

Canadian Parents for French, 46th Annual General Meeting
August 21, 2022, 11am to 12:30pm (MST)
Hybrid Meeting Held In-Person in Edmonton, Alberta & via ZOOM

Voting Delegates in Attendance:

- **National Board of Directors:**

President, Derrek Bentley; Vice-President, Kate Peters; Treasurer, Secretary, Diane Tijman; Directors at Large: Wendy Carr, Nancy McKeraghan, Richard Slevinsky. Larry Vaters, joined virtually.

- **Branch Presidents:**

Nancy Taylor, BC & YT; Emma Piayda, AB; Maggie Hawkes, NWT; Janet Loseth, SK; Michael Hudon, MB; Deborah Williams, ON; Austin Henderson, NB; Kate Ashley, NS; Chrissy MacPhail, PEI; Walter Parsons, NL.

Chair of AGM – Derrek Bentley, President, CPF National Board of Directors

1. Call to order – Acknowledgement of the Territory
 - Meeting begins at 11:05am.
 - President, Derrek Bentley, welcomes delegates and attendees to the 46th Canadian Parents for French Annual General Meeting.
 - President completes the land acknowledgment and reviews the rules of order. All in attendance may speak to a motion. Only the voting delegates will be able to vote on motions: the CPF branch presidents, assigned delegates, and the directors of the CPF National Board. All 17 voting delegates are in attendance. All voting delegates asked to ratify their support in agreement by raising their hand if in the room or writing 'agree' in the zoom chat or indicating the 'thumbs up' reaction. If making a motion, they are to say their name via zoom and write it in the chat or say their name if in the room. Quorum is 2/3 or 12. As chair of the meeting, the President will only vote in the event of a tie.
2. Adoption of the Agenda
 - President asks for any changes or additions to the agenda – no changes requested.

MOTION TO ADOPT AGENDA

- Wendy Carr (CPF National) moves to adopt the 46th Annual General Meeting agenda, seconded by Maggie Hawkes (CPF NWT).
- CARRIED

3. Minutes of the AGM of September 12, 2021 – Hybrid Meeting
 - Minutes approved from the 45th Annual General Meeting accepted at National Board Directors meeting in May 2022. The minutes were posted on the CPF National website.
4. Business Arising from the Minutes
 - No business arising from the past AGM.

MOTION TO ACCEPT MINUTES

- Moved by Emma Piayda (CPF AB) to accept the minutes of the 45th Annual General Meeting, seconded by Nancy Taylor (CPF BC & YT).
- CARRIED

5. Reports

President Report – Derrek Bentley

- Derrek Bentley states how the past year continued to be a year of movement and growth for the CPF Network. Many faced COVID restrictions and many staff and volunteers were cancelling and changing events. He knows that many have been deeply affected by the pandemic through the loss of loved ones. Although COVID is likely to be around forever, the Network learned that it could adjust quickly, make significant changes, and have incredible success through events such as virtual Concours, hybrid leadership events, virtual conferences, and hybrid summer camps.
- The pandemic forced CPF to adjust and make some big decisions. With some key data in hand, including the strategic plan mid-point check-ins, annual performance data, Lunaria Solutions Report on Diversity, Equity, and Inclusion, and the Yves Savoie report on Optimizing Opportunities for Collaboration, CPF has many tools it needs to make informed decisions about who we are, where we are going, and how we want to get there. CPF is being courageous and choosing to take these steps.
- CPF needs to have the right people involved and in the right roles and create additional opportunities

for engagement. The first CPF Network DEI report stated that in reflecting on the future of CPF, most responses posited that the role of DEI in the organization should be actionable and authentic. Between branches, most highlighted reaching members as the role of DEI in CPF, followed by it being a general asset for the organization. This focus mirrors the diversity focus of the report. It is also important to consider DEI within the lens of risk management and duty of care, as CPF is to be a fair and safe place for all members and all Canadians. CPF has begun this work and CPF needs to continue to collaborate and make decisions that ensure it is reaching all those who call Canada home, as agreed in its mandate.

· He thanked all the presidents, vice presidents and board members for their ongoing commitment as volunteers as well as all the Branch EDs and staff who work tirelessly for the benefit of the organization. He thanked the local chapter volunteers and parents who work to create a positive French experience for their child/family. He thanked all the Network Staff, and especially Nicole Thibault, for supporting the CPF Branches and ensuring CPF has the right tools to get the job done. He thanked the National Board pushing for CPF to be better as a whole and for being an inspiration.

