

THE PROFESSIONAL INSTITUTE OF THE PUBLIC SERVICE OF CANADA

MINUTES OF THE 105th ANNUAL GENERAL MEETING

November 8-9, 2024

AGM Chair, Paul Cardegna, called the 105th Annual General Meeting to order at 8:30 a.m. and welcomed all delegates and observers (who participated virtually). He introduced Erica Pereira (Parliamentarian), Stéphanie Fréchette (PIPSC VP) and Julie Gagnon (Recording Secretary). Several housekeeping announcements were made.

Elder, Dr. Duke Redbird, addressed the assembly for the indigenous greeting.

There were 697 delegates at the start of the meeting based on the test votes and 746 registered delegates based on the registration.

1. Observance of Moment of Silence

The meeting started with the singing of the National Anthem, followed by a minute of silence for members who passed away since the 2023 AGM.

There was agreement that the assembly also observe a ten second moment of silence in recognition of the indigenous fallen soldiers on this Day of Indigenous Veterans.

2. Approval of Agenda

Moved and seconded that the agenda of the 105th AGM, be adopted.

Amendment to the agenda,

Moved and seconded that the agenda be amended to ensure that all the dues increase resolutions be moved to the end of the agenda and that they be addressed just before the resolution pertaining to the adoption of the budget.

The intent of the motion was to give delegates clarification in terms of the order in which resolutions will be discussed.

The Chair indicated that this request (motion) would not have an impact on the agenda as presented. The agenda is not the order of the resolutions as that order was been pre-determined and made available to delegates prior to the meeting. As such, the proposed amendment would be redundant.

The amendment was ruled out of order as it did not have any effect on the agenda. This being said, the Chair indicated that there would be an opportunity during the meeting to change the order of the resolutions as they are raised, i.e., they could be tabled to later in the meeting.

The motion to adopt the agenda as presented, **carried**.

3. Approval of Rules of Procedures

Moved and seconded that the Rules of Procedures for the 2024 PIPSC Annual General Meeting be approved.

Moved and seconded that the Rules of Procedures be amended as follows:

*Speeches shall be limited to three (3) ~~minutes~~ **two (2) minutes** for the mover of the motion and **one minute for further speakers**. This shall not apply to the spokesperson for a committee when speaking to a motion on behalf of a committee. Extensions may be permitted by the Chair.*

It was clarified that this would also apply to the right of reply and/or interventions from the floor.

The amendment **carried**.

The motion as amended, **carried**.

4. Approval of the Code of Respect

The Chair made reference to the Code of Respect made available to all delegates prior to the meeting and under which the AGM would be conducted.

5. Approval of Minutes

Moved and seconded that the minutes of the 104th Annual General Meeting be adopted. Carried

There were no matters arising from the minutes of the 2023 AGM.

A status update was requested with respect to an outstanding matter raised at the end of the 2023 AGM regarding the Institute's position on the "Know History Report". It was noted that the President had spoken to that report at the 2023 AGM, indicating that the report would be a training and educational tool for members.

A delegate spoke to the matter, indicating that the goal was to connect with consultants from the First Nations community and after some research work, two organizations were selected. The plan is to increase the education and awareness on issues pertaining to First Nations

to better understand their real story. The intent is to construct a proper communication plan which will be shared with members once completed. The Institute will be working with the indigenous caucus group to determine next steps and reconciliation actions to be taken, with a goal of coming up with a plan to work and better support indigenous members and communities.

6. President's Opening Address

President Jennifer Carr presented her opening address. The full text can be found on the Institute's website.

Q&A Period on the President's Address

The floor was opened to questions from the assembly.

Q – Members were told that the return to the office grievances would not be handled at the third and fourth levels by PIPSC EROs. Many members are impacted by this and PIPSC EROs should be providing guidance to those members.

A – PIPSC decided not to go with a mass grievance campaign however there is a commitment between various bargaining agents to fight the return to office based on "presence for purpose". This is about feeling respected. Individual grievances from CRA will be addressed and PIPSC remains committed to this fight.

Q – There needs to be a more unified PIPSC on the occupational health and safety front, especially following the Gagetown incident which put members in danger. Are there plans and/or strategies in place to do so?

A – Front line health care workers are under attack and sometimes work in unsafe environments. There is a plan to unify through consultation teams. PSAC and health care workers will be brought in on this fight.

Q – Many grievances were lost on contracting out (mostly on the IT front) despite the hard work of IT members.

A – Language was secured in some collective agreements and should be in all of them.

Q – Where is the team and what is the action plan to fight contracting out which seems to be increasing?

A - Contracting out is a multi-faceted issue and remains a priority for the Institute. The IT Group President would be in a better position to address the team issue.

Q – The pay equity was not addressed in the speech.

A – PIPSC remains a leader and a champion on this front. There was a big win for SH nurses in 2011. The fight is ongoing and remains on the forefront of the Institute's priorities.

Q – The employer seems to be taking credit for the new development training budget pertaining to Navigar, which is unacceptable.

A – This is a good start and a baseline for the fight against contracting out. There is pressure put on the Treasury Board to invest in every Group – not only IT.

Q – What are/were the impacts on PIPSC resulting from the governance problems at PIPSC?

A – There are governance issues at PIPSC due to a lack of structure and members feel the Board is not listening to them. There is a need for BL changes and the Institute needs a system in which all members are heard and well served with solidarity and professionalism.

Q – How can the CP Group have faith in PIPSC with the way the arbitration process was rolled out? We continue to lose members to CAPE. We do the same work, pay more dues, make less money and have less career advancement opportunities. Staff are not putting compelling cases to the arbitrator.

A – The system is rigged against us and with a change in government on the horizon, with downsizing and the reconfiguration of funds, all members need to mobilize to get a strike mandate. It is the only way to make gains in the next round of bargaining and get the wins we need.

7. Presentation on Governance Review

Danielle Rocheleau, CEO Laridae, addressed the assembly to share with the AGM the progress on the Governance Review and to consult delegates on next steps on the work done with the Board on governance-related matters within the organization. The goal of the work is to review and refresh the PIPSC governance structure and practices to proactively enhance the efficacy of decision making, reducing risk and increasing collaboration and cohesion. A copy of the complete presentation can be found on the PIPSC website.

The floor was opened to questions from the assembly at this time.

Q – The AGM is the supreme government body at PIPSC however, for other not-for-profit organizations, it would be the Board. Is that the route the Institute is considering?

A – As a not-for-profit union, PIPSC needs to be structured to engage the members' view while having the oversight, insight and foresight that the Board should have for the long-term view of the organization. It is not quite the same as a "pure non-profit organization" and there are many models to consider, which will be part of the ongoing work on governance review.

Q – Governance has always been a problem at PIPSC. Were any conclusions reached so far to fix the Institute and the Board and if so, how will the problems be fixed?

A – There were some observations and conclusions reached to bring more clarity on the roles and responsibilities to determine how the Board can better work with staff. Work is ongoing to look at how to effectively engage members.

Q – What work is being done on the notion of Board/staff relationship?

A – This is a key element as both entities need to work efficiently together. The accountability is with the Board and the responsibility is with the staff – a healthy tension however, being clear on rules is essential.

Q – In line with transparency, there needs to be a mechanism in place to provide reports to members to hold the Board to task regarding recommendations made through the governance review.

A – Elements pertaining to rules and responsibilities, BLs, etc. are currently being redefined, with more in-depth work to be done in the next year. A full report will be made available once that work is completed.

Q – How can members hold the Board and management accountable based on clear parameters?

A – Ultimately, the audit of BLs will help on this front and members also need to have opportunities to provide input.

Q – The Finance Chair is a volunteer member not reimbursed for his time and effort while being asked to assume the responsibility of comptrollership of the entire organization. This should be the responsibility of staff - not a volunteer. What are the areas of responsibility between the Chair and the Director of Finance?

A – This is exactly the work being done in various areas of the organization.

Q – When resolutions are assigned to various bodies (because they die on the order paper), when and how do they come back to the AGM for disposition?

A – This will be part of the reflection and work being done.

8. Financial Resolutions – Board of Directors and Advisory Council

8.1 F-01 Audited Financial Statements (E) - Sponsored by the Board of Directors

Moved and seconded that the 2024 AGM receive the Institute audited financial statements for the fiscal year ending June 30, 2024. **Carried**

8.2 F-02 Appointment of Auditors (E) - Sponsored by the Board of Directors

Moved and seconded that BDO be appointed as auditors of the Institute for the fiscal year ending June 30, 2026, and its related entities, for the fiscal year ending December 31, 2026.

Clarification was sought on the cost to the Institute if it was to change auditing firm. The Finance Committee Chair clarified that there would be approximately \$100K difference (less) between the other auditor and BDO. It was also pointed out that there were some considerations taken into account for choosing BDO. Although it is the same firm, the parties that are part of the audit process have all changed, among which is the PIPSC Director of Finance. The partner overseeing the audit on behalf of BDO is also new and so is the senior manager at BDO. Therefore, it was deemed best to keep some stability and keeping the same auditing firm for now.

It was also pointed out that it is common practice in an audit process with RFP processes that submissions be lower however as the work progresses and there is a better understanding of the scope of the work involved, which requires a significant learning curve, the fees often increase significantly. Hence the recommendation to remain with BDO at this time and not make a change this year as it would not be in the best interests of the Institute.

