Meeting Notes - MOU TASK FORCE WORKSHOP

Friday October 14, 2016

PARTICIPANTS:

Andy Butt – ADRIC\ADRAtlantic X Anne Wallace -ADRSK-ADRIC✓ Bill Hartnett – ADRIC Corp. ✓ Dolores Herman – ADRIA ✓ Eric Stutzman – ADRIM X Elton Simoes BCAMI ✓ Scott Siemens- ADRIC\ADRSask	Thierry Beriault – ADRIC\IMAQ✓ Wendy Scott – ADRAtlantic ✓ *ED's \Resource* Janet McKay (ADRIC) ✓ Paul Conway (ADRIA) ✓ Susette Clunis (ADRIO)X	*MOU Task Force Members:* Kathryn Munn (ADRIO\ Co-Chair) ✓ Mary Comeau (ADRIC -Corporate) ✓ Pierre Grenier (IMAQ) ✓☏ Ron Pizzo (ADR Atlantic) X Wendy Hassen (ADRIA\ADRIC Co-Chair) ✓

SESSION OBJECTIVES:

- Update ADRIC\Affiliate leaders on Task Force work to date and obtain ongoing support
- **Input\areas of consensus about what a Federation of Peers** may look like and desired **Roles and Responsibilities** of each organization\group that is part of the "Federation "

1. **Background and UPDATE on MOU TASK FORCE WORK DO DATE**

   Kathryn and Wendy outlined the history of ADRIC and the Regions, the approach of the Task force to its work and draft content out for consultation

   Please see: - Slide Presentation distributed to participants by e-mail October 15th
   - **Appendix A below:** Input received to date on draft MOU draft Background\Purpose\ Principles

2. **Group Discussion: WHAT WOULD A FEDERATION OF PEERS LOOK LIKE?**

   A reference helpful to the Task Force's Work is A Framework for Success for Non-profit Federations – Revised - Linda Mollenhauer at **http://theonn.ca/wp-content/uploads/2012/05/Federations-Framework-for-Success-for-Nonprofit-Federations-November-2009.pdf**

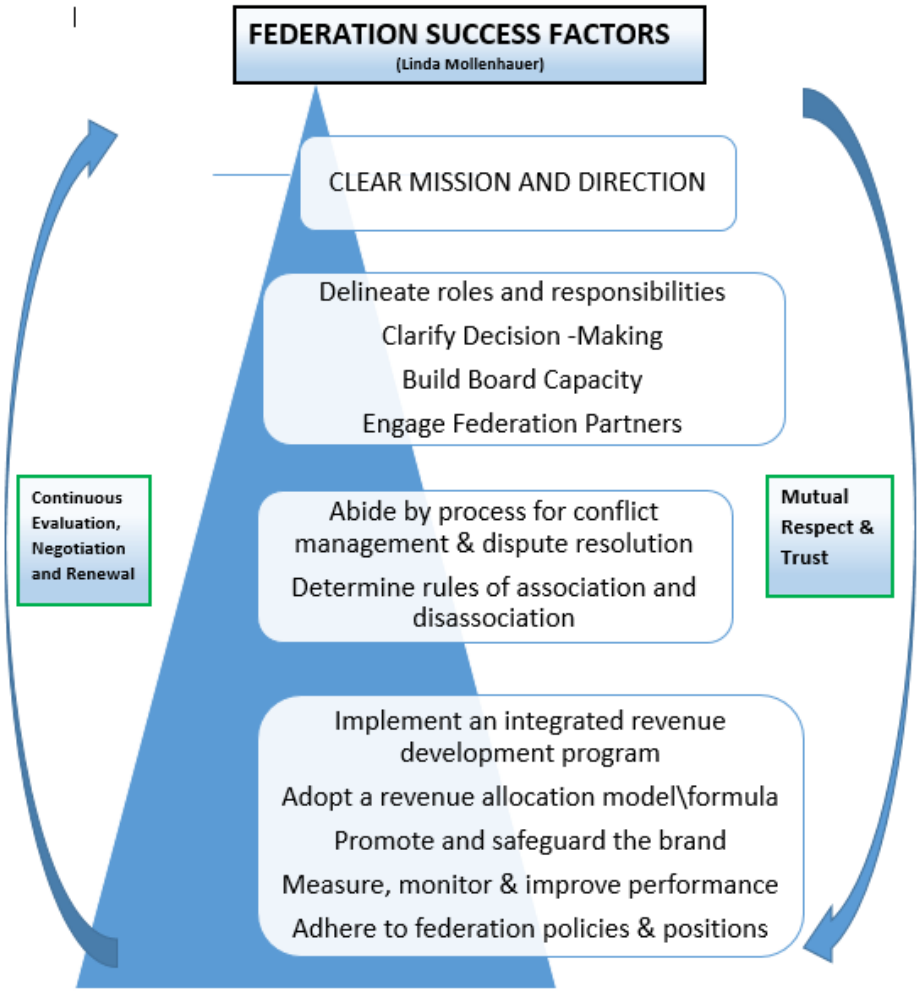
   The group discussed the definition of a "Federation" in the Paper

