9.</b> Typo correction....a roster committee '<b>to</b>' look "<b>at</b>" ...    <b>#12.</b> Typo correction: normal two <b>week</b> notice clause.    <b>#13.</b> Typo correction... '<b>CAMVAP</b>' probably down.....  Brenda is still the roster '<b>administrator</b>' (strike mediator) on that roster.    Items 14 – 16 will be brought forward from February 21, 2009 Minutes.    <b>Motion:</b> To approve February 21, 2009 minutes as Amended –Michele  Second- Chuck  Motion passed</p>	
<p><b>2. Society/Inc./Charity Review</b>  Pat will check with Walter to see if Notice of Directors has been filed for the Society and Inc. as well as the Annual Returns to bring the company and society up to date with their filings. This will include all the Directors that were present at the January 21 ,2009 meeting. Pat will also check with the Auditor, Colin Presizniuk to see if he has filed the charitable status with Revenue Canada and if he will continue to do this on an annual basis.</p>	<p><b>Pat to check with  Colin Presizniuk/  Walter</b></p>

<p><b>Assessment Preparation Course</b> - It was brought to Paula's attention that inquiries were made to the office regarding taking the prep-course for assessments and the student was told we did not offer that anymore. Paula will ensure the office staff is updated on this matter.</p> <p>Michele will contact Brenda re: assessment committee's current mandate and bring back to the next meeting and make future recommendations for future assessors.</p> <p>3. <b>Members Use of Logo</b> – Paula said the BBB allow their members to use their logo on their websites and their members pay for it. More research is required to make a recommendation to the Board.</p> <p>4. <b>ED Report</b> – attached. Paula had some concerns about the timing of the deadline for the next directory – just to move it up so that everything in the office wasn't happening at the end of December. She also reported on advertising in the directory was down because of the change in corporate membership fees.</p> <p>5. Cheques over \$500 were presented and Paula noted that she would check into Paula Stein being reimbursed for 3 months parking for a total of \$600 as this was not supposed to happen.</p> <p>6 &amp; 7. 2009 Income Statement and Balance Sheet – These reports were presented. Paula advised that the bank balance was not in the red and that we were actually about even and that we had a lot of receivables coming in that would bring us into a better financial position. There was some concern about the Income Statement and how it did not reflect the information that was requested by the Board and how it was not completely accurate. Jean will speak to Walter about this.</p> <p>8. New Membership Motion: to approve all new members submitted on report dated March 2009 excluding the anonymous one - Jim. Seconded: Jean Carried.</p> <p>Discussion regarding an application made through an employer and a new potential member submitting a Certificate that was fraudulent and did not comply with our usual printed Certificate. Michele did not participate in this discussion.</p>	<p><b>Paula will make sure office staff knows AAMS will do Prep course for assessments.</b></p> <p><b>Michele will update Board on assessment committee mandate.</b></p> <p><b>Paula will review BBB logo requirements and make recommendations to Board</b></p> <p><b>Paula will report on Paula Stein's parking fees.</b></p> <p><b>Jean will meet with Walter to review the Income Statement reporting and ensure that it meets the Boards requirements.</b></p>
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<p><b>Motion:</b> The application be denied based upon the ADRIC Code of Ethics. (A member shall not carry on any activity or conduct which could reasonably be considered as conduct unbecoming or a member of the Institute.) Jim Second: Jean Vote: 4 in favor , 1 abstained (Michele).</p> <p>Paula advised that we are receiving calls in the office to appoint arbitrators and she does not know if and what she should be charging.</p> <p><b>Motion:</b> AAMS will institute the same fee as ADRIC to appoint a single arbitrator or a panel - Jim. Seconded: Pat Carried.</p> <p>Paula will make a decision as to whether or not to continue courses in Red Deer, and what those courses will be. She will also look into delivery of courses at Olds College.</p> <p>Paula reviewed the \$62,366.38 in Accounts Receivable and advised that the organization was in good shape financially.</p> <p>#9. Finance Committee – no report.</p> <p>#10. Assessment Committee – no report.</p> <p>#11. Educational Committee – Jean will report at next meeting.</p> <p>#12. Membership Categories – some concern was raised over the corporate memberships and how only one person within the corporate membership can vote.</p> <p>#13. Roster Protocol – Jim presented a report that he and Mary Comeau of the ADRIC Board prepared and was recommended to ADRIC for review. This report was discussed and Jim advised he will get more information on what ADRIC has decided to do with regards to this committee and the criteria as to who will be appointed on rosters and how this selection will be made.</p> <p>#14. AGM/Conference – Paula reported that we had 23 registrants for the conference. Pat reminded all Directors to register. We have raised \$6000 in sponsorship and we need 50 participants to break even without any sponsorship. Pat asked about ordering pens and</p>	<p><b>Jim/Paula will write two letters- one to employer and one to member denying membership application and giving the employer a refund.</b></p> <p><b>Paula will check with Mary Anne Harnick at ADRIC with regards to charges for appointment of single or 3 arbitrators and report back.</b></p> <p><b>Jim will see if Dave Hill will head up this committee to review the membership categories as he previously did this.</b></p> <p><b>Jim will report back on the Roster protocol.</b></p> <p><b>Pat will order bags</b></p>
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<p>bags and it was discussed and agreed that we go ahead with these items as they can be used throughout the year as marketing material.</p> <p>As part of the AGM, members that have received their Certificates and designations will be recognized. All committee members will also be acknowledged.</p> <p>Paula suggested that we get pins for 10yr and 20 yr to celebrate the anniversaries of members.</p> <p>#15. Last year at the AGM, we had the Distinguished Service Award and Pat recommended that Stan Brown receive this award.  <b>Motion:</b> That Stan Brown be formerly recognized and receive the outstanding service award at the 2009 AGM.  Seconded: Chuck  Carried.</p> <p>#16. Consensus Building – It was suggested that the Board welcome feedback from the members and that it will be discussed at the luncheon in May to speak to these comments.</p> <p>Chuck presented a concern from a member who brought to our attention that the ADR connect on ADRIC website published her home address and this information was passed on from AAMS to ADRIC.</p>	<p><b>and Jim will order pens.</b></p> <p><b>Paula will check to see if we have gold pins.</b></p> <p><b>Jim will get a trophy for this award.</b></p> <p><b>Jim will send an email to members advising that AAMS sent to ADR Connect member's information and if you want to update that information, they need to do this on their own.</b></p>
<p><b>Motion:</b> Pat Withers will Chair the committee to lead the Executive MBA students from Queen's in preparing a business plan for the organization that will be completed by August 30, 2009.  Seconded: Michele  Carried.</p>	
<p><b>6. Adjourn Meeting</b>  <b>Motion to adjourn meeting – Jim</b>  <b>Second- Pat</b>  <b>Motion passed – meeting adjourned at 2:38 PM</b></p>	

**Minutes**  
**Alberta Arbitration & Mediation Society**  
**Board of Director Meeting**  
**April 25, 2009**

**Amended**

<p><b>Call to order 9:10 AM</b>  Present:  Jim McCartney, Chuck Smith, Michele Del Colle, Jean Tice, Elaine Seifert, Alex Paterson, Rick Assinger and Paula Drouin  Brenda Arseneault attended for part of the meeting by telephone  <b>Absent: Robert Wanner</b>  Pat Withers joined the meeting at 10:30 AM  <b>Motion to Approve Agenda – Alex</b>  <b>Second- Michele</b>  <b>Agenda – Approved</b></p>	
<p><b>1. Determining who is a voting director</b>  The bylaws suggest that the board can only be nine directors. The past president is considered a director. The question arose as to whether the past president should be included in the nine.  <b>Motion: To clarify that we are a board of nine directors plus the past president – Michele</b>  <b>Second – Alex</b>  <b>Motion carries - unanimous</b></p>	
<p><b>2. Welcome to new board members</b></p>	
<p><b>3. Chair of Meeting</b>  <b>Motion – Jim chair the meeting as past president – Jean</b>  <b>Second – Elaine</b>  <b>Motion carried</b></p>	
<p><b>4. Board vacancy</b>  There are two candidates interested in filling the vacancy on the board – Pat Withers and Gail Hope and both provided resumes for the board to review.  <b>Motion – to interpret the bylaw to mean that the vacancy is filled before officers are elected– Rick</b>  <b>Second – Chuck</b>  <b>Motion carried – unanimous</b>  A secret ballot was taken to determine who would fill the vacancy. The result was that Pat Withers should be appointed.  <b>Motion – Pat fill vacancy on the board – Chuck</b>  <b>Second – Elaine</b>  <b>Motion carried – unanimous.</b></p>	
<p><b>5. Approval of March 21, 2009 Minutes</b>  <b>Motion – to approve minutes – Michele</b>  <b>Second – Brenda</b></p>	

