ADRIA BOARD OF DIRECTORS MEETING MINUTES
HELD VIA CONFERENCE CALL
ON TUESDAY, DECEMBER 1, 2015

Attending: Stan Galbraith (President); Alasdair MacKinnon, C.Med.; Michelle Simpson, C. Med. C.Arb.; Barrie Marshall (Secretary); Joanne Munro, C.Med.; Paul Conway (Executive Director); Jeffery Jessamine, Q.Arb.; Dolores Herman, Q. Med.; Wendy Hassen, C.Med.

Regrets: W. Donald Goodfellow, C.Arb.; Chuck Smith, Q.Med; Michael Hokanson, Q. Med., Q.Arb.

MEETING COMMENCES: 7:02 p.m.

1.0 Welcome and Agenda Review

No further agenda items were added.

2.0 Minutes of Previous Meeting(s)

After a brief discussion with respect to the minutes of the October 31st meeting, it was agreed that the ED, Dolores Herman, and Barrie Marshall would collaborate to finalize these meeting minutes.

ACTION ITEM:

Dolores Herman, Barrie Marshall, and the ED to collaborate on the finalization of the minutes from the October 31, 2015 meeting.

3.0 Declarations of Conflicts of Interest

There were no conflicts of interest declared.

4.0 Board Business

4.1 ADRIC & ADRIA dues increase

The ED and Stan Galbraith summarized the content set out in the e-mails between ADRIA and ADRIC respecting membership dues for 2016. The Board members agreed that an increase to

$295 can likely be absorbed by the membership. The ED advised, in this regard, that this would put ADRIA on par with Ontario and slightly less than Quebec.

Wendy Hassen inquired as to the strategy for communication of this increase to the membership. The ED advised that a simple notice to membership in this regard would be made in the newsletter.

BOARD MOTION:

It is moved by Barrie Marshall, and seconded by Dolores Herman, to approve the increase of ADRIA membership dues to $295 for 2016. Approved unanimously.

4.2 ALRI Letter

The ED advised the Board that the draft letter included in the agenda materials accurately captured the content of the previous discussions with the Board members regarding the appropriate feedback from ADRAI to the ALRI respecting its Discussion Paper on proposed law reforms to non-profit corporations in Alberta. Stan Galbraith stated that it was important for ADRIA, in terms of its profile and credibility, to provide such input.

BOARD MOTION:

It is moved by Joanne Munro, and seconded by Wendy Hassen, that the endorsement of ADRIA be sent to the ALRI in the form of a letter along the lines of the draft letter provided with the agenda materials. Approved unanimously.

4.3 2016 Success Indicators

The ED commented that the "Finalized 2016 Success Indicators" provided with the agenda materials reflect what are now, in his view, the success indicators reviewed and approved by the Board at the last meeting.

Wendy Hassen commented, respecting item 4, that the organizations listed in bullet point 2 as "2016 Targets" was a rather long, and perhaps overly ambitions, target list. The ED responded that the organizations were prioritized from left to right on the list and that it would focus its limited resources accordingly.

Wendy Hassen also expressed the need, regarding the first bulleted item respecting success indicator #6, that ADRIA's objective was not simply to obtain representation on "more" ADRIC committees but that its efforts be targeted in this regard. The other Board members agreed that the success indicator should better express that the object is for greater strategic and targeted participation with ADRIC on ADR initiatives.

BOARD MOTION:

It is moved by Wendy Hassen, and seconded by Barrie Marshall, to approve the 2016 Success Indicators as amended. Approved unanimously.

4.4 Board ADRIC Committee Volunteers

Stan Galbraith reminded the Board of the issue having been raised by Michelle Simpson at the last meeting as to the discussion she had had with Jim Musgrave, the chair of the Roster Committee, regarding the role of the ADRIA representative on ADRIC committees. Stan Galbraith advised that, immediately following the last ADRIA Board meeting, he met with ADRIC president, Scott Siemens, and raised this issue with him at that time. The ADRIC President advised that ADRIC would likely be looking to its committees to come up with terms of reference for the committees.

Wendy Hassen stated that it appears to be ADRIC's view that any representative appointed to an ADRIC committee is the representative of the national organization rather than the region. She stated that this is not necessarily a problem as long as the underpinnings to ADRIC and its committees include awareness of, and consultation with, the needs of the regions.

Michelle Simpson stated that there can be no duty of confidentiality, i.e. nothing preventing disclosure of the discussions within the committees to the regional affiliates. Ms. Simpson further advised that Mr. Musgrave had told her that, since the Roster Committee was a subcommittee of the Membership Committee, there are no terms of reference for the subcommittee.

Stan Galbraith indicated that ADRIA should be prepared to share whatever terms of reference it hast regarding its committees for consideration by ADRIC for use by its committees.

The ED stated that there should not be twelve committees with twelve separate terms of reference but that one base form of terms of reference could be used with revisions being made, as necessary for each committee.

ACTION ITEM:

Stan Galbraith and the ED to collaborate on a submission to ADRIC, either prior to or immediately after the Christmas break, regarding the need for universal terms of reference for ADRIC committees addressing the confidentiality issue as well as the need for the committees to be aware of, and consult with, the regional affiliates.

4.5 New logo and timeline approval

In this regard, the ED reminded the Board that ADRIC is intending to move forward with its new logo and colour scheme. He further advised that he had expressed to ADRIC that ADRIA wished to have some autonomy in its use of the logo and related wording.

Stan Galbraith advised that ADRIC had advised ADRIA that ADRIA would not be required to use ADRIC's logo and wording exactly as presented by ADRIC.

The ED advised that ADRIC has also relented on the use of the word "affiliate" should that pose a problem for ADRIA.

There was some discussion amongst the Board members with respect to what, if any, trademark had been obtained by ADRIC with respect to the logo and wording.

The ED suggested that ADRIA wait for a final version on proposed usage of the logo from ADRIC.

Stan Galbraith expressed what appeared to be the consensus of the Board members that the issue was not necessarily a "hill to die on" but that ADRIA will agree to endorse the logo but wishes some autonomy in how it is used and the related wording.

DISCUSSIONS ENDED AT 7:59 p.m.