Minutes of the Meeting of the Board of Directors of the ADR Institute of Alberta, held via videoconference in Room HA206, Concordia University, Edmonton, Alberta, and Suite 1600, 421 - 7th Avenue SW, Calgary, Alberta, on January 21, 2017

Present: Barrie Marshall (Vice President & Chair),
Kevin Kelly, QArb, QMed (Treasurer),
John Welbourn, CArb (Secretary),
Stan Galbraith (Past President, PRT Rep)
Gayle Desmeules, QMed (Director) (attended via conference call)
Michelle Simpson, CMed, CArb (Governance Committee Chair),
Wendy Hassen, CMed (ADRIC Rep),
Paul Conway (Executive Director) (non-voting).

Not attending: Dolores Herman, QMed (President),
Jeffrey Jessamine, QArb (Director),
Alasdair MacKinnon, CMed, QArb (Director),
Joanne Munro, CMed (Director).

1. Welcome & Agenda Review

1.1 Barrie Marshall called the meeting to order at 8:12 a.m.

1.2 The proposed Agenda was reviewed. Gayle Desmeules requested the addition of "Restorative Justice" under item 6.5 – White Paper Action Plan Committee.

Motion to approve the Agenda as amended (Galbraith/Simpson). Passed unanimously.

2. Minutes of Previous Meeting

2.1 **Motion** to approve the minutes of the meeting of November 19, 2016, as amended (Marshall/ Hassen). Passed unanimously.

3. Declaration of Conflict of Interest

None were declared.

4. Business Arising (ADRIA)

4.1 Alberta Law Day

The Executive Director continues to communicate with the Edmonton and Calgary Law Day chairs. 2017 Law Day will be in April, 2017. Mock arbitrations will be presented. Display booths will be set up. Calgary coordinates most of the other judicial centres in the south part of the province

ADRIA / AAMS Joint Grant Proposal

ADRIC has approximately $100,000.00 available to charities (e.g. AAMS) for ADR-related projects. The Executive Director met with AAMS and is working on 1 or 2 joint proposals for consideration. Michelle Simpson asked how the proposals will be determined and if a proposal to study self-

regulation could be considered.

Calgary & Edmonton ADR Luncheons

The Executive Director advised that the 1st Edmonton luncheon had been held in partnership with the FOAJ and was well attended. It is possible that FOAJ will co-sponsor Calgary luncheons as well.

Ft. McMurray Insurance Proposal

The Executive Director hasn't had any response from the insurance consortium but will follow up.

Community Mediation Partners (see item 8.2 following)

iMIS update

The Executor Director reported that the new ADRIC website should be functioning and ADRIA members should have access. Michelle Simpson reported that she had problems with the Alberta link. The Executive Director advised that ADRIA could join if the cost was justified and the system operated smoothly.

Organizational Memberships

The Executive Director reported that the program was being fine-tuned and he was working with ADRIC. To date 2 provincial and 2 federal departments have joined ADRIA. ADRIA is starting a marketing campaign and developing marketing materials. Gayle Desmeules suggested the Board have an opportunity to review any marketing materials prior to release.

4.2 Qualitative feedback on ADRIA Training Report

The Executive Director provided assessments for review and subsequent discussion at a future board meeting. Michelle Simpson noted that the ADRIC Arbitration course is being revised. However, the only aspect currently tested is via submission of a written Award which does not adequately address much of the course content.

The assessment report was requested to be provided at least annually.

4.3 2017/18 Learning Events & Conferences

The Agenda included a list of future events. The DRN has endorsed a symposium for all Alberta ADR organizations in February or March, 2018. However, AFMS has indicated that it will not participate and ARJA has also expressed some reluctance. ADRIA intends to have 1/2 to full day learning events in 2017 in both Calgary and Edmonton.

Action Item - The Executive Director to liaise with AFMS and ARJA to explore areas of joint interest and collaboration

5. ADRIA Bylaw and Policy Updates

5.1 ADRIA Advertising Policy

The Executive Director asked that the item be deferred as the proposed policy is not finalized.

5.2 Complaints/Disciplinary Process Policy

The Executive Director reported that the committee had an initial meeting and had elected to conduct a comprehensive review of the policy. A concern is that an ADRIA discipline matter needs to be communicated to all ADRIC affiliates through ADRIC, perhaps via a central registry. It was suggested that communication disciplinary matters should be discussed at the MOU Task Force.

6. Reports

6.1 President

Barrie Marshall congratulated the Board and staff on their good work throughout 2016. He emphasized the completion of the White Paper and its implementation. He noted potential financial challenges but was encouraged by increased registration for the early 2017 courses.

6.2 Executive Director

Report is attached.

The Executive Director noted that the next window for designations applications is in March. ADRIA led the country in new designations in 2016.

Michelle Simpson reiterated and the Board concurs with the need to revisit use of the ADRIC arbitrator and mediator designations term “Qualified”. Wendy Hassen proposed that the matter could be on the agenda for discussion at the next ADRIC meeting in May.

The ADRIA Board believes the term "Qualified" for the designations "Qualified Arbitrator" and "Qualified Mediator" is inappropriate. The term implies the designation holder possesses a level of knowledge and experience in the specified field. The minimal prerequisites for achieving either designation are wholly insufficient to ensure that the holder has any experience whatsoever as an arbitrator and only marginally more as a mediator.

Motion to inform ADRIC in writing of the Board's concern that the term "Qualified" for the designations "Qualified Arbitrator" and "Qualified Mediator" is misleading and may result in harm to the public and damage to the reputations of ADRIC, the affiliates, experienced ADR professionals and the ADR community generally (Galbraith / Simpson). Passed unanimously.

