



# College of Acupuncturists of Alberta

## Council Meeting

# Minutes

**Date:** May 11, 2022  
**Time:** 6:17 to 10:27 p.m.  
**Recorder:** Carrie Mittelstadt  
**Location:** Virtually via Zoom

## Attendees

### Council Members:

Michelle Phillips, President  
Jessica Stankowski, Vice-President  
Donna (Dee) Holstine Vander Valk

Michael McFarlane  
Tamara Jones

### Additional Attendees:

Erin Stroud, Executive Director/Registrar  
David Kay, Acting Hearings Director  
Carrie Mittelstadt, Virtual Assistant

### Guests:

None

## Regrets

Cindy Grainger, Monica Ansah-Sam

Agenda Item
<b>1. Call to Order for In-Camera Session</b> M. Phillips called the in-camera session to order at 6:17 p.m.
<b>1.1 Council Evaluation – Appointment of Raconteur</b> M. McFarlane was appointed the raconteur.
<b>2. Call to Order for Public Session</b> M. Phillips called the meeting to order at 6:18 p.m. There were no guests in attendance.
<b>2.1 Declaration of New Conflicts of Interest</b> M. McFarlane indicated he would abstain from the discussion around one of the bylaw amendments referencing education affiliates, because he may have a perceived conflict of interest.

Agenda Item
<p><b>2.2 Approval of Agenda for May 11, 2022 and Approval of Consent Agenda Items</b></p> <p>E. Stroud clarified that items 2.2.4, CARB Report, and 2.2.5, AFRHP Reportion, would be part of her verbal updates.</p> <p><b>Motion (C-1-11May22):</b> Moved by T. Jones and seconded by D. Vander Valk that Council approves the agenda for May 11, 2022 and the consent agenda items 2.2.1, 2.2.2 and 2.2.3, as distributed with the agenda package. None opposed. Motion carried.</p>
<p><b>3. Reports</b></p>
<p><b>3.1 President</b></p> <p>M. Phillips shared that there has been a lot going on in the office and within the College. The Complaints Director position is still being recruited. There are discussions with CARB around the exam. Working through some challenges with the prior interim Executive Director/Registrar. This year’s exams are complete. Overall, things are going smoothly.</p>
<p><b>3.2 Executive Director/Registrar</b></p> <p>E. Stroud introduced her report in the meeting package. She mentioned the action items that were identified in the March Council meeting are underway or complete. An action log, as well as a motions log, has been created and will be available in the Council SharePoint site when set up.</p> <p>E. Stroud shared that she had attended the exams on May 7, and it was a good learning experience. She intends to look at past exam rates and how the Exam Committee reviews documents.</p> <p>Alinity is working well, and the plan is to launch two more modules this year, but the roll-out will be well planned out and fully documented before releasing them to the regulated members.</p> <p>E. Stroud indicated that she wrote the J. Stone decision, and it’s currently with independent legal counsel for review. M. Phillips asked if Council would have the opportunity to review the decision. D. Kay responded that the decision can be shared with the appeal panel after the appellant receives the decision.</p> <p>After the first quarter and as of March 31, 2022, the College is in a net positive income position. The College is ahead on revenue and under budget on direct expenses. Administrative expense and legal fees are over budget largely arising from the College transition costs. More revenue (approximately \$340,000) is expected in June with the second payment of registration fees for 2022-2023.</p> <p>E. Stroud shared updates on “CAA 2.0”, including the completion of exterior branding, office painting next week, arranging off-site storage for the College’s paper records, ordering of a soft phone system, getting a group RRSP quote from Canada Life, progressing on the IT transition, and general cleaning up and reorganizing of the physical office.</p>
<p><b>3.3 Bill 46 Update – Title Protection</b></p> <p>D. Kay highlighted the briefing note provided in the meeting package. There was much discussion about whether to try to make amendments now or wait a few years to complete the College transition, especially acupuncture education program approval, as there is little appetite from Alberta Health to make any substantive policy changes. Council ultimately agreed to maintain the status quo as contained in its existing college regulation.</p>
<p><b>4. Council Education</b></p>
<p><b>4.1 Leadership of the Regulatory Craft</b></p>

