

Minutes

CSMLS 84th Annual General Meeting

1200h Saturday, June 06, 2020

Virtual meeting held via Zoom video conference platform

The Chair, Nancy Bergeron welcomed the CSMLS members to CSMLS' first-ever Virtual Annual General meeting, due to the restrictions on gatherings due to COVID-19. She reviewed how and when to use the virtual platform features during the meeting. The Chair acknowledged the traditional territory of the Haudenosaunee and Anishnaabeg land on which the CSMLS office stands in Hamilton, ON.

A virtual poll was conducted to recognize provincial representation in the audience and as a practice opportunity for using the polling function during the meeting.

The Chair introduced the Board of Directors and the members of the CSMLS Leadership Team. She introduced the Parliamentarian for the meeting, former CSMLS President Susan Atkinson, and the Secretary for the meeting Radmila Minor, Executive Assistant at CSMLS.

The Chief Scrutineer for the meeting was Joe Davies, Chief Financial Officer, monitoring virtual polling.

The Chair reviewed the special rules for the AGM to help with the exchange of information. These rules take precedence over any other rule of order.

- We ask that all voting members participate in the polls when they are displayed on your screen. Any member may ask questions or speak to an item. To do this, please type your question into the chat box and await recognition from the Presiding Officer, myself. I will recognize members in the order in which their question is posed in the chat box.
- To respect time and order, please only ask questions pertaining to the agenda item at hand and only when requested.
- A member may speak only twice to a motion for a maximum of two (2) minutes. This also applies to Board members who present a motion. While we do not wish to limit freedom of speech, we also recognize that we need to conduct business in an orderly fashion and allow as many people as possible to be heard.
- A motion may be debated for no more than 15 minutes. Our Parliamentarian will be keeping watch over time as we carry on our business. She will notify me should we

use up our allocated time for an item, at which time the assembly will need to consent to carry on discussion on a topic.

Before beginning the meeting, the Chair asked if there were any non-members in the room. There were 0 (zero) non-members in attendance.

1. Call to Order

The Chair called the meeting to order at 1210h, with 70 (seventy) virtual and 3 (three) proxy voting members accounted for. Quorum for the meeting was met.

2. Approval of Agenda

As there were no further changes or additions, the Chair declared the agenda adopted as circulated.

3. Minutes of the 83rd Annual General Meeting: Fredericton Convention Centre, 670 Queen Street, Fredericton, New Brunswick

The minutes of the AGM held were approved by the Board of Directors and published on the CSMLS website as is the practice.

4. Changes to the Bylaws 2019

Bylaw changes approved at the 2019 AGM were made, and the revised bylaws were posted to CSMLS website.

They included Article 1.1 and 1.2 – to eliminate the publication of the membership roster.

5. Independent Auditor's Report and Financial Statements

The auditor's report and a condensed version of the financial statements are published in the CSMLS 2019 Annual Report. A full detailed financial report is available upon request.

The Chair highlighted a few key items:

- Total revenue in 2019 was just under 4 million dollars.
- The majority of revenue comes from membership fees and certification exams.
- Other revenue is generated by goods and services offered by the organization including, prior learning assessments, courses and events.
- Total expenses for the year were just over 3.6 million dollars.
- The majority of expenses come from the administration of the organization as well as running the certification exams.
- Other expenses are distributed among other business units.
- At the end of the year there was an operating surplus of over 275 thousand dollars.
- The surplus was invested back into the organization to deliver services for members and plan for the future.

- Some of this variance can be attributed to unexpected revenue. For example, prior learning assessments, membership fees, investments revenues and safety guidelines revenue were greater than what was projected for the 2019 budget.
- We were able to save money on expenses across the organization.

The Chair noted that the summary financial reports should not be a substitute for reading the fully audited financial reports and members are welcome to a full copy at any time. They need only request them from CSMLS.

The Chair asked if there were any questions. There being no questions, the following motion was put forward.

MOTION

"I move that the Auditor's Report and Financial Statements be accepted as published."

Moved by: Joël Rivero, Seconded by: Lisette Vienneau

CARRIED

6. Annual Report for 2019

The Annual Report is available online at go.csmls.org/annualreport. Print copies of the Financial Summary will be available for order at info@csmls.org.

