



CANADIAN ASSOCIATION OF PROFESSIONAL ACADEMIC LIBRARIANS (CAPAL)
ASSOCIATION CANADIENNE DES BIBLIOTHÉCAIRES ACADÉMIQUES PROFESSIONNELS (ACBAP)

AGENDA
Annual General Meeting
30 MAY 2018

Note: All Enclosures available via [Dropbox](#). For a full list of enclosures, see Appendix.

1. Call to order.
2. Appointment of chair of meeting.

The CAPAL Chair is not able to attend the AGM. We do not currently have a Vice-Chair. The members need to elect a board member to serve as chair of the AGM, in keeping with bylaw 5.8, "In the event that the chair or vice-chair is absent from a meeting of members, those present at the meeting and entitled to vote will choose someone from the board to chair."

Motion: To appoint Eva Revitt as meeting chair.

Moved/Seconded/Motion Carried

3. Approval of the agenda.
Motion: To approve the agenda.

Moved/Seconded/Motion Carried

4. Approval of the minutes of the AGM held 31 May 2017. ([Enclosure #1.](#))
Motion: To approve the minutes of the AGM held 31 May 2017 as presented.

Moved/Seconded/Motion Carried

5. Welcome and introduction of the directors, officers, and standing committee chairs
6. Report of the board. ([Enclosure #2.](#))

Comments

- CAPAL wrote letter advocating that the University Librarian position not be replaced by a non-librarian manager. Our contact person at Mount Alison was thankful for CAPAL's work. The administration has reversed their position and will be hiring a librarian in the role.

Motion: To receive the report of the board as presented.

Moved/Seconded/Motion Carried

7. Financial Report.

- a. Approval of compiled financial statements.
 - i. Accountants' report (unaudited) – Cowperthwaite Mehta Chartered Accountants. ([Enclosure #3.](#))
 - ii. Report of the finance committee (as per [Bylaw 3.8](#)) ([Enclosure #4.](#))

Comments/Questions from Members:

- Recommendation to change audit committee name to finance committee is a bylaw issue, need to change the bylaw to do this.
 - Board response: The board is aware of this and will look into it for the next AGYM
- Question about how this money is being invested.
 - Board response: CAPAL is looking to create a reserve fund in the future, but is not profitable enough to consider at this time.

Motion: To receive the compiled financial statements for 2017 as presented.

Moved/Seconded/Motion Carried

- b. Approval of the budget for 2019. ([Enclosure #5](#))

Comments/Questions from Members

- Question about the budget deficit
 - Board response: We ran a deficit last year and projected to one run next year due to high conference costs (Toronto and Vancouver)
- Question about reserve fund: once money is put in it can't be used to alleviate deficit.
 - Board response: Something the board is aware of.
- Question about why the deficit is considered next year.
 - Board response: Considered prior budget and assumptions of cost of future reserve fund. Board considered whether to hold a conference every year, but we must have an AGM. We may need to consider

tweaking membership fees, and having a membership drive in the future.

- Question about projected catering cost disparity between Ryerson and UBC.
 - Board response: There was a reception was at CAPAL17, so catering was higher. It was decided not to hold a reception in the future (for the time being).
- Comment about including level of detail in conference budget, as conference is focused on cost recovery.
 - Comment that level of detail in budget is required in order to be transparent to membership.
 - Response that this level of budget may hurt the next conference organizing group, as they will be inclined to follow each line item closely
 - Level of detail will remain as presented.

Motion: To approve the budget for 2019 as presented.

Moved/Seconded/Motion Carried

c. Appointment of an auditor.

As per [Bylaw 3.8](#), CAPAL/ACBAP can forgo appointment of a public accountant as auditor as allowed under [Section 182 \(1\)](#) of the Canada Not-for-profit Corporations Act (S.C. 2009, c. 23), in favour of presenting a compiled financial statement for 2018 at the 2019 AGM.

NOTE: Research done in 2015 into the cost of a public accountant to conduct an audit puts the cost of an annual audit at ~\$3 000.

Comments/Questions from Members

- Question about legal implications of this.
 - Board response: This has been done every year, and has been investigated to be allowed.
 - Comment that Canadian Association of Music Libraries, Archives, and Documentation Centres (CAML), also forgoes a formal audit for the same reasons (cost of audit, small association, simple finances), and then conducts an audit every 5 years.
 - Response that we must have trust in the people that do this work.
 - Concern about longevity of this practice.
 - Comment that CAPAL should consider having an audit done every X number of years as CAML does. Concern will be brought back to board to consider by Treasurer.

