



**Telecommunications Employees
Association of Manitoba, Inc.
TEAM-IFPTE LOCAL 161**

200 – 1 Wesley Avenue, Winnipeg, MB R3C 4C6

Tel: (204) 984-9470

Fax: (204) 231-2809

MTS Internal Mail: B2000

Email: team@teamunion.mb.ca

**TEAM BOARD MEETING MINUTES
Sunday January 17, 2010
Studio 4, Hecla Oasis Resort**

Attendees

President	– Misty Hughes-Newman
1 st Vice President	– Qwin De Brant
2 nd Vice President	– Ed Maxwell
Secretary	– Darlene Buan
Board Member	– Randy Magnusson
Board Member	– Donna Loszchuk
Board Member	– Stephen Gillies
Business Manager	– Bob Linsdell

Regrets:

Treasurer	– Jamie Barbour
Board Member	– Victor Otto
Board Member	– Roland Pokorny

1. Call to Order: 11:00 am

2. Chairman's Remarks: Misty Hughes-Newman welcomed the Board members to the meeting.

President Misty Hughes-Newman appointed Board Member Darlene Buan to the position of TEAM Secretary.

3. Quorum: Confirmed.

4. Presentation of Agenda:

Motion:	To approve the Agenda
Moved:	Qwin De Brant
Second:	Donna Loszchuk
Motion carried	

5. Minutes of the Previous Meeting:

Motion:	To approve at next meeting
Moved:	Qwin De Brant
Second:	Ed Maxwell

Amendment:	To include amended October and December minutes
Moved:	Qwin De Brant
Second:	Randy Magnusson
Motion carried	

6. Business arising from the Minutes: None

7. Reports Received – Action Requested:

President's Report (Misty)

Mel Myers Conference

Motion: To approve two Board Members and two TEAM CARS first, then to the membership in general, to attend Mel Myers 2010 Conference.

Moved: Qwin De Brant

Second: Donna Loszchuk

Motion carried

Motion: To send Stephen Gillies and Randy Magnusson to Mel Myers

Moved: Qwin De Brant

Second: Donna Loszchuk

Amendment: Any interested Board Member put forward their name to the Executive Director, and send notification to the CARs one week from January 18, 2010, but no later than January 25, 2010.

Moved: Qwin De Brant

Second: Ed Maxwell

Motion carried

MFL Health and Safety Conference

Motion: That TEAM canvasses the membership for two TEAM members to attend MFL 29th Annual Health Safety committees in the work place.

Moved: Donna Loszchuk

Second: Stephen Gillies

Motion carried

Employment Contract for the Executive Director

Motion: That the proposed compensation package for Bob Linsdell is approved and his contract renewed until February 1, 1013.

Moved: Donna Loszchuk

Second: Randy Magnusson

Motion: Table the motion until we have seen and had an opportunity to review the contract.

Moved: Ed Maxwell

Second: Qwin De Brant

Motion carried

Governance Committee (Misty)

TEAM Constitution

Motion: To approve the constitution as amended (see below)

Moved: Donna Loszchuk

Second: Ed Maxwell

Motion carried

Amendments to Proposed Constitution

Motion: Amend Article 5.2 to retain the second VP as a TEAM Executive position.
Moved: Ed Maxwell
Second: Qwin De Brant
Motion defeated

Motion: Amend Article 10.5 to read 20 members in good standing.
Moved: ED Maxwell
Second: Donna Loszchuk
Motion carried

Motion: Amend Article 6.5 to read simple majority.
Moved: Qwin De Brant
Second: Donna Loszchuk
Motion carried

Motion: Amend Article 6.11 - will state the President or 2/3 majority of the Board may call a special Board meeting on 24 hours notice specifically stating the purpose of the meeting. The meeting shall only deal with the purpose for which it was called.
Moved: Qwin De Brant
Second: Ed Maxwell
Motion carried

Lunch Break 12:39PM
Meeting reconvened 1:37PM

Motion: Article 6.13 General Meeting shall be held by November 15 of each calendar year, except under exceptionally difficult circumstances and as agree to by a 2/3 majority of the Board.
Moved: Qwin De Brant
Second: Ed Maxwell
Motion carried

Motion: Article 6.3 - Any member in good standing of TEAM may attend any board meeting as an observer.
Moved: Stephen Gillies
Second: Randy Magnusson
Motion carried

TEAM Bylaws

Motion: To carry on to Bylaws
Moved: Ed Maxwell
Second: Qwin De Brant
Motion carried

Motion: Accept the Bylaws as amended (see below)
Moved: Ed Maxwell
Second: Donna Loszchuk
Motion carried

Amendments to Proposed Bylaws

Motion: Amend Bylaw 1.2.3 to remove being convicted of any unlawful, dishonest, dishonourable or discreditable act

Moved: Donna Loszchuk

Second: Qwin De Brant

Motion carried

Motion: Amend Bylaw 1.4 - Any person who, under the provisions of this Bylaw has lost his/her status as a member in good standing of TEAM may apply after 6 month to the Board for reinstatement as a member in good standing. The Board may consider any evidence or information it deems relevant.