The Chair shared a few key highlights from the year.

- In Ontario, we continued building relationships with key decision-makers and were able to respond with a statement, expressing concerns when the provincial government announced plans for a centralized health system.
- We responded quickly when the Alberta government announced its plans to stop construction on Edmonton's Hub Lab project. From Edmonton, we hosted a press conference, did several media interviews and arranged meetings with the Ministry of Health and opposition health critic. All this was to ensure that when decisions about laboratory science were being made, that laboratory professionals would be part of those conversations going forward.
- We continued our national lab tours with Members of Parliament. In their own ridings, the MPs had a chance to actually see the work being done in the lab, understand the processes and the challenges that face our members every day. There were 8 tours in 2019 including one with Elizabeth May, leader of the Green Party and another with Ginette Petitpas Taylor, New Brunswick Minister of Health, at the time.
- In 2019, we offered in-person events to host education and networking events across the country.

- The Phlebotomy Symposium continued our partnership with BD to bring high quality pre-analytical content to members.
- We continued with season 3 of the award-winning The Objective Lens podcast, offering free and convenient learning on the go.
- We developed several new resources including the MLT and MLA practice test, the Ethics on Demand article series,
- And in partnership with the University of Alberta, a project to support lab resources under the Choosing Wisely umbrella.
- 2019 saw the full introduction of Computer Based Testing for the MLA and MLT certification exams. This new process has allowed us some flexibility within the certification process.
- We saw the election of our first Board of Director position specifically for Medical Laboratory Assistants, to ensure their professional voice is represented within the strategic direction of the society.
- Two members were the recipients of our newly created Gaman J. Modi award, in recognition for their lifetimes of dedication to the lab profession focusing on three pillars – competency, compassion and commitment.
- The Board worked to revise and update 10 position statements as a reliable and timely resource for members.
- We continued our partnership with Canadian Blood Services by hosting Adopt-a-Donor Centre events across the country during National Medical Laboratory Week. These events allow CSMLS members to talk directly to donors about the role of the medical laboratory in safe blood products.
- Also as part of Lab Week, we released the We Are Lab documentary web series, which won an award of Excellence from the Canadian Society for Association Executives.

The Chair asked if there were any questions. There were no questions on the activities from 2019.

7. Report from the Board of Directors

The Chair gave a summary of Board activities since the beginning of the year.

- In early March, we started to see the world shift and impact our daily lives. We created a webpage of reliable resources that members could reference. This site was purposeful in relaying credible resources from such sources as the WHO and Canada's Public Health Agency. In that time of confusion and uncertainty we didn't want to add to the noise, but provide clarity for our members and the public.
- At that same time, we were monitoring the ongoing changes in the world and weighing the options available to us regarding our in-person events. As you know, this resulted in the cancellation of several of our events, including LABCON.
- It was necessary to communicate directly to members at this time of uncertainty. CEO Christine Nielsen released a message to our members in a video and in the Spring issue of the CJMLS. The message was to reassure members that CSMLS understands how they will be impacted by this pandemic and that we will continue to support them. The response was very positive and encouraging at a time of high stress and uncertainty.
- We ramped up our media presence to ensure accurate information was being relayed to a public audience. Appearing on news broadcasts and interviewed for print, we provided information and context regarding the lab professional's role in the pandemic, the challenges faced by the lab, and how medical laboratories were stepping up to the challenge of massively increased testing throughput and challenges with turnaround times.
- We leaned on the relationships we had built through our government advocacy program over the years to communicate the value of the laboratory in patient care, not just for this pandemic but for the future of health care. This became valuable when in Ontario, the province excluded the lab as part of their pandemic pay program, where key occupations were given a temporary raise in wages to acknowledge their risk and contribution to the health of Ontarians. We continue to have discussions with our key contacts on this issue.
- We continued our messaging to provincial and federal Ministries of Health about health human resource shortages within the lab. At this time, it's been easier to demonstrate the impact of medical laboratory technologist shortages on global health care.
- One of the most important aspects of our planning was to ensure we were serving our members in a way that was meaningful for them. We conducted a survey to gauge the memberships needs and adapted our programs to reflect this. We learned that concerns over personal safety and accessing reliable information were top of mind for many of you.