Motion: That CAPAL/ACBAP forgo appointment of a public accountant in favour of presenting a compiled financial statement for 2018 at the 2019 AGM.

Moved/Seconded/Motion Carried

- d. Appointment of member representatives (n=2, minimum) to the finance committee (est. 2016)

Purpose: To review the financial statement of CAPAL/ACBAP, the financial accounts, and any supporting financial documentation, and to report on this review to the Annual General Meeting.

The finance committee is a committee of the AGM. Therefore, the membership will be asked for nominations (or volunteers) to staff this committee. It is expected that the work of this committee will take place anywhere from late-March to mid-April to allow for the report of the committee to be incorporated into the CAPAL19 AGM Notice of Meeting.

Nominations from the floor: Jennifer Soutter, Jennifer Dekker, Alan Aldrich, Yanli Li

Motion: To approve the membership of the finance committee for FY2018 financial review.

Moved/Seconded/Motion Carried

8. Business arising.

None

9. New business.

- a. Results of election of directors, held March 2018. (Nominations Committee) ([Enclosure #6](#))

As per [bylaw 6.5](#), "Directors shall be elected annually by the members. The Nominations Committee will conduct online elections during the first three weeks of March of each year. Results of the election will be announced at the Annual General Meeting and at each succeeding annual meeting at which an election of directors is required."

Motion: To receive the election results.

Moved/Seconded/Motion Carried

- b. Proposed revision to bylaw 6.9. ([Enclosure #7](#))

Our bylaws contain effective provisions for the removal of members ([bylaw 4.5](#)), officers ([bylaw 8.5](#)), and committee chairs ([bylaw 9.1](#)), but we do not currently have an effective provision for removal of directors in the case that they are not fulfilling the duties for which they were elected. The only provision for removal is by vote of the entire membership ([bylaw 6.9.c](#)).

The board has experienced a problematic situation during 2017–18. CAPAL currently has one director who has attended just two of the monthly board meetings since June 2016, and another director who has attended just two of the monthly board meetings since June 2017. When directors are routinely absent from meetings, they are not fulfilling the duties for which they are elected, and furthermore, they are preventing the remaining directors from conducting the business of the organization if quorum cannot be reached and no motions can be passed.

Comments/Questions from Members

- Comment about the year should be clarified (academic or annual).
- Comment that it may result in potential “board takeover”.
- Comment that this is a last resort measure if all else fails
- Comment that a) should be modified to include “without reason or justification” or similar language
- Comment that this should be applied retroactively.
 - Discussion and consensus that it should not be applied retroactively
- Comment that the bylaw should be amended to remove gender specific language and replace with gender neutral
- Comment that discretionary element should be included as things do happen
- Comment that if needed, we can amend the language and ask general membership at a later date to vote on the bylaw amendment
- Comment that language should be changed to three meetings in a row
- Discussion about how the proposed language is too broad
- Discussion that it may be better to add qualifications to 6.3 to remove directors who miss three meetings in a row.

Motion: That bylaw 6.9 be moved as presented.

Moved/Seconded/Motion Failed

Motion (by Leona Jacobs): That 6.3 is instead revised by the board and approved by electronic vote

Moved/Seconded/Motion Carried

10. Reports of the standing committees. (Enclosures #8–15)

- a. Presentations, questions, and answers.

- i. Advocacy ([Enclosure #8](#))
- ii. Communications ([Enclosure #9](#))
- iii. Diversity & Equity (Enclosure #10. No report received.)
- iv. Education & Professional Development ([Enclosure #11](#))
- v. Membership ([Enclosure #12](#))
- vi. Publications (Enclosure #13. Vacant. No report.)
- vii. Research & Scholarship ([Enclosure #14](#))
- viii. National Student Liaison ([Enclosure #15](#))

Motion: That the reports of the standing committees be received as presented.

Moved/Seconded/Motion Carried

11. Other business.

12. Closing remarks.

13. Adjournment.

Access to enclosures listed for the AGM 2018 are available [online](#).