Given that auditors should change every five years to ensure independence, clarification was sought as to how many years the Institute had been with BDO and when there would be a change in auditors. A change of auditors was requested by the AGM two years ago and an extension was granted last year. As such, the will of the AGM should now be respected. There will always be a learning curve and some cost involved when changing auditing firm, however good governance and independent checks and balances are essential. Reference was made to BL 13.2.1 whereby it is clear that auditors had to be changed on a regular basis. As per BLs, this should have been done this year.

The Finance Committee Chair clarified that BDO has been with PIPSC for six years. He also noted that there are efficiencies to be made now by remaining with BDO. The other firm, which is smaller, has been thoroughly researched in terms of their capacity to do audits similar to the Institute's, and their other clients were consulted in order to get a better understanding. That is why a one-year extension with BDO would be beneficial, allowing time to conduct more research on the other firm to ensure they are able to do the work.

Some questioned remaining with BDO given they did not identify the loss in value of \$5.1M of the building in the audited financial statements. That matter was only raised at the time of the mortgage renewal. As such, the recommendation to remain with BDO should be reconsidered.

Some were of the view that since there are many new parties in the audit process, it would be the ideal opportunity to make a change of firm this year. There would be no gain to remain with BDO if there are several other changes. Having a clear statement of work is on PIPSC – not on the auditors.

Some felt that bringing in new auditors would be more expensive as they would be going back to basics, they would be looking at internal controls and would have a lower materiality level however, despite the additional cost, this would be a good thing for the organization and in line with good governance.

It was clarified that if the motion was defeated, there is a backup plan for the AGM's consideration.

The question was called. There was agreement to proceed to the vote at this time.

The motion **carried**.

8.3 F-03 Budget (E) - Sponsored by the Board of Directors

Moved and seconded that the 2024 AGM approve the budget for the period of July 1, 2025, to June 30, 2026.

Moved and seconded that the motion to approve the budget be tabled until the AGM has dealt with all financial resolutions.

Some were of the view that the budget should be approved at this time and amended once financial resolutions have been dealt with.

The motion to table was amended as follows:

Moved and seconded that the motion to approve the budget be tabled until the AGM has dealt with all resolutions that were not submitted late.

Some felt that there are several resolutions with no financial impact therefore the AGM should not defer the approval of the budget unnecessarily. It would be counter intuitive to do so.

The question was called. There was agreement to proceed to the vote at this time.

The amendment was **defeated**.

The original motion to table the approval of the budget, **carried**.

8.4 F-04 Dues Increase (E) - Sponsored by the Board of Directors

Moved and seconded that the member fees be increased by \$17.50 per month per regular member effective January 1, 2025.

The Director of Finance explained that there was a \$13.5M deficit last year and although a number of cost containments were put in place, deficits continue to rise, and costs keep increasing therefore this dues increase becomes critical. If having a double-digit deficit continues without a dues increase operational cash flow will be scarce in just over two years. This dues increase is needed to invest in services, in core pillars and in modernization of infrastructure. It is key to remaining a successful union moving forward.

Moved and seconded to table the dues increase resolutions discussions (F-04, F-05, F-07, F-10) to just before the budget approval discussion item. Defeated

The AGM proceeded to the debate on the proposed dues increase.

This is an investment for the future of the organization and its members, especially considering the possible change in government next year which could impact the membership numbers. Members cannot expect to pay 2017 fees for 2024 services.

As raised at the financial forum, it was pointed out that an increase of \$1 per member per month would result in approximately \$1M of additional funds in the budget. Some therefore questioned the proposed amount of \$17.50 per member, which would result in \$17.5M per year whereby a \$10-\$12 increase would cover the \$10M needed. The proposed increase seems to be too rich, resulting in significant surplus which is not justified.

It was clarified that the proposed \$17.50 would help rebuild investments plus more as a “rainy day fund”. Expenses need to align with membership dues (currently \$15M difference) and the Institute needs to stop using its investments to cover operating expenses.

Some felt that there are still many questions and concerns regarding the Institute’s spending with little responses and justification. As such, perhaps it is premature to ask for a dues increase at this time. The 2025 AGM is budgeted at \$3.25M and if held virtually, the Institute could save up to \$2M. Other cost saving measures could and should be considered before asking such a steep increase in dues. Members should have the opportunity to cut any excess spending before imposing this dues increase. Consideration could also be given to reducing the proposed amount and if there is a change in government, the Board could ask for another increase at that time.

Clarification was sought in terms of what the Institute should have in terms of funds and cash available given the growth in membership (which nearly doubled in past three years). Clarification was also sought on the confidence members should have that the Institute will continue with cost containment and financial planning moving forward.

The Finance Committee Chair and the Director of Finance committed to continue to work to find efficiencies, to reinforce checks and balances and to continue with cost containment, regardless of the dues increase or not.

It was pointed out that the dues increase will simply address the current deficit. Costs have increased significantly everywhere since the last increase seven years ago. These resources are essential to be able to bargain otherwise, collective agreements will suffer, among other key services to members. The organization cannot sustain a sound service level on the current financial

situation. In the past several years, revenues have not kept up with expenses. Revenues may go down if the membership decreases however, expenses will continue to increase.

The question was called at this time. There was agreement to proceed to the vote at this time.
The motion **carried**.

Clarification was sought regarding the other resolutions proposing a dues increase and whether or not those would now be deemed out of order and/or redundant. The Chair indicated that the resolutions in question would be dealt with as they are presented on the floor.

9. Life Membership Award and Service Awards

The Life Membership Award was presented to Doug Mason and two Service Awards were presented, one to Craig Bradley and the other to Rick Cuzzetto.

10. Financial Resolutions – Board of Directors and Advisory Council (Cont'd)

10.1 F-05 PIPSC Dues Inflation Adjustments (E) - Sponsored by Advisory Council

Moved and seconded that,

Whereas inflation is an ongoing concern in budgetary considerations for the Institute, and

Whereas PIPSC has a history of approving dues increases on an infrequent basis causing a detrimental impact on the services provided to members, and

Whereas the last dues increase resulted in seven years of inflation impacting the ability of PIPSC to provide services to its members, and

Whereas an inflationary based dues increase would resolve these concerns,

Be it resolved that PIPSC membership dues be indexed to CPI inflation annually, starting in 2026, with an indexing cap of 3.0% per year.

This would ensure that the Institute continues to have the necessary funding to do its work without having to come back to the AGM asking for increases to dues.

Some were of the view that since the AGM already approved a dues increase, this was no longer needed at this time.

Moved and seconded that the motion be amended as follows:

Be it resolved that PIPSC membership dues be annually indexed to CPI inflation the average of the previous years annual general economic increases negotiated by PIPSC starting in 2026, with an indexing cap of 3.0% per year. A minimum of 50% of the bargaining groups represented by PIPSC need to have completed ratification in order for the average to be taken. Should a year arise when there are less than 50% groups that have ratified, there will be no increase until there is a minimum of 50% that have ratified, at which point a cumulative increase will be calculated, which will include the average economic increases for the years since the last increase.

The Chair ruled the amendment out of order as it was adding additional elements to the original motion which extended passed what the intent of the original motion.

The Chair's ruling was challenged. The assembly sustained the Chair's decision. The amendment was **ruled out of order**.

On the original motion,

This would alleviate the business of the AGM and would ensure PIPSC has sufficient funds readily available to conduct its business and provide services to members. It would be the responsible thing to do moving forward and would solve the Institute's financial footing. This way forward was supported by the Advisory Council. It was clarified that if the motion passed, this would be implemented January 1, 2026.

A regularly scheduled dues increase would allow the Institute to embark on special projects and better plan moving forward. This is about financial stability for the organization. Perhaps the AGM could give this a try for a couple of years and if it is not working, the Board could propose a motion to revert back to the current way of operating.

Some felt that the AGM approved a \$17M+ increase which should be more than sufficient to conduct the Institute's affairs. With the dues increase just approved, the financial situation is no longer dire therefore, there is no need to do this at this time.

Some were uneasy with the concept of the Institute receiving a guaranteed dues increase every year while members are not awarded that same courtesy from the employer in terms of collective agreements (wage increases).

The question was called. There was agreement to proceed to the vote at this time.

The motion was **defeated**.

11. Proposed By-Law Amendments – Board of Directors and Advisory Council

11.1 B-01 Governance By-Law Review 1 - General (E) - Sponsored by the Board of Directors

Moved and seconded that,

Whereas the PIPSC By-Laws have been modified in a piecemeal fashion for many years, and

Whereas many changes to the By-Laws have been time sensitive in nature, and

Whereas the content of the Institute By-Laws far exceeds the requirements of the Canada Not-for-profit Corporations Act (CNCA), and

Whereas concise By-Laws facilitate ease of use, and

Whereas the Board of Directors is recommending changes recommended by an external governance review consultant (Laridae Communications Inc.),

Be it resolved that the following housekeeping changes be applied to the PIPSC By-Laws:

1. **Preamble** – Remove (not required in By-Laws).
2. **13.1.4.1 a)** – Change “Office of the Executive Secretary” to “Institute” to ensure the By-Laws remain generic.
3. **13.1.4.3.1** – Change “Office of the Executive Secretary” to “Institute” to ensure the By-Laws remain generic.
4. **14.1.1** – Remove “Effective July 1, 2017,” since the historical date is no longer required.
5. **14.1.1.1 Stub Year** - Remove entirely since this historical transitional language is no longer required.
6. **22.1 Date of Election/Commencement of Office** – Remove “Commencing in 2015,” since this historical transition language is no longer required.