- Our virtual live webinars were an accessible tool that allowed us to provide timely and accurate learning with subject matter experts to help address some of these concerns. We held sessions on PPE, risk management and infectious diseases all free for members.
- We noticed that there was little information circulating regarding the actual testing that was being done for COVID-19. To avoid misunderstanding and to highlight the role of the medical laboratory professionals, we created easy-to-understand infographics to explain the process in simple terms. These were distributed mainly through social media and proved helpful to educate the public.
- In April we saw a National Medical Laboratory Week like no other. While we weren't able to gather and celebrate, we saw a greater public awareness and support for the laboratory through social media and virtual channels.
- We saw public statements by Prime Minister Justin Trudeau, Chief Medical Health Officer Dr. Theresa Tam and Minister of Health Patty Hadju, and many others. To receive public acclamation at such a high level was encouraging and inspiring.
- We had to cancel the live LABCON event, however we knew that while being together in-person is important, the learning was also extremely valuable and we didn't want to lose that. In May, LabConnect was announced - a 4 day virtual learning experience gathering professionals across the country to share in expertise and best practices for laboratory science. This just concluded earlier this week and I've heard it was quite successful.
- Social distancing and restrictions on large gatherings continue to impact the certification examination sessions. The Certification and PLA team quickly took action in March and worked with our Computer Based Testing provider, Prometric, to work out alternative solutions, including additional test sessions and provision for a remote proctoring pilot in June
- With the need for qualified medical laboratory professionals in the workplace, continuing the exam process was of the utmost importance.
- For the first time ever, we will pilot a Remote Proctoring option for the national exam, to allow even more flexibility for students who were unable to write in a testing centre.
- And we added two more Exam dates in 2020 to allow students more time to complete their program requirements and attend an exam session shortly after.
- All of these changes occurred in a very short time period and it took the combination of expertise, trust and teamwork to accomplish. I'm proud of the accomplishments of

the Society, the Board and the staff these past few months. Together, we have shown resiliency and strength to the benefit of the profession and our members.

At the chair call for questions, member Salwa Alzahrán, ON asked “How many exams we will have in 2020?”

D. Neutel advised that the February and June sessions were for MLA, MLT general, MLT clinical genetics and MLT diagnostic cytology. August and December exams have been added to bring the total number of exam sessions to 5 (five) specifically for MLA and MLT general, but if MLT Clinical Genetic and MLT Diagnostic Cytology were impacted, these exams could be added too. To address the impact of COVID-19, the addition of exam sessions will continue into 2021 and an April session will probably be added.

Member Muckpaloo Ipeelie, ON asked who determines if a placement is cancelled; would it be the hospital, school or government and would it be influenced by CSMLS?

C. Nielsen responded that the government is not involved in the process of cancelling placements. Placements are determined at the institutional level and are based on the relationship with their clinical partners. This process varies across Canada. CSMLS is providing additional exam sessions to accommodate students that were impacted by disruptions to their placements.

9. Report of the Nominating Committee

Nancy Bergeron, President reported the results of the Ballot to the assembly for election of officers for 2021, on behalf of Maria Klement, Past President, and Chair of the Nominating Committee.

Voting in the Board of Directors election was done through a secure electronic voting system and by paper ballot upon request. The membership was notified of the election through the CSMLS website, the Canadian Journal of Medical Laboratory Science, email and social media. The ballot count is completed by the auditor, and results presented to the Chair of the Nominating Committee.

This year, we had 6 nominees for the two open offices.

For the position of Director, Manitoba and Saskatchewan, the candidates were:

Linda Kappel	Twyla Pierce
Lisa Kendrick	Michele Sykes

The incoming Director is: Michele Sykes

For the position of Director, Quebec, the candidates were:

Hélène Lanigan	Nancy Lemelin
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The incoming Director is: Nancy Lemelin

Congratulations to our new incoming Board members.

N. Bergeron invited those interested in running for a position on the Board of Directors, to visit the CSMLS website under the Volunteer tab for more information. Nominations open in January.

MOTION

“I move that the Report of the Nominating Committee be accepted as presented.”

Moved by: Maria Klement, Seconded by: Rachelle Kingsler
CARRIED

9. New Business: Appointment of Auditor

Each year the Assembly selects an auditor for the upcoming year. A motion was put forward.