Enclosure	Filename	Description
	CAPAL AGM 2018 Agenda	CAPAL2018 Annual General Meeting AGENDA: Agenda for AGM to be held 2018 May 30.
Encl. #1	Minutes of CAPAL17 AGM	Minutes of the CAPAL2017 AGM.
Encl. #2	Board_Report_2018	Report of the Board, 2017–18.
Encl. #3	2017 CAPAL Financial Statements.pdf	Financial Statements (unaudited; prepared by Cowperthwaite Mehta Chartered Accountants)
Encl. #4	Finance_Committee_Report_2018	Report of the Finance Committee.
Encl. #5	6b – Budget 2019	Proposed Operational budget for 2019.
Encl. #6	Nominating_Committee_Report_2018	Report of the Nominations Committee concerning directors elected.
Encl. #7	9b – Proposed revision to Bylaw 6.9	Description of proposed changes to bylaw 6.9 to facilitate removal of a director if necessary.
Encl. #8	Advocacy_Committee_Report_2018	Report of the Advocacy Committee to the 2018 AGM.
Encl. #9	Communications_Committee_Report_2018	Report of the Communications Committee to the 2018 AGM.
Encl. #10	Report – Diversity & Equity – NOT RECEIVED	Report of the Diversity & Equity Committee to the 2018 AGM. – Not Received
Encl. #11	Education_Professional_Development_Report_2018	Report of the Education & Professional Development Committee to the 2018 AGM.
Encl. #12	Membership Committee_Report_2018	Report of the Membership Committee to the 2018 AGM.
Encl. #13	Report – Publications – NOT RECEIVED -	Report of the Publications Committee to the 2018 AGM. – Not Received, Committee Vacant
Encl. #14	Research_Scholarship_Committee_Report_2018	Report of the Research & Scholarship Committee to the 2018 AGM.
Encl. #15	Student_Committee_Report_2018	Report of the National Student Committee to the 2018 AGM.

Current STANDING COMMITTEES:

Advocacy Committee (confirmed by the Board, 2015-10-16)

The Advocacy Committee is a standing committee of CAPAL/ACBAP with a mandate to advocate for the rights, professional autonomy and interests of academic librarians; to research and develop informed opinions which may be used in communications with members and the public; and to work with the standing committees, the Board of Directors and external organizations in the promotion and advancement of issues and causes.

Communications Committee (confirmed by the Board, 2017-04-21)

The Communications Committee is a standing committee of CAPAL/ACBAP. The Committee coordinates both internal and external communications related to the activities of the Association. The Committee also shares information of interest to professional academic librarians in Canada. The Committee strives to provide communications in both official languages, French and English.

Diversity and Equity Committee (confirmed by the Board, 2016-05-20)

The Diversity and Equity Committee is a standing committee of CAPAL /ACBAP dedicated to diversity and equity in academic librarianship, and is committed to creating and maintaining an atmosphere of inclusion and respect in a safe and nurturing environment. It shall work to identify and address issues of social justice encompassing but not limited to race, sexuality, religion, mental health, and ability as they relate to the library profession and its multiple constituencies.

Education and Professional Development Committee (confirmed by the Board, 2017-04-21)

The Education and Professional Development Committee is a standing committee of CAPAL/ACBAP, with a mandate to share educational and professional development opportunities with current library students and academic librarians in Canada, to raise awareness of issues regarding the current state of library education in Canada, and to monitor accreditation process in Canadian library education and seek out opportunities for CAPAL/ACBAP involvement.

Membership Committee (confirmed by the Board, 2016-07-15)

The Membership Committee is a standing committee of CAPAL /ACBAP responsible for the development of the association's membership at large.

Publications Committee (confirmed by the Board, 2017-09-12)

The Publications Committee is a standing committee of CAPAL/ACBAP with responsibility for and oversight of the official external CAPAL/ACBAP publications. The committee shall oversee the publication of the *Canadian Journal of Academic Librarianship / Revue canadienne de bibliothéconomie universitaire*; collect and post conference proceedings to the CAPAL/ACBAP website, and undertake other externally focused, publication-related activities, as determined.

Research and Scholarship Committee (confirmed by the Board, 2017-01-13)

The Research and Scholarship Committee is a standing committee of CAPAL/ACBAP, with a mandate to support, advance and promote the diverse research, scholarship and creative activities of Canadian professional academic librarians, and the right of all such librarians to engage in these activities, which are essential contributions to the advancement of knowledge and society.

National Student Committee (confirmed by the Board, 2016-07-15)

The National Student Committee is a standing committee of CAPAL /ACBAP Board, representing, supporting and advocating for student members of CAPAL/ACBAP as well as emerging professionals.