The mover explained that this was removing stub language in the BLs as a result of a change in the Institute’s internal structure.

Some felt that removing the definitions and reference would not be helpful to members.

The motion **carried**.

11.2 B-02 Governance By-Law Review 2 - Annual Report (E) - Sponsored by the Board of Directors

Moved and seconded that,

Whereas the PIPSC By-Laws is the primary Institute governance document and the basis for all policies and constituent body By-Laws, and

Whereas it is of the utmost importance to maintain clear and concise direction in the Institute By-Laws, and

Whereas the current content of the Institute By-Laws far exceeds the requirements of the Canada Not-for-profit Corporations Act (CNCA), and

Whereas concise By-Laws facilitate ease of use, and

Whereas the Board of Directors is recommending changes recommended by an external governance review consultant (Laridae Communications Inc.), and

Whereas an evaluation from the President is not a right of membership, as indicated in bylaw 7, and

Whereas a report on the state of the Institute should be part of a report from the Board of Directors and presented at the AGM,

Be it resolved that the PIPSC By-Laws be revised as follows:

Remove:

~~**7.4 Evaluation Report by President** At least four (4) weeks before the Annual General Meeting, all members shall be provided with a written evaluation by the President of the effectiveness of the Institute in meeting the objectives in By Law 2:~~

Add:

13.2.1 The Annual General Meeting is the supreme governing body of the Institute. General Meetings shall govern the policy of the Institute and deal with such other matters as may come before them. All actions of constituent bodies shall be consistent with and within the policies laid down by General Meetings. **An annual report for the previous fiscal year shall be presented at each Annual General Meeting.**

The motion **carried**.

11.3 B-03 **Governance By-Law Review 3 - Seal (E) - Sponsored by the Board of Directors**

Moved and seconded that,

Whereas the PIPSC By-Laws is the primary Institute governance document and the basis for all policies and constituent body By-Laws, and

Whereas it is of the utmost importance to maintain clear and concise direction in the Institute By-Laws, and

Whereas the current content of the Institute By-Laws far exceeds the requirements of the Canada Not-for-profit Corporations Act (CNCA), and

Whereas concise By-Laws facilitate ease of use, and

Whereas the Board of Directors is recommending changes recommended by an external governance review consultant (Laridae Communications Inc.), and

Whereas it is not a requirement of the CNCA to designate a specific individual to fulfill requirements of The Act,

Be it resolved that the PIPSC By-Laws be revised as follows:

Remove:

BY-LAW 3 CORPORATE RESPONSIBILITY

3.1 The Seal of the Institute shall be of such form as prescribed by the Board and shall be inscribed in English and French. The Executive Secretary shall have custody of the Seal of the Institute.

3.2 The Officer designated to fulfill the requirements of Sections 21 and 278 of the Act is the Executive Secretary.

Add:

BY-LAW 3 SEAL

3.1 The Seal of the Institute shall be of such form as prescribed by the Board and shall be inscribed in English and French.

The motion **carried**.

11.4 B-04 **Governance By-Law Review 4 - Resolutions (E) - Sponsored by the Board of Directors**

Moved and seconded that,

Whereas the PIPSC By-Laws is the primary Institute governance document and the basis for all policies and constituent body By-Laws, and

Whereas it is of the utmost importance to maintain clear and concise direction in the Institute By-Laws, and

Whereas the current content of the Institute By-Laws far exceeds the requirements of the Canada Not-for-profit Corporations Act (CNCA), and

Whereas concise By-Laws facilitate ease of use, and

Whereas the Board of Directors is recommending changes recommended by an external governance review consultant (Laridae Communications Inc.), and

Whereas Resolutions submitted after the prescribed 12-week deadline do not allow for proper evaluation and follow-up with the sponsor of the resolution, and

Whereas inconsistent treatment of resolutions is offside with the fiduciary requirements to due diligence,

Be it resolved that the PIPSC By-Laws be revised as follows:

Old Wording:

~~13.1.4.3.2 Resolutions submitted contrary to the procedure outlined in these By-Laws may be dealt with by an Annual General Meeting only after all regularly submitted resolutions have been dealt with and are received by the Resolutions Sub-Committee no later than 10:30 a.m. on the final day of the Annual General Meeting, except that an Annual General Meeting may accept a resolution as an emergency and deal with it immediately.~~

New Wording:

13.1.4.3.2 Resolutions submitted contrary to the procedure outlined in these By-Laws **shall not** be dealt with by an Annual General Meeting except that an Annual General Meeting may accept a resolution as an emergency and deal with it immediately.

The mover explained that from a governance perspective, receiving late resolutions is and has been problematic. Late resolutions are not costed and are often not properly vetted. This does not remove members' rights to proposed resolutions and emergency resolutions are always an option at the AGM.

Some felt that it is up to the AGM to give all members the opportunity to submit resolutions. The Institute should not prevent members from being heard based on procedure.

What would be considered as an emergency motion should be clearly defined as it would be the only recourse if an issue arises at the last minute and needs to be addressed by the AGM

It was clarified that any issue could be deemed as being an “emergency matter” and it would require a 2/3 majority vote of the AGM to be considered as such. This is also clarified in the rules of procedures. It was also clarified that resolutions need to be submitted twelve weeks before the AGM to make any proposed changes to BLs. Late resolutions cannot propose changes to BLs.

Some were of the view that the set deadline should be respected and there should be no need for late resolutions, while some felt that if removing late resolutions, consideration should be given to revisiting the twelve-week deadline and possibly extend it.

The Chair indicated that this would require a BL change that could be considered at next year's AGM.

The question was called. The assembly was in agreement to proceed to the vote at this time.

The motion **carried**.

11.5 B-05 Governance By-Law Review 5 - Remuneration (E) - Sponsored by the Board of Directors

Moved and seconded that,

Whereas the PIPSC By-Laws is the primary Institute governance document and the basis for all policies and constituent body By-Laws, and

Whereas it is of the utmost importance to maintain clear and concise direction in the Institute By-Laws, and

Whereas the current content of the Institute By-Laws far exceeds the requirements of the *Canada Not-for-profit Corporations Act (CNCA)*, and

Whereas concise By-Laws facilitate ease of use, and

Whereas the Board of Directors is recommending changes recommended by an external governance review consultant (Laridae Communications Inc.), and

Whereas remuneration of the President and Vice-presidents is already established as being determined by the Board of

Directors in bylaw 19.3 and 20.5 respectively, and

Be it resolved that the PIPSC By-Laws be revised as follows:

Remove:

~~**21.3 Remuneration** Only the Annual General Meeting has the authority to determine the remuneration for Elected Directors.~~

The mover explained that remuneration is proposed by the Executive Compensation Committee (ECC) and is approved by the Board. This is already covered in policy and in the notice of election and the AGM always has the authority to change policies. This change is simply cleaning up the BLs.

Some felt that the AGM hold the Institute's purse strings therefore this BL should not be changed as it would be removing a guardrail and could open the door to potential difficulties moving forward. Even if remuneration needs to be published in the notice of election, service agreements were overturned by the Board in the past and elected officials were paid more. As such, that safeguard should not be removed.

The motion was **defeated**.

In closing, the mover of the motion thanked the assembly for the good feedback which will be useful for the ongoing work on governance.

There were concerns raised regarding the ongoing issue with the voting devices preventing delegates from voting.

An emergency resolution was submitted to address the situation, suggesting that voting cards be provided to all delegates before the start of the second day of the AGM to avoid any technical issues with the voting devices and to allow the business of the AGM to get done. The assembly asked that a plan be put in place for the next morning in case the same technical problems with the voting devices were encountered, given the volume of work remaining on the agenda.

Some were of the view that the Chair should recess the meeting at this time to allow for all voting devices to be recharged and resume in the morning.

(The AGM recessed at this time (5:45 p.m.) until 8:30 a.m. on Saturday, November 9th.)

Saturday, November 9, 2024

Given the technical difficulties experienced the day prior with the voting devices, the Chair explained how the meeting would proceed. When delegates leave the room for lunch, they would be asked to bring the devices to LUMI for recharging over the lunch hour. In the event that this did not work, based on procedural rules, and only if necessary (voting devices not working), delegates would vote by hand. If votes are close and difficult to count, there would be standing votes whereby delegates would stand and be counted.

Given that explanation, the mover of the emergency resolution was satisfied with the way forward and withdrew his emergency resolution.

11.6 B-06 Governance By-Law Review 9 - Financial Authority (E) - Sponsored by the Board of Directors

Moved and seconded that,

Whereas the PIPSC By-Laws is the primary Institute governance document and the basis for all policies and constituent body By-Laws, and

Whereas it is of the utmost importance to maintain clear and concise direction in the Institute By-Laws, and

Whereas the current content of the Institute By-Laws far exceeds the requirements of the Canada Not-for-profit Corporations Act (CNCA), and

Whereas concise By-Laws facilitate ease of use, and

Whereas the Board of Directors is recommending changes recommended by an external governance review consultant (Laridae Communications Inc.), and

Whereas PIPSC requires a concise policy on the signing authorities and delegation of financial authority,

Be it resolved that the PIPSC By-Laws be revised as follows:

15.2.3 No agreement may be executed so as to bind the Institute except on the authority of the Board. Any agreement, instrument, contract or other written commitment not specifically required by the Board to be executed by a particular Officer or Officers, may be executed by ~~the President~~ **an Officer** together with those employees into whose area of responsibility the subject matter of the document may fall.

Note: A full policy on signing authorities and delegation of financial authority shall also be implemented.