Moved: Qwin De Brant

Second: Ed Maxwell

Motion carried

Motion: Amend Bylaw 3.3 - Treasurer shall orally present the Financial Report at the Annual General Membership Meetings.

Moved: Qwin De Brant

Second: Donna Loszchuk

Motion carried

Motion: Amend Bylaw 3.5 -The President, 1st Vice President, Treasurer and any other officer designated by the Board shall be the signing officers of TEAM in any financial transaction. All cheques require two authorized signatures.

Moved: Ed Maxwell

Second: Randy Magnusson

Motion carried

Motion: Amend Bylaw 7.8 - Pension Committee Representative shall be elected by the membership and be scheduled at the same time as the Board elections.

Moved: Ed Maxwell

Second: Qwin De Brant

Motion defeated

Motion: Pension Rep to attend regular Board meeting to provide an in person report.

Moved: Ed Maxwell

Second: Donna Loszchuk

Motion withdrawn

Motion: Amend Bylaw 9.1.4 - Report to the Board in person as requested by the President or by the Board.

Moved: Qwin De Brant

Second: Ed Maxwell

Motion carried

Motion: Amend Bylaw 8.2.7 to add the Vice President to serve as a signing officer for all cheques issued by TEAM
Moved: Qwin De Brant
Second: Donna Loszchuk
Motion carried

Motion: Add a Bylaw (7.6.1) a panel consisting of all Board Officers will conduct a performance review annually by January 15 of each year.
Moved: Ed Maxwell
Second: Donna Loszchuk
Motion carried

Break 3:10PM
Meeting reconvened 3:30PM

Motion: Amend Bylaw 7.6.2 - No less than 6 months prior to the expiry of the Executive Director's contract a committee comprised of all Board Officers shall convene to review the new contract for presentation to the Board for approval, the Board must approve by a 2/3 majority.
Moved: Ed Maxwell
Second: Qwin De Brant
Motion withdrawn

Motion: Amend Bylaw 11.3.2 to read - Serve on a minimum of one committee
Moved: Ed Maxwell
Second: Qwin De Brant
Motion carried

Motion: Amend Bylaw 13.2 - Where a vacancy occurs on the Board, the Board can appoint any member in good standing of TEAM to serve the unexpired term of the vacant position provided they complete the nomination form with the signatures of 10 members in good standing.
Moved: Ed Maxwell
Second: Qwin De Brant
Motion carried

Motion: Amend Bylaw 14.3 - The Committee shall submit the list of eligible candidates to the Secretary by November 15th of each election year; after November 15 will not be considered.
Moved: Ed Maxwell
Second: Qwin De Brant
Motion carried

Motion: Amend Bylaw 16.3 - All Board Officers and Board Members shall have one vote only, the President shall vote in the case of a tie.
Moved: Ed Maxwell
Second: Donna Loszchuk
Motion withdrawn

Motion: Amend Bylaw 17.5 - The Negotiating Committee shall be chaired by the President and be comprised of the President, Executive Director or his/her Designate and up to three (3) other additional members, approved by the Board with input from the Executive Director or his/her Designate.

Moved: Qwin De Brant

Second: Ed Maxwell

Motion carried

Motion: Amend Bylaw 18.2 - The Constitution and Bylaws of TEAM shall govern all matters and for those points not covered herein, the most recent version of Robert's Rule of Order shall be used for guidance.

Moved: Ed Maxwell

Second: Qwin De Brant

Motion carried

Motion: Amend Bylaw to add Bylaw 18.5.1 - Any Petitions received from the Membership will be immediately forwarded to the Board for review and response.

Moved: Ed Maxwell

Second: Qwin De Brant

Motion withdrawn

Motion: Amend Bylaw 18.5 - Any 20 members in good standing may, by written petition addressed to Secretary of TEAM, require an amendment to the Bylaws, not previously approved by the Board, be placed before a General Meeting or Special General Meeting convened under Article 6 of the Constitution, except in the circumstances specified in 18.6.

Moved: Ed Maxwell

Second: Qwin De Brant

Motion carried

Motion: Amend Bylaw 7.6 - The Board shall hire the Executive Director under the terms and conditions of an employment contract.

Moved: Stephen Gillies

Second: Qwin De Brant

Motion carried

Constitution and Bylaws Ratification

Motion: Proceed to send the Proposed Constitution and Bylaws to the membership for ratification.

Moved: Donna Loszchuk

Second: Qwin De Brant

Motion carried

Meeting adjourned 4:52PM

January 18, 2010 (Day 2)

8. Call to Order: President Misty Hughes-Newman called the meeting to order 8:48AM

9. Presentation of Agenda:

Motion: To accept amended Agenda
Moved: Stephen Gillies
Second: Qwin De Brant
Motion carried

10. Reports Received – Action Requested (Continued):

Governance Committee (Misty)

Policies

Motion: Motion to adopt Policy #1 – Changing Policies and to renumber all other Policies in the Board Policy Manual.

