



**ASSOCIATION OF REGISTERED NURSES OF BRITISH COLUMBIA**

**Extraordinary General Meeting  
Thursday, February 26, 2015  
12:11 pm – 3:20 pm**

**Ballroom, Double Tree Hilton  
Kamloops, BC**

**MINUTES**

**Present:** Julie Fraser, President  
Zak Matieschyn, President-Elect  
Tania Dick, Director at Large  
Pam Burton, Director at Large  
Marcia Carr, Director at Large  
Tanya Sanders, Regional Director, Interior  
Wendy Bowles, Regional Director, Fraser Valley  
Joy Peacock, Executive Director  
47 Active members

**1. Organizational Matters**

**1.1 Remarks from the Chair**

Julie Fraser, President, welcomed individuals to the meeting and advised that the Extraordinary General Meeting (EGM) was called to amend some inconsistencies that were identified during a routine review of the Association of Registered Nurses of British Columbia's (ARNBC's) bylaws.

**Call to Order**

The President called the meeting to order at 12:11 pm.

**1.1.1 Appointment of Chairman**

The President advised that in accordance with Bylaw 4.6 she is the Chair of the meeting.

**1.1.2 Appointment of Secretary**

The Chair appointed Matthew Edelson, Executive Assistant, as secretary of the meeting. There were no objections received.

**1.1.3 Attendance of Guests**

The Chair proposed that Ken N. Burnett, solicitor for the Association be present to provide advice to the Association. No objections were received.

The Chair acknowledged observers and other special guests:

- Cynthia Johansen, Registrar & CEO, CRNBC
- ARNBC Staff
- 19 Observers

**1.1.4 Appointment of Scrutineer**

The Chair appointed Andrea Burton as Scrutineer of the meeting. There were no objections received.

**1.1.5 Quorum**

The Scrutineer reported 47 Active Members in attendance at the start of the meeting. The Chair stated that this number of Active Members constituted a quorum.

The Chair stated that ARNBC’s list of Active Members are active practising registered nurses and nurse practitioners with the College of Registered Nurses of British Columbia (CRNBC), who have given consent to share their information with ARNBC and who have been accepted by the ARNBC Board of Directors as per Bylaw 2.2.

The Chair declared the meeting to be regularly called and properly constituted for the transaction of business.

**1.1.6 Conducting Votes by a Show of Hands**

The Chair advised that in accordance with Bylaw 4.12, voting will be conducted by a show of hands using the voting cards provided.

**1.2 Notice of Extraordinary General Meeting**

The Chair advised that notice of the meeting was given 14 days’ prior to the meeting on February 11, 2015.

**MOTION # 2015-02-26-01**

Moved by Marcia Carr, seconded by Tanya Sanders

That the notice of this meeting of February 26, 2015 was properly given on February 11, 2015.

In favour – 41

CARRIED

Liz Ilczaszyn raised concerns regarding how the Association can deem members with active registration with CRNBC as observers at this meeting. She pointed out that the ARNBC website indicated that in accordance with CRNBC/ARNBC universal membership, any RN or NP with active registration with CRNBC is an automatic member of ARNBC and pays dues to the Association.

The Chair acknowledged Liz's concerns and advised of the requirements under the Society's Act, ARNBC Bylaws and legal opinion received in this regard.

## 2. Agenda

The Chair advised that the agenda for the meeting was circulated with the Notice of Meeting and also available at the reception desk.

### **MOTION # 2015-02-26-02**

Moved by Liz Ilczaszyn, seconded by Susie Ford

To amend the agenda to add an opportunity for open forum following new business. The open forum is to include a discussion on inconsistencies in which the meeting is being held, and the annual licensing fees being transferred by the CRNBC to ARNBC.

In favour – 36

CARRIED

The agenda was approved as circulated with the addition of open forum at the end of the meeting.

### 2.1 Special Resolution

Julie Fraser, President reviewed the proposed bylaw changes and provided an explanation for the changes being proposed.