The mover explained that this would give the organization the ability to do its due diligence and be more agile with being able to delegate the signing authority. Significant expenditures would still go through the Office of the President and/or the Board of Directors. It was clarified that the Officers of the Institute are the President, the Vice-Presidents, the General Counsel, the Director of Finance, the Executive Director and the Executive Secretary.

Some spoke against the motion and felt that this function should remain in the Office of the President and not relayed to another level. There were too many Officers listed and the reference to "Officer" should be more clearly defined. Given those concerns, the BL should not be amended to remove the guardrail.

The mover explained that this is part of the governance work to clean up BLs.

It was pointed out that as per BL18.1, the "Officers" are those elected, i.e., the President and the Vice-Presidents. There is no reference to staff as mentioned by the mover earlier. This would need to be clarified.

The question was called. There was agreement to proceed to the vote at this time.

The motion **carried**.

Given the narrow margin of the outcome of the vote and the ongoing technical difficulties with some voting devices, some felt that another vote should be taken as many members were outside the room trying to change their voting devices during the original vote. Given the close result, the votes of these members may have changed the outcome of the disposition of the motion.

Moved and seconded that the motion be reconsidered for the vote on resolution B-06.

Some of the view that this could open the door to other motions to reconsider if/when there are close votes on motions.

Some felt that all votes should be counted/considered. It is not acceptable and is procedural unfairness that some delegates' votes are not registered.

The question was called on the motion to reconsider. There was agreement to proceed to the vote at this time.

The motion to reconsider was **defeated** as it did not get a 2/3 majority vote. The result of the original vote, stood.

11.7 B-07 **Group Executive Maximum Size (E) - Sponsored by: Advisory Council**

Moved and seconded that,

Whereas groups have no control over the size of the group, as this is subject to employment levels established by the employer, and

Whereas a group could lose members through attrition, and those positions remain vacant, resulting in a reduced number of members and a corresponding reduction in the number of Executive Members allowed, and

Whereas there is a similar amount of work to be done by a group executive, regardless of group size;

Be it resolved that the maximum number of Executive Members be revised as follows:

10.1.5 Group Executive ~~The minimum size of a Group Executive is three (3).~~ The maximum number of Group Executive members shall be based on the size of the Group in accordance with the following table.

Group Size of Members	Maximum Number of Executive Members
Less than 36	3
45 or less	4
46 to 55	5
56 to 65	6
66 to 500	7
501 to 1000	9
1001 to 2000	11
Over 2000	13

RSC: 11 potential Groups impacted

Finance Comment - \$4,082 (if local) up to \$208,586 (if all out of town)

The mover explained that the amount of work involved in running a Group is roughly the same regardless of the size of the Group. Attrition impacts smaller Groups significantly, especially those on the cusp of each category (as per the table above). This could result in a Group executive being forced to reduce the executive size to comply with the BLs. By removing the minimum number of executives from the BLs, it eliminates the potential that a Group executive would not be in compliance with the BLs, should the number of executive falls below three.

Some raised concern that by removing a minimum of three members on an executive could result in an executive of one or two members, which would not be democratic. In the spirit of good governance and democracy, Groups should be able to find at least three members to sit on their executive.

The motion was amended as follows:

Moved and seconded that the minimum be reinstated

10.1.5 Group Executive *The minimum size of a Group Executive is three (3).* The maximum number of Group Executive members shall be based on the size of the Group in accordance with the following table.

Some spoke against the amendment, stating that some Groups are small and in order to foster those smaller Groups, there should be ways to facilitate the process for them to conduct their business, making PIPSC a more inclusive union. Having members heard is important and if one or two members are willing to serve on an executive, that is a benefit to PIPSC and to members. Preventing that would be a disservice.

Concern was raised that if this is removed, it could affect all Groups, not only the smaller ones. Furthermore, this does not specify what criteria would be used to populate the executive. Smaller Groups should be encouraged to establish a three-member executive.

The intent of the original motion is to ensure that Groups would be in compliance with the BLs and would be able to conduct its affairs.

The question was called. There was agreement to proceed to the vote at this time.

The amendment was **defeated**.

On the original motion,

As previously noted, it was pointed out that this is mainly to serve smaller Groups. While the Institute holds the bargaining certificates for these bodies, this would encourage smaller Groups to get well established and it would help them get started. This is a problem for smaller Groups; it would not affect the larger ones.

This could result in larger Groups having a very small executive – this said, it would not have a significant financial impact, as indicated by the finance committee comment

The question was called. There was agreement to proceed to the vote at this time.

The motion **carried**.

12. Financial Resolutions – Groups and Regions

12.1F-06 Provide a PIPSC Staffed Satellite Office in Fredericton (E) - Sponsored by Atlantic Region

Moved and seconded that,

Whereas it has been identified that the NB Groups and members require a local PIPSC human resource and,

Whereas the 2015 AGM passed a resolution to provide a PIPSC staffed satellite office in Fredericton, New Brunswick and,

Whereas there was a local resource put in place by PIPSC from 2016 to 2021 and,

Whereas the provincial groups and members still require this resource,

Be it resolved that PIPSC provide a resource to support NB Groups located within 120 kms of Fredericton.

The mover explained that the intent of the motion is to reacquire the resource members had prior to the pandemic. The person was not an ERO and was hired to speak on political issues, to attend meetings and to help and support New Brunswick members, if and when needed. This was part-time work, on a “as needed” basis – at minimal cost to the Institute. There are not enough resources in the Regions to support members and more staff is needed to support members and EROs in Regions – which will be considered moving forward.

Some spoke against the motion as it was too specific to members in that area whereby some members are in the same predicament and do not get that support. The Institute should strive to provide that service for all members in the same situation who need the appropriate representation to deal with issues that impact them.

EROs represent all members, and the Atlantic Regional Director should be able to assist members in that part of the county, when needed.

The question was called. There was agreement to proceed to the vote at this time.

The motion **carried**.

12.2 F-07 Dues Increase (E) - Sponsored by Atlantic Region

Whereas costs for accommodations, meals, and meeting space to host events have increased rather significantly in the last few years and,

Whereas the Institute while looking at cost saving measures internally is still running a deficit

Whereas with the increased membership and increased demand for services there is a dire need to hire more labour relations staff and,

Whereas there has not been a dues increase since 2016;

Be it resolved that a dues increase of \$15 a month per regular member beginning on July 1, 2025;

The motion was **withdrawn**.

12.3 F-08 Ratio for Labour Relations Resources to Regular Members (E) - Sponsored by Atlantic Region

Moved and seconded that,

Whereas Employment Relations Officer and Labour Relations Officers provide representational services to Institute members, and

Whereas as Institute membership continues to grow while the number of Employment Relations Officers and Labour Relations Officers has not kept up with the growth of membership, and

Whereas representational services are one of the key functions of a union;

Be it resolved that additional Employment Relations Officer/Labour Relations Officer positions be created in each Region to have a ratio of a maximum of 1,100 regular members per labour relations staff resource based on the membership count.

The mover explained that this resolution would be a start in discussions to hire more EROs and LROs. The intent is to adequately staff labour relations positions across all regional offices at a ratio of 1,100 regular members per resource. For approximately

\$3.90 per month of the dues increase just passed, 22 additional desperately needed resources could be hired across the country as labour relations staff are being burned out.

Outside of the NCR, the Atlantic Region has the highest number of members per labour relations resource. The Atlantic Region membership has increased by 1,100 members in the last two years – a 19% increase. This is not sustainable without additional resources. EROs are putting in significant overtime to try to keep up. Members and Stewards are asking for training but EROs cannot provide that training as they simply do not have the time.

This would result in the additional resources per Region (based on December 2023 numbers):

ATL – 2 additional resources (1 per 1,600)
QC – 1 additional resource (6 per 7,290)
ON – 2 additional resources (8 per 10,229)
NCR – 15 additional resources (18 per 36,084)
BC – 2 additional resources (4 per 5,834)
PRA – none (1 per 1,045)

It was clarified by the Chair of the Finance Committee that an additional 25 EROs/LROs would cost \$2.8M.

Some disagreed with the AGM making decisions regarding staffing, i.e., when, where and how to hire staff. This would also have an impact on the national office staff. The proper process needs to be followed in terms of staffing, which should be undertaken by the operational staff based on a sound evaluation of the current landscape. Based on good governance principles, it would set a dangerous precedent if the AGM would start getting involved in the operations of the Institute.

This said, this matter has been brought up several times at the AGM and something needs to be done to assist members in the Atlantic. A “one size fits all” solution cannot be imposed - the appropriate process should run its course based on a sound business case. With an additional \$17M in revenues just approved as a result of the dues increase, there is money to make this happen.

Some were of the view that PIPSC is often seen as being an employer of choice and as such, it should not be overworking and burning out its EROs and LROs. Appropriate resources are needed to assist members and to speak on their behalf to the employer. It was suggested that this be tried as a pilot. It may not be the perfect solution, but something needs to be done as a path in the right direction. The intent is not to direct the Institute in terms of staffing but simply to voice concerns that more support is needed.

Some were unclear on how many EROs there currently were at the Institute and what the total number would be based on this resolution. Some also questioned what would happen if the membership decreased if a Conservative government was to be elected – the ratio would be off.

The question was called. There was agreement to proceed to the vote at this time.

The motion was **defeated**.