Motion carried – unanimous	
<p><b>6. Election of Officers</b></p> <ul style="list-style-type: none"> <li>• <b>Motion – Pat Withers be elected president – Chuck</b> Second – Michele Motion Carried – unanimous</li> <li>• <b>Motion – Chuck be appointed Vice president – Rick</b> Second – Jean Motion carried – unanimous</li> <li>• <b>Motion – Elaine be declared secretary – Michele</b> Second – Chuck Motion carried</li> <li>• <b>Motion – Jean be declared treasurer – Elaine</b> Second – Michele Motion carried – unanimous</li> <li>• <b>Motion – Jim continue to be the ADRIC rep for the board – Chuck</b> Second – Elaine Motion carried</li> <li>• <b>Motion - Elaine shadow Jim as ADRIC representative and Jim mentor Elaine so there is a smooth transition next year when Jim leaves the board – Chuck</b> Second Michele Motion Carried – unanimous</li> <li>• <b>Motion – that the board formally recognizes the mentor relationship for the ADRIC representative and that the AAMS cover the cost for representative and mentee to attend the ADRIC meetings. The costs associated with this activity to be approved by the Board in advance - Chuck</b> Second – Michele Motion – carried – unanimous</li> <li>• <b>Motion – Brenda be appointed the representative for the C2C with Pat as backup if Brenda cannot attend – Pat</b> Second – Michele Motion Carried - unanimous</li> <li>• <b>Motion- Chuck continue to be the representative for the Q Med and C Med designation to the ADRIC – Rick</b> Second – Michele Motion – carried – unanimous</li> <li>• <b>Motion – “Acting” be removed from Paula’s title as Executive Director – Jean</b> Second- Michele Motion carried – unanimous</li> </ul>	<p><b>Jim rewrite the Society bylaws</b></p>

<ul style="list-style-type: none"> <li>Jim offered to start to rewrite the bylaws for the society.</li> </ul>	
<p><b>7. Executive Director Report</b></p> <p>Paula Stein has left her employment with AAMS as her contract was up.</p> <p><b>Motion – approve the new members application – Alex</b>  <b>Second – Pat</b>  <b>Motion carried</b></p> <p>Rural <b>Umpire Program</b> – need external funding – the AAMS is to apply for the funding</p> <p>New arbitration course is on track and the materials are just about finished. They are just checking the cases and grammar. The course is being offered in Edmonton in July.</p> <p>Template for the public website is almost ready.</p> <p>Financial <b>Report</b> – the financial report and statements need some work. Paula and Jean are working on this with Walter.</p> <p>There may be an error with Note <b>9</b> on the financial statements – Jean will contact the auditor to clarify.</p>	<p><b>Jean follow up on note 6 with the auditors</b></p>
<p><b>8. Financial Report</b></p> <p>Jean reported that the finance committee had nothing to table at this point. Her and Robert are working on finalizing some points and then that will go back to the committee</p>	<p><b>Finance Committee to bring report forward the next meeting.</b></p>
<p><b>9. Entities</b></p> <p>Nothing to report.</p>	<p><b>BF to next meeting</b></p>
<p><b>10. Education and Assessments</b></p> <p>Michele has started researching this and is working on a time line, budget etc. for this with Jean</p>	<p><b>BF to next meeting</b></p>
<p><b>11. AGM/Conference</b></p> <p>The conference committee met last week and Pat is in the process of typing up their comments. The indication at this point is that we lost money on the conference but Pat thinks we might have made money.</p>	<p><b>BF to next meeting</b></p>
<p><b>12. Rosters</b></p> <p>It was suggested that we adopt the ADRIC process for making appointment to rosters. We would like to move this appointment</p>	



from the ED hands and to an independent party or committee. Michele volunteered to be the roster appointer as she has no conflict of interest as she is not a private mediator/arbitrator.	
<b>13. Use of Logo</b> Rick will determine what the BBB is doing with use of their logo and make suggestions to the board on how we might allow the use of our logo.	
<b>14. Board Strategy Session</b> Jim suggested that the board should have a strategy session as soon as possible. It was agreed that we would on the weekend of June 5, 2009. Everyone should read the policy manual before that meeting.	<b>Everyone to read policy manual before strategy meeting.</b>
<b>15. Adjourn Meeting</b> <b>Motion to adjourn meeting – Jim</b> <b>Second- Elaine</b> <b>Motion passed – meeting adjourned at 2:05 PM</b>	

**Minutes**  
**Alberta Arbitration & Mediation Society**  
**Board of Directors Meeting**  
**May 11, 2009**  
**Telephone Conference**

<p>Call to order 7:33 PM</p> <p><b>Present:</b> Pat Withers (Chair), Jim McCartney (recorder), Michele DelColle, Chuck Smith, Jean Tice, Brenda Arseneault, Alex Paterson, Elaine Seifert, Robert Wanner, and Paula Drouin.</p> <p><b>Absent:</b> Rick Assinger</p>	
<p><b>1. Agenda Approval</b></p> <p>Motion (Paterson/Wanner) to approve the agenda <b>carried</b>.</p>	
<p><b>2. Approval of Minutes of April 25, 2009</b></p> <p>The following changes were requested: correct spelling of Michele DelColle; on page 2, put the motions re mentoring of next representative to ADRIC and commitment of funding for that purpose together; item 7—references to “note 6” should be “note 9”; item 7—change “Empire” to “Umpire” and change “Repot” to “Report”.</p> <p>Motion (Smith/DelColle) to approve the minutes as amended <b>carried</b>.</p>	
<p><b>3. Approval of Financial Statements from AGM, April 3, 2009-05-14</b></p> <p>Jean Tice advised that a correction is being made to note 9 so that it reflects the same number under Revenue Other on the Income Statement.</p> <p>Motion (DelColle/Arseneault) that upon auditor’s verification and change to note 9 the President and Treasurer sign off on the yearend financial statements <b>carried</b>.</p> <p>Ms Tice is working with the Finance Committee and that committee will put its recommendations to the board by conference call before the end of June 2009.</p> <p>(Elaine Seifert left the meeting.)</p>	<p><b>Sign off on statements.</b></p>
<p><b>4. Cheques over \$500</b></p> <p>Paula Drouin explained that she submits separate invoices for</p>	<p><b>ED to explain the Lamoureux payment situation—2</b></p>

<p>teaching, ED work, and expenses.</p> <p>Ms Drouin will advise regarding the payments to Judge Lamoureux (who we understand cannot accept payment for work outside her judicial responsibilities), and the Visa payment of \$1599.73.</p> <p>Ms Drouin explained that bank charges are so high because almost all payments made to the society are by credit card.</p> <p>Motion (DelColle/Smith) to approve the cheques over \$500 with clarification on the above items from Ms Drouin at the next meeting <b>carried</b>.</p>	<p><b>instances.</b></p>
<p><b>5. Financial Report</b></p> <p>Ms Tice presented the financial report, including income statement and balance sheet to April 30, 2009. A motion (Smith/Paterson) to approve the statements <b>carried</b> after discussion.</p>	
<p><b>6. ED Report</b></p> <p>Ms Drouin's report was discussed. Ms Drouin was asked to make a recommendation to the board regarding accepting advertising in the newsletter, having been asked about opportunities by PULSE (for a non-competing course offering) and a law firm (about its services).</p> <p><b>Consensus</b> that we accept no advertising until a policy is in place.</p> <p>The potential to occupy space owned by the Edmonton Public School Board resulted in a motion (Paterson/Smith) to go to the first stage and get on the list for consideration, <b>carried</b>.</p>	<p><b>ED to make recommendation regarding newsletter advertising.</b></p> <p><b>ED to submit expression of interest re EPSB space.</b></p>
<p><b>7. Strategy Meeting Update</b></p> <p><b>Agreed</b> that at our June 5 meeting Mr Smith and Jim McCartney will review our current policies and how we got them.</p> <p>Pat Withers advised that both MBA students can attend the June 5/6 meeting and that the executive committee agreed that AAMS will pay up to \$500 to each student to cover costs of attending. In addition, they will be invited to attend the June 5 dinner.</p>	<p><b>Note: reservation is 12 people, 7:30 Bistro 2210.</b></p>
<p><b>8. Website</b></p> <p>Mr Drouin invited comment on the draft. Mr Smith would like to see designations get a higher profile on the home page. Robert Wanner</p>	

<p>would like to see more about ADR in addition to mediation—a broader context.</p> <p>(Mr Smith left the meeting.)</p>	
<p><b>9. Next AGM/Conference</b></p> <p>Ms Withers advised that she and Walter Dong had “pretty much” finalized the numbers and it appears we netted approximately \$4000 from the conference. Directors were encouraged to submit any outstanding AGM expenses immediately.</p> <p>Concern was expressed regarding director expenses. Ms Withers advised of the favourable rate (\$69, lower than government) that she negotiated at 5 Hotel and recommended that directors stay there. This led to a general discussion of the costs of board meetings, including the high cost of kilometre reimbursement (currently \$0.505/km, or roughly \$300 roundtrip Edmonton-Calgary), current low airfares (approximately \$79), ride sharing, Red Arrow (we have a book of tickets), and meals. Further discussion of this item is postponed to the next meeting.</p> <p>There was a <b>consensus</b> to pay the total cost for the MBA students to attend the June 5 dinner. There was discussion about how to apportion the cost for the directors and <b>agreement</b> that the executive will decide and advise regarding the cost of the dinner for directors.</p> <p>Ms Withers has attempted to contact Family Mediation to coordinate AGM dates, but has not made contact. <b>Consensus:</b> Ms Withers and Ms Drouin to recommend a date.</p>	<p><b>Submit expenses.</b></p> <p><b>Next meeting agenda item.</b></p> <p><b>Executive advise re dinner cost sharing.</b></p> <p><b>Withers/Drouin: recommend AGM date.</b></p>
<p><b>10. Entities Committee Report</b></p> <p>Mr Wanner advised he has not addressed this issue since February. Ms Withers advised that she has updated the filings for AAMS Inc. at Corporate Registry for 2008 and 2009. She has submitted the 2008 Annual Return for the Society and needs the 2008 audited financials to attach to the 2009 Society Annual Return. Further, Mr Dong did send the Inc. Annual Returns to Mr Chung for registration but without including the required and updated Notice of Directors. Mr Chung has not filed the Annual Return and did not know it was his responsibility. Ms Withers recommends that future filings for the limited company and society should be done following AGMs and the appointment of new directors.</p>	
<p><b>11. Other</b></p>	

Ms Withers inquired as to when suggested revisions to the by-laws will be available. Mr McCartney said August for the September meeting.	
<b>12. Education/Assessment Committee Update</b>  Ms DelColle has written the mission and mandate statement for the committee and will work with Ms Tice and Brenda Arseneault.  An example of a current assessment problem was discussed (paid private coach performing the assessment for those coached). Consensus: the ED will arrange for an independent assessor to review the tape of the assessment in question at AAMS' cost. ED will investigate why this happened and report back.	<b>Assessment Committee to meet.</b>   <b>ED to arrange independent review of assessment in question.</b>
<b>13. Next agenda</b>  Mr McCartney suggested that we move forward with establishment of rosters.	<b>DelColle to recommend committee.</b>
<b>14. Termination</b>  The meeting terminated at 10:01 PM.	