   A *network or partnership that serves a public good and includes a national or provincial organization, affiliate branches and/or some form of local and/or regional bodies that* ***share a mission, brand and program model and have some legal independence from one another*****.**

   Comments:
   - ***Legal "and Financial "Independence (Add financial)***
     - *Control of own organization's budget*
     - *$$$ to National is an Affiliate expense*

- *Operational independence within a framework*
- ***Is there "Interdependence"***
  - *Network and Partnership*
- ***Is the Title "Affiliate" or "Region"?***
  - *Prefer the term "Partner"*
  - *"some" Legal independence per the Linda* Mollenhauer *definition*
- ***Degree of Centralization?***
- ***This Paper may not apply to more corporate organizational frameworks***

The following "Success Factors" were identified in the Paper for not for profit Federations:



Small Group Discussion

3 small groups were formed who visited each of the questions below to share ideas – participants were invited to ✓ ideas of other groups they liked. Areas of possible consensus were noted by ✪ by last group visiting the question

The following are the flip chart notes recording ideas shared and a summary of any themes\consensus:

1. ***WHAT SHOULD BE THE RELATIONSHIP BETWEEN AFFILIATES\REGIONS?***
    - *How would they be a "Federation of Peers"?*

Group Discussion:

- Partners with similar goals ✓✓
    - Discuss goals and differences
- Collaborate where it is a "Mutual Member" benefit ✓✓✓
- Familial – "Siblingness" Sister Organizations ✓
- Independence ✓✓
- Neighbours – own house in the community – areas for the common good where we collaborate XX
- How to involve ALL Affiliates?
- Formally Describe the Relationship
- Geographic – shared members – especially if located near
- How compensate – so not just next door neighbours
- How we build the whole block not just next door neighbours
- Having Best Practices initiatives, already done elsewhere ✓✓✓✓✓
- Consistency – some core
- ✪**Consistency that members can expect when they change regions** ✓✓✓
- ✪ **A NETWORK** – not neighbours \communities✓✓
- ✪ Business Partners, including
    - What conditions
    - Exit plan
    - Network
    - Franchise model (national controls everything ⇔ internet model – minimize national control

(If ADRIC is the Federation – then this is what is between affiliates

Affiliates Share INFORMATION – not because they "have to" but to find synergies

- *ADRIC's role is to support and encourage this*

<u>Summary</u>

The generally accepted idea in this section was to have independent regional organizations which collaborate for "mutual member" benefit. The majority preferred the metaphor of community rather than neighbours, as a way to include all other affiliates not just those who are geographically close. There was much support for the idea of a network in which best practices, initiatives, & what has been

done elsewhere are shared between affiliates. Also there was support for the idea of consistency between affiliates so members who change regions know what they can expect.

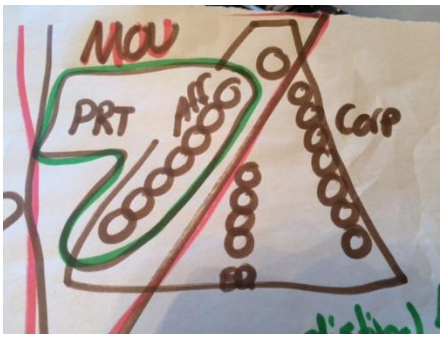
The exact nature of the inter-affiliate relationship needs to be defined. One idea was to consider the analogy of business partners who have an agreement which includes conditions, exit plan, what the network will do. There was discussion about how much the national organization should control what the regions do –on a scale ranging from a franchise model where the national organization exerts a high degree of control to a model where regional organizations are mostly autonomous.

2. WHAT SHOULD BE THE RELATIONSHIP BETWEEN ADRIC AND AFFILIATES\REGIONS?

- How might ADRIC be part of the Federation? Should ADRIC be "First" among peers? Is ADRIC the framework through which the Affiliates and Corporate members collaborate?