12.4 F-09 Group AGM Delegates (E) - Sponsored by RE Group

Moved and seconded that,

Whereas the purpose of a constituent body Annual General Meeting is to govern that constituent body; and

Whereas regular members of group should be able to meaningfully influence and modify the direction of the Group Executive and outvote the Group Executive as necessary; and

Whereas there are significant fixed costs to holding a Group AGM, regardless of delegate cost; and

Whereas Group Executive size is based on the need to represent regional and departmental diversity, which also applies to Group AGM delegates,

Be it resolved that for Group AGM meetings made up of delegates, the number of accredited delegates funded from PIPSC general funds will be the members of the Group Executive plus either: one delegate per two hundred (200) members of the Group, or, one greater than the size of the Group Executive as calculated in By Law 10.1.5, whichever is greater.

RSC: Recommended that this be ruled out of order as it contravenes existing policy.

As per the recommendation of the Resolutions Sub-Committee, this motion was ruled out of order as it did not seek to amend the policy but would implement something that would put two policies in contradiction.

A delegate pointed out that an amendment had been submitted the Resolutions Sub-Committee to attempt to put the resolution back in order.

The Chair explained that it is not possible to amend something that has been ruled out of order as it is not before the assembly for debate. The amendment could have been submitted as a late resolution and considered by the AGM as such. This being said, the proposed amendment would not be entertained at this time.

The Chair was challenged on his ruling.

It was clarified that the intent of the resolution was to amend the current policy, which is within the AGM's authority to do, therefore it should not be ruled out of order. The AGM has the authority to give direction to the Board on policies. BLs are amended by the AGM and the Board then ensures that the policies comply according to those BLs

The question was called. There was agreement to proceed to the vote at this time.

The assembly sustained the Chair's decision therefore the motion was ruled out of order.

12.5 F-10 Dues Increase (E) - Sponsored by RE Group

Moved and seconded that,

Whereas PIPSC is a labour union comprised of members earning a wide range of salaries as well as ones who are retired,

Whereas fixed nominal dues for Regular and Rand members represent a varying fraction of members' income and their buying power erodes, sometimes rapidly, with inflation, and the impact of nominal dues increases falls disproportionately on members with lower incomes who tend to be younger,

Whereas fixed nominal dues also result in long periods of frozen dues followed by significant increases,

Whereas the current system requires the Institute AGM to engage in periodic debates to merely keep up with rising costs associated with inflation,

Whereas many of our fellow unionists have successfully implemented dues as a function of income in a variety of pay systems including those of the Government of Canada,

Whereas the last dues increase, in 2017, set fixed dues at a level that was approximately 0.95% of the salary of the average member (calculated from 2021 salary mass and pattern salary increases between 2018 and 2021),

Be it resolved that PIPSC change its dues as of July 1, 2026, to 0.95% of the maximum salary at the member's Group and level, pro-rated for part-time workers and discounted for affiliate and retired members as before. Where a member is not currently an employee in a PIPSC Group, that the current salary grid for their last Group and level be used to calculate dues. Members whose Group no longer exists or who never had a Group and level, shall pay dues at the 2017 rate, adjusted annually and retroactively to 2018, in the same manner as the Canada Pension Plan, discounted for affiliate and retired members as before.

Finance Comment: Due to the complexity of this resolution, Finance is unable to provide a financial estimate of the impact of this resolution on the budget or of the cost of its implementation and maintenance.

The mover explained the intent of the motion to adjust the dues to members' wages – some earning more and some less. This would align incentives both for the Institute and for members (higher wages, higher dues).

Some spoke against the motion, given the ongoing problems with the current Phoenix-related pay system. This would be too complicated and could cause even more problems for members pertaining to their pay.

This is a “motion of equity” for members earning a lower salary. The AGM should not prevent this from happening because of Phoenix issues as it is the employer’s responsibility to ensure that the dues remittance is done efficiently and in a timely manner.

Moved and seconded that this motion be referred to the new Board of Directors, starting on January 1, 2025.

Given the merit of the resolution, the referral would allow the new Board to study this more closely and bring back a recommendation to the 2025 AGM for debate and decision.

It was pointed out that only the AGM can authorize a dues increase therefore the referral to the Board should be ruled out of order.

In light of the intent of the motion that would allow the Board to consider and provide guidance on the matter, the Chair allowed the debate on the motion to refer.

Some were of the view that the matter should be discussed by the AGM at this time and should not be referred to the Board.

The question was called. There was agreement to proceed to the vote at this time.

The motion to refer **carried**.

13. _____

Steward of the Year Awards (BC/Yukon, PRA/NWT, Ontario)

B.C./Yukon Region: Unika Attridge

Prairie/NWT Region: Dr. Lina Johannson

Ontario Region: Rajan Tharmarajah

14. Proposed By-Law Amendments – Groups and Regions

14.1 B-08 PIPSC By-Law 10.2.3 Resolution (Minimum Size of Sub-Group Executive) (E) - Sponsored by AFS Group

Moved and seconded that,

Whereas many small Sub-Groups have difficulty in meeting the requirement for a minimum executive size of three (3);

Whereas it is still normally ideal to have at least three executive members, and

Whereas it is important to have sub-groups in place to service all members at the local level, and

Whereas constituent bodies can go to PIPSC for a second signature for paying expenses, if required,

Be it resolved that PIPSC By-Law 10.2.3 be amended as follows:

10.2.3 Sub-Group Executive - A Sub-Group Executive shall normally comprise up to one (1) member per ten (10) members of the Sub-Group rounded to the nearest ten (10), with a minimum of **normally** three (3) and a maximum of eleven (11). Officers shall normally comprise a President, a Vice-President, a Secretary-Treasurer or, alternatively, a Secretary and a Treasurer. The term of office of an Executive member shall not exceed three (3) years.

Some spoke against the motion based on the same concerns raised on a previous motion whereby this could result in a one-person executive.

Those speaking in favour reiterated that this would be a temporary measure that could help Sub-Groups to continue to be active and to try finding new members to sit on their executives.

Clarification was sought on the issue of cheque signatories, in compliance with BLs and policies and on whether Sub-Groups could increase the number of their executive based on their membership. Sub-Groups are often the front-line contact with members therefore that connection needs to be maintained.

It was clarified that Sub-Groups can submit expenses to PIPSC finance for the issuance of cheques. It was further clarified that the intent is not to change the 1 to 10 ratio in any way.

Concern was raised with this possibly resulting in an executive member signing a cheque for themselves, whereby as per policy, there needs to be two signatories on cheques.

The question was called. There was agreement to proceed to the vote at this time.

The motion **carried**.

14.2 B-09 By-Laws 7.1 and 7.1.1 - Retired Members on Bargaining Teams (F) - Sponsored by Région du Québec | Disposition:

Moved and seconded that,

Be it resolved that article 7.1 of the By-Laws be amended as follows:

7.1 Regular and Retired Members Only Regular and Retired Members may vote to elect Directors, run for elected office and otherwise participate in the activities of the Institute and its constituent bodies, subject to Article 7.1.1. Regular and retired members may attend the Institute's general meetings. Only Regular Members may be appointed as Stewards **and be members of bargaining teams.**

7.1.1 Groups and Sub-Groups may, in accordance with their By-Laws, determine the level of participation of retired members in their activities, **excluding membership on a bargaining team.**

In terms of process, the Chair explained that as per Sections 197 and 199 of the *Not-For Profit Corporations Act (the Act)*, the vote on this motion would only be taken by those affected first (retired members), and if adopted by that group of members, the vote would then be opened to the entire assembly.

Some felt that bargaining teams should be comprised of members currently in the workplace as they are aware of the members' issues and needs that are raised at the bargaining table.

Some were of the view that retired members are valuable assets to bargaining teams as they can provide historical context. It should be up to Groups as autonomous bodies to manage their own affairs when it comes to bargaining and to decide to include retired members or not. If it makes sense and works for them, they should be allowed to do so.

Some felt that this would go against the spirit of getting younger members involved in positions of great interest such as bargaining teams, which would be filled with retired members who are not impacted by the outcome of bargaining. The opportunity to be left to "la relève", who is and will be impacted by the outcome of bargaining. The way forward for new/younger members should not prevent them from getting the experience. Retired members can pass on their knowledge and mentor those members, but they should not take their place.

It was pointed out that at CRA (and for AFS Groups), it is not possible to have retired members on their bargaining team. It was also noted that in some Groups, members who retire are permitted to finish their terms on bargaining teams even if retired mid-way through.

Moved and seconded the motion be amended as follows:

7.1 Regular and Retired Members Only Regular and Retired Members may vote to elect Directors, run for elected office

and otherwise participate in the activities of the Institute and its constituent bodies, subject to Article 7.1.1. Regular and retired members may attend the Institute's general meetings. Only Regular Members may be appointed as Stewards **and be members of bargaining teams.**

7.1.1 Groups and Sub-Groups may, in accordance with their By-Laws, determine the level of participation of retired members in their activities, ~~excluding~~ **including membership on a bargaining team, provided that Retired Members shall not constitute the majority of the bargaining team.**

Some felt that the proposed amendment was completely changing the intent of the original BL amendment. Furthermore, it was being made passed the set deadline therefore it should be ruled out of order.

The Chair explained that since the original motion was submitted in time, any amendment made to it would be deemed admissible even if it changed the intent of the original motion.

The Chair was challenged on his decision as the amendment completely changes the original motion.

The question was called on the challenge to the Chair. There was agreement to proceed to the vote at this time.

The assembly did not sustain the Chair's decision. The proposed amendment was ruled out of order.