**Minutes**  
**Alberta Arbitration & Mediation Society**  
**Board of Directors Meeting**  
**June 5 & 6, 2009**  
**ERCB Offices, Calgary**

<p><b>Present:</b> Pat Withers (Chair), Jim McCartney (recorder), Michele DelColle, Chuck Smith, Jean Tice, Alex Paterson, Elaine Seifert, Robert Wanner, Rick Assinger, and Paula Drouin.</p> <p><b>Absent:</b> Brenda Arseneault</p>	
<p><b>1. Call to order 5:22 PM</b></p>	
<p><b>2. Agenda Approval</b></p> <p>Motion (Seifert/McCartney) to approve the agenda <b>carried</b>.</p>	
<p><b>3. Approval of Minutes of May 11, 2009</b></p> <p>Item 12: add the word “draft” before the words “mission and mandate” in paragraph 1.</p> <p>Motion (Tice/Wanner) to approve the minutes as amended <b>carried</b>.</p>	
<p><b>4. Approval of 2009 Budget</b></p> <p>Mr McCartney identified concerns with some of the variance figures shown—they appear to be incorrect.</p> <p><b>Motion</b> (McCartney/Seifert) that the finance committee review the budget and “re-build” it and this might result in reallocation between categories, but within the total budget <b>carried</b>.</p> <p><b>Motion</b> to approve the Budget 2009 column (McCartney/Tice) <b>carried</b>.</p> <p>Ms Tice is to be the chair of the Finance Committee.</p>	<p><b>Finance committee re-build budget.</b></p>
<p><b>5. 2008 Financial Statements (approved by Treasurer and President)</b></p> <p>Ms Tice reported that note 10 (formerly note 9) was corrected to match the “other income” line. Note 9 now reflects the term of the lease, and was added at the Treasurer’s request.</p>	

<p><b>5a. Finance Committee Policy Recommendations</b></p> <p>Mr Wanner described the proposal as an activity based costing (ABC) system and summarized the document presented at the meeting. <b>Motion</b> (Wanner/Smith) to adopt recommendations 1 -7 <b>carried</b>.</p>	
<p><b>6. Policy Review/Discussion</b></p> <p>Mr McCartney led the directors through a cursory review of the existing policies, highlighting some and noting where, in some cases, we are non-compliant. There was no time for substantive discussion. Mr McCartney suggested that we develop a way to ensure that all policies are reviewed annually, perhaps a few at each meeting.</p> <p>New and returning directors signed the Director Code of Conduct.</p>	
<p><b>7. Strategy Review—Mission, Vision</b></p> <p>Mr Smith summarized the history of AAMS’s strategic planning work over the last several years—how we got to where we are.</p>	
<p>Meeting adjourned at 7:32 PM.</p> <p>Meeting resumed Saturday, June 6, at 8:10 AM, with Ms Arseneault present.</p>	
<p><b>8. Board Strategy Session</b></p> <p><b>Motion</b> (McCartney/Tice) to not partner with JIBC for delivery of certificate courses in conflict management. <b>Carried</b> 7-2, with Ms Seifert abstaining because of potential conflict of interest.</p> <p>A summary of the strategy session outcome will be prepared and distributed separately.</p>	
<p><b>9. Executive Director Time</b></p> <p><b>Motion</b> (McCartney/Wanner) that Ms Drouin be authorized to spend up to 20 days per month on AAMS work for the next three months. <b>Carried</b>.</p>	
<p><b>9. Next Meeting Date/Location</b></p> <p>Ms DelColle will organize a date and time for the next meeting, to be in July and by phone or Skype.</p>	<p><b>DelColle: arrange next meeting</b></p>

<b>10. Termination</b>	
The meeting terminated at 5:02 PM.	

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**Pat Withers, Chair**

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**Jim McCartney, Secretary**



**Minutes**  
**Alberta Arbitration & Mediation Society**  
**Board of Directors Meeting**  
**September 12, 2009**  
**ERCB Offices, St Albert**

<p><b>Present:</b> Pat Withers (Chair), Jim McCartney (recorder), Michele DelColle, Chuck Smith, Jean Tice, Elaine Seifert, Rick Assinger, Robert Wanner and Brenda Arseneault (both by phone), and Paula Drouin.</p> <p><b>Absent:</b> Alex Paterson</p> <p><b>Guest:</b> Michael Trabysh of Liviniuk Group.</p>	
<p><b>1. Call to order 9:29 AM</b></p>	
<p><b>2. Agenda Approval</b></p> <p>Motion (Smith/Assinger) to approve the agenda <b>carried</b>.</p>	
<p><b>3. Approval of Minutes of June 5 &amp; 6, 2009</b></p> <p>Motion (Seifert/Arseneault) to approve the minutes, showing on page 3 Jim McCartney as recorder, <b>carried</b>.</p>	
<p><b>4. Michael Trabysh, Liviniuk Group</b></p> <p>PowerPoint presentation slides are attached. Notes below reflect comments Mr Trabysh made while going through the slides.</p> <p>Health Check: Current ratio and debt to members' equity exceed what most banks look for. Net Margin (would be Net Income in a for-profit organization).</p> <p>Policy &amp; Admin: doesn't have, and you wouldn't expect, a lot of revenue into that program. Includes board expenses, general admin, accounting and audit, insurance, and the annual meeting/conference—hence some revenue.</p> <p>Surplus has more than doubled over same period last year.</p> <p>All of 2009 has been re-posted by program. Ms Drouin suggests, and Mr Trabysh recommends, that we not re-post 2008. <b>Consensus:</b> do not re-post 2008.</p> <p>Liviniuk Group is handling payroll from our office, with direct deposit to employee bank accounts coming soon.</p> <p>Mr Trabysh left the meeting.</p> <p>Ms Withers recommends that any concerns with the financial reporting be brought to the attention of the Treasurer who will report in December so</p>	<p><b>Treasurer to report in</b></p>

<p>that we are clear going forward for 2010.</p> <p>Mr Wanner left the meeting.</p>	<p><b>December.</b></p>
<p><b>5. Executive Director's Report</b></p> <p>Report attached. Ms Drouin highlighted the need for an improved phone system. Mr McCartney and Ms Drouin will work together on this.</p> <p>Ms Drouin will ask Duncan McGregor to send the directors the list of 8 Chartered members whose memberships have expired. He will then coordinate with directors so that each non-renewed member is phoned.</p> <p><b>Motion</b> (Elaine/Michele) to approve new members <b>carried.</b></p> <p>Course discount for members: Mr Drouin reported revenue of \$15,375 for 123 associate memberships year to date. Her report details the "loss" of revenue because of the discounts.</p> <p><b>Motion</b> (McCartney/Tice): establish an ad hoc committee to review membership categories and report to the board at its next meeting, <b>carried.</b></p> <p>Mr Smith, Mr Assinger, and</p>	<p><b>McCartney/Drouin to work on phone update.</b></p> <p><b>McGregor to send list to directors.</b></p> <p><b>Ad hoc membership committee to report.</b></p>
<p><b>6. AGM/Conference</b></p> <p>Ms Drouin volunteered to chair the committee. Ms DelColle offered to add local assistance. Mr Assinger suggested that Ms Drouin call on each director as needed.</p> <p>The AFMS conference committee will propose to its board a joint conference with AAMS. We agreed unanimously to support a joint conference.</p>	

<p><b>7. ADRIC AGM/Conference</b></p> <p>Ms Seifert is attending as the next designate to ADRIC. Ms Drouin has booked her flight.</p> <p>Ms Seifert left the meeting.</p> <p><b>Motion</b> (Smith/Assinger) AAMS cover the costs of conference registration, hotel cost and travel costs for the Executive Director and registration and travel costs for the president to attend the ADRIC AGM/Conference. (Ms Withers will share hotel room with Ms Seifert.) <b>Carried.</b></p> <p>Ms Tice suggested that the attendance of the ED be budgeted for annually.</p>	
<p><b>8. CAMVAP</b></p> <p>Ms Drouin described recent negotiations with CAMVAP. The most recent response from CAMVAP came yesterday: CAMVAP is not prepared to make any additional offer. All other administrators have accepted the proposal. An answer is requested by September 16. A proposal for training additional arbitrators in 2010 will be made.</p> <p><b>Motion</b> (Assinger/Smith) AAMS advise CAMVAP that we will not offer the same service at a reduced price. <b>Carried.</b></p> <p><b>Motion</b> (McCartney/Smith) the ED is authorized to negotiate another contract with CAMVAP at the lowest amount that would result in full recovery of AAMS' costs associated with the program. <b>Carried.</b></p>	<p><b>ED advise CAMVAP.</b></p>
<p><b>9. Education</b></p> <p>Ms Drouin summarized her report.</p>	
<p><b>10. Assessment Committee</b></p> <p>Ms DelColle noted who much the ED has already done in reviewing and improving the assessment process, and wonders whether this committee is needed now.</p> <p><b>Motion</b> (McCartney/DelColle) terminate, with thanks, the Assessment Review Committee. <b>Carried.</b></p>	
<p><b>11. Finance Committee</b></p> <p>Will review its notes and report at the next meeting. Perhaps mandate is concluded.</p>	<p><b>Arseneault review and report.</b></p>