· In summary, the pandemic forced CPF to make big changes. He would like to reframe that and say that the pandemic proved to everyone that, when we come together in a time of need, we can make big changes successfully. CPF spent 2021-2022 ensuring it had some key starting points, reports, and frameworks, and now CPF must continue to come together to build from these and make the change we all agreed we wanted.

Executive Director Report - Nicole Thibault

· The Executive Director spoke of how the CPF Network continues to evolve, with new players involved, and more of the same key issues at the forefront – a plea for equitable access to FSL programs. Now more than ever CPF has a role to play to advocate. It requires leaders who are ready to forge ahead, to take their place and share the FSL voice at the “table”.

· There is a window of opportunity and over the next few years, our focus must be on our external goals and mandate, that of developing a strong strategy to mobilize individuals in protecting/promoting access to FSL education. We have the tools and expertise, but we need to commit to this as our CPF Network priority.

· CPF has made important progress in building common baselines and pursuing opportunities to deepen collaboration. This year National undertook a role in the onboarding of Branch board volunteers, which was an opportunity to provide consistent training and educational opportunities and create connections to the larger pan-Canadian organization. CPF is working to build an equitable employee performance management process to support a safe workplace with clearly outline equitable role expectations across the organization.

· CPF can celebrate successes with its virtual French Tutoring having reached 830 students, 922 Volunteer Tutors & 6,108 hours of volunteer tutoring provided; WigUp after School Program having reached 363 students, 83 volunteer mentors & 1,465 hours of volunteer mentoring provided; the pilot Virtual Bilingual Career Fairs, Kahoot Family Games Nights, and French Goodnight Bags. CPF took on an important role marking Linguistic Duality Day last September, reaching over 2,500 participants, in partnership with the Network of OL Champions and School of Public Service, Canada. CPF is seeing the strong results of both the “My Raison d’être” CPF National Campaign for FSL Teacher Retention and Recruitment now having reached over 5 million impressions and 63,000 clicks, as well as its sponsorship of the National FSL Teacher Award in partnership with Idélo / Groupe Media TFO.

· CPF has set a vision that does not change: a strong, equitable and resilient Network, focused on building shared leadership, supporting engaged membership and volunteers, and delivering relevant, quality programming to parents and youth learning and using French. CPF aspires to create an organizational culture that is inclusive of all Canadians and must ask which new faces we can see leading our organization and our activities in the next 5 years.

· CPF is about passionate, committed individuals and leaders working for a common vision. She is very proud of the CPF National Board of Directors and thanks them for their strong support. She thanks the National office & Network staff for their support to her, each other and to the Branches. She thanked her professional colleagues of the Council of Executive Directors (CoED) as a collective in moving the organization forward and to them individually, for having embraced the Network collaborative model and for their encouragement and supportive words. She thanked the Department of Canadian Heritage, Official Languages Support Branch, for a true mutual respect and understanding in their working relationship. Thinking forward, she invited everyone to consider their shared leadership role in growing CPF into a vibrant high performing organization. With our words and with our actions, now more than ever, the need is for us to be grateful, to encourage and to amplify.

Treasurer Report - Larry Vaters (virtual pre-recording)

· Larry Vaters shared his verbal report for 2021/2022 fiscal year via pre-recorded video which stated that CPF National receives most funding from Canadian Heritage in core programming and project funding. It also receives money from membership fees, advertising, product sales, and donations. CPF prioritizes diversifying funding and decreasing its reliance on a single funder.

· CPF has considered the importance of taking clear risk-management measures, particularly considering our post pandemic status. The Board of Directors approved a motion to establish a risk-management reserve to cover potential unforeseen costs to fulfil future legal or contractual obligations. The reserve is noted in the financial statements.

- The Auditor presentation / Audited Financial Statement 2021/2022 was also shared as a pre-recorded video presentation by auditor, Marc Brazeau from Marcil Lavallée to the delegates.

- Derrek Bentley thanked Larry Vaters, Marc Brazeau, Cathy Stone and Sylviane Pichardie for their work on the finances and opened the floor to questions about the auditor report. No questions asked. He asked for the report to be accepted, and recommended the appointment of auditor, Marcil Lavallée, for 2022/2023.

MOTION TO ACCEPT AUDITED FINANCIAL STATEMENTS

- Deborah Williams (CPF ON) moves for the audited financial statements to be accepted as received, seconded by Diane Tijman (CPF National).

CARRIED

MOTION TO APPROVE APPOINTMENT OF THE AUDITOR

- Nancy McKeraghan (CPF National) moves to approve the appointment of the auditor, Marcil Lavallée, for the 2022/2023 fiscal year, seconded by Deborah Williams (CPF ON).