#### **Bylaw 1.1(k), 1.1(m), 4.4, 4.5, 4.11, 4.12, 5.20, 5.21:**

Clarify the language in the Bylaws dealing with the distinction between Active Members, who are entitled to vote, and Associate Members, who are not entitled to vote. The distinction already exists in the current Bylaws and the amendment is intended to remove any ambiguity in the language in the Bylaws regarding this distinction.

#### **Bylaw 1.1(o), 5.5:**

Update the Bylaws to reflect the current process of appointing the President-Elect to the position of President after the President-Elect's term is complete.

**Bylaw 4.1(b) (v), 5.4, 5.15, 6.6:**

Update the Bylaws to reflect the current electronic ballot system currently used to elect Directors and the President-Elect.

**Bylaw 5.3, 5.14, 5.16**

Add to the Bylaws the description of the regional representatives on the Board, and add a Regional Director, First Nations.

**Bylaw 5.6, 5.8, 5.9:**

Clarify the language in the Bylaws which describes the terms of directors. The terms run from one Annual General Meeting (AGM) to the second following AGM.

**MOTION # 2015-02-26-03**

Moved by Tanya Sanders, seconded by Marcia Carr

That as a special resolution, the Bylaws of the Association be altered by deleting and cancelling the Association's existing Bylaws and creating and adopting the form of Bylaws attached to the notice of meeting dated February 11, 2015.

Cheryl Appleton raised concerns in regards to how many Board members were voted in by electronic ballot and how long this has occurred? Cheryl also questioned that if the President and directors were improperly voted in; does it make all actions made by the Board invalid?

The Chair advised that this has occurred twice and that 5 current Board members were voted in by electronic ballot, the remainder were acclaimed and were valid. The actions of the Board have been valid.

Colleen Regehr spoke in favour of the resolution to change the bylaws.

Tracy Queqezance questioned how long the process of appointing the President-Elect to President has occurred for? The Chair advised that it has occurred once with her acclamation.

Rebecca Grindon raised concerns that a two year term as president-elect is not responsive to members when electing a president two years before they take office.

The Chair advised that it is helpful for the President-Elect to receive mentorship from the President prior to taking office.

Patricia Marck called for the question.

In favour – 34

Opposed – 8

**CARRIED**

A vote was then taken on the Special Resolutions.

In favour – 35

Opposed – 10

CARRIED

Melissa Labelle asked if ARNBC has developed any climate goals in meeting to listen to people with openness and respect with no negative verbal or non-verbal actions. Melissa requested that climate goals be developed. Julie acknowledged this and indicated it would be something the Board would consider.

At the suggestion of the Chair, the meeting stopped to break.

## **2.2 Election of Directors**

The Chair proceeded with the election of directors to serve until the next annual general meeting or until successors are appointed.

Due to the previous inconsistencies with how five of the directors of the ARNBC were elected, specifically electronic voting in advance of the AGM was used instead of voting in-person, the directors have also asked those directors that run for election again to agree that their term as directors be shortened to the term that they would have otherwise had.

A call for nominations for the directors of the Association will occur in the first week of March for terms starting after the May 28, 2015 AGM lasting for 2 years. It will be a condition that anyone running for election for director must unreservedly subscribe to and support the purposes of the Association, as required pursuant to Bylaw 5.19.

Liz Ilczaszyn brought forward a petition of 284 individuals who requested the meeting be adjourned due to their inability to attend due to the BCNU Annual Convention in Vancouver. The petition was acknowledged.

A call for nominations of candidates for ARNBC Board of Directors was made and the following names were received:

- Tanya Sanders, nominates Maylene Fong
- Marcia Carr, nominates Tania Dick
- Tanya Sanders, nominates Pamela Burton
- Leanne Currie, nominates Patricia Rodney
- Denise Murray, nominates Linda Axen
- Liz Ilczaszyn, nominates Rebecca Grindon
- Tracy Quewance, nominates Shari Tonkin
- Liz Ilczaszyn, nominates Jereme Bennett
- Susie Ford, nominates Michelle Sordal
- Melissa Labelle, nominates Scott Duvall

Each candidate spoke to their nomination with the exception of those who were not in attendance (Linda Axen, Maylene Fong, Paddy Rodney).