<p><b>12. Education Committee Mandate</b></p> <p>Ms Tice presented a proposed committee mandate (attached). The Committee is to concentrate on meeting needs of the membership, not play an operational role. Ms Tice invites comments, suggestions, questions so she can report further at the next meeting.</p>	
<p><b>13. Executive Director Time</b></p> <p><b>Motion</b> (McCartney/Smith) that Ms Drouin be authorized to spend up to 20 days per month on AAMS work until the end of 2009. <b>Carried.</b></p>	
<p><b>14. Roster Selection Committee</b></p> <p>Ms Withers will ask Mary Comeau of Macleod Dixon to participate in our roster selection committee, and be the committee chair. Current members are Alex Paterson and Ms DelColle.</p>	

<b>15. AAMS Inc. Year End Report &amp; Financial Statements</b>  Ms Arseneault will contact the auditors to obtain these reports and they will be inserted into the Minute Books.	<b>Arseneault contact auditor.</b>
<b>16. Entities</b>  <b>Motion</b> (Assinger/Tice) to terminate the mandate of the Entities Committee. <b>Carried.</b>  Ms Withers reported that the annual reports for both entities have been filed, Minute Books updated, and Notices of Directors and Addresses have been filed.	
<b>17. Designations</b>  <b>Motion</b> (DelColle/Smith) that the president has the authority to speak for the board regarding recommendations for national designations. Motion (Smith/Assinger) to table the motion to the next meeting. <b>Carried.</b>  <b>Motion</b> (McCartney/Smith) to ratify the president's recent action of forwarding regional committee approvals of designation applications to the national board. <b>Carried.</b>	
<b>18. Next Meeting</b>  Calgary, October 17, 9:00 AM start, ERCB office.	
<b>19. Termination</b>  The meeting terminated at 4:42 PM.	

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Pat Withers, Chair

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Jim McCartney, Recorder

**Minutes**  
**Alberta Arbitration & Mediation Society**  
**Board of Directors Meeting**  
**September 12, 2009**  
**ERCB Offices, St Albert**

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<p><b>1. Call to order 9:29 AM</b></p>	
<p><b>2. Agenda Approval</b></p> <p>Motion (Smith/Assinger) to approve the agenda <b>carried</b>.</p>	
<p><b>3. Approval of Minutes of June 5 &amp; 6, 2009</b></p> <p>Motion (Seifert/Arseneault) to approve the minutes, showing on page 3 Jim McCartney as recorder, <b>carried</b>.</p>	
<p><b>4. Michael Trabysh, Liviniuk Group</b></p> <p>PowerPoint presentation slides are attached. Notes below reflect comments Mr Trabysh made while going through the slides.</p> <p>Health Check: Current ratio and debt to members' equity exceed what most banks look for. Net Margin (would be Net Income in a for-profit organization).</p> <p>Policy &amp; Admin: doesn't have, and you wouldn't expect, a lot of revenue into that program. Includes board expenses, general admin, accounting and audit, insurance, and the annual meeting/conference—hence some revenue.</p> <p>Surplus has more than doubled over same period last year.</p> <p>All of 2009 has been re-posted by program. Ms Drouin suggests, and Mr Trabysh recommends, that we not re-post 2008. <b>Consensus:</b> do not re-post 2008.</p> <p>Liviniuk Group is handling payroll from our office, with direct deposit to employee bank accounts coming soon.</p> <p>Mr Trabysh left the meeting.</p> <p>Ms Withers recommends that any concerns with the financial reporting be brought to the attention of the Treasurer who will report in December so</p>	<p><b>Treasurer to report in</b></p>

<p>that we are clear going forward for 2010.</p> <p>Mr Wanner left the meeting.</p>	<p><b>December.</b></p>
<p><b>5. Executive Director's Report</b></p> <p>Report attached. Ms Drouin highlighted the need for an improved phone system. Mr McCartney and Ms Drouin will work together on this.</p> <p>Ms Drouin will ask Duncan McGregor to send the directors the list of 8 Chartered members whose memberships have expired. He will then coordinate with directors so that each non-renewed member is phoned.</p> <p><b>Motion</b> (Elaine/Michele) to approve new members <b>carried.</b></p> <p>Course discount for members: Mr Drouin reported revenue of \$15,375 for 123 associate memberships year to date. Her report details the "loss" of revenue because of the discounts.</p> <p><b>Motion</b> (McCartney/Tice): establish an ad hoc committee to review membership categories and report to the board at its next meeting, <b>carried.</b></p> <p>Mr Smith, Mr Assinger, and Ms DelColle volunteered and were appointed to the committee.</p>	<p><b>McCartney/Drouin to work on phone update.</b></p> <p><b>McGregor to send list to directors.</b></p> <p><b>Ad hoc membership committee to report.</b></p>
<p><b>6. AGM/Conference</b></p> <p>Ms Drouin volunteered to chair the committee. Ms DelColle offered to add local assistance. Mr Assinger suggested that Ms Drouin call on each director as needed.</p> <p>The AFMS conference committee will propose to its board a joint conference with AAMS. We agreed unanimously to support a joint conference.</p>	

<p><b>7. ADRIC AGM/Conference</b></p> <p>Ms Seifert is attending as the next designate to ADRIC. Ms Drouin has booked her flight.</p> <p>Ms Seifert left the meeting.</p> <p><b>Motion</b> (Smith/Assinger) AAMS cover the costs of conference registration, hotel cost and travel costs for the Executive Director and registration and travel costs for the president to attend the ADRIC AGM/Conference. (Ms Withers will share hotel room with Ms Seifert.) <b>Carried.</b></p> <p>Ms Tice suggested that the attendance of the ED be budgeted for annually.</p>	
<p><b>8. CAMVAP</b></p> <p>Ms Drouin described recent negotiations with CAMVAP. The most recent response from CAMVAP came yesterday: CAMVAP is not prepared to make any additional offer. All other administrators have accepted the proposal. An answer is requested by September 16. A proposal for training additional arbitrators in 2010 will be made.</p> <p><b>Motion</b> (Assinger/Smith) AAMS advise CAMVAP that we will not offer the same service at a reduced price. <b>Carried.</b></p> <p><b>Motion</b> (McCartney/Smith) the ED is authorized to negotiate another contract with CAMVAP at the lowest amount that would result in full recovery of AAMS' costs associated with the program. <b>Carried.</b></p>	<p><b>ED advise CAMVAP.</b></p>
<p><b>9. Education</b></p> <p>Ms Drouin summarized her report.</p>	
<p><b>10. Assessment Committee</b></p> <p>Ms DelColle noted who much the ED has already done in reviewing and improving the assessment process, and wonders whether this committee is needed now.</p> <p><b>Motion</b> (McCartney/DelColle) terminate, with thanks, the Assessment Review Committee. <b>Carried.</b></p>	
<p><b>11. Finance Committee</b></p> <p>Will review its notes and report at the next meeting. Perhaps mandate is concluded.</p>	<p><b>Arseneault review and report.</b></p>



<p><b>12. Education Committee Mandate</b></p> <p>Ms Tice presented a proposed committee mandate (attached). The Committee is to concentrate on meeting needs of the membership, not play an operational role. Ms Tice invites comments, suggestions, questions so she can report further at the next meeting.</p>	
<p><b>13. Executive Director Time</b></p> <p><b>Motion</b> (McCartney/Smith) that Ms Drouin be authorized to spend up to 20 days per month on AAMS work until the end of 2009. <b>Carried.</b></p>	
<p><b>14. Roster Selection Committee</b></p> <p>Ms Withers will ask Mary Comeau of Macleod Dixon to participate in our roster selection committee, and be the committee chair. Current members are Alex Paterson and Ms DelColle.</p>	

<p><b>15. AAMS Inc. Year End Report &amp; Financial Statements</b></p> <p>Ms Arseneault will contact the auditors to obtain these reports and they will be inserted into the Minute Books.</p>	<p><b>Arseneault contact auditor.</b></p>
<p><b>16. Entities</b></p> <p><b>Motion</b> (Assinger/Tice) to terminate the mandate of the Entities Committee. <b>Carried.</b></p> <p>Ms Withers reported that the annual reports for both entities have been filed, Minute Books updated, and Notices of Directors and Addresses have been filed.</p>	
<p><b>17. Designations</b></p> <p><b>Motion</b> (DelColle/Smith) that the president has the authority to speak for the board regarding recommendations for national designations. Motion (Smith/Assinger) to table the motion to the next meeting. <b>Carried.</b></p> <p><b>Motion</b> (McCartney/Smith) to ratify the president's recent action of forwarding regional committee approvals of designation applications to the national board. <b>Carried.</b></p>	
<p><b>18. Next Meeting</b></p> <p>Calgary, October 17, 9:00 AM start, ERCB office.</p>	
<p><b>19. Termination</b></p> <p>The meeting terminated at 4:42 PM.</p>	

