



CSLA/AAPC
BOARD OF GOVERNORS MEETING
Minutes

February 26 & 27, 2004
Winnipeg, MB

Present:

Colleen Mercer Clarke, CSLA President
Jim Paterson, CSLA President –elect
Fran Pauzé, CSLA Executive Director
Adrienne Brown, BCSLA
Cathy Sears, AALA
Richard Wyma, NUALA

Cynthia Cohlmeier, MALA
David Leinster, OALA
Myke Hodgins, AAPQ
John Zuck, APALA
Bob Halfyard, NLALA

Cam Patterson, SALA and Alex Borowiecka, NWTALA joined the meeting in progress.

1. Call to Order; Welcome & Introductions

The President, Mercer Clarke, welcomed the new BoG members, Halfyard, NLALA and Zuck, APALA.

2. Approval of Agenda

Motion 2004-2-1

Moved by Leinster and seconded by Cohlmeier, “that the agenda be approved as presented.”

Motion carried

3. Approval of Minutes of Previous Meetings

Motion 2004-2-2

Moved by Hodgins and seconded by Brown, “that the Minutes of the November meeting of the CSLA BoG be accepted as presented.” Motion carried.

Motion 2004-2-3

Moved by Leinster and seconded by Halfyard, “that the Minutes of the Jan 21, 2004 meeting of the CSLA BoG be accepted as presented.” Motion carried.

4. President’s Report

The President reported to the BoG that she recently met Peter Oberlander in Vancouver to discuss the 2006 World Urban Forum to be held in Vancouver. This item will be covered separately on the agenda. A meeting also took place in Vancouver to discuss the proposed Governor General award with the President of RAIC, Bonnie Maples. This follows the recommendation of the Canada Council that the CSLA work with RAIC to establish a Governor General’s Award for landscape architecture in conjunction with the current Governor General awards for architecture.

As well the President met with the BCSLA Board on February 24 to discuss various items. Included in this discussion was the topic of the new membership categories of BCSLA- specifically that of practising and non practising members.

These new categories show leadership from BCSLA and as such could be used as an example to the CSLA components as to how to structure their membership categories to include more members. This would result in a greater inclusivity amongst CSLA components.

CSLA should encourage all components to adopt a similar approach to broadening membership and as well should encourage the use of a common title to be used to indicate professional designation.

5. Executive Director’s Report

The Executive Director presented a written report outlining recent activities.



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L-P is moving forward under the direction of the Editor in Chief, Judy Lord. The next issue will focus on waterfronts and is being guest edited by Don Hester and David Leinster.

The Executive Director requested that the BoG assist with the re-invigoration of the Editorial Board. Cecelia Paine has tendered her resignation from this position and has requested that a new role be created for her that of Editorial Advisor.

MOTION 2004-2-4

Moved by Hodgins and seconded by Sears, “that the BoG establish a Task Force to develop a draft policy for the Editorial Board, to examine the procedures and that Zuck serve as Chair of this Task Force. Zuck is requested to contact all current members of the Editorial Board to seek their renewed commitment to the magazine L-P.” Motion carried

ACTION

The President will ask a current member of the Editorial Board to serve as acting chair until such time as the Board can make a recommendation to the BoG for a permanent chair.

Motion 2004-2-5

Moved by Hodgins and seconded by Brown, “that the CSLA accepts with regret the resignation of Cecelia Paine as Chair of the Ed Board and expressed the Board’s appreciation for her exceptional service to the organization / magazine.” Motion carried.

Motion 2004-2-6

Moved by Brown and seconded by Cohlmeier, “that CSLA appoint Warren Snelling as auditor for the financial statements for 2003.” Motion carried.

Bulletin

The component reports were discussed and it is agreed that BCSLA will submit a report for the March Bulletin followed by AALA for April and continuing from west to east. Pauzé will revise the schedule and will send it out to BoG members.

6. 2003/04 Financial Report

The Executive Director informed the BoG that Warren Snelling is currently working on the Audited statements for 2003.

As well, she indicated that there is no formal report at this time for 2004 but that all invoices have been sent out, both to the components and for Accreditation.

A Year to date statement will be sent out to BoG prior to the next teleconference.

7. 2004 CSLA Budget

Paterson presented the 2004 Budget, and indicated the revisions that had been made to the previously presented document.

In addition he asked that BoG members consider joining organizations such as the Canadian Federation of Municipalities.

Further amendments to the Budget were made:

Line 25 Translation Services is increased from \$1000 to \$4000 to accommodate translation of the proposed new Bylaws.

Line 57 Annual Report is decreased from \$6000. to \$3000. to reflect the change in format to the report.

Line 78 Outreach is increased to \$1500 from \$1000.

Paterson noted that the budget was focused on reaching the Reserve Fund target of \$75,000 in 2004.



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Borowiecka joined the meeting at 2:45

8. Reserve Fund Task Force

The President-elect presented a report that recommends that CSLA investments be laddered to maximise growth opportunities, and that as GIC's mature, they be rolled into new 5 year GIC's.

9. Annual Reports

The president advised the BoG that the 2003 Annual report will be a streamlined version and will not contain the numerous reports included in previous years.

The report will now include CSLA committee reports as well as the financial statements, and reports from the President, President elect, and the Executive Director.

The President recommended that the components post their annual reports to their respective websites and that links could be made from the CSLA website if required.