CARRIED

6. Standing Committee Reports

- The President thanked the Standing Committees and Ad Hoc working groups that have provided support to the National Board of Directors. These committees have ensured a broad CPF perspective on many topics. He thanked the FSL Advocacy and Research Working Group for producing an excellent advocacy brief "Learning French in the Early Years" in spring 2021. He thanked the Chair, Wendy Carr, and members Diane Tijman, Rebecca Lancaster, Betty Gormley, Megan Chartrand, Paule Desgroseilliers, and Nicole Thibault with excellent staff support from Marcos Salaiza.

- He invited the Bylaws Committee and Nominating Committee to report to the room.

Bylaw Committee Report – Nancy McKeraghan, Chair

- Although the meetings were held virtually during the pandemic, the Committee could complete some projects set by the network. One project was the development of an Affiliation Agreement draft to clarify the legal and governing relationship between the Branches and National. The first draft was circulated to Branches in December 2021 for feedback and comments were incorporated into the second draft document, which was presented to the CoP. The final document was posted and presented for voluntary signing at the CoP meeting earlier today. Many Branches have already signed the agreement. The Committee will develop the document further over the coming months with the guidance of the strategic advisor.

- New this year, CPF National met with each CPF Branch Board to present a Network Orientation Session so Branch directors could better understand their governance, roles, and responsibilities. This orientation will now take place annually within weeks following each Branch AGM and new Directors signing the 'Commitment to Serve' form.

- The National Bylaws were reviewed by a Human Resources consultant following receipt of a report commissioned by a CPF Branch, and a Diversity, Equity, and Inclusion consultant to ensure they reflect today's reality and changes in legislation and the non-profit sector best practices.

- The Bylaw Committee also received reports from some CPF branches facing succession planning challenges, including difficulties recruiting volunteers to serve on their boards. The legal requirements for the Canada Not-for-profit Corporations Act were reviewed and solutions have been incorporated into the proposed Bylaw amendments. Proposed changes were circulated, and input was received from three branches. From this, two of the proposed amendments were removed (Election of candidates by skillsets (128.3) & Number of Directors per Jurisdiction (125.1.1), as they better remain as policy for the time being. Another was adapted while reducing the lower limits of directors to three. The upper limit of seven has been retained to allow for more flexibility. This updated list of amendments was posted on the CPF National website. This list is being put forward to voting delegates today for approval. If these National Bylaw changes are approved, some National policies will be affected. The Committee has already begun a review of the changes and will work on updating them accordingly. From there, the next review of CPF Branch Bylaws will be undertaken, incorporating similar solutions reflected in the National Bylaws.

- Governance documents provide parameters for organizations to be able to manage conflict, oversight, and risk management. They give leadership the peace of mind to be able to concentrate on important things, such as advocacy and programming.

- The Chair thanked committee members, Diane Tijman and Nicole Thibault for understanding the importance of this work and for their contributions.

7. Approval of the Proposed Amendments to the CPF National Bylaw No. 1

- Four proposed amendments: 1) Establishing a Permanent Network Advocacy Advisory Body, 2) Number of Directors, 3) Removal of Director, 4) Selection of Officer Positions, Process for President, and Vice-President.

- Nancy McKeraghan suggests presenting them as a slate.

- Question from Maggie Hawkes regarding fourth amendment (re: ratification).

MOTION TO ADOPT BYLAW AMENDMENTS

· Nancy McKeraghan (CPF National) moved to adopt the proposed Bylaws, seconded by Chrissy MacPhail (CPF PEI).

CARRIED

The Chair of the AGM thanked Nancy McKeraghan and the Committee for their work and invited Wendy Carr to present the Proposed Bylaw Amendments.

8. Standing Committee Reports

Nominating Committee Report – Wendy Carr, Chair

· Kate Peters and Wendy Carr Co-Chair the Committee working with members Maggie Hawkes, Deborah Williams, and Rima Majaess. Kate Peters recused herself from the Nominating Committee when she accepted the nomination for the position of Vice-President.

· The Committee met during January to April 2022 to review its Terms of Reference and Work Plan. The Committee revised a Call of Interest and Evaluation matrix. A focus this year was to encourage more diverse and inclusive leadership in the Board and across the Network.

· The Call for Interest went out in March 2022, nominations closed on April 25, 2022. Expressions of interest were received by two individuals, one incumbent director and one external candidate, for three possible openings. Voting delegations were asked to indicate their support for the candidates between June and July. Results of the process are that Derrek Bentley intends to serve on the National Board and new candidate Salma Al-Saquaf joins the Board for a first term pending today's ratification. A communication announcing these results was shared with the CPF Network leaders on July 5, to be endorsed at this AGM.