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Pat Withers, Chair

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Jim McCartney, Recorder

**Minutes**  
**Alberta Arbitration & Mediation Society**  
**Board of Directors Meeting**  
**November 21, 2009**  
**ERCB Offices, Red Deer**

<p><b>Present:</b> Pat Withers (Chair), Jim McCartney (recorder), Michele DelColle, Chuck Smith, Rick Assinger, Alex Paterson, and Paula Drouin.  <b>Absent:</b> Jean Tice, Elaine Seifert, Robert Wanner and Brenda Arseneault</p>	
<p><b>1. Call to order 9:15 AM</b></p>	
<p><b>2. Agenda Approval</b></p> <p>Add to agenda:</p> <p>Board budget committee, and board governance director, and add to #11 Designations Committee: add "process". Renumber agenda items.</p> <p><b>Motion</b> (McCartney/DelColle) to approve agenda. <b>Carried.</b></p>	
<p><b>3. Approval of Minutes of October 17, 2009</b></p> <p>Mr McCartney explained this his electronic file of the draft minutes was lost. The minutes, as circulated, were missing several elements, including in some cases, who moved or seconded a motion. Ms DelColle had taken over the recorder duties after he left the meeting at 2:30, so the minutes were complete thereafter.</p> <p>Changes to the minutes are shown on the attached black-lined version.</p> <p><b>Motion</b> (DelColle/Assinger) to approve minutes as amended. <b>Carried.</b></p>	
<p><b>4. Treasurer Report</b></p> <p>Ms Del Colle advised that she had not received anything from the Treasurer to send out with the agenda. Ms Drouin has the statements and said our financial affairs are in good order. Ms Withers will ask Ms Tice to send the current and last month statements to the board.</p> <p><b>Board Budget:</b> Ms Withers presented a Budget Worksheet. Board committees should add their financial requirements to the worksheet and forward that information to Ms Drouin who will coordinate responses. The document was sent in Word, and Ms Withers suggests directors use the form for their various committees. Mr McCartney</p>	<p><b>Withers: ask Treasurer to send current and last month statements to board.</b></p> <p><b>Committee chairs: add requirements to worksheet &amp; forward to Drouin.</b></p> <p><b>Directors advise Withers of suggestions for improvement of worksheet.</b></p>



<p>continuing education credit confirmations that may be relevant with organizations such as HRIA and AFM.</p> <p>Alex Paterson volunteered and was appointed to take on the task of seeking sponsorship for the Conference.</p> <p>Membership data: the drop from September to October is because of non-renewals.</p> <p>Cheques: our bank requires a letter signed by JT and JDM (current signing authorities) to remove former directors and/or employees.</p> <p><b>Motion</b> (McCartney/Smith) to approve the banking resolution requested by Canada Trust (copy attached) to remove non-current signing officers. <b>Carried</b></p> <p><b>Motion</b> (McCartney/DelColle) to approve the signing and sending of the attached letter granting permission for the debit access card to be in the name of the Executive Director to permit web banking, and that the AAMS td visa appear on the AAMS web banking location, rather than that of Paula Drouin. <b>Carried.</b></p>	<p><b>recruitment.</b></p>
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<p><b>6. Membership Structure Committee Report/Membership Dues</b></p> <p>Mr Smith (chair) presented the committee (Del Colle, Assinger) report. It suggests that our membership categories be adjusted to line up with designations. There was considerable discussion.</p> <p><b>Consensus:</b> managing membership benefits is an ongoing effort, and the membership committee continues. Chair is Alex Paterson. A task force of that committee (Smith, Del Colle, Assinger) is to evaluate membership categories with a committee termination date of on or before the AGM.</p>	<p><b>Paterson to chair membership committee. Sub-committee to evaluate membership categories.</b></p>
<p><b>7. Bylaws</b></p> <p>Mr McCartney explained the process in place for commenting on bylaws. Comments noted on the Discussion Table were discussed, resulting in some changes to draft 3. Mr McCartney will update the bylaws to incorporate the changes and circulate draft 4 to directors for expected approval at a telephone board meeting in December. Comments on draft 4 are to be sent to Mr McCartney by email before December 10.</p> <p>It is recognized that discussion of the bylaws may take a great deal of time at the AGM. To reduce the time taken at the meeting the following suggestions were made:</p> <ul style="list-style-type: none"> <li>• Consider breakout groups at the AGM to discuss various articles,</li> <li>• Hold a Skype group discussion, and</li> <li>• Convene information sessions in Edmonton, Calgary, Red Deer in February.</li> </ul> <p><b>Consensus:</b> the board speaks with one voice and once the bylaws are finalized at the board level, all directors are expected to support their adoption.</p>	<p><b>McCartney circulate draft 4.</b></p> <p><b>Directors comments by December 10.</b></p> <p><b>Consider/implement discussion opportunities.</b></p>
<p><b>8. Conference/AGM Update</b></p> <p>Most of the update was covered under ED report. The first day of the conference is for Alberta Family Mediation Society. Wednesday night AFMS has a speaker and the event is open to the public and free of charge. Its AGM is Thursday evening followed by a networking reception. Friday is concurrent AFMS and AAMS sessions with joint breakfasts and lunch. The AAMS AGM is currently proposed for Friday night. Length of AGM is a concern primarily because of the bylaws.</p>	<p><b>ED advise CAMVAP.</b></p>

<p>Ms DelColle noted that the ERCB will be going to zero budget on April 1, 2010, so requests for sponsorship should go in well in advance.</p> <p><b>Motion:</b> (Smith/McCartney) AAMS will pay for all board members' travel, accommodation, meal, and registration for the AAMS AGM and conference in accordance with current reimbursement policies.</p> <p><b>Carried.</b></p> <p>AAMS directors will not need to register. It will be taken care of for us. [Board members will need to advise the office if they will be attending or not.]</p>	
<p><b>9. Executive Director Review Committee</b></p> <p>Ms Drouin nominates Mr McCartney as her “agreed to” director on the committee. Mr Smith agreed to participate and chair the committee. The president is also a member. Ms. Drouin will prepare the necessary documents in accordance with the policies and forward to the committee.</p>	<p><b>Smith: ED review—initiate &amp; complete.</b></p>
<p><b>10. Logo Use Report</b></p> <p>The committee report was circulated at the last meeting and copies distributed at this one. After discussion, <b>moved</b> (Assinger/Smith) to refer the matter of the use of the logo to membership committee.</p> <p><b>Carried.</b></p>	<p><b>Paterson: include use of logo in Membership Committee responsibility.</b></p>
<p><b>11. Designations Committee: Terms of Reference/Reporting to and from ADRIC</b></p> <p>Mr Smith reviewed his written report and noted the changes from previous reports: dates are one year down the road and the amount of time taken in the AAMS office is increased. The committee has been able to evaluate the AAMS end of the process, but not what happens after the matter goes to national. There has been a significant delay in processing at the national level.</p> <p>The committee is working on the 25 applications that came in as part of the September deadline.</p> <p>Ms Drouin suggested that the ED should not be on the committee because appeals and concerns come back to her position.</p> <p><b>Consensus:</b> The designation committee is appointed by the board and we should aim for a C Med, C Arb, and Q Med on the committee, along with a director that will report back to the Board on any</p>	

<p>changes to the process.</p> <p>Suggestions were made for revisions to the committee mandate. A revised version of the Terms of Reference will be circulated.</p> <p>Mr Smith will communicate with ADRIC regarding who advises those whose applications have been denied or delayed. Ms Withers will advise ADRIC that our representative on the national designation review committee is Corrine Renaud-Gagnier.</p> <p><b>Consensus:</b> AAMS is unhappy with the length of time taken before candidates are notified of the results of their applications after they are sent on to ADRIC .</p>	<p><b>Smith to clarify with ADRIC.</b></p> <p><b>Withers to advise ADRIC of Alberta member on national review committee.</b></p>
<p><b>12. Replacement for Vacancy on Designation Committee</b></p> <p>Mr Smith announced that he wants to retire from the committee (and Mr McCartney has already retired from it). Ms DelColle noted that Ms Seifert expressed interest in the committee.</p>	<p><b>Withers: follow up with Seifert.</b></p>
<p><b>13. Process Review Update &amp; Committee Selection Process Criteria</b></p> <p>Covered under item 10.</p>	
<p><b>14. Roster Selection Committee—Terms of Reference</b></p> <p>Mr McCartney suggested the name be <b>Roster &amp; Referral Selection Committee</b> to be more descriptive of its function.</p> <p>Expect an updated mandate with the next agenda.</p>	<p><b>Michele DelColle will forward a new mandate.</b></p>
<p><b>15. Authorization of President to Recommend Provincial Candidates to ADRIC for Approval</b></p> <p><b>Motion</b> (Assinger/Paterson): applicants unanimously approved by the Alberta committee should be forwarded to ADRIC by the president on behalf of the board. <b>Carried.</b> The content of the letter attached to the agenda was thought appropriate.</p>	
<p><b>16. Policy Review Board of Directors—Executive</b></p> <p>Due to time constraints, this matter was not dealt with.</p>	
<p><b>17. Finance Committee Report—Future Recommendation or Terminate</b></p> <p>As the Treasurer and other committee members were not present,</p>	