Debate resumed on the original motion.

It was reiterated that younger members want to get involved and should have the opportunity to do so. Retired members are not impacted by workplace issues such as return to office, salary, maternity leave, etc. therefore, they should not be part of the bargaining process. Furthermore, strike votes are sometimes a result of the bargaining process which is not something that would impact retired members. When a member is retired, they should not have the right to sign the collective agreement at the end of the bargaining process.

Given the challenges of recruiting members on executives and on bargaining teams, and the value in having historical knowledge brought on by retired members, this would be a good solution.

Although the spirit of the proposed amendment is good, some felt that as written, it would create more chaos for some bargaining teams. It should be left to each Group to decide how to conduct their affairs.

Move and seconded that the motion be amended as follows:

7.1 Regular and Retired Members Only Regular and Retired Members may vote to elect Directors, run for elected office and otherwise participate in the activities of the Institute and its constituent bodies, subject to Article 7.1.1. Regular and retired members may attend the Institute's general meetings. Only Regular Members may be appointed as Stewards **and be members of bargaining teams.**

7.1.1 Groups and Sub-Groups may, in accordance with their By-Laws, determine the level of participation of retired members in their activities, **excluding membership on a bargaining team. Members of bargaining teams who become retired can finish the current round of bargaining.**

Some voiced concern stating that there could be major travel costs involved as some retired members are away for several months during the winter. It was clarified that there are provisions in place in policy that deal with such situations and travel would not be covered/reimbursed.

The question was called on the amendment. There was agreement to proceed to the vote at this time.

The Chair explained that all delegates would be voting on the proposed amendment. The requirement of the *Act* would be enforced on the vote on the final motion (amended or not).

The amendment **carried**.

The question was called on the amended motion. There was agreement to proceed to the vote at this time.

The Chair reiterated that the vote would only be taken by those affected (retired members) and if adopted by that 2/3 of the members of that group, then the vote would include the votes of the entire assembly, as per sections 197 and 199 of the *Act*. If the vote results in less than 2/3 of the retired members, the results will not show the vote that include those of the entire assembly, and the motion would be deemed as being defeated.

There were 70 retired members present at this time (1:50 pm).

Retired members in the room voted 32% in favour of the amended motion, which did not meet the required 2/3 majority.

The motion was **defeated**.

15. Steward of the Year Awards (NCR, Quebec, Atlantic)

National Capital Region: Matt Vanner
Québec Region: Réjean Michaud
Atlantic Region: Alex Greenough

16. Proposed By-Law Amendments – Groups and Regions (Cont'd)

16.1 B-10 Nomenclature of Branches (F) - Sponsored by Région du Québec

Moved and seconded that,

Whereas the term is mainly used in Quebec, and

Whereas the word chapter is associated in Quebec with outlaw motorcycle gangs, and

Whereas it is important for PIPSC to have a professional image with our members, management and the public, and

Whereas two of the professional unions that most resemble us, CAPE and ACFO, use the term "local section",

Be it resolved that the national By-Laws in French be changed as follows:

11.1 RÉGIONS

11.1.1 Chaque région est structurée selon un minimum de trois (3) niveaux :

- i. Conseil régional
- ii. Exécutif régional
- iii. ~~Chapitres~~ **Section**

11.1.2 Les membres peuvent choisir d'être actifs(-ives) dans les structures régionales de leur lieu de résidence, de l'emploi ou du dernier emploi occupé. Les membres n'ont jamais de droits dans plus d'une (1) région.

11.1.3 La participation à d'autres unités organisationnelles est conforme à la définition des statuts de chaque région.

11.1.4 Chaque conseil régional est libre de recommander l'organisation détaillée de la région, sous réserve de la conformité aux présents statuts et de l'approbation du Conseil d'administration.

11.1.5 Statuts Chaque région est régie par des statuts conformes aux présents statuts, qui prévoient notamment la représentation des ~~chapitres~~ **sections** ou d'autres unités organisationnelles au conseil régional. Après modification de ses statuts, une région les soumet au Comité des statuts et politiques pour qu'il les étudie. Les modifications apportées aux statuts entrent en vigueur une fois approuvées par le Conseil d'administration.

11.1.6 Conseil régional Le conseil régional se compose d'au moins un(e) (1) délégué(e) par deux cents (200) membres et d'au plus un(e) (1) délégué(e) par cinquante (50) membres résidant dans la région, chiffre arrondi aux deux cents (200) près, plus deux (2) autres délégué(e)s. Le décompte des membres se fait le 31 décembre précédent.

11.1.6.1 Chaque conseil régional se réunit au moins une fois pendant l'année civile.

11.1.7 Exécutif régional L'exécutif régional est composé des directeurs(-trices) élu(e)s de la région et d'autres membres jusqu'à concurrence de onze (11) membres. Dans les régions de plus de 10 000 membres, le nombre maximal à l'exécutif

régional est de treize (13) membres. Les dirigeant(e)s comprennent normalement un(e) président(e), un(e) vice-président(e), un(e) secrétaire-trésorier(-ière) ou, selon le cas, un(e) secrétaire et un(e) trésorier(-ière). Le mandat des membres de l'exécutif n'excède pas trois (3) ans. Les résultats des élections à l'exécutif d'une région ainsi que la liste des noms, postes, adresses et numéros de téléphone au bureau et au domicile des dirigeant(e)s élu(e)s sont transmis au (à la) secrétaire exécutif(-ive) dans les plus brefs délais.

11.2 chapitres Sections

11.2.1 Création La création d'une **chapitre section**, comprenant au moins dix (10) membres titulaires ou à la retraite provenant d'au moins deux (2) groupes spécifiques dans une région, est assujettie à l'approbation du Comité exécutif, à la demande des membres de la **chapitre section** proposée et sur recommandation de l'exécutif régional en cause. Nonobstant ce qui précède, lorsqu'une région, où autrement une **chapitre section** serait créée, comprend les membres d'un seul groupe, l'exécutif régional peut recommander la création d'une **chapitre section**, sous réserve de l'approbation du Comité exécutif. Les statuts appropriés sont assignés au **chapitre à la section** nouvellement formée conformément aux présents statuts.

11.2.1.1 Les membres devraient toujours faire partie d'une **chapitre section** et ne peuvent jamais appartenir à plus d'une (1) **chapitre section**.

11.2.2 Statuts Chaque **chapitre section** est régie par des statuts conformes aux présents statuts et à ceux de la région en cause, qui garantissent notamment à chaque membre le droit de poser sa candidature et de voter lors de l'élection de l'exécutif. Après modification de ses statuts, une **chapitre section** soumet les modifications au Comité des statuts et politiques et à l'exécutif régional en cause pour qu'il les étudie. Les modifications apportées aux statuts entrent en vigueur une fois approuvées par le Conseil et ratifiées par les membres de la **chapitre section**.

11.2.3 Exécutif de chapitre section. Un exécutif de **chapitre section** comprend habituellement un(e) (1) membre par dix (10) membres de la **chapitre section**, chiffre arrondi à la dizaine près; il est formé d'au moins trois (3) membres, mais d'au plus onze (11) membres. Les dirigeant(e)s comprennent normalement un(e) président(e), un(e) vice-président(e), un(e) secrétaire-trésorier(-ière) ou, selon le cas, un(e) secrétaire et un(e) trésorier(-ière). Le mandat des membres de l'exécutif n'excède pas trois (3) ans. Les résultats des élections à l'exécutif de la **chapitre section**, ainsi que la liste des noms, postes, adresses et numéros de téléphone au bureau et au domicile des dirigeant(e)s élu(e)s sont transmis au secrétaire exécutif dans les plus brefs délais. L'exécutif se réunit au moins trois (3) fois par an.

11.2.4 Assemblée générale annuelle Chaque **chapitre section** convoque une assemblée générale annuelle des membres au moins une fois par année civile, jamais plus de quinze (15) mois après l'assemblée annuelle précédente. Lorsqu'une **chapitre section** omet de tenir une assemblée générale annuelle, le (la) secrétaire exécutif(-ive) l'informe qu'il enfreint la présente disposition et lui demande de prendre les mesures nécessaires dans les trente (30) jours suivant la réception de cet avis. Si la **chapitre section** n'obtempère pas, l'affaire est renvoyée à l'exécutif régional en cause pour qu'il fasse une recommandation au Conseil.

11.2.5 Motif de dissolution Une ~~chapitre~~ **section** peut être dissoute ~~si elle~~ omet de se conformer à ses statuts, à ceux de la région en cause ou à ceux de l'Institut, sous réserve de la recommandation de l'exécutif régional en cause et de l'approbation du Comité exécutif.

The movers explained that this would apply mostly to the French terminology in the BLs. He pointed out that the reference to "Chapters" often has a negative connotation linked organized bike gangs. The proposed change would be more positive and would reflect a terminology like that of other unions. The RMG Guild already refer to "sections", in line with the proposed change.

The question was called. There was agreement to proceed to the vote at this time.

The motion carried.

