CFUW Board of Directors Meeting
February 19, 2019
Minutes

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1. Welcome and call to Order

Present:

Grace Hollett
Sandy Thomson
Janet Willwerth
Cheryl Ambrose
Lynne Kent
Kathryn Wilkinson
Dominique Racanelli
Barb DuMoulin
Joy Hurst
Debbie Christiansen-Stowe

Parliamentarian:
Elizabeth Haynes

Guests:
Eleanor Palmer
Lori Ker

Staff: Robin Jackson

2. Approval of Agenda

Motion to approve the agenda.
Moved by: B DuMoulin; seconded by D. Racanelli. Carried.

3. Approval of Minutes

a. January 15, 2019 minutes
Page 2 item 7 typo - change to “has”
Motion to approve the amended minutes
Moved by J Willwerth; seconded by B. DuMoulin

b. January 29, 2019 Special Board meeting minutes
Add in Janet’s second name**.** Change to Care.
Motion to approve the minutes as amended
Moved by: L Kent; seconded by: B DuMoulin. Carried.

4. Decision Items

a. Acceptance of January 2019 Finance Report

Motion to accept the January 2019 finance report
Moved by: D Racanelli on behalf of the Finance Committee. Carried.

b. Articles and Bylaws Report

i. Articles and Bylaws Proposed Amendments

Articles 38, 39 and 53 need to be changed to be in line with the Canada Corporations Act. These changes do not have to go to the membership.

Motion: to approve rewording of Bylaw #38 to "In the event of a vacancy due to a resignation, death or removal from office of a member of the Board other than Regional Vice Presidents, and a quorum of Board members exists, the Board may appoint by ordinary motion a successor to complete her term of office."

Motion: to approve rewording of Bylaw # 39 to "In the event of a vacancy due to resignation, death, removal from office or move in residency from her designated region, a Regional Vice President vacancy will remain until a qualified candidate is elected by the region's members."

Motion: to approve rewording of Bylaw # 53 that will read "In the event of a vacancy due to resignation, death or removal from office or move in residency from her designated region, a Regional Director vacancy will remain until a qualified candidate is elected by the region's members"

Moved by: B DuMoulin; seconded: C Ambrose. Carried.

5. Motion to move in-camera
Moved by: L Kent; seconded by: B DuMoulin. Carried.

At the conclusion of the in-camera the following items were read into the general meeting:
a. The offer from CFUW Ottawa's president, Heather Lewis for CFUW Ottawa to host AGM 2020 was accepted.
b. Nominations were approved for GWI positions: Beverley Rhodes as Assistant GWI Treasurer, and Kathryn Wilkinson as member of the projects Development Committee Member.
c. The Negotiating Team reported on the ongoing progress and issues as we re-negotiate the relationship between CFUW and GWI.
d. Draft documentation was brought to the Board from the Governance Committee for discussion and input

6. Revenue Generation Committee- Update

Dominque Racanelli reported fundraising is designed to contribute funds to four areas: Staff Pensions, the unpaid GWI balance, CFUW Programs, and the 100th Anniversary AGM. Some funds have been realized through the wine bag sales but the IFUW pins need to generate more interest. Board members were asked to forward suggestions as to how they could facilitate this.
CFUW programs and 100th Anniversary sections will see some funds that will be generated through advertising and sponsorship for the AGM.

7. 100th Anniversary Membership Campaign- Update
The Toolkit has been distributed. The next step is promoting the campaign.
Five travelling kits will be available and Clubs may apply to have them sent out for special events so as they move around the country. The Power Point will be seen by the Board prior to distribution.

8. Executive Director and Board Reports
Grace thanked Board members for their reports. She recommended a thorough reading of Robin's report and commended her on the excellence of her professional work on behalf of CFUW.

9. New Business

a. Information for membership from Board meeting
Grace listed news items from the meeting that will be sent to members to update them on the Board meeting in advance of the adopted minutes being posted on the website:

- the names of the two GWI nominations
- the negotiating committee updated the board
- Ottawa was approved as the 2020 venue
- The work of the Governance Committee
- The RGC update
- The financial statement was received

10. Adjournment

Motion to adjourn the meeting at 6:55 pm
Moved by B DuMoulin. Carried.

MOTIONS

01/02/2019 Articles and Bylaws Amendments

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Moved by: B DuMoulin; seconded: C Ambrose. Carried.