Moved: Qwin De Brant
Second: Donna Loschuk
Motion carried

Motion: To adopt Policy #2 – Authority and to renumber all other Policies in the Board Policy Manual.

Moved: Qwin De Brant
Second: Stephen Gillies
Motion carried

Motion: Motion to adapt Policy #3 – TEAM Core Values and Code of Conduct and to renumber all other Policies in the Board Manual.

Moved: Ed Maxwell
Second: Qwin De Brant
Motion carried

President's Report (Continued)

Employment Contract for the Executive Director

Motion: To approve the employment contract for the Executive Director as amended (see below)

Moved: Qwin De Brant
Second: Ed Maxwell
Motion carried/Unanimous

Motion: Amend to change all references to Executive Director from Business Manager.

Moved: Qwin De Brant
Second: Ed Maxwell
Motion carried

Motion: Amend to change all references to TEAM Board from TEAM Executive.

Moved: Qwin De Brant
Second: Donna Loschuk
Motion carried

Motion: Amend Item 21 to remove the "the" before "him".
Moved: Qwin De Brant
Second: Ed Maxwell
Motion carried

Motion: Amend Item 9.A to include 6% in front of VPP.
Moved: Qwin De Brant
Second: Ed Maxwell
Motion: Withdrawn

Motion: Amend Item 9.C to read as Paid time off during the annual closure between Christmas Eve and New Year's Day in lieu of PLDs provided by the TEAM Collective Agreement.
Moved: Qwin De Brant
Second: Donna Loschuk
Motion carried

Motion: To change item 15 to read TEAM Board at its sole discretion for any reason without cause may terminate this agreement early. In this event, TEAM shall pay the ED the equivalent of one month salary in lieu of notice plus other payments or entitlements to which the Executive Director is in titled pursuant to this contract.
Moved: Qwin De Brant
Second: Donna Loschuk
Motion defeated

Motion: Amend motion to subject to lawyer approval.
Moved: Qwin De Brant
Second: Ed Maxwell
Motion carried

Motion: To Amend Item 11 to read occasional overtime will be compensated at double time provided it is preauthorized by a committee comprised of the officers with signing authority as per Bylaw 3.5 (identifies the signing authority) in the constitution.
Moved: Qwin De Brant
Second: Donna Loschuk
Motion defeated

Motion: Item 1 this contract shall be for an indefinite time commencing February 4, 2010, unless terminated earlier pursuant to the termination provisions in this Agreement. Thereafter, the Agreement will be reviewed from time to time on such terms and conditions as the parties may mutually agree to.
Moved: Misty Hughes-Newman
Second: Stephen Gillies
Motion carried

Adjourned 10:29AM
Meeting reconvened 10:47

Executive Director's Report (Bob)

Strategic Sales Planner

Motion: That the TEAM Board agree to the Company waiving the posting of the Strategic Sales Planner position and select the second candidate from the ES-M01-09 competition to fill the newly vacant position.
Moved: Qwin De Brant
Second: Randy Magnusson
Motion carried

Grievance Committee (Bob/Tom Milroy, LRO)

Committee Terms of Reference

Motion: Amend Team Grievance Committee to read "The members may be involved in Step 1 and will be involved in step 2".
Moved: Qwin De Brant
Second: Donna Loschuk
Motion defeated

Motion: That the committee adheres to its Terms of Reference.
Moved: Randy Magnusson
Second: Donna Loschuk
Motion carried/Unanimous

Motion: Change Membership Item 1; One Board Member one member at large and a staff will serve on the Grievance Committee.
Moved: Randy Magnusson
Second: Darlene Buan
Motion carried

11. Committees Reporting – No action requested:

- Pay and Benefits Committee (Bob)

12. Committees - No Report Submitted:

- Communications Committee
- Finance Committee
- Pension Committee Representative

13. New Business:

Ed Maxwell
Petition to the Board from members
Review of the Executive Contract

14. Meeting Evaluation

Ron Hayes

- **Putting a motion forward:** This is to put the motion on the table, however, do not worry if they don't go anywhere.
- **Chair:** Read the motions often, and making friendly amendments is best in non-conflict motions
- **Expectation:** That there is a Board orientation for new members.

15. Scheduled Board Meetings:

Tuesday, January 19, 2010
Tuesday, March 2, 2010
Tuesday, April 13, 2010
Tuesday, May 25, 2010
Tuesday, June 22, 2010
Tuesday, August 10, 2010
Tuesday, September 14, 2010
Tuesday, October 26, 2010
Tuesday, December 7, 2010

16. Adjournment: Adjourned 11:53AM.

The next Board meeting will be January 19, 2010 - TEAM Office 200 – 1 Wesley Avenue.