Action Item - John Welbourn to compose the letter.

The Executive Director reported that "organizational learner" has been added to the categories of ADRIA membership. It is intended to replace the category "affiliate member".

Motion to change the name "affiliate member" to "organizational learner". (Marshall / Galbraith) Passed unanimously.

Action Item - Michelle Simpson to incorporate all categories of ADRIA membership into a single board policy to be submitted to the next board meeting.

6.3 Treasurer

Kevin Kelly reviewed the balance sheet and comparative year-to-date analysis. He noted a 2016 surplus of $23,000.00. He presented the 2017 budget as balanced and conservative. It projects net income of $1,300.00. However, revenues are dependent on course registrations and Q1 and Q2 results will be very important. Efforts to secure course delivery contracts need to continue.

He noted David Chung's donation of his audit fee of $8,400.00. The Board acknowledges Mr. Chung's donation with great appreciation.

6.4 Governance Committee

Michelle Simpson noted that there isn't a schedule for Board evaluation although it is on the agenda. She canvassed each director on the most significant current issue for ADRIA and the criteria to be used in assessing board effectiveness.

Lunch break - 12:20 to 12:45

Board Nominating Committee

Motion - The Executive Director and Gayle Desmeules will be part of the nominating committee and will attempt to identify a 3rd non-board member to be approved by the board (Simpson/ Marshall). Passed unanimously.

6.5 White Paper Action Plan Committee

Discussion adjourned to a board conference call at 7:00 p.m. on February 7, 2017.

Gayle Desmeules noted the Canadian Restorative Justice Consortium was conducting focus groups on Restorative Justice in Criminal Matters from January 26 to February 10, 2017. January 26 in Edmonton at MacEwan University and February 3 in Calgary at tbd.

6.6 ADRIC Reports

6.6.1 ADRIC Rep

Wendy Hassen reported that the last ADRIC teleconference was December 8, 2016 during which there was a great deal of discussion about the budget. The ADRIO/ADRIC reorganization was also reviewed.

The PRT is moving forward with the MOU and will begin meeting every 2nd month.

6.6.2 Roster Development

Michelle Simpson reported that the Committee is contacting insurance companies.

6.6.3 Education

Michelle Simpson confirmed the National Arbitration course is being rewritten. However, the evaluation process has not changed and requires the submission of a satisfactory written award only.

7. ADRIA/ADRIC - specific issues

7.1 ADRIC Rep Terms of Reference

Stan Galbraith advised that the proposed guidelines have been revised and are greatly improved.

Motion - the Guidelines for ADRIC Regional Affiliates - National Board Representation are hereby endorsed (Galbraith/Hassen). Passed unanimously.

7.2 ADRIC / Affiliate MOU

Wendy Hassen reported that BC has added a representative. The MOU is continuing to evolve with a full draft to be ready by the 2017 convention in October.

7.3 ADRIC/ADRIO Reorganization

As noted in the Executive Director's report.

7.4 2017 ADRIC Conference - ADRIA representation

Action Item - Executive Director to follow up with ADRIC and the PRT to ensure there will be adequate time devoted to deal with the MOU at the conference. If so, then ADRIA will send the President.

8. New Business

8.1 Member Satisfaction Survey

The Executive Director has not had sufficient time to prepare and distribute the survey. It will be a priority to get it to the membership in the next couple of weeks.

8.2 Community Mediation Partners

The Executive Director met with the new President and former Treasurer of MRJC which has terminated its executive director and all staff. MRJC has debts of $30,000 to $50,000 and may ask ADRIA for assistance.

Motion - the Executive Director may explore risk-free methods of assisting MRJC, if requested by MRJC. Any assistance will be subject to Board approval (Marshall/Galbraith). Passed unanimously.

Stan Galbraith volunteered to provide direction to the Executive Director with legal matters.

8.3 Board Composition

There was discussion about the type of candidate to be considered as a prospective new director.

8.4 Resolution Services - Solo Mediation Policy

The Civil Mediation Program has advised that it will assist its roster members to pursue their professional goals and designations by allowing eligible roster members to apply to conduct solo mediations in restricted types of cases.

8.5 CAB MOU

An invitation has been sent to the government to attend the MOU signing with the Aga Khan National Conciliation and Arbitration Board of Canada.

8.6 Response to the Chief Justice and Minister

Discussion about any response to recent letters from Chief Justice Wittmann and Minister Ganley. Barrie Marshall expressed the need to approach the new Chief Justice with a concrete proposal. The Executive Director proposed the development of a new proposal. Gayle Desmeules suggested building on a pilot project in St. Paul that includes arbitration and restorative justice.

8.7 CBA National Resolution

The Executive Director distributed a CBA resolution encouraging Canadian Law Schools to include mandatory ADR courses in their curricula.

8.8 ADRIA History

Stan Galbraith is compiling the history of ADRIA.

9. **Board Learning Opportunities**

9.1 Board leadership - Governance Fundamentals - March 4, 2017, MacEwan University, Edmonton.

10. Board Outreach Opportunities

10.1 Joanne Munro is presenting to the Alberta School Council Association in April.

11. Link to Membership, Events & Opportunities

11.1 Content of next "On Board"

White Paper update and board nomination process.

10.2 Invitations to the next Board dinner

Not applicable if next meeting is via videoconference.

11. Calendar Review

March 17, 18, 2017 board meeting may be in Red Deer or via videoconference.

12. *In Camera* Session

Not recorded.

The meeting ended at 4:10 p.m.