Annual General Meeting Minutes
Friday, May 8, 2015  8:30 a.m.
Swift Current Room
Doubletree by Hilton Hotel & Conference Centre
Regina, Saskatchewan

Attendees: (45) Jennifer Baetz, Jeff Barber, Susan Baer, Melissa Bennett, Chasity Berast, Sean Brooks, Barbara Bulat, Jessica Cammer, Caitlin Carter, Eleanor Crumblehulme, Brad Doerksen, Carla Flengeris, Lise Fortier, Donna Hartley, Kim Hebig, Kimberley Hintz, James Hope Howard, Alison Jantz, Alex Juorio, Kim Kovacs, Scott Kovatch, Gail Lasiuk, Nancy MacKenzie, Joan MacLean, Audrey Mark, Deborah McConkey, Helen McCutcheon, Patricia Meddins, Colleen Murphy, Tony Murphy, Judy Nicholson, James Nobel, Kate-Lee Nolin, Gillian Nowlan, Leslie Polsom, James Richards, Stephanie Sanger, Gwen Schmidt, Michael Shires, Theresa Slind, Sean Stares, Kam Teo, Robert Thomas, Heather Walker, Nancy Young

1. Call to Order:  8:34 am - President Gwen Schmidt

2. Announcement of Parliamentarian: Colleen Murphy

3. MOTION to Approve Agenda
   MOVED: Audrey Mark           SECONDED: Gillian Nowlan                   CARRIED

4. MOTION to Approve the Minutes of 2014 SLA AGM – May 2, 2014
   MOVED: Audrey Mark          SECONDED: James Hope Howard         CARRIED

5. Business Arising from the Minutes:
   i. The Board was directed to “Develop policy and procedures that will provide guidance to Networks” (from 2014 AGM Minutes, 11.2.2)
      These policies and procedures are just being finalized.
   ii. The Board was directed to review 6.2 of the Bylaws, re: “to consider what would happen should an executive position remain vacant” (from 2013 AGM Minutes, 11.1, Motion #2)
      The Board discussed this, and decided the situation could be covered by the existing bylaws (e.g. 13.11).

6. MOTION to Approve Executive Reports (in Annual Report)
   i. President – Gwen Schmidt
   ii. Vice President, Membership & Publications – Michael Shires
   iii. Vice President, Advocacy & Development – Gillian Nowlan
   iv. Treasurer – Deborah McConkey
   MOVED: Robert Thomas        SECONDED: Deborah McConkey        CARRIED
   
   This audit of the Saskatchewan Library Association covers the period between February 1st, 2014- January 31st, 2015 and was completed on behalf of our membership by Mintz and Wallace Chartered Professional Accountants. Mintz and Wallace believes that the audit evidence that they obtained is sufficient and appropriate to provide a basis for their qualified audit opinion. The Administrative Center of SaskSport who handles all of SLA’s accounting was provided with a complete audit package and was complete. Once again Mintz and Wallace completed the audit in a timely fashion and were easy to work with and communicated well with both our regular accounting team at SaskSport and our own Saskatchewan Library office staff. As a result, the Board decided to have Mintz and Wallace complete the 2015-16 audit too. Salina Barry, our accountant at SaskSport has recommended various other accounting firms to complete the 2016-17 audit and Board will proceed with a process to select a new auditor in the fall.

   Looking at the top of page 4 of the audit, one will see that there is considerably more in the operating account for 2015 than there was in 2014 (163,914 more). This amount was in investments with Investors Group but gaining little interest, so this money was reinvested into higher interest GIC’s at the beginning of February this year (page 10).

   The SLA Bursary fund has now been changed to the Maureen Woods Education Bursary fund on our financial statements. The SLA Conference Grant is now the SLA Continuing Education Grant Fund to incorporate continuing education opportunities outside of conference for SLA members to go to and/ or develop a continuing education opportunity for their fellow members to benefit from. Each year, $3500 from SLA’s Operating fund will be deposited into this fund to keep it a viable fund.

   Restricted funds from SLA’s Net Assets on Page 4 of the audit can be seen broken down into 4 components on Schedule 7 (page 14): Mary Donaldson Trust, Francis Morrison Trust, Maureen Woods Education Bursary and the Continuing Education Grant Fund (formerly SLA Conference Grant).

   MOVED: Deborah McConkey  SECONDED: Scott Kovatch  CARRIED

   i. **MOTION to Approve Auditor for 2015-2016: MWC Chartered Professional Accountants LLP (formerly Mintz & Wallace Accountants LLP)**

   Discussion: Plan was to look for new auditor as recommended at a previous AGM by the membership. Will be reviewed next year.

