

## CPF National Bylaw Committee Report Update: 2023 AGM

The long anticipated National Affiliation Agreement (NAA), added by the voting delegates to the National Bylaw #1 in 2020, has been the major focus of the National Bylaw Committee work in 2022-2023.

Between September and December 2022, the Committee members made themselves available to react, offer feedback and input on the updates of multiple NAA drafts, including the Schedules on Intellectual Property and the cover letter, prior to its posting and circulation.

As per our process to allow confidentiality and third-party expertise, the Committee sought the support of consultant Yves Savoie who met with Branches individually, seeking feedback and answering questions on the various drafts of the NAA.

As the final document neared completion in the Winter of 2023, the committee requested Yves to also prepare an explanatory video to support the network's understanding and rationale for the adoption of the NAA including the schedules as tools to clarify decision-making in the future.

On March 20<sup>th</sup>, 2023, a Communiqué was sent out with the proposed 'final' version of the NAA. Branches were asked to send their feedback to Yves by April 20<sup>th</sup>, 2023. The timeline for the signing of the NAA and CPF Branches was also shared and Branches were invited to sign the final agreement at their convenience up until June 30<sup>th</sup>, 2023.

Several branches provided further feedback to Yves while others indicated their agreement with the document as circulated. In addressing feedback, Yves suggested a few further adjustments to the NAA and met with two branches for follow-up meetings.

On April 28<sup>th</sup>, 2023, Yves facilitated a scheduled virtual meeting with all Network leaders and offered a summary of the feedback, answered questions and provided clarification on any adjustments to the final document from the version circulated. Yves followed up and shared a short debrief to the National Board, explaining that all Branches except for one indicated their intent to sign the agreement.

On May 3<sup>rd</sup>, the National Bylaw Committee made the recommendation to accept the final amendments to the NAA and seek approval from the National Board. This version of the NAA was approved by the National Board May 4<sup>th</sup> and subsequently posted to the Network on May 5<sup>th</sup>, 2023 and shared in a National Communiqué on May 8<sup>th</sup>. The Communiqué also explained the submission of the signed NAAs would require a documented motion of support from each Branch Board as well as the President's signature.

At the time of writing this report, there are eight Branches who have indicated their intention to sign and file documents by the deadline date of June 30<sup>th</sup>, 2023.

In conclusion, the work on the NAA has been taken very seriously and comes as a result of requests throughout the Network for clarity around roles and responsibilities. In addition, several instances related to compliance, as well as, the request for National support from a few Branches facing difficulties stressed the importance of the NAA. Since our last meeting in August 2022 when the Network asked for the completion of this final step, we endeavoured to offer each CPF Branch a clear understanding of the new requirements and expectations of affiliation. This includes, the use of the CPF name going forward in good faith, as well as, the relationship, authority, rights, and responsibilities of both CPF National and each CPF Branch. The Committee members recognize the trust required between Branches and National to support a respectful working relationship and we believe the clarity which the NAA provides will improve CPF decision-making and accountability throughout the Network.

During this work, we have consistently striven for a consensus around the NAA. That said, it is a reality that we must also respect that the NAA may not coincide with the vision or values of some CPF leaders, and we accept that some may wish to go in another direction from the Network approach being undertaken and not sign the NAA.

The possibility of disassociation of a Branch is a serious matter and one that requires considerable thought and care. Over the next few months, the Bylaw Committee and the National Board will seek legal counsel to outline steps required in the process of severing ties and termination of the right to use the CPF name in the most respectful and timely manner possible.

The adoption of the NAA in the CPF Network is not the end, it is truly the start of a new chapter for CPF. Early in the 2023-2024 year, the Committee will be reviewing recommendations made by legal counsel to better align the CPF National and Branch Bylaws with the Canada Not-for-profit Corporations Act. The focus of this work will be determining member classes and voting rights and will be completed over the summer in preparation for the Network review in the Fall of 2023. Furthermore, the digital membership strategy being discussed this weekend will be finalized. The Bylaw Committee plans to request a Special Meeting of the members in November 2023 for their approval.

Much appreciation goes to the CPF Network for their patience and engagement in responding to this important governance milestone. This was only possible due to participation of volunteer and staff leaders throughout the Network. We look forward with anticipation to the enhanced capacity to collaborate and support of one another as a result of this agreement. We are also grateful for the continued support and contributions of governance consultant Yves Savoie, bylaws lawyer Karen Cooper, and staff Nicole Thibault and Cathy Stone.

Respectfully submitted:  
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Bylaw Committee Co-Chairs  
June 15, 2023