· A call for nominations for the Officer positions of President and Vice-President and only two nominations were received by the July 12 deadline: Derrek Bentley for President and Kate Peters for Vice-President. As there were no other nominations, their appointment is to be endorsed and ratified today.

· The Committee Chairs wish to thank the Committee and staff at CPF National for their support. Wendy Carr asked if there are any questions. No questions.

MOTION TO ADOPT NOMINATING COMMITTEE REPORT (AS AMENDED DUE TO DATE TYPO)

· Diane Tijman (CPF National) moved to adopt the amended report, seconded by Maggie Hawkes (CPF NWT).

CARRIED

The Chair of the AGM thanked Wendy Carr and the Nominating Committee for their work.

9. Ratification of the Election of the Directors to the National Board 2022/2023

· Michael Tryon (Executive Director, CPF AB), serving as Chief Electoral Officer, affirmed decision to accept Board of Directors for 2022/2023 by electronic ballot.: Derrek Bentley, Kate Peters, Wendy Carr, Diane Tijman, Larry Vaters, and Salma Al-Saquaf.

10. Ratification of the Election of the 2 Officer Positions (President, Vice-President) to the National Board of Directors 2022/2023

· Michael Tryon stated that support for the two nominated candidates was confirmed by electronic ballot. They will now confirm support for Derrek Bentley (CPF National) to serve as President and Kate Peters (CPF National) to serve as Vice-President for 2022/2023. Both have confirmed their interest in serving in these capacities.

MOTIONS TO RATIFY BOARD OF DIRECTORS FOR 2022/2023 / 2 OFFICER POSITIONS (President, Vice-President) FOR 2022/2023

· Nancy Taylor (CPF BC & YT) moved to ratify Board of Directors for 2022/2023 and the two Officer Positions for 2022/2023, seconded by Emma Piayda (CPF AB).

CARRIED

11. Presentation of the National Board of Directors and Officers 2022/2023

· 2022/2023 National Board of Directors are congratulated.

Derrek Bentley, President
Kate Peters, Vice-President
Larry Vaters, Director
Wendy Carr, Director
Diane Tijman, Director
Salma Al-Saquaf, Director

12. Recognition of Service, Presentations to Volunteers and Staff
 - The National Board of Directors recognized three outgoing Executive Directors who have left their position this year and thanked them for their service and their constant promotion of French as a second language learning:
 - o Glyn Lewis (CPF BC & YT), who served as ED for 11 years and was with the organization for 17 years.
 - o Francine Couture (CPF NL), who served as ED for 7 years; and
 - o H  l  ne Pelletier (CPF NB), who served as ED for 15 years. She will also be sent a key milestone letter and certificate.
13. Presentation of the CPF National Awards 2022
 - CPF National recognizes everyone – volunteers and staff members – across the country for making CPF the special organization it is. CPF would like to recognize three individuals for long-standing commitment within the organization whose service was significant and who demonstrated leadership in the advancement of FSL education. Nicole Thibault thanked the CPF Awards Committee for their work this year.

Prix CPF Volunteer of the Year Award

- Awarded to Nancy Taylor (CPF BC & YT) for her exceptional spirit of volunteerism, collaboration, partnership-building, creativity, cooperation, and hard work.
- Nancy Taylor thanked CPF for the award and shared a few words. A mention was made to the first recipient of this award in 2008, John Ryan, who was in the room.

Prix J. Elmer Hynes Excellence in Staff Leadership Award

- Awarded to Karen Pozniak (CPF SK) for exceptional staff service, professionalism, and personal commitment to the organization.
- Karen Pozniak thanked CPF for the award and shared a few words.

Prix CPF Lifetime Member Award

- Awarded to Nancy McKeraghan (CPF National) for longstanding and significant leadership on behalf of the organization.
- Nancy McKeraghan thanked CPF for the award and shared a few words.

Other recognitions: The National Board of Directors also expressed gratitude for the longstanding service of Richard Slevinsky, who served on the CPF National Board of Directors this past year and will continue as a Financial Diversification leader.

The President thanked everyone for their commitment to FSL education in their respective provinces / territories and support for the CPF Network.

14. Questions
 - President opened the floor to any questions and comments received or new business to add. No questions.
15. Adjournment
 - The President adjourned the 46th National Annual General Meeting of Canadian Parents for French, at 12:15 pm.

Submitted by Debbie Murphy, CPF National Board Support

Reviewed by Diane Tijman, Secretary, CPF National Board of Directors