   MOVED: Deborah McConkey  SECONDED: Audrey Mark  CARRIED

8. **MOTION to Approve Member-at-Large Reports as presented in Annual Report**
   
   i. Eleanor Crumblehulme
   ii. Brad Doerksen
   iii. Kimberley Hintz
   iv. Tony Murphy

   MOVED: Deborah McConkey  SECONDED: Robert Thomas  CARRIED

9. **MOTION to Approve Other Reports as presented in Annual Report:**
   
   i. SLA Executive Director’s Report – Judy Nicholson
   ii. 2014 Conference Chair – Robert Thomas
   iii. Creative Collaboration Network – Colleen Murphy
   iv. SLA Rep. to Multitype Library Board – Michael Shires
v. Saskatchewan Book Awards – Daniel Parr
vi. SLA Rep. to SK Polytechnic Library and Information Technology Advisory Committee – Barbara Nelke
vii. SLA Rep. to Saskatchewan Young Readers’ Choice Awards Inc. (Willow Awards) Board – Cassandra Mireau
viii. SLA Rep. to University of Regina Senate – Cara Bradley
ix. SLA Staff - Program Coordinator Report – Anne Pennylegion

The Creative Collaborations Network Report was removed from this motion as it did not get included in the print Annual Report.

MOVED: Audrey Mark SECONDED: Theressa Slind CARRIED

9.a. Creative Collaborations Network – Colleen Murphy

Colleen Murphy provided this report verbally.

Colleen spoke of the history of the Creative Collaborations Network (CCN); talked about partnership at CLA and wanted to continue conversations regarding ideas and projects. Met later in December in Saskatoon with representatives from SaskPolytech, RPL, MLB etc. to move forward. Decided to adopt CLA structure of network. In 2014, at SLA AGM, CCN was approved as a network in bylaws. This year, terms of reference were approved by the board. Basecamp was provided as communication tool. Invitations were sent out and everyone encouraged to join and attend Saturday lunch session at conference.

MOTION: To approve Creative Collaborations Network report as verbally presented.
MOVED: Colleen Murphy SECONDED: Robert Thomas CARRIED

10. Nominating Committee – Eleanor Crumblehulme

Introduction of New Board Members:
Vice President of Advocacy and Development - Nancy MacKenzie (RPL)
Treasurer – Sean Brooks (Wheatland)
Members at Large – Alison Jantz (Saskatoon Theological Union) and James Hope Howard (PNLS)

i. MOTION to destroy the ballots from the March 2015 elections
MOVED: Eleanor Crumblehulme SECONDED: Audrey Mark CARRIED

11. New Business

i. Proposed Bylaw Change
Gwen presented background. Focus on Continuing Education, which is important. Moved the responsibility for Continuing Education out of programming to form its own committee. One of duties of Vice President for Advocacy and Development was removed.

MOTION #1: To Amend the Bylaws to Incorporate the Continuing Education Committee and Change Board Member Commitments as outlined below.
Note: Proposed changes to the Articles of Continuance and Bylaws (May 2014) are indicated in BOLD RED below.)

10.3 Council Appointments to Committees
The following persons are chairs and members of the following committees:
a) The President is the Chair of the Personnel Committee, and a member of the Finance Committee, the Continuing Education Committee, and the Conference Committee.
b) The Vice-President of Advocacy and Development is the Chair of the Advocacy Committee, and a member of the Personnel Committee and the Programming Committee, and the Fundraising Committee.
c) The Vice-President of Membership and Publications is Chair of the Membership Committee, and a member of the Finance Committee and the Publications Committee.
d) The Treasurer is Chair of the Finance Committee, and a member of the Fundraising Committee and the Personnel Committee.
e) Each Member-at-Large on the Board is required to participate on two committees. Committee participation will be assigned as necessary and with consideration to personal interest.

MOVED: Eleanor Crumblehulme SECONDED: Kim Hebig CARRIED

ii. Future of the Mary Donaldson Trust (see attached report)

Gillian Nowlan took chair so Gwen could enter discussion.