Ballots were distributed for a vote. The Scrutineer collected the ballots and left the assembly room for a count. Concerns were raised with this process. Ballots were brought back into the assembly room and counted by the Scrutineer and one other non-nurse staff member.

A vote was taken to accept ballots as sound and acknowledging that they have been counted by the Scrutineer and one non-nurse staff member.

In favour – 31

Opposed – 10

**CARRIED**

Zak Matieschyn, President-Elect announced the results of the vote:

- Linda Axen – 28 votes
- Pamela Burton – 32 votes
- Tania Dick – 37 votes
- Maylene Fong – 29 votes
- Patricia Rodney – 33 votes
- Jereme Bennett – 10 votes
- Michelle Sordal – 7 votes
- Scott Duvall – 8 votes
- Shari Tonkin – 6 votes
- Rebecca Grindon – 11 votes

The successful candidates for ARNBC Board of Directors were announced:

- Tania Dick
- Patricia Rodney
- Pamela Burton
- Maylene Fong
- Linda Axen

**MOTION # 2015-02-26-04**

Moved by Wendy Bowles, seconded by Zak Matieschyn

That Tania Dick, Patricia Rodney, Pamela Burton, Maylene Fong and Linda Axen be elected as Directors of the Association.

**CARRIED**

### **2.3 Election of President-Elect**

The Chair proceeded with the election of the President-Elect to serve until the next AGM or until a successor is appointed. Due to inconsistencies in the President-Elect's election, specifically, electronic voting in advance of the AGM was used instead of voting in-person as required by the current bylaws.

Zak Matieschyn agreed to run for the position of President-Elect and agreed that his term as President-Elect will be shortened to the term that he would have otherwise had, again so that his term would end 1 year since he started as expected.

It is a condition that anyone running for the election as President-Elect must agree to unreservedly subscribe to and support the purposes of the Association, as required pursuant to Bylaw 5.19.

Wendy Bowles nominated Zak Matieschyn to the position of President-Elect. Zak agreed to unreservedly subscribe to and support the purposes of the Association.

The Chair called for any other nominations from the floor. There were no further nominations received.

#### **MOTION # 2015-02-26-05**

Moved by Heather Cook, seconded by Pam Burton

That Zak Matieschyn be elected as President-Elect by acclamation.

CARRIED

### **2.4 Election of President**

The Chair proceeded with the election of the President-Elect to serve until the next AGM. The Chair advised the meeting that her election was by acclamation which was not formalized in the minutes.

Julie Fraser agreed to run for the position of President and agrees that her term as President will be shortened to the term, to conclude at the AGM on May 28, 2015.

Pamela Burton nominated Julie Fraser for the position of President. Julie agreed to unreservedly subscribe to and support the purposes of the Association, as required pursuant to Bylaw 5.19.

A call for other nominations from the floor was made. There were no additional nominations received from the floor.

**MOTION # 2015-02-26-06**

Moved by Marcia Carr, seconded by Susan Duncan

That Julie Fraser be acclaimed as President of the Association.

CARRIED.

**2.5 Ratification of Acts of Directors**

The Chair thanked the Board of Directors for their commitment to the Association and opened the floor for a motion that all actions of the Board of Directors since incorporation of the Association be ratified.

Concerns were raised by some members in attendance in regards to what would be ratified. The Chair acknowledged the concerns and answered questions related to the Board's actions to be ratified. The Chair also read out a list of activities that the board carried out over the last two years. There have been previous decisions and initiatives that were made without the knowledge that the Association may be in contravention of the bylaws. These previous actions should be ratified in good faith. The motion is part of regular meetings of members to receive feedback.

**MOTION # 2015-02-26-07**

Moved Tanya Sanders, seconded by Tania Dick

That all actions of the Board of Directors since incorporation be ratified.

In favour – 29

Opposed – 9

Abstained – 2

CARRIED

**3. Termination of the Meeting**

The Chair noted that the meeting extended well past the expected time frame. It was suggested to terminate the meeting and have an informal open forum.

**MOTION # 2015-02-26-08**

Moved by Christine Davidson, seconded by Marcia Carr

To terminate the meeting and that an open forum be held after the meeting for generative discussion.