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Agenda Item
D. Kay reviewed the presentation provided in the meeting package. There were no questions from the Councillors.
A break was taken from approximately 7:52 to 8:00 p.m. J. Stankowski joined the meeting at 7:56 p.m.
<b>5. Decision Items</b>
<b>5.1 Bylaw Revisions</b>
D. Kay suggested reversing the order of the proposed motions outlined in the meeting agenda. Council agreed to the change.
D. Kay reviewed the bylaw amendments briefing note contained in the meeting package.
<b>Motion (C-2-11May22):</b> Moved by D. Vander Valk and seconded by M. McFarlane that Council adopts a council size of eight members, consisting of an equal number of regulated members (4, reduced from 6) and public members (4) appointed by the Lieutenant Governor in Council in accordance with the Act. None opposed. Motion carried.
D. Kay reviewed the proposed amendments to the bylaws. When highlighting the change from elections to appointments, T. Jones asked if the competency-based approach aligned with other college. D. Kay responded that it is a trend of regulators to move towards that approach.
In relation to section 4.7, Voting, M. Phillips asked about changing the wording to allow for the evolution of technology. D. Vander Valk suggested the term “digitally mediated”. D. Kay indicated he would find alternate wording.
In relation to section 5.1, Filling Vacancies on Council, M. Phillips asked if the chair of Council could be a public member, as well as a regulated member. D. Kay confirmed that both public and regulated members may be selected as Council chair.
M. Phillips noted that in the past, a complaint lodged against a Council member was used to remove a regulated member from Council. D. Kay responded that the Complaints Director has the statutory authority to address <i>Health Professions Act</i> (HPA) related complaints. If it’s a non-HPA complaint, then a Council-approved process would address that.
M. McFarlane recused himself at 8:33 p.m. from the discussion regarding amendments to section 8.3, Ineligibility for Appointment to Council, due to a perceived conflict of interest since he is an instructor.
D. Kay shared that he wanted to make a friendly amendment to section 8.3. The intent is to limit the number of educational affiliates to one, and the proposed wording is not in line with that. The proposed friendly amendments to section 8.3 were:
<ul style="list-style-type: none"><li>• 8.3(1)(f) – Removing the “or” at the end.</li><li>• 8.3(1)(g) – Changing to “would be an additional educational affiliate to an existing council member who is an educational affiliate.”</li></ul>
Council agreed with the additional proposed amendments.
M. McFarlane rejoined the discussion at 8:43 p.m.

### Agenda Item

D. Vander Valk asked for clarification if a Council chair had a complaint against them, would they be notified of the meeting? Is the chair present at the meeting? E. Stroud responded that there will be a governance policy drafted covering the process dealing with complaints against council members. M. McFarlane asked if the wording “complaints against a council member” includes the Council chair, because the chair or vice chair roles are only filled by councillors. D. Kay suggested alternate the wording.

**Motion (C-3-11May22):** Moved by D. Vander Valk and seconded by T. Jones that Council approves the revisions to the CAA bylaws pursuant to Section 3 of the CAA bylaws, as contained in the agenda package. M. McFarlane abstained from the motion. None opposed. Motion carried.

**ACTION: D. Kay to outline the revised wording in sections 4.5, 4.7, and 8.3 to align with the approved amendments and share them with Council for confirmation.**

#### 5.2 Appointment of Skye Van Dyk as Hearings Director

E. Stroud mentioned a clear and transparent hiring process was used to recruit a Hearings Director. Skye Van Dyk was hired and has been working for the College since April 20, 2022.

**Motion (C-4-11May22):** Moved by D. Vander Valk and seconded by J. Stankowski that Council approves the appointment of Ms. Skye Van Dyk as Hearing Director pursuant to Section 21 of the CAA Bylaws, effective April 20, 2022. None opposed. Motion carried.