16.2 B-11 National AGM Delegate Ratio (F) - Sponsored by Région du Québec

Moved and seconded that,

Whereas the AGM is the supreme decision-making body at the Institute, and

Whereas such a large number of participants makes discussion and decision-making difficult, and

Whereas the total number of Institute members is constantly increasing, and

Whereas the number of delegates to the AGM will be subject to increase under the current formula, and

Whereas the costs of the AGM are constantly increasing, and

Whereas hotels in many provinces cannot accommodate members invited to the AGM;

Whereas hotels that are still able to accommodate us are no longer able to prepare meals adequately for members invited to the AGM,

Be it resolved that, for the 2025 AGM, articles 13.2.6.1 Groups and 13.2.6.3 Regions, be corrected as follows:

That the number 200 be replaced by 300

13.2.6.2 Groups Each Group Executive shall be entitled to the greater of:

1. one (1) delegate for each ~~two hundred (200)~~ **three hundred (300)** of the Group's members, rounded to the nearest ~~two hundred (200)~~ **three hundred (300)**, based on its national membership as at December 31, immediately prior to the notice of the meeting, or

2. one (1) delegate.

13.2.6.3 Regions Each Region shall be entitled to one (1) delegate for each ~~two hundred (200)~~ **three hundred (300)** of its members, rounded to the nearest ~~two hundred (200)~~ **three hundred (300)**, residing in the Region as at December 31 immediately prior to the notice of the meeting.

The mover stated that the proposed ratio would be in line with sound financial management and would be fair and reasonable for all constituent bodies. The AGM is currently too large and too costly and it also results in challenges to find venues which can accommodate it.

Some spoke against the motion, stating that for some Groups, this would not have any impact but for the smaller ones, it would diminish the opportunity to participate, which would not be fair.

Moved and seconded that the motion be amended as follows:

That the number 200 be replaced by 300 ***for Groups and 450 for Regions***

13.2.6.2 Groups Each Group Executive shall be entitled to the greater of:

1. one (1) delegate for each ~~two hundred (200)~~ **three hundred (300)** of the Group's members, rounded to the nearest ~~two hundred (200)~~ **three hundred (300)**, based on its national membership as at December 31, immediately prior to the notice of the meeting, or
2. ~~one (1) delegate~~ ***three (3) delegates***.

13.2.6.3 Regions Each Region shall be entitled to one (1) delegate for each ~~two hundred (200)~~ ~~three hundred (300)~~ ***four hundred and fifty (450)*** of its members, rounded to the nearest ~~two hundred (200)~~ ~~three hundred (300)~~ ***four hundred and fifty (450)***, residing in the Region as of December 31 immediately prior to the notice of the meeting.

The proposed amendment would still negatively affect the smaller Groups. There was also concern that it with not be respecting the dual structure of the Institute and would impact the balance between Groups and Regions.

Some were of the opposite view, stating that it would provide appropriate representation for all and would be fair for Groups and Regions. The size of the AGM needs to be reduced while remaining fair and democratic.

The question was called on the amendment. There was agreement to proceed to the vote at this time.

The amendment was **defeated**.

Another amendment was to the original motion, as follows:

Moved and seconded that the following amendment be considered:

That the number 200 be replaced by 300

13.2.6.2 Groups Each Group Executive shall be entitled to the greater of:

1. one (1) delegate for each ~~two hundred (200)~~ ~~three hundred (300)~~ of the Group's members, rounded to the nearest ~~two hundred (200)~~ ~~three hundred (300)~~, based on its national membership as at December 31, immediately prior to the notice of the meeting, **for Groups up to one thousand (1,000) members, or**
2. one (1) delegate for each three hundred of the Group's members, rounded to the nearest three hundred, based on its national membership as at December 31, immediately prior to the notice of the meeting, **for Groups over one thousand (1,000) members, or**

3. one (1) delegate

~~**13.2.6.3 Regions** Each Region shall be entitled to one (1) delegate for each two hundred (200) ~~three hundred (300)~~ of its members, rounded to the nearest two hundred (200) ~~three hundred (300)~~, residing in the Region as of December 31 immediately prior to the notice of the meeting.~~

The intent of the proposed amendment is to still protect the smaller Groups and reduce costs, unlike the original motion which discourages smaller Groups from active involvement and future growth at PIPSC.

Some expressed concern with this proposed amendment which would only be affecting Groups and not Regions, creating inequalities among those bodies.

It was clarified by the mover that this would have no effect on Regions. Their ratio would remain the same as per the original motion.

The question was called on the amendment. There was agreement to proceed to the vote at this time.

The amendment was **defeated**.

On the original motion,

The question was called. There was agreement to proceed to the vote at this time.

Clarification was sought on the interpretation of the motion and whether this would only apply to the 2025 AGM or all AGMs

moving forward (***Be it resolved that, for the 2025 AGM, articles 13.2.6.1 Groups and 13.2.6.3 Regions, be corrected as follows:***)

The Chair indicated that as written, this would apply to the 2025 AGM however it would be left to the Institute to interpret it accordingly or differently.

The motion was **defeated**.

17. Approval of the Budget

Moved and seconded that resolution F-03 be untabled at this time. Carried

F-03 Budget (E) - Sponsored by the Board of Directors

Moved and seconded that the 2024 AGM approve the budget for the period of July 1, 2025, to June 30, 2026.

The Finance Committee Chair indicated that the revised amount in terms of revenues, based on the approved resolutions would be \$87.8M and the budget would reflect a surplus of \$4.6M. The Director of Finance also noted that with the dues increase, the Institute will be working on reviewing the investment plan, setting specific parameters around the strike fund, to name a few. A financial plan should be ready early in the new year.

Some were of the view that the adoption of the budget should be postponed until the results of the election were announced, giving the newly elected members of the Board the opportunity to review things.

The question was called. There was agreement to proceed to the vote at this time.

The motion to approve the budget **carried**.

18. Proposed By-Law Amendments – Groups and Regions (Cont'd)

20.1 B-12 AGM Priority Discussions (E) - Sponsored by Ontario Region

Moved and seconded that,

Whereas the purpose of the Annual General Meeting is to govern the Institute as per the *Canada Not-for profit Corporations Act* and PIPSC By-Laws, and

Whereas the efficient governance of the Institute and its members is desirable, and

Whereas there are significant costs to holding the Annual General Meeting, and

Whereas the approval of financial statements, appointment of auditors and budget discussions are the required business,

Be it resolved that every attempt will be made to conduct Annual General Meeting business prior to holding extracurricular discussions, topics and presentations.

13.2.3.1 Ordering Agenda Items. The following agenda items shall take precedence over extracurricular discussions and topics:

1. Approval of agenda
2. Approval of prior Annual General Meeting minutes
3. Approval of prior year financials
4. Appointment of auditors
5. Resolutions with a financial budgetary impact
6. Budget approval
7. All other resolutions, presentations and business matters

Some felt that there are several important presentations such as awards and guest speakers that should remain as part of the agenda as they do not prevent the AGM business to get accomplished. The AGM agenda should not be enshrined in BLs as it would be too restrictive. The AGM can choose to amend (or not) the agenda when presented for approval at the start of the meeting. The AGM is not only about the resolutions, which are already largely prioritized and appropriately balanced. The agenda should remain fluid to allow the Board and the AGM to have some flexibility to adjust according to the priorities at that time.

Some felt that delegates attend the AGM to get the business of the Institute accomplished. Too often, resolutions die on the order paper due to lack of time to get through the agenda. There is a lot of work involved in preparing and submitting resolutions and it is unfortunate that only a few get dealt with.

The question was called. There was agreement to proceed to the vote at this time.

The motion was **defeated**.

20.2 B-13 Science Advisory Committee (E) - Sponsored by SP Group

Moved and seconded that,

Whereas members of the Science Advisory Committee (SAC) are currently appointed for 1-year terms;

Whereas it requires several meetings for committee members to familiarize themselves with the work of the committee;

Whereas having committee members serving only 1-year terms can result in significant turnover of committee

membership and can limit progress on longer term initiatives;

Be it resolved that By-Law 17.10.1 be amended to include a 3-year term length:

17.10.1 Composition - There shall be a Committee of the Board to be known as the Science Advisory Committee consisting of five (5) to seven (7) members. Composition of the Committee should be representative of Science and Technology Membership, which includes research, engineering, and science-related activities. **The Board shall appoint members for a three (3) year term.**

Moved and seconded that the motion be amended as follows:

17.10.1 Composition - There shall be a Committee of the Board to be known as the Science Advisory Committee consisting of five (5) to seven (7) members. Composition of the Committee should be representative of Science and Technology Membership, which includes research, engineering, and science-related activities. **The Board shall appoint members for a ~~three (3)~~ two (2) year term.**

Some were of the view that two years (or even three years) would be too long. The mandate should remain at one year in the spirit of engagement in the scientific community and giving all members the opportunity to voice their interest to service on the SAC.

The amendment **carried**.

On the amended motion,

Having a longer term would give members the opportunity to get up to speed when joining the committee and learn throughout their term.

The question was called. There was agreement to proceed to the vote at this time.

The motion **carried**.

20.3 B-14 Annual Allowance By-Law 14.3.1 (E) - Sponsored by Prairie/NWT Region

Moved and seconded that,

Whereas Regions and Sub-Groups receive an allowance, but they are not mentioned in bylaw 14.3.1.

Whereas bylaw 14.3.1 should be amended to put these two constituent bodies in the bylaw.

Be it resolved that bylaw 14.3.1 be amended as follows:

14.3.1 Annual Allowance Each constituent body is eligible to receive an annual allowance based on the number of Regular members and Rand deductees in each constituent body on the rolls as of December 31 of the preceding year, as set by an Annual General Meeting. Allowances will be established based on the following member composition:

Regions – number of Regular members, Retired members and Rand deductees

Branches – number of Regular members, Retired members and Rand deductees

Groups – number of Regular members and Rand deductees, and

Sub-Groups – number of Regular members and Rand deductees, and

Retired Members' Guild – number of Retired members.