In favour – 23  
Opposed – 10  
Abstained – 2

**CARRIED**

The meeting was declared terminated at 3:00 pm.

**INFORMAL OPEN FORUM FOLLOWED THE MEETING**



\_\_\_\_\_  
Julie Fraser, President and Chair



\_\_\_\_\_  
Matthew Edelson, Secretary

\_\_\_\_\_  
March 6, 2015

Date

\_\_\_\_\_  
March 6, 2015

Date

### **Informal Open Forum**

The Chair advised that the Informal Open Forum had commenced.

Jereme Bennett raised concerns regarding some members not being able to vote at the meeting. Why does CRNBC control the list? The language should be clarified on the “ticky box”. Jereme asked the lawyer representing ARNBC if by not clicking on the “ticky box” regarding wanting to receive more information about ARNBC would be considered informed consent in giving up his right to vote in ARNBC. ARNBC’s lawyer responded that he hadn’t actually seen the “ticky box” in question.

Gayle Carriere was excited for the ARNBC Extraordinary General Meeting to meet with colleagues and discuss health care challenges in BC. Disappointed with the amount of tension in the room.

Susie Ford felt there should be a choice on the CRNBC registration form to belong to CNA without belonging to ARNBC. In other jurisdictions nurses have the choice.

Judy McGrath – if ARNBC wanted all 35,000 nurses to attend this meeting, it should have been broadcast via Skype or webcast and not held during the BCNU Annual Convention in Vancouver.

Michelle Sordal was disappointed to see dues paying members unable to vote. Rights as members have been infringed upon and disappointed in the way the meeting has taken place and the absence of climate goals.

Susan Duncan thanked the President and Board of Directors for their work in the development of the organization to date. There is a lot of passion in the room and colleagues on the Board will consider their feedback which will strengthen the AGM as we move forward into the future.

### **MOTION # 2015-02-26-09**

Moved by Rebecca Grindon, seconded by Brenda Boynton

That all votes taken at the special extraordinary meeting of ARNBC on February 27, 2015 be declared null and void even if unanimous; the rule cannot be suspended even by general consent; no motion is in order that conflicts with the assembly’s stated purpose from ARNBC statement “if you are a registered nurse or nurse practitioner in BC and hold an active registration with CRNBC, then you are automatically a member of ARNBC” yet delegates have been repeatedly refused the right of democratic voting rights”.

The motion was not accepted as it was made in the Informal Open Forum and not part of the formal meeting.

Jereme Bennett would like to see all 3 nursing organizations in the province. At the BCNU Annual Convention we didn't order security guards, our organization did not respond in an article attacking ARNBC, yet we are in an atmosphere of tension during this meeting.

Melissa Labelle asked with the AGM coming up in May, will there be a notice to everyone? Could there be work done in collaboration with CRNBC to ensure everyone has the opportunity to vote? Julie Fraser, President advised that this feedback is being taken into consideration.

Liz Ilczaszyn wanted to remind ARNBC of discussions that previously took place with BCNU wanting to work together and be transparent around the CRNBC and ARNBC transfer of funds and it wasn't very transparent. Liz will be at the AGM and she will bring her voice there too.

Tasneem Buksh came to the meeting with interest in finding out more about the Association. The meeting was an interesting experience. When will the minutes be available and how will they be distributed? Julie Fraser, President advised that the minutes will be available as soon as possible and posted on ARNBC's website.

Tracy Quewezance asked that ARNBC consider other organizations meetings and not schedule them in conflict with others.

Tanya Sanders indicated that there are so many interesting issues for us to work together on. ARNBC's AGM is coming up in May and elections process will be underway soon. It would be great to see increased participation.

Jereme Bennett thanked ARNBC for holding the open forum and hopes the AGM doesn't have security.

Julie Fraser, President thanked everyone for coming. The meeting was an opportunity to learn how to hold and conduct meetings, a time to learn about our Bylaws, and a time to pause and reflect on the power of nurses when we come together. Julie acknowledged all of the feedback received today and she'll bring it back to the Board of Directors.

**The Informal Open forum closed at 3:20 pm.**