#### 5.3 Council Governance Charter

J. Stankowski introduced the Council Governance Charter to the Council. E. Stroud provided additional explanation of its purpose and contents.

M. Phillips asked if this charter was taken from the old CAAA governance manual. E. Stroud responded that she wasn't aware of the governance manual. She shared that the Charter outlines the policy governance approach Council and the College have agreed to follow. It includes the terms of reference (TOR) for the governance committees and will eventually include the terms of reference for the regulatory committees, which are first being reviewed by the applicable committees.

D. Kay added that examples of competency frameworks were provided in the Charter, but it will be the role of the new Governance and Nomination Committee to detail the policies and procedures and recommended competency framework; the “how”.

M. McFarlane suggested changing the caption “Customer Focus to “Public Focus” in Appendix E, Council Member Competency Matrix, section 2.1.2, and this was agreed to.

**Motion (C-5-11May22):** Moved by T. Jones and seconded by M. McFarlane that Council adopts the policy governance model for the functioning of the College and approves the proposed Council Governance Charter (Policy Governance Framework), included in the agenda package, to enable this. None opposed. Motion carried.

#### 5.4 Competency-Based Appointments

J. Stankowski spoke to the bylaws moving from elections to competency-based appointments and how the Council needs to start developing that process.

**Motion (C-6-11May22):** Moved by D. Vander Valk and seconded by T. Jones that Council adopts an appointment process to select regulated members to Council through the use of a competency framework to screen for needed competencies; diversity, equity, and inclusion; and a pre-selection councillor orientation covering the College mandate and the role of a councillor and the expectations, as included in the agenda package, to enable this. None opposed. Motion carried.

Agenda Item	
<p><b>5.5 Governance and Nomination Committee (GNC) and Finance, Risk, and Audit Committee (FRAC) Creation and Committee Appointments</b></p> <p>E. Stroud spoke to the two governance committees and provided highlights from the briefing note included in the package. Councillors will need to be nominated for each committee. It was recommended that the members of the Implementation Working Group move into the GNC, since they have been working on these matters.</p> <p>Through discussion, it was determined that J. Stankowski, D. Vander Valk, and T. Jones would form the GNC, with J. Stankowski as the chair, and M. McFarlane, M. Ansah-Sam, and C. Grainger would form the FRAC, with M. McFarlane as the chair.</p> <p><b>Motion (C-7-11May22):</b> Moved by D. Vander Valk and seconded by J. Stankowski that Council adopts the proposed terms of reference for its governance committees: the Finance, Risk, and Audit Committee; the Governance and Nominating Committee; and the Appeal Committee, included in the agenda package to enable this. None opposed. Motion carried.</p> <p><b>ACTION: E. Stroud to reach out to the new governance committee chairs to start scheduling meetings.</b></p>	
<p><b>6. Adjournment</b></p> <p>M. Phillips adjourned the meeting at 9:43 p.m.</p>	
<p><b>7. In-Camera Meeting</b></p> <p>M. McFarlane reported on his assessment using the meeting meter tool. He scored 11 items as “yes” and five items as “no” (time limits on the agenda, starting on time [extenuating circumstances with Zoom issues], stayed focus/didn’t meander, meeting ended on time, one person could have acted in place of the meeting).</p> <p>E. Stroud indicated that, should Councillors wish to complete the more extensive council meeting evaluation in the meeting package, they can be returned to her.</p> <p>D. Vander Valk agreed to be the next meeting’s raconteur.</p> <p>E. Stroud left the meeting at 9:51 p.m.</p> <p>D. Kay briefed the Council members on an ongoing contract matter. There was a robust discussion, and the end result was that the Council supported the direction proposed by D. Kay.</p>	

## Summary of Action Items

Responsible	Action Item
D. Kay	<b>Outline the revised wording in sections 4.5, 4.7, and 8.3 to align with the approved amendments and share them with Council for confirmation</b>
E. Stroud	Contact the new governance committee chairs to start scheduling meetings.