MOTION

“I move that the firm of Stevenson & Lehocki, Chartered Accountants, be appointed as auditor for the CSMLS for the financial year ending 2020.”

Moved by: Joël Rivero, Seconded by: Bernie Hartung
CARRIED

At the chair call for questions, member Tricia VanDenakker, MB asked how many years had this firm served as auditor for CSMLS. J. Davies responded that they have been auditing our financial records for over 10 years. It was suggested by Tricia VanDenakker that the Board consider implementing a new auditor.

10. New Business: Amendment to the Bylaws

There were proposed amendments to the bylaws.

Change in Membership Deadline: Articles 3.7 and 3.8 – Remove the reference to January first in both of these instances.

Current Situation:

- 3.7 Members shall be in good standing only so long as their Membership fees have been paid in full. Membership fees are payable on or before January 1 of the Membership year.
- 3.8 When a Member’s fee remains unpaid as of the January 1 deadline, that Member’s name shall be removed from the Membership Rolls and that Member’s Membership shall stand suspended, without need for further action or notice. Every Member, by accepting Membership, agrees to suspension of Membership pursuant to this Section 3.8 and hereby waives all rights, interests, privileges, services or claims as a Member in the event of his or her Membership being so suspended.

Proposed Change:

- 3.7 Members shall be in good standing only so long as their Membership fees have been paid in full.
- 3.8 When a Member’s fee remains unpaid as of the deadline, that Member’s name shall be removed from the Membership Rolls and that Member’s Membership shall stand suspended, without need for further action or notice. Every Member, by accepting Membership, agrees to suspension of Membership pursuant to this Section 3.8 and hereby waives all rights, interests, privileges,

services or claims as a Member in the event of his or her Membership being so suspended.

The change would be seen in articles 3.7 and 3.8

Reason for Change:

Reference to January is not necessary, this is a historical practice. Removing the date allows for more flexibility for office administration.

At the chair call for questions, member Bernard Hartung, ON asked if this change will affect member PLI status. J. Davies replied that it would not.

Member Krista Patriquin, AB asked if CSMLS will still work in conjunction with provinces? J. Davies responded that CSMLS will continue to work with the provinces and this change allows for more flexibility for office administration.

MOTION

“I move that Bylaws Articles 3.7 and 3.8 be changed to remove the reference to January 1 deadline.”

Moved by: Greg Hardy, Seconded by: Greg Dobbin
CARRIED

Bilingual Director(s): Article 4.1.2 – Remove the phrase “at least”

Current Situation:

4.1.2 At least one (1) director shall be elected from candidate(s) who are identified as bilingual in the French and English languages.

Proposed Change:

4.1.2 One (1) director shall be elected from candidate(s) who are identified as bilingual in the French and English languages.

The change would be seen in article 4.1.2

Reason for Change:

This is a historical practice; CSMLS has one designated role. There may be multiple bilingual directors, but only one has official capacity.

At the chair call for questions, member Rachelle Kingsler, NB, asked for clarification whether there may be more than one bilingual director serving on the board, with C Nielsen acknowledging that, yes, there may be bilingual directors additional to the official bilingual post.

MOTION

“I move that Bylaws Article 4.1.2 be changed to remove the phrase “at least” with regards to the bilingual director, only one director currently serving on the Board will have the official capacity as bilingual director.”

Moved by: Lucie Alain, Seconded by: Michael Angers
CARRIED

Constitution of the Nominating Committee: Article 5.1 - To change the composition of the Nominating Committee from members at large to only representatives within the serving Board of Directors.

Current Situation:

5.1 The Nominating Committee shall be a standing committee which shall consist of:

- One (1) representative from each of the following geographic regions:
 - Atlantic
 - Québec
 - Ontario
 - Manitoba and Saskatchewan
 - Alberta, the Northwest Territories and the Nunavut Territory
 - British Columbia and the Yukon

These representatives shall be appointed by the Board.

- The Past President of the CSMLS, who shall chair the Nominating Committee (or, if the Past President is unable or unwilling to chair the Nominating Committee, a director appointed by the Board).

Proposed Change:

5.1 The Nominating Committee shall be a standing committee, which shall consist of 3-4 Board members. The Past President shall chair the committee.