Trust established in 1966 to honor Mary Donaldson. SLA established Mary Donaldson Memorial Lecture series in 1967. (In 2017, it will be 75th anniversary of SLA, and 50th anniversary of the MD Lecture.) MD Award of Merit established in 1977 to provide a bursary to a full or part time Sask student who attends a library technician program at SIAST (now known as Saskatchewan Polytechnic.) MD Trust had 3 main duties:
1) To plan and co-ordinate MD Lecture 2) To bestow MD Award 3) To print MD lecture.
The MD Trust finances are completely separate from SLA. Changes and turmoil in years 2010-2014 resulted in MD Trust committee not meeting since 2010. SLA managed to plan the lecture through the conference committee and bestow award through the board and the fund-raising committee. Even though we are rebuilding and in a stable position, funds in MD are diminishing. Current balance is approx. $12,000. Do we resurrect it status quo or do we change it? The handbook will need to be revised no matter which direction is decided. Some research has been done, the legal deed has been recovered which established the trust. Legal and accounting advice has been obtained regarding the options. Issues have been discussed. Three scenarios:
1) Status quo-leave as separate financial entity. Go forward with committee, who organizes lecture, awards and raises money to solve financial problem.
2) Wrap up trust and assign functions we value to other existing SLA committees and board of directors. Continue to do lecture and award as SLA has been doing for the last few years.
3) Wrap up trust and stop doing lecture and award.

MOTION: To adopt scenario # 2

MOVED: Jeff Barber SECONDED: Audrey Mark

Discussion: Will it diminish status of lecture? Gail Lasiuk supports Scenario 2. Put Suggested that one of the First Time conference attendee grants be prioritized for LIT student; not accepted as this amendment was not related to motion. Audrey Mark supports Scenario 2, and suggested that if the First Time Conference Grant be prioritized for LIT students, then the scope should be expanded to include other LIT diploma programs besides the SK Polytechnic program (e.g. online LIT programs.) Kim Hebig supports Scenario 2; can board handle work? Gwen spoke that new committee structure has been handling it for 2 years; fundraising will be a challenge but more flexible if not completely separate. Jeff Barber – what is follow-up? More details to membership on how to move forward will be provided by board. Comments from Gail and Audrey will be taken into consideration.

Susan Baer – Will board look at and review terms of reference for lecture and speakers? Handbook will be re-written for succession planning. Alex Juorio – look for advice from descendants of Mary Donaldson for fundraising?

CARRIED
12. Resolutions
No resolutions submitted.

13. Other Business

14. Announcements
   i. Introduction of 2016 Conference Executive Committee
      Susan Baer & Barbara Bulat – Conference Co-chairs
      Michael Shires – SLA Liaison
      Judy Nicholson – Executive Committee
      Robert Thomas & Wendy Sinclair – Program Co-chairs
      Vision for 2016 is a multi-conference as it is MLB 20th anniversary - getting together with other organizations and having a bigger conference that celebrates this collaboration.

15. Call for Conference Location for 2017 (SLA 75th Anniversary)
   La Ronge (volunteered by Audrey Mark) and Weyburn (volunteered by James Richards) volunteered as hosts.

16. Thank you to Outgoing Board Members
   Card and engraved rosewood pens presented to; Gillian Nowlan, Deborah McConkey, Kimberley Hintz and Tony Murphy (took over from Tara Wong who moved to Ontario.)

17. Courtesy Resolutions (from the floor)
   Jeff Barber – thanks to SLA board and staff
   Leslie Polsom – thanks for well-written Newsletter and News Flashes
   Gwen Schmidt - Thanks to staff Judy, Anne and Gloria for hard work

17.a. Call to review motion re: Mary Donaldson Trust
   SLA does not have authority to wrap up the MD Trust; can only recommend scenario 2 to the Trust Board to make that happen.
   MOTION: To rescind original motion made by Jeff Barber to adopt scenario 2 regarding Mary Donaldson Trust (11. ii)
   MOVED: Jeff Barber            SECONDED: Audrey Mark
   Discussion: Who are legal trustees? Jeff Barber suggests that it would have to be whoever was on the last entries for corporate filing. Flo Frank (SaskCulture consultant) advises that dissolving a non-profit entity has an entire legal process assigned to it. One organization cannot dissolve another one and it is in SLA’s best interests to follow strict process.
   CARRIED

   MOTION: To recommend that the Mary Donaldson Trust directors wrap up the trust and assign the functions we value to existing SLA committees and board of directors.
   MOTION: Jeff Barber            SECONDED: Audrey Mark
   Discussion: Is there any advantage to keeping the second charitable status? Audrey Mark states that one charitable number will be easier for fundraising efforts. Jeff Barber suggests administration of 2 charitable numbers not necessary, in particular reiterating scrutiny mentioned previously.
   CARRIED

18. Motion to Adjourn 9:32 am    Alex Juorio