Allowances will only be paid with respect to the current calendar year. The purpose of the allowance is to enable constituent bodies to defray the normal cost of conducting their business.

RSC Comment: No change to cost – correction of omission

The motion **carried**.

A delegate sought a procedural clarification to propose that the AGM be recessed at this time and that a subsequent date be scheduled to hold a virtual Special General Meeting (SGM) to resume and complete the rest of the business of the agenda.

The Chair indicated that there is a provision to refer motions that were not discussed to the Board of Directors, which could be entertained however to refer to a SGM that has not been called yet would be ruled out of order as it would infringe on the right of the Board to call a SGM, or to follow the normal process to do so, as per the BLs. The Chair therefore suggested that the delegate not proceed this way as calling a subsequent meeting (or not) would need to be determined by the Institute. It was also clarified that the motion to recess must be to a defined time and would need to be specified in the motion, if such a motion was put forward.

The Chair stated that the AGM would continue with the business at this time until the details pertaining to recessing the AGM were clarified and worked out by the Resolutions Sub-Committee.

20.4 B-15 Group Fee Adjustment (E) - Sponsored by BC/Yukon Region & IT Group

Moved and seconded that,

Whereas a Group is given the right to determine the need for a fee adjustment, and

Whereas the request for a fee adjustment is subject to the will of the Annual or a Special General Meeting of the Institute, and

Whereas, in the spirit of Group Autonomy, the identified need of a Group should not be overridden by the AGM,

Be it resolved that By-Law 14.2.3.1 be amended as follows:

14.2.3.1 Groups Notwithstanding By-Law 14.2.2, the fees set by an Annual or Special General Meeting need not be identical for each Group. When a Group, by majority decision of that Group's **AGM**, requests that a budgetary item be established for the benefit of that Group, it shall be entitled to ~~request an Annual or Special General Meeting to approve~~ a fee adjustment to enable extra services to be provided to that Group.

The mover introduced the motion stating that the proposed change removes the requirement that allows the AGM to tell a Group that their identified needs are not worthy of support. The proposed change gives this responsibility to Group AGMs. The representatives of the members who belong to Groups are better placed to make decisions that directly affect their Group. In the spirit of Group autonomy, the identified needs of a Group should not be overridden by the AGM. If Groups want to add a fee to their monthly dues based on a business case approved by their governing body, they should be allowed to do so. It was noted that this was done in the past by the AFS Group in the context of bargaining. The intent is to give Groups some leeway, if and when needed, and for specific needs or reasons.

Some were of the view that this would complicate the collection and the apportioning of dues for Institute staff. There is also a cap or maximum in terms of allowances in bank accounts and this could set a precedent by allowing Groups to go above that maximum.

Some were unclear as to where the funds would be coming from and who would be approving the increase in dues (if not the AGM). It was clarified that this would be coming from a levee. It was also clarified that this would most likely only affect larger Groups.

Some voiced concern regarding how this would play out for the smaller Groups/AGMs. Concern was also raised with a levee applied to the dues of Groups, which could set a precedent for Groups. Furthermore, BLs should be followed to protect smaller Groups.

The question was called. There was agreement to proceed to the vote at this time.

The motion was **defeated**.

Moved and seconded that all remaining resolutions be referred to the Board of Directors.

Some were of the view that BL amendments cannot be referred to the Board. As per BLs, the Chair clarified that the Board would not be authorized to change any referred BLs but it would be able to consider and advise the AGM on those resolutions.

Amendment by substitution,

Moved and seconded that all remaining non-BL resolutions be referred to the Board of Directors.

Instruction - The Board is to consult the Advisory Council and seek its input and recommendations before disposing of the referred resolutions.

Some were unclear what was expected of the Board – implement, consider, come back to the 2025 AGM with recommendations. Clarification was also sought on which resolutions were being referred. The AGM should not be burdening the newly elected Board with this extra work.

It was pointed out that if the remaining resolutions were not referred, they would die on the order paper when the AGM adjourns therefore, the AGM should be referring them to the Board.

The question was called. There was agreement to proceed to the vote at this time.

The motion **carried**.

19. Emergency Resolution

Moved and seconded that the 2024 AGM table all the remaining motions (B-17, B-18, B-19, B-20, B-21) that have not been referred to the Board of Directors in order to carry on with the business of AGM.

The Chair clarified that the AGM would need to vote on a 2/3 majority if willing to entertain this emergency resolution.

The AGM was in agreement to deal with the emergency resolution.

The question was called. There was agreement to proceed to the vote at this time.

The motion **carried**.

Moved and seconded that the 2024 AGM adjourn at this time. Carried

The AGM adjourned at this time – 5:07 p.m. (Ottawa time)

The President made a few closing remarks at this time. The Chair of the Elections Committee was asked to announce the newly elected members of the Board of Directors, starting their mandates on January 1, 2025. The AGM Chair then made a few closing remarks.

DRAFT

The following resolutions were referred to the Board of Directors:

- B-16 ITSP Mandate (E) - Sponsored by BC/Yukon Region & IT Group**
- P-01 Policy on Financial Support for Member Participation Meal Stop (E) - Sponsored by Atlantic Region**
- P-02 Resume Printing and Distributing Calendars for Constituent Bodies (E) - Sponsored by Atlantic Region**
- P-03 Divestment from Fossil Fuels (F) - Sponsored by Région du Québec**
- P-04 Policy on Steward Liberation (F) - Sponsored by Région du Québec**
- P-05 Fair Distribution of Members (F) - Sponsored by Région du Québec**
- P-06 Prioritisation of National AGM Business (F) - Sponsored by Région du Québec**
- P-07 Bargaining Communications (E) - Sponsored by SP Group**
- P-08 Science Advisory Committee (E) - Sponsored by SP Group**
- P-09 Virtual Meetings (E) - Sponsored by SP Group**
- P-10 Shift Workers Attendance at Branch & Sub-Group Events (E) - Sponsored by SH Group Executive**
- P-11 Climate (E) - Sponsored by RE Group**
- P-12 Policy on Board of Directors (E) - Sponsored by BC/Yukon Region**
- P-13 Policy on Financial Support for Member Participation (E) - Sponsored by IT Group**
- F-11 Travel Restrictions When in Deficit (E) - Sponsored by Sherry Oake (member)**
- F-12 Limits of Past Expenses for Presidents and Vice-Presidents (E) - Sponsored by Sherry Oake (member)**
- F-13 Hospitality Spending Restrictions When in Deficit (E) - Sponsored by Sherry Oake (member)**
- B-17 Alcoholic Beverages and Cannabis Products (F) - Sponsored by Robert Tellier & Guy Abel (members)**
- B-18 Reporting of Expenditures (E) - Sponsored by Frank Wong & Dimitry Gorodnichy (members)**
- B-19 PRQC Term (E) - Sponsored by Waheed Khan (member)**
- B-20 By-Law 13 (SGM) (E) - Sponsored by Frank Wong (member)**
- B-21 AGM Delegate Count Calculation (E) - Sponsored by Fred Jamieson (member)**
- P-14 PSPP Phase Out from Fossil Fuel Investments (#1) (E) - Sponsored by Norma Domey (member)P-15 PSPP Phase Out from Fossil Fuel Investments (#2) (E) - Sponsored by Norma Domey (member)**

PSPP

- P-16 **No Members of the Board of Directors on Committees of the Board (E)** - Sponsored by Sherry Oake (member) |
- P-17 **Special General Meeting (SGM) Chair Selection (E)** - Sponsored by Sherry Oake (member)
- P-18 **Covid Info Campaign (E)** - Sponsored by Dawn Xiao (member)
- P-19 **Covid Compensation (E)** - Sponsored by Dawn Xiao (member)
- P-20 **Covid Survey (E)** - Sponsored by Dawn Xiao (member)
- P-21 **Election Activities (E)** - Sponsored by Dean Corda (member)
- P-22 **Inclusion of Additional Grounds of Discrimination in the PIPSC Equity Statement (E)** - Sponsored by Dmitry Gorodnichy (member)
- P-23 **Use of Non-Divisive Imagery on PIPSC Public-Facing Websites (E)** - Sponsored by Dmitry Gorodnichy (member)
- P-24 **Address High Fear of Reprisal Among Professionals Working on Policies Affecting All Canadians (E)** - Sponsored by Dmitry Gorodnichy (member)
- P-25 **Transparency and Update Related to PIPSC Statement Supporting Mandatory Vaccinations (E)** - Sponsored by Dmitry Gorodnichy (member)
- L-01 **Election Transparency Improvement Across all Groups and Regions (E)** - Sponsored by Dmitry Gorodnichy (member)
- L-02 **Support for Members Right to Informed Consent, Bodily Autonomy and Confidentiality of Their Health Care Information (E)** - Sponsored by Dmitry Gorodnichy
- L-03 **Meetings of Committees of the Board (E)** - Sponsored by Ontario Regional Council
- L-04 **Transparency and Scrutiny Related to Non-Elected Union Positions (E)** - Sponsored by Dmitry Gorodnichy (member)
- L-05 **Term Limits for Full-Time Board of Directors and Groups Executives (E)** - Sponsored by Dmitry Gorodnichy
- L-06 **Election Transparency Improvement (E)** - Sponsored by Dmitry Gorenichi
- L-07 **Employee Medical Treatment Ethical Refusal Protection Policy (E)** - Sponsored by Dmitry Gorodnichy (member)