The change would be seen in article 5.1

Reason for Change:

To become more contemporary and allow for recruitment of potential board members to take place year-round, the Nominating committee will no longer be composed of members at large. It will be formed from within the serving Board of Directors, ensuring regional representation. Board members have current experience on the board and are best positioned to advise of the duties and commitment required.

There were no questions.

MOTION

“I move that Bylaws Article 5.1 be changed so the Nominating committee will no longer be composed of members at large, but members from within the serving Board of Directors”

Moved by: Maria Klement, Seconded by: Tom Stowe
CARRIED

Removal of the Paper Ballot: Articles 5.4, 5.6, 5.7 and 5.9 – Removal of the reference to the option of a paper ballot.

Current Situation:

- 5.4 All directors listed in Article 4.0, Section 4.1. shall be elected by mail and/or electronic ballot by the voting Members except where the Canada Not-for-Profit Corporations Act (the “Act”) requires a meeting. Each voting Member shall be entitled to vote for each of the directors listed in Section 4.1.
- 5.6 The ballots, completed by the voting Members, shall be returned to the CSMLS office within 21 days from the date of electronic posting or the date of mailing. The ballots shall be counted by the Auditor, who shall report the results to the Chief Executive Officer.
- 5.7 In the event that any office is not filled as a result of the mail and/or electronic ballot, the Nominating Committee shall submit the name of at least one (1) nominee, for each office not filled, for election at the Annual General Meeting. Any voting Member at the Annual General Meeting may also make nominations, for any office not filled, for election by the voting Members at the Annual General Meeting.
- 5.9 All nominations made, either on the nominating slate for the mail and/or electronic ballot or at any Annual General Meeting, must first have the written consent of the nominee.

Proposed Change:

- 5.4 All directors listed in Article 4.0, Section 4.1. shall be elected by the voting Members except where the Canada Not-for-Profit Corporations Act (the “Act”) requires a meeting. Each voting Member shall be entitled to vote for each of the directors listed in Section 4.1.
- 5.6 The ballots, completed by the voting Members, shall be returned (electronically) to the CSMLS office not less than 21 days prior to the date of the next Annual General Meeting. The ballots shall be counted by the Auditor, who shall report the results to the Chief Executive Officer.
- 5.7 In the event that any office is not filled as a result of the ballot, the Nominating Committee shall submit the name of at least one (1) nominee, for each office not filled, for election at the Annual General Meeting. Any voting Member at the Annual General Meeting may also make nominations, for any office not filled, for election by the voting Members at the Annual General Meeting.
- 5.9 All nominations made, either on the nominating slate for the ballot or at any Annual General Meeting, must first have the written consent of the nominee.

The change would be seen in articles 5.4, 5.6, 5.7 and 5.9

Reason for Change:

The option of voting by paper ballot in the Board of Directors election is underutilized and adds needless complexity to the election process. It is recommended the paper ballot option be discontinued. In the past five years, fewer than ten paper ballots have been requested, most of which were not returned. Several manual steps are required to allow for a paper ballot option, which is not an efficient use of the Society’s resources.

There were no questions.

MOTION

“I move that Bylaws Articles 5.4, 5.6, 5.7 and 5.9 be changed to remove reference to the “paper ballot” for voting in the Board of Directors election.”

Moved by: Pat Verbeke, Seconded by: Ossayed Al Awor

Motion was unable to stand

(*see further below for order of events)

Provision for Virtual Meetings: Articles 8.1 and 8.5 – To allow for a virtual or hybrid AGM if CSMLS is not able to conduct the meeting in person

Current Situation:

- 8.1 The Annual General Meeting shall be a general meeting of the Members held at such time and place in Canada as may be determined by the Board, for the purpose of receiving the financial statements and reports and for the transaction of such other business as may be properly brought before it.
- 8.5 Fifty (50) Voting Members present in person or by proxy shall constitute the quorum for any Members’ meeting.

Proposed Change:

- 8.1 The Annual General Meeting shall be a general meeting of the Members held at such time and place in Canada (or via a virtual platform), for the purpose of receiving the financial statements, reports, and for the transaction of such other business as may be properly brought before it.
- 8.5 Fifty (50) Voting Members in attendance or by proxy shall constitute the quorum for any Members’ meeting.