the matter was <b>tabled</b> .	
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<b>18. Membership Value Report</b>  Mr Paterson advised that there will be a report for next meeting.	<b>Paterson: prepare report for next meeting.</b>
<b>19. Directory Committee</b>  Ms Withers wondered whether a committee is needed to assist the ED with the Directory. The ED's response that such a committee is not required.	
<b>20. Newsletter Naming Contest</b>  Ms Drouin reported that the result of board email vote was for "AAMS Connection". However, after discussion the board preference was for "AAMS Connects". <b>Motion</b> (Peterson/Smith) accept the name AAMS Connects and award the prize to the person who submitted AAMS Connection.	<b>Drouin: inform winner of decision and award prize.</b>
<b>21. Board Calendar</b>  Ms Arseneault has agreed to manage the board calendar to ensure that all important board activities are captured and scheduled. Directors are invited to forward items to her attention for inclusion in the calendar.	<b>Directors to bring board calendar items to Arseneault's attention.</b>
<b>22. Director Contacts—Email for Website</b>  Ms DelColle will canvass directors to see whether and to what extent they are prepared to have their contact information on the AAMS website.	<b>DelColle: canvass directors.</b>
<b>23. Response to Assistance Offer from AAOC</b>  Ms Withers asked for ideas as to how best to take advantage of the offer from Arbitration Associates of Canada to help us out. Mr McCartney suggested we ask them to organize monthly Calgary luncheons. Mr Assinger suggested they help us promote arbitration within our organization and that they consider sponsoring our conference. Mr Smith suggested that they help with the Q Arb updating/enhancement process.	
<b>24. Nomination Committee—Create/Reminder</b>  Ms Withers' and Mr Smith's terms expire at the next AGM. Ms Withers asked to be advised whether any directors were considering not running or continuing to serve. We must get the nomination committee in place and its job completed 60 days in advance of the	<b>Withers: ask Tom Smith to serve again as nominations committee chair.</b>

AGM.  Directors suggested that we see if Tom Smith would serve again.	
<b>25. Board Budget</b>  <b>Motion:</b> (Assinger/Smith) Refer to the finance committee with a request that it propose a board budget by December 10. <b>Carried.</b>	
<b>26. Board Governance</b>  Ms Gahlinger (who presented to us on board governance at our last meeting) had suggested that a director be responsible for board governance and education. Tabled to next meeting, with a request for volunteers.	<b>Need a volunteer to take this on.</b>
<b>27. Next Meetings</b>  Mr Paterson recommended that we set the board meeting dates for the next several months. Ms DelColle will circulate a spreadsheet seeking director availability for meetings.  <b>Consensus</b> for a December by phone, then in-person alternating Calgary and Edmonton starting in January.	<b>DelColle: determine director availability for meetings through to AGM.</b>
<b>28. Termination</b>  <b>Motion</b> at 4:38 (McCartney/Assinger) to terminate meeting. <b>Carried.</b>	

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Pat Withers, Chair

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Jim McCartney, Recorder

**Minutes**  
**Alberta Arbitration & Mediation Society**  
**Board of Directors Meeting**  
**January 15, 2010**  
**ERCB, Calgary**

<p><b>Present:</b> Pat Withers (Chair), Jim McCartney (recorder), Alex Paterson, Brenda Arseneault, Rick Assinger, and Paula Drouin. Michele DelColle and Elaine Seifert joined the meeting in progress, as noted below. Participating by telephone: Jean Tice and Chuck Smith, as noted below. Absent: Robert Wanner.</p> <p>Note: discussion is presented in the order discussed. Section numbers do not necessarily refer to the agenda numbering.</p>	
<p><b>1. Call to order 9:10 AM</b></p>	
<p><b>2. Agenda Approval</b></p> <p>Mr Assinger suggested a cut-off of two days before the meeting for items to be put on the agenda. Urgent matters could then be added if necessary at the meeting, but otherwise there would be time for directors to read the material in advance.</p> <p>Ms Tice noted that we cannot expect financial statements sooner than three weeks after month end.</p> <p><b>Motion</b> (Arseneault/Assinger) to approve agenda. <b>Carried.</b></p>	
<p><b>3. Approval of Minutes of December 14, 2009</b></p> <p>Ms Withers asks that in item 7, last sentence of the first paragraph, change "that" to "ED Report".</p> <p><b>Motion</b> (Arseneault/Withers) to approve minutes as amended. <b>Carried.</b></p>	
<p><b>4. Treasurer Report</b></p> <p>Ms Tice sent the December statements by email before the meeting. Ms Withers provided copies of the November statements at the meeting.</p> <p>Ms Tice noted that the statements are directly from Simply Accounting. She wants to discuss moving some items to other headings (such as bookkeeping and professional fees). She is concerned too about bank charges that average \$1000 per month. This includes the discount (roughly \$600) taken by our credit card suppliers for online payments. Suggestions were made to attempt to negotiate better rates, perhaps getting a better rate because of our non-profit</p>	<p><b>ED: attempt to negotiate a better credit card discount rate.</b></p>

<p>status.</p> <p>Our GICs earned about \$1200 in interest last year. Ms Tice suggested that we consider possible higher return investments.</p> <p>Receivables and payables are in compliance.</p> <p>Prepaid expenses (\$1700) have not been reviewed, but Ms Tice believes it should be about \$4000. She will look at it.</p> <p>Board expenses are probably as budgeted. Ms Tice is working on the components of the board budget.</p> <p>Ms Tice will forward by email the AAMS Inc. statements. Ms Drouin noted that the only activity in Inc. is CAMVAP. Expect an additional \$4000 - \$5000 in revenue from Inc. for this year.</p> <p>Note that actuals will vary somewhat from what was presented at the meeting.</p> <p>Ms Tice will advise regarding Ms Arseneault's question regarding Employee Advances.</p> <p>Ms Tice will include previous year comparables in future statements.</p> <p>Mr McCartney suggested we consider mid-month advances, with the end of the month being the formal payroll.</p> <p>Ms Drouin advised that for 2009 we budgeted revenue of \$792K, expenses of \$836K, so we are below budget on expenses. She expects final numbers for our next meeting.</p> <p>Budgeting for 2010 is underway, and Ms Tice expects it to be similar to 2009.</p> <p>Ms Drouin's call for volunteers resulted in 8 people coming into the office over the next 3 months to assist. An executive assistant has been hired to start in February.</p> <p>Ms Tice received expected committee costs from Mr Wanner and Mr Smith. She noted the importance of that sort of information for budgeting. These may be submitted by others by January 31.</p>	<p><b>Tice: look at possible higher return investments.</b></p> <p><b>Tice: forward the AAMS Inc. statements.</b></p> <p><b>Tice: advise re "Employee Advances".</b></p>
<p><b>5. ED Report</b></p> <p>Item 6: Board Discussion – Direction</p> <p>a) <b>Course payments:</b> new policy is that funds must arrive before attendee's name is added to attendance sheet. In the case of employers</p>	

<p>paying, we require a PO in advance. The attendance sheet will go to the bookkeeper who will cross-reference payments and attendees.</p> <p>(Mr Smith joined the meeting by phone.)</p> <p>Ms Tice noted that the current example of someone who has taken courses without payment is an administrative matter, and not for the board. In the example, we are owed about \$2000. This needs to be reflected in our accounts.</p> <ul style="list-style-type: none"> <li>b) <b>Special Events Pricing:</b> to be left at ED discretion, but not to be subsidized.</li> <li>c) <b>AAMS Inc. Payment Cycles:</b> agreed, not a board matter.</li> <li>d) <b>GST on Private Contracts:</b> agreed, not a board matter.</li> </ul> <p>(Elaine Seifert joined the meeting.)</p> <ul style="list-style-type: none"> <li>e) <b>Directory:</b> consensus is to print, which is ED preference. The movement is toward eventually having listings by only those having designations, but that will take some time. Implementation is an operational matter, which the ED stated would allow members without designations to be included for this year.</li> </ul> <p>(Michele DelColle joined the meeting.)</p> <ul style="list-style-type: none"> <li>f) <b>Inflation Pricing:</b> discussed above, under Special Events Pricing. We are currently quite a bit below others offering similar courses. Course discounts for student members amounted to about \$20K last year. Ms Tice noted that this currently sits with the Finance Committee, with a report date set for before the end of March.</li> <li>g) <b>Advertising for the Newsletter:</b> who should be allowed or not allowed to advertise in our newsletter? ED suggests a board committee to look at this. Mr Patterson volunteers to chair such a committee and populate it. The committee will report in February. <b>Motion</b> (McCartney/-Assinger) <b>carried.</b></li> <li>h) <b>Conflict of interest:</b> the complaint from Andrew Fulton is that we appear to be competing with members for business, mostly in private contract training. ED suggests the board needs to look at this as part of a long term plan because it will become of increasingly greater concern. Ms Drouin has responded to Mr Fulton and that she would bring his concern to the board's attention. Add to agenda for strategic planning session.</li> </ul>	<p><b>DelColle: add to agenda for strategic planning session.</b></p>
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<p><b>6. Conference/AGM Committee</b></p> <p>Mr Paterson presented a list of prior donors, indicating who he has contacted. He asks for suggestions from directors for additional contacts.</p> <p>The ED distributed the draft brochure. The web managers have suggested a website dedicated to the conference. This would assist in managing registrations and splits between AAMS and AFMS.</p> <p>Ms Withers thanked Ms Drouin for putting the brochure together. There has been great feedback from AFMS.</p> <p><b>Motion</b> (McCartney/Seifert) to waive Ms DelColle's membership fee in recognition of the substantial contribution to the society made annually by ERCB (for so long as she is an employee of ERCB). <b>Carried.</b></p>	<p><b>Directors: suggest additional contacts for conference support.</b></p>
<p><b>7. ED Review Committee</b></p> <p>Mr Smith will send the Survey Monkey used in 2008 to obtain staff input. The results of this, in conjunction with the ED's Ends Report, and a summary report of contributions and goals for the next year, would be ready for the February meeting.</p>	
<p><b>8. Regional Designation Committee—Terms of Reference</b></p> <p>Mr Smith had sent a summary of his recommendations. Consensus: the terms of Jim Willson and Elaine Seifert would end December 31, 2011. Mr Smith confirmed that the existing members are prepared to serve until December 31, 2010. <b>Motion</b> (Smith/Assinger) to approve the terms of reference as recommended. <b>Carried.</b></p> <p><b>Honorarium</b></p> <p>The committee requested an honorarium in light of the many hours of work involved. Mr Smith's research disclosed that other similar organizations do not provide committee honorariums. Mr Smith recommends no honorarium. However, he suggests that we streamline the process to reduce time, and consider complimentary membership, conference attendance, or gift certificates in recognition of time and effort.</p> <p>Much of the work done by the committee in the first round of applications has been shifted to the office.</p> <p>A concern must be how an honorarium for one committee would impact other</p>	