GROUP DISCUSSION:

- ***Why Does ADRIC need to be part of the Federation?*** ✓
- ***ADRIC IS the Federation?***
  - ***Never first amongst Peers***
    - *Distinct for Arbitration – a unique role – not the same*
    - *National\Inter consequence – corporate*
  - *Original Corporate and Regional model set the stage for current questions*



- The brown triangle and the small circles represent seats on the full ADRIC Board of Directors (7 Affiliate, 7 Corporate + 4 Ad-hoc)
- The red and green subsets represent the MOU and the PRT (which draws attention to the question of how does corporate fit into the MOU?)

- Questions: Network? Framework? Umbrella? Federation?
  - Question of Independence – INTER dependence
  - National Practice Standards

✪ **ESSENTIAL TO DEFINE exclusive and shared responsibilities of ADRIC - Regions - Corporate Members & HOW (they are implemented?)**

  - WHOSE Members?
  - Coordinate and AVOID duplication of effort
  - Feedback Mechanisms

SEMANTICS Are Important

- ADIRC will have unique roles and responsibilities (Distinct role with Arbitration, Federation\Umbrella Role; National\Corporate) ✪ CONVENOR

Summary

With 1 exception, the expression" First amongst Equals" was not popular on the surface. The underlying concept, however, was more acceptable to all, with participants expressing a belief that some issues should be exclusively left to ADRIC to lead OR be a convener of any required consultations (possibilities were: leading the national collaborative agenda, defining ADR, representing the interests of corporate ADR, inter-provincial rosters. Some supported ADRIC taking a lead role for International engagement – however at least 1 region indicated the importance of remaining unfettered in being able to operate internationally.

While there was no clear consensus it seemed that Umbrella and **Federation** were viewed more favourably than **Network** or **Framework** (which were considered weaker).

HOW DO CORPORATE MEMBERS FIT IN?

- *What is the relationship between Corporate Members and Affiliates?*
- *Is ADRIC responsible for representing Corporate Interests? If not, how are they represented?*

Notes from Group Discussions:

- Not all Affiliates Have Corporate Members
- Not understood by Affiliates
- Membership versus Board representation
- Corporate members are essential (?) – market perspective, strategy, both membership & Board ✓
- Corporate Members should be National ✓
- Conflicting values – corporate members versus individuals. Corporate to build business and individuals for passion (ADR?) *Note: not all support this last comment)*
- Currently, no corporate members and affiliates – not consistent to moving forward

Summary:

General consensus to move forward with corporate members at the national level., both as members and on the board. Those corporate members would be served by the various affiliates.

3. WRAP UP AND NEXT STEPS:

- Meeting notes will be distributed to Participants
- Task Force needs commitment of all Boards to provide timely input
- Next Task Force meeting set for October 27th

Appendix A: MOU Task Force Draft Memorandum of Understanding: Background, Purpose and Objectives – V6: May 3, 2016

(The following was circulated to ADRIC and Affiliates for comment in May 2016)

DRAFT BACKGROUND: *(NO Suggested changes*)
While ADRIC and the seven (7) ADR Regions are separate organizations, they have a joint, collaborative history and are structurally tied together. In 1974, the Arbitrator's Institute of Canada Inc. (AIC) based in Ontario was formed. Its goal was to act as a national center of information, education and research on arbitration and mediation. Separate Regional organizations (whose members were also Mediators and Arbitrators) soon started forming: Quebec (1977), BC (1980) and Alberta (1982). Discussions between national and regional leaders led to creation of the Arbitration and Mediation Institute (AMIC) in 1984. The new AMIC Board consisted of one (1) representative from each region. Regions agreed to collect a fee from their members to fund the national organization. As part of this, AMIC Ontario was created to function as a separate organization (Ontario was previously served by AIC). Additional Regional organizations developed in Saskatchewan (1987), Manitoba (1989) and Nova Scotia, which became the Atlantic region (? ???). In 1996, the first Memorandums between AMIC and each region were signed, to "clarify their relationship and provide consistent integration". In 1994, a separate organization of Canadian corporations and law firms had come together to promote creative resolution of business disputes (the use of ADR). Leaders of AMIC and Canadian Foundation for Dispute Resolution (CFDR) agreed to consolidate the two (2) organizations, which became the ADR Institute of Canada in August 2000. The goal of this union was to provide a forum to integrate ADR professionals with ADR users, combine resources to increase the profile and ability to promote ADR across the country and to provide greater ability to represent its members as the professional organization for ADR practitioners in Canada.