The change would be seen in article 8.1 and 8.2

Reason for Change:

Provision for a virtual AGM if CSMLS is not able to conduct the meeting in person (e.g., pandemic and social distancing).

There were no questions.

MOTION

“I move that Bylaws Articles 8.1 and 8.5 be changed to remove reference to an in-person gathering for the Annual General Meeting and allow for the provision of a virtual meeting, should the need arise.”

Moved by: Krista Urchenko, Seconded by: Paula Steeves

Motion was unable to stand

**At this point in time (1250h) the poll for Provision for Virtual Meetings had just been launched when the Chair announced that she was just informed that member Ossayed Al Awor was not present in the virtual meeting. He telephoned the office to indicate his absence. The motion*

(Removal of Paper Ballot) where he was the listed seconder was read again and the chair asked for a new seconder from the audience. The virtual poll was re-launched.

MOTION

“I move that Bylaws Articles 5.4, 5.6, 5.7 and 5.9 be changed to remove reference to the “paper ballot” for voting in the Board of Directors election.”

Moved by: Pat Verbeke, Seconded by: Ruth Simpson
CARRIED

Then the interrupted motion (Provision for Virtual Meetings) was read again, and the poll was re-launched.

MOTION

“I move that Bylaws Articles 8.1 and 8.5 be changed to remove reference to an in-person gathering for the Annual General Meeting and allow for the provision of a virtual meeting, should the need arise.”

Moved by: Krista Urchenko, Seconded by: Paula Steeves
CARRIED

Member Tricia VanDenakker advised the poll with the new seconder (Removal of Paper Ballot) had not been correctly relaunched. The Parliamentarian disagreed. There was some back and forth discussion whether the correct polls had been relaunched. The Parliamentarian was asked by the CEO if it was best practice to go back and again re-launch both polls. The Parliamentarian stated that clear majority votes were in for both motions in question and that there was no need to do so. She advised that the AGM move forward. Member Tricia VanDenakker asked that the office review the virtual AGM recording post-meeting.

Articles 9.1, 9.3 and 9.6 – To remove reference to the “paper ballot” for voting in the Annual General Meeting

Current Situation:

- 9.1 The eligibility of any Member to vote at any Annual General Meeting or Special General Meeting or by mail and/or electronic ballot shall be in accordance with Article 3.0, Sections 3.1 - 3.5. Each Member may, by means of a written proxy, appoint a proxyholder to attend and act at an Annual General Meeting or Special General Meeting, in the manner and to the extent authorized by the proxy.
- 9.3 A special mail and/or electronic vote may be called:
 - (a) by the Board; or
 - (b) by a majority of voting Members at an Annual General Meeting or Special General Meeting on an issue of national importance on which it is desirable that all Members be given an opportunity to vote.

- 9.6 The ballots, completed by the voting Members, shall be returned to the CSMLS office within twenty-one (21) days from the date of mail and/or electronic date of the ballot. All ballots shall be counted by the Auditor, who shall report the results to the Chief Executive Officer.

Proposed Change:

- 9.1 The eligibility of any Member to vote at any Annual General Meeting or Special General Meeting or ballot shall be in accordance with Article 3.0, Sections 3.1 - 3.5. Each Member may, by means of a written proxy, appoint a proxyholder to attend and act at an Annual General Meeting or Special General Meeting, in the manner and to the extent authorized by the proxy.
- 9.3 A special vote may be called:
- (a) by the Board; or
 - (b) by a majority of voting Members at an Annual General Meeting or Special General Meeting on an issue of national importance on which it is desirable that all Members be given an opportunity to vote.
- 9.6 Covered in 5.6

The change would be seen in articles 9.1, 9.3 and 9.6

Reason for Change:

Removal of reference to paper ballot to reflect updated practices.

MOTION

“I move that Bylaws Articles 9.1, 9.3 and 9.6 be changed to remove reference to the “paper ballot” for voting in the Annual General Meeting.”

Moved by: Pat Verbeke, Seconded by: Greg Dobbin
CARRIED

11. Adjournment

There being no further business, the Chair thanked the members for attending the first virtual AGM and declared the meeting adjourned at 1306h.