



Board of Directors Meeting

Monday February 11, 2019, 2:00-3:30pm ET

Draft: Monday, February 11, 2019

Accepted: Monday, March 11, 2019

Attendees

[@Denise S](#), [@Gavan W](#), [@Jeanette M](#), [@Brett M](#), [@Brandon S](#), [@Tim H](#), [@Dianne B](#)

Regrets

[@Laura K](#), [@Aline G](#), [@Erika Kustra k](#), [@Bob S](#), [@Christine G](#), [@Valerie L](#),

Reference Material

- January 2019 minutes: [Link](#)
 - EDC Annual Report 2018-19: [Link](#)
 - Partnerships Report: [Link](#)
 - “Emerging issue with President-elect model” discussion: [Link](#)
 - Policy 9 Draft: [Link](#)
 - STLHE Grant Program for TLNs and SIGs: [Link](#)
 - “STLHE ListServ and Commercial Messages” discussion: [Link](#)
 - Green Guides Sales Report: [Link](#)
 - Green Guides MOU: [Link](#)
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Notes

- The EDC annual report (link above) is provided for your information as a follow-up to the last EDC report to the board of directors; there will be no agenda item associated with the report.

Agenda

1. Call to order and welcome

Leader: D. Stockley

- Quorum (6) was not met at 2:00pm ET
- Discussion took place
- Agenda items were prioritized; agenda items were identified to be brought forward to the March 2019 board meeting.
- Quorum was reached and meeting called to order at 2:40pm ET

2. Approval of the agenda

Time: 1 min

Purpose: make a decision

Leader: D. Stockley

Preparation: Review agenda

- Amended agenda approved by consensus

3. Approval of minutes of January 2019

Time: 5 minutes

Purpose: make a decision

Leader: D. Stockley

Preparation: Review January 2019 minutes

- Approved by consensus

4. Chair's report

Time: 5 minutes

Purpose: share information

Leader: D. Stockley

Preparation: none.

5. Report: Awards portfolio

Time: 15 minutes

Purpose:-

Leader:- [@Valerie L-](#)

Preparation:-

6. Report: Partnerships portfolio

Time: 15 minutes

Purpose: Share information

Leader:- [@Jeanette M-](#)

Preparation: Review Partnerships report

7. 2019 nominations committee

Time: 10 minutes

Purpose: Make a decision

Leader: [@Denise S](#)

Preparation: Review slate of 2019 committee members, below

The following STLHE members (in good standing) have put their names forward to stand as the 2019 nomination committee:

- Mandy Frake-Mistak (York University)
- Andrea Webb (UBC)
- Tim Loblaw (Bow Valley College)

MOTION (Moved by D. Stockley, Seconded by B. Sabourin): I move that the Board accept the 2019 STLHE nominations committee.

Yes: 6 No: 0 Abstain: 0

8. Does STLHE move towards a Past-President model?

Time: 20 minutes

Purpose: Share information, make a decision

Leader: [@Gavan W](#)

Preparation: Review “Emerging issue with President-elect model” discussion on Basecamp.

Gavan brought the following to the Board's attention for review.

In our current board model:

- any board member can sit for up to two terms; and
- a term is three-years long.

We have a President-elect position that does not follow this model. Rather:

- it is a one year term; and
- the President-elect becomes the President at the end of that term (unless the Board determines otherwise).

Currently, the President-elect also:

- Is a voting member of the Board.

The executive have identified issues with this model. Namely, there is no clarity around the election of a President-elect during the first term of a President.

Currently with this structure, if a first-term President did not want to seek a second term, then there would need to be an election for a President-elect in the year prior to the end of their term to ensure the one-year overlap.

This means that any first-term President needs to identify halfway (around 19 months into

their 36 month term—halfway for all purposes) through their first mandate if they are going to seek a second term.

There are other issues identified with the President-elect model (e.g what happens if a President seeks a second term and is unsuccessful—what becomes of the President-elect model then?).

In this proposal, a Past-President would:

- be a role automatically assumed by a President at the end of their elected term;
- be a non-voting (*ex officio*) member of the board; and
- have a maximum 1-year term length.

Item open for discussion:

- Brett asks if the Past-President would attend a face-to-face meeting the June before the end of their term as Past-President (i.e. 11 months after the end of their term).
- Decision was yes, the Past-President could attend that meeting as it is still within their one-year term.
- There was discussion amongst the board members that the Past-President could decide not to attend this face-to-face board meeting, but that would be at their discretion.

MOTION (Moved by G. Watson, Seconded by B. McCollum): I move, subject to:

- 1) approval by the general membership at the next annual general meeting and
- 2) review of the updated By-law 1, Article 7.3 by STLHE legal counsel,

that the position of President-elect is replaced with a Past-President, a role that:

- is automatically assumed by a President at the end of their elected term;
- is a non-voting (*ex officio*) member of the board; and
- has a maximum 1-year term length.

Yes: 5 No: 0 Abstain: 1

9. Policy 9

Time: 10 minutes

Purpose: Make a decision

Leader: [@Jeanette M](#)

Preparation: Review draft Policy 9

MOTION (Moved by J. McDonald, Seconded by G. Watson): I move that the Board accept updates to Policy 9 with any changes noted.

Yes: 6 No: 0 Abstain: 0

10. STLHE Grant Program - TLNs and SIGs

Time: 10 minutes

Purpose: Make a decision

Leader: [@Jeanette M](#)

Preparation: Review STLHE Grant Program for TLNs and SIGs document

MOTION (Moved by J. McDonald, Seconded by G. Watson): I move that the Board accept the STLHE Grant Program for TLNs and SIGs with any changes noted.

Yes: 6 No: 0 Abstain: 0

11. STLHE ListServ—commercial messages wording

Time: 5 minutes

Purpose: Make a decision

Leader: [@Gavan W](#)

Preparation: Review “STLHE ListServ and Commercial Messages” discussion on Basecamp.

Proposed wording:

The STLHE ListServ is intended as a forum for postings that keep with the [vision, goals, values and purpose](#) of the Society.

The STLHE ListServ is not the appropriate venue for commercial messages (e.g. posts that promote a for-profit service, product or venture) and messages of this nature should not be posted.

MOTION (Moved by G. Watson, Seconded by B. Sabourin): I move that the proposed language around commercial messages be accepted and is: 1) added to the [STLHE ListServ webpage](#) and 2) posted once to the STLHE ListServ.

Yes: 6 No: 0 Abstain: 0

~~12. Green Guide discussion with Western University~~

~~Time:-~~

~~Purpose: Share information~~

~~Leader:-[@Dianne B](#)~~

~~Preparation: Review Green Guides Sales Report and MOU (linked above)~~

13. Other business

Next board meeting

Monday March 11th, 2:00-3:30pm Eastern

Decisions

Action items

Items for next meeting

- Due to lower board member attendance (meeting quorum, however) the following agenda items will be moved to March meeting:
 - 5. Report: Awards portfolio
 - 6. Report: Partnerships portfolio
 - 12. Green Guide discussion with Western University
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