DRAFT PURPOSE:	**Input to Date (Sept 28, 2016)**
This Memorandum of Understanding sets out the relationships among: • ADR Atlantic Institute (ADRAI); • ADR Institute of Alberta (ADRIA); • ADR Institute of British Columbia (ADRIBC); [new name pending] • ADR Institute of Canada Inc. (ADRIC); • ADR Institute of Manitoba (ADRIM); • ADR Institute of Ontario (ADRIO); • ADR Institute of Saskatchewan Inc. (ADRSK); • Institut de médiation et d'arbitrage du Québec (IMAQ). We are a national federation of peers. We share the following objectives: • Increase the understanding and use of ADR by the public, business, academia and government; • Ensure excellence and quality in the practice of ADR, including expansion of the recognition and use of ADR professional designations; • Provide excellent services to our members.	**ADR ATLANTIC:** No objections to the work so far. The Board has taken no issue with the drafts created so far and feels positive about the progress – they recognize the massive work that will be expended to make this work. The delay is not a surprise and does not create any concern either. All of the discussion was positive (for example the core membership categories are considered a positive step). **ADRIM:** Oughtn't we to form the ambition to be THE Canada based NGO voice for ADR internationally? **We believe** that ADR Practices build a better and healthier province. **Our purpose**: We exist to transform dispute resolution culture in Manitoba by... • Promoting ADR • Sharing knowledge • Providing training • Credentialing • Being "the hub" for ADR in Manitoba or connecting the ADR Community to each other and their clients in Manitoba. **ADRSASK:** Under the heading of "Purpose", the statement is made that we are a "Federation of Peers". ADRSK endorses this ideal and wishes to add further context that ADRIC be recognised as "First Among Equals". Though many references throughout the documents recognise the national / international / inter-affiliate role of ADRIC, we felt it would be important to formally state the generic primacy of the National umbrella entity under whose banner all affiliates operate, thrive, and benefit from.

DRAFT PURPOSE:	**Input to Date (Sept 28, 2016)**
	Strong affirmation for the work thus far, continued desire for ongoing consultation, and recognition this work is best done slowly with unanimity and resolve **ADRIA:** THE ADRIA BOARD explored how to explain the relationship with Affiliates-ADRIC and Corporate Members– here are some concepts • Scope: Together, the Affiliates and ADRIC are a national and international organization, with ADRIC playing the leading role in the advancement of corporate ADR interests. While each Affiliate oversees its own geographic territory, ADRIC oversees matters of National or International interest to the Affiliates. • The Affiliates (collectively) are a national federation of peers operating collaboratively within the ADRIC umbrella (*OR operating collaboratively as an integral part of ADRIC?)* The Affiliates collaborate and influence the governance of ADRIC through their representatives to the ADRIC Board of Directors and the Presidents' Round Table (PRT), in addition to the many standing or ad-hoc committees that report to ADRIC and/or the PRT. To Sum up: • Are the AFFILIATES (not including ADRIC) a federation of peers? And ADRIC is the Framework through which the Affiliates collaborate? • Is ADRIC the framework through which the Affiliates and Corporate members collaborate? • Is ADRIC responsible for representing Corporate Interests? • ADRIC would take the lead in National and International initiatives

DRAFT GUIDING PRINCIPLES:	**Input to Date (Sept 28, 2016)**
National Scope: We are a national organization. We focus on achieving our objectives across Canada.	**ADRIA:** **Change***: We are a national organization. We focus on achieving our objectives across Canada* ***TO:*** ***We work together within a national framework to achieve our objectives across Canada****.* *(Rationale: Current wording does not accurately reflect the scope and structure of ADRIC and Affiliates)*
Diversity: We value our diversity. We recognize our uniqueness, including variations in nature, size, finances and other resources, geography, business focus, language and kinds of members represented. We respect our differences and our autonomy within our federation.	
Collaboration: Collaboration is our strength. We look for creative ways to collaborate to achieve our objectives. We leverage our strengths, rather than duplicating our efforts. We avoid actual or perceived competition with one another. We provide consistent, unified and complementary messages to our members, their clients and the public.	
Transparency: We communicate openly and honestly. We share information willingly. We consult one another on matters of mutual interest and where our decisions may affect each other.	
Mutual Accountability: We are clear about our distinct roles and responsibilities. We create sound and effective structures (including this Memorandum of Understanding) and processes to frame and build our relationships. We support each other. We honour our commitments to each other. We use ADR practices in resolving issues among ourselves.	
Other:	**ADRIA:** Add a new principle **"RESPECT"**