committees.	
<p><b>Moved</b> (Assinger/Arseneault) give a one-time one-year AAMS membership to Corrine, Chuck, Sharon in recognition of their service in developing the review process in 2009. Mr Paterson offered to supply, at no cost, a \$50 gift certificate to TU Gallery to each of Renaud-Gagnier, Wilson, and Smith. <b>Carried.</b> Abstaining: Smith, McCartney.</p> <p>Ms Withers expressed thanks to Mr Paterson.</p> <p>(Mr Smith left the meeting.)</p>	
<p><b>9. Logo Use</b></p> <p>Ms Withers reported that the logo, developed for AAMS, was assigned to AMIC (now ADRIC) in 1987. AAMS uses the logo under license dated 1991.</p> <p>The proposed license agreement was discussed.</p> <p>Mr McCartney noted that the impetus for the licensing agreement change came from ADROntario so its members could use the mark.</p> <p><b>Motion</b> (Seifert/DelColle) that the President sign the license agreement as amended to include the words "or AAMS" at the end of paragraph 4. <b>Carried.</b></p>	
<p><b>10. Bylaws</b></p> <p>Mr McCartney said that in his view the proposed bylaws could now be posted on the website. Ms Withers will sign a letter to members saying that the bylaws will be proposed at the next AGM for adoption. Discussion meetings are set for February 19 from 4 – 6 in Edmonton and February 23 from 7:30 – 8:30 in Calgary.</p>	<p><b>ED: post bylaws, organize meetings.</b></p> <p><b>Withers: give notice of bylaws proposal to membership.</b></p>
<p><b>11. Roster &amp; Referral Selection Committee—Terms of Reference</b></p> <p>Ms DelColle has sent the proposed terms to committee chair Mary Comeau, and is awaiting her comments. The terms were approved at the last board meeting.</p>	
<p><b>12. Membership Committee</b></p> <p>Committee report will be presented at the February meeting.</p>	
<p><b>14. Board Governance</b></p> <p>Ms Withers asked for someone to review the policies, ensure compliance, keep</p>	



meetings on policy governance model, initiate board learning, and make recommendations for improvement. Mr Assinger volunteered and will write terms of reference for the next meeting.	<b>Assinger: terms of reference for governance committee.</b>
<p><b>15. Other</b></p> <p>JDM asked that we look at contributing more to the GIC accounts—next agenda.</p> <p>Ms Withers noted that the ED exceeded by 20 hours her approved hours in November. <b>Motion</b> (Seifert/Arseneault) to pay for those hours, to recorded to November. <b>Carried.</b></p>	<b>DelColle: add to next meeting agenda—contribution to GICs.</b>
<p><b>16. Termination</b></p> <p>The meeting terminated at 2:25 PM.</p>	

**Minutes**  
**Alberta Arbitration & Mediation Society**  
**Board of Directors Meeting**  
**March 26, 2010**  
**ERCB, Calgary**

<p><b>Present:</b> Pat Withers (Chair), Jim McCartney (recorder), Alex Paterson, Brenda Arseneault, Rick Assinger, Elaine Seifert, Michele DelColle, Jean Tice, Chuck Smith and Paula Drouin.</p>	
<p><b>1. Call to order 9:10 AM</b></p>	
<p><b>2. Agenda Approval</b></p> <p>Mr Assinger suggests adding “AGM” as 14(a) and as 17: Membership Report Update.</p> <p><b>Motion</b> (Arseneault/Assinger) to approve agenda. <b>Carried.</b></p>	
<p><b>3. Approval of Minutes of February 20, 2010</b></p> <p><b>Motion</b> (Assinger/DelColle) to approve minutes. <b>Carried.</b></p>	
<p><b>4. ED Review Committee Report</b></p> <p>Ms Drouin gave a recap of what has happened since her start on December 15, 2008. The accomplishments listed below are not necessarily in the order presented by Ms Drouin and nothing should be taken from the order (caused by the recorder’s method of note taking during the presentation).</p> <ol style="list-style-type: none"> <li><b>1. Redesign AAMS Directory</b> <ol style="list-style-type: none"> <li>a. limitations; members dissatisfied</li> <li>b. created professional appeal and new section dealing with descriptive and differences</li> <li>c. between Mediation and Arbitration</li> </ol> </li> <li><b>2. Redesign AAMS Program</b> <ol style="list-style-type: none"> <li>a. Board strategic decision to pursue continued development of own product.</li> </ol> </li> <li><b>3. Farmer’s Advocate Program – Pilot</b> <ol style="list-style-type: none"> <li>a. Development, creation and design of marketing materials.</li> </ol> </li> <li><b>4. Launched Q. Med</b> <ol style="list-style-type: none"> <li>a. Limitations; no process, procedures or forms were in place, all of this needed to be created and developed.</li> </ol> </li> <li><b>5. Conducted First Assessment Review</b></li> <li><b>6. Re-design of Certificate Program – Four Courses</b></li> </ol>	

- 7. Initiated 1<sup>st</sup> Instructor Training Program**
- 8. Implementation of Finance Cost Based Accounting**
- 9. Created 2010 and 2011 Course Schedules – Full Year**
- 10. Successful CAMVAP Negotiations on Renewal Contract**
- 11. Implementation of New Technology – New Server to AAMS Office**
- 12. Implementation of New Phone System for AAMS Office – 1<sup>st</sup> since opening its doors.**
- 13. AAMS Newsletter to Members – Consistent release every Two Months**
- 14. Hiring Calgary Consultant with local phone contact for Members, Public and Faculty**
- 15. New Staff Hiring**
- 16. Launched Restorative Justice Certificate in Partnership with Mediation of Restorative Justice Centre (MRJC)**
- 17. 1<sup>st</sup> time Partnering at AAMS AGM – Collaboration/Organization with Alberta Family Mediation Society**
- 18. Social Media**
- 19. Increased Revenue recognized in 2009 along with profit at year end**
- 20. Successful Delivery of Consensus Building Certificate Program – Government Funded**
- 21. Increased Member Satisfaction which has resulted in return and increase in the Membership clientele**

Ms Drouin explained that despite the numerous achievements there were several challenges:

1. Change in accounting systems midyear and the rebuild of financial records and data.
2. Inheriting an unhealthy staff culture along with poorly organized match of skills to job specific tasks to meet the immediate needs of the organization which resulted in high turnover; staff dismissals/rehiring and being the only one available to provide office training, orientation and support at all levels of the organization with limited contracted hours until late fall. Loss of Education Director January 2009 and this had all come on the heels of growth, operational reorganization and Board development needs.
3. Limited operational workspace.
4. Outdated technology and phone equipment.
5. There were member complaints and dissatisfaction with regard to lack of information and method of handling their calls.

<p>6. Board discomfort regarding being managed more independently than the Board was used to.</p> <p>In Camera Discussion began at 9:45. Draft ED Review presented, amended, and <b>moved</b> (McCartney/Seifert) that it be adopted. <b>Carried.</b></p> <p>The Review was communicated over lunch by committee chair Mr Smith. When the meeting resumed, Ms Drouin made the following comments:</p> <ol style="list-style-type: none"> <li>1. The process seemed to be lengthy.</li> <li>2. It was an “aha” moment when she realized there was support for her accomplishments over the last year. She did not have that sense over the last several months, and before that felt board support was neutral.</li> <li>3. Feels she has board support now.</li> <li>4. Being an ED is a lonely job.</li> <li>5. Has felt like “there must be something wrong, so show me that it’s not wrong” is the board sentiment.</li> <li>6. Takes director requests very seriously.</li> <li>7. Her focus in the next year: value to members (having perhaps lost sight of needs of long term members; marketing our quality (with our new programs we can compete well with other educators); board/ED operations (gets three calls or more a week from other non-profits who are experiencing similar concerns, so hopes we can create a model for others); new office space (our lease expires); keeping our technology up to date.</li> <li>8. We need to make a decision on tuition fees (couldn’t raise based on old materials); director connections should be used to promote private courses (decide whether to actively promote private contracts—we could be bidding on more than we are).</li> <li>9. We must re-establish our reputation and foundation in the community. Needs clear message from board as to whether we are to make profit or provide service to members at the lowest cost. These may not be conflicting missions, and we could do both.</li> <li>10. Evaluation of marketing success would be from student evaluations, increase in private contracts and student enrolments—result of word of mouth.</li> </ol>	
<p>The agenda items were re-prioritized by agreement in consideration of the time remaining.</p>	
<p><b>5. Treasurer Report</b></p> <p><b><i>Financial Statements</i></b></p> <p>Ms Tice distributed financial documents: YE December 31 (AAMS &amp; AAMS Inc) pre-audit. End of February \$44K in bank. Investments at \$126K. Net income shown as a negative because a private contract was not invoiced (will be for \$12K) and only two courses ran in February compared to about 5 last year. We are now deferring revenue for courses that have not yet run.</p> <p>Ms Tice confirms that we will have statements that show prior years.</p>	

<p>AAMS Inc statements do not reflect revenue from CAMVAP.</p> <p>Cash flow is good.</p> <p>Ms Tice suggests the auditor should meet with the board after the next AGM and have a discussion of his report and what should be presented to the board and what the directors should look for in the statements.</p> <p>Expect cleaner, more relevant statements in a couple of months.</p> <p>Statements sent a couple of months ago showed an accounts receivable adjusting entry. That had been on the statements for the last year. Investigation showed that it was yearend work done by a prior bookkeeper. The amount represented corrections made for 2008. Some of it was a double booking of revenue. It will be reversed, with the result that net income will go down \$4300. There are some additional entries being looked at.</p> <p>Ms Seifert advised that if taxes should have been paid on any income, directors from the relevant time may be liable for that tax and she doubts that our insurance covers us for this. Ms Tice has an opinion from the auditor (orally) that our charitable status means this is not a problem. There was a general consensus that we should get that advice in writing.</p> <p><b>Budget</b></p> <p>The budget document was distributed and discussed. AAMS currently has no budget template to work from.</p> <p>The ED asked that the budget categories be the same as will be expected for periodic reporting from her during the year.</p> <p><b>Motion</b> that the budget be approved (McCartney/Smith) <b>carried</b>. (The chair noted that Ms Arseneault abstained. By email the next day Ms Arseneault asked that she be shown as voting against the motion.)</p>	<p><b>Tice: get auditor advice in writing.</b></p>
<p><b>6. Bylaws and AGM</b></p> <p>Mr McCartney reported that some amendments had been made to the proposed bylaws based on input from members. No substantive changes were made. He recommended that the latest revision be sent to members before the meeting. A special resolution is required, and notice of the meeting and special resolution has already been given.</p> <p>The auditor will be present to report at the AGM.</p> <p>The graduation ceremony will be at the conclusion of the AGM, along with recognition of who received a designation.</p>	
<p><b>7. Finance Committee Progress Report</b></p> <p>Ms Tice advised that work progresses and the committee will meet again soon.</p>	
<p><b>8. ED Report</b></p> <p>The ED's circulated her report by email in advance of the meeting.</p> <p><b>Moved</b> (Tice/Assinger) that accommodation be paid for two nights for director</p>	

attendance at the AGM and Conference. <b>Carried.</b>  Award recipient: Ms Tice recommended that we develop some criteria and in future years put the matter to the membership for nomination. The matter is deferred to the next meeting.	<b>Next agenda: award recipient process.</b>
<b>9. Nominations Committee Report</b>  Ms DelColle circulated her report by email in advance of the meeting. Note the report contains a good history of the process.	
<b>10. Board Members Applying for Paid AAMS Work</b>  Ms Drouin advised that this arises from board members calling the office seeking paid work.  <b>Moved</b> (McCartney/Smith) that directors who are on the list of approved instructors or coaches when they join the board may continue to instruct and coach. Directors who are not on the lists when they join the board are not eligible to be put on the list while they are directors. <b>Carried.</b>  Honoraria were granted to two directors at previous meetings. However, after review and discussion, the board concludes that honoraria are inappropriate for board members. Accordingly, <b>moved</b> (McCartney/Seifert) that the motions be rescinded as they applied to directors. <b>Carried.</b>	
<b>11. Saskatchewan &amp; Manitoba ADRIC Affiliates</b>  Mr McCartney advised of the difficulties being experienced by those affiliates and noted that ADRIC has made grants to them (and the Atlantic Provinces affiliate). We are currently in discussions with SK and MB regarding use of our educational resources.  Mr Wanner gave notice of motion that there be consideration of a strategic alliance between AAMS and those affiliates. To be brought forward at the May 2010 meeting.	<b>Next agenda: relations with SK &amp; MB.</b>
<b>12. Board Governance Committee Proposal</b>  Mr Assinger's report was circulated prior to the meeting. <b>Motion</b> (Delcolle/Seifert) to adopt the terms of reference, appoint Mr Assinger as chair, with additional members Wanner and Tice, and the terms of reference be amended to include the ED. <b>Carried.</b>	
<b>13. Membership</b>  Tabled to next meeting.	<b>Next meeting agenda.</b>
<b>14. Board Member Criteria Report</b>  Tabled to next meeting.	<b>Next meeting agenda.</b>
<b>15. Recommendation of Announcements to Members</b>  Tabled to next meeting.	<b>Next meeting agenda.</b>
<b>16. Termination</b>	

The meeting terminated at 5:11 PM.	
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**Alberta Arbitration & Mediation Society**  
**Minutes of Board of Directors Meeting**  
**January 15, 2011**  
**By Conference Call**

<p><b>Present:</b> Chuck Smith (chair), Jean Tice, Alex Paterson, Don Goodfellow, John Callaway, Elaine Seifert, Rick Assinger, Robert Wanner, Jim McCartney.</p>	
<p><b>1. Call to order 10:06 AM</b></p>	
<p><b>2. Approval of Minutes</b></p> <p><i>November 26, 2010:</i></p> <ul style="list-style-type: none"> <li>• Correct to show that RA agreed to <i>Chair</i> the committee and was so appointed.</li> <li>• Correct to show in the narrative: “show of interest in an <i>interim</i> and/or Permanent P/T position.”</li> </ul> <p><b>Motion</b> (Assigner/Wanner): approve as amended. <b>Carried</b> (Seifert abstaining.)</p> <p><i>December 14, 2010:</i></p> <p><b>Motion:</b> (Tice/Calloway) Approve. <b>Carried.</b></p>	
<p><b>3. Agenda Approval</b></p> <p>Ms Tice proposed moving all decision-required matters to the top.</p> <p><b>Motion:</b> (Assinger/Tice) Approve as amended. <b>Carried.</b></p>	
<p><b>4. Financial Report</b></p> <p>Ms Tice presented the statements she distributed to directors by email January 11.</p> <p>Cash in the bank December 31 was \$42,000 and all receivables within our 90 day requirement and payables were current.</p> <p>The \$15,817 deficit includes deferring website redesign costs; \$6000 will be moved to 2009. Result will be a deficit of approximately \$9,800.</p> <p>Ms Tice will discuss with our accountants showing the value of the AAMS curriculum as an asset on the balance sheet. She expects to have that available for the first draft of the budget in February.</p> <p><b>2011 Budget:</b> Ms Tice is working with Mr Wanner on this. Ms Tice asks that anyone expecting a need for budgeted expenses next year should advise her next week. She suggests that the budget likely will suggest an increase in membership fees, course fees and the reduction or elimination of the currently offered discount. She has asked office staff for information about what the competition charges for courses.</p>	<p><b>All:</b>  <b>Report budget needs to Tice.</b></p>



<p>Mr McCartney noted that roster administration may increase next year because of ADRIĆ's focus on marketing roster admin.</p> <p>Mr Wanner noted Ms Tice's significant work on our finances. He noted that allocation of expenses is on a best estimate basis.</p> <p><b>Motion:</b> (Paterson/Assinger) accept reports as presented. <b>Carried.</b></p>	
<p><b>5. ED Replacement</b></p> <p>Mr Smith and Mr Wanner noted that Ms Drouin will provide some ongoing support and stability, but not on the "business side". Mr Wanner has proposed Pamela Wagner for the business side on a contract basis. (Mr Wanner noted that Ms Wagner is from Medicine Hat, but that he was not aware of her interest during discussions with other potential candidates.) The search team is looking for a permanent ED appointment around April 1, from perhaps a choice of 3 candidates. Ms Wagner would be expected in the interim to look at the market, consult with staff and Ms Drouin regarding core competencies in the ED role to complement existing staff and to provide the required leadership. Also to identify performance measures by business unit.</p> <p>Ms Wagner is very knowledgeable about non-profit organizations and has a CHRP designation. Mr Smith has checked references.</p> <p>There is some possibility that Ms Wagner could stay on beyond April 1.</p> <p>Ms Wagner would work from Medicine Hat, but meet with Ms Drouin, staff and some directors in Edmonton in January.</p> <p>The current ED budgeted salary should cover continued work by both Ms Drouin and Ms Wagner.</p> <p>Mr Paterson raised the apparent duplication of some effort by Ms Wagner and what Ms Tice has already asked for from a staff member. He sought clarification of the proposed role for Ms Wagner. Mr Smith advised that she will be the resource to do business-side activities that Ms Drouin will no longer do. The specific tasks are not crystal clear at this point.</p> <p>Mr Goodfellow suggested that the discussion shows we need a full time permanent ED. Mr Paterson suggested we may require two people so we can cover all our needs.</p> <p><b>Consensus:</b> support for proposed initiative with no opposition.</p> <p>When Ms Wagner is confirmed the board will be advised and provided with details of her expertise.</p>	<p><b>Wanner/Smith:</b></p> <p><b>Retain Ms Wagner.</b></p> <p><b>Provide information to the board.</b></p>



our partnering with AFMS, noting that there has been little cooperation from AFMS. Ms Seifert is exploring cooperation with Calgary Community Mediation for this conference.	
<b>9. Office Report</b> Information only. No discussion.	
<b>10. Adjournment</b> Adjourned at 12:27	