10. Component Reports

Borowiecka submitted the NWTALA written report. Work continues on developing a Pan Northern association.

Wyma presented a report on behalf of NUALA.

Halfyard provided a verbal report which informed the BoG that there are currently 8 full and 4 associate members. All members have been working to coordinate the June 2004 Congress.

Hodgins submitted the AAPQ report which he will forward via email to all BoG members. He asked CSLA to begin a dialogue with AAPQ regarding their request for an annual issue of L-P to be created by MediaEdge (ME).

ACTION

Pauzé will discuss this with ME and AAPQ.

Cohlmeyer provided a written report from MALA. She informed the BoG that the committee is working on Congress 2005.

Sears provided a written report from AALA. She stated that final numbers from IFLA World Congress will be available soon.

Brown submitted the BCSLA report and noted that continuing education became mandatory for BCSLA members in January 2004.

Leinster submitted a report from OALA. He indicated that OALA continues to have concerns over the pass rates of associate members taking the LARE. OALA is forecasting significant reduction in membership related to a number of factors that include both the retirement of a large group and difficulties occasioned by the current process whereby new members can be recruited and accepted.

Zuck provided a written report from APALA in which he noted that APALA has recently revised its membership categories.

11. CSLA Awards of Excellence Program

The President informed the Board that there had been queries as to the eligibility of a submission by a student in a Landscape Architect program in Canada. The Submission requirements are not clear on the



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eligibility of student work. The same submission was rejected in 2003 as there was no CSLA member on the team. The advisor has since joined CSLA thru SALA and thus this submission was accepted. As the CSLA does not currently have an awards program focussed on the work of students the President indicated that the existing policy of the CSLA Awards of Excellence should be more clearly written to avoid confusion.

As well, concerns were expressed by a BCSLA member as to the format of the submissions.

ACTION

- The President will discuss these issues with the Chair of the Awards committee, Alan Tate.
- A report will be requested from the 2003 jurors as to potential modifications to the submission requirements.

MOTION 2004 -2-7

Moved by Zuck and seconded Brown, ``that whereas the submission requirements policy has not been recently reviewed BoG requests that the Awards Working Group report on the program and implement any recommendations as to changes needed.`` Motion carried.

12. Governance Task Force Report

Sears, the Chair of the Task force, reported that the proposed governance policy was sent to BoG members with amended Bylaws. She reported that verbal comments were received from EXCOM as well as written comments from some BoG members.

The President noted that EXCOM had significant concerns with the revisions to both the draft governance policy and the draft bylaws, which in their current format represented a significant departure from the existing organizational structure and procedures. Both documents require a careful review and understanding by all BoG members.

It was noted that specific concerns raised by the EXCOM had not yet been addressed in the amended Bylaws, including:

- the addition of a clause that provided the conditions for the dismissal from BoG of BoG members or President/ President- Elect.
- the addition of a clause whereby members are indemnified against legal responsibility over and above the coverage provided by the Directors and Officers liability insurance.

The President expressed the CSLA's great appreciation to Barry Yanchyshyn for his work on the draft Governance policy. She noted that the report brought to the BoG's attention the needed changes to the Bylaws. She proposed that the BoG should prioritize the changes and make sure the essential changes are completed first.

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13. BoG Governance Policy and Bylaws,

14. CSLA Policy and Procedures Manual

The President reviewed the discussions of the previous day and reiterated that it is very important that the revised Bylaws reflect both the current operation of the CSLA, as well as those changes that the Board considers appropriate. The document, which is at the moment quite long, could be shortened by the removal of clauses that deal more with procedural matters. However, such an action must be followed in a timely manner by the rewriting/writing of appropriate procedures.



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Discussion:

Reference was made to the Carver model which had originally been recommended by the Governance Task Force. A summary of this model was read from a CSAE document "Beyond Carver". It clearly outlined the roles and responsibilities of the President and Executive Director: *The President is in charge of the board and the Executive Director runs the administration of the organization.* The Executive Director requested clarification of roles and responsibilities.

With a view to working through the proposed Bylaw revisions, the BoG is asked to determine which document they wish to work from: the February 4 version proposed by the Governance Task force, or the revisions to this document as provided by EXCOM.

MOTION 2004-2-8

Moved by Patterson and seconded by Wyma, "that the BoG will work from the EXCOM version (February 19) of the revised Bylaws in its review." Motion carried.

Discussion

Some BoG members indicated that they would not support the motion and that this is a departure from procedure in that they had expected to work from the February 4 document. However, BoG should begin with principles and streamline the Bylaws.

The vote is called: 6 for; 4 against. Motion carried

The following discussion reviewed the draft document by clause. A range of changes were recommended to the draft Bylaws and minuted by the Task Force Chair. It was noted that with these changes the CSLA will be moving from an operations Board (where the BoG deals with a range of matters) to a policy Board (where the focus and responsibility of the BoG will shift to the development and approval of policies and procedures). Clearly some members remain unsure of the effects of this change and are showing temerity at this prospect. A clear understanding of how the changes will impact the operations of the CSLA and the role of both the Board and the members of the Executive Committee is needed.

ACTION

Paupé will research whether the current Directors & Officers liability insurance provides adequate coverage.

ACTION

Sears will work to incorporate the changes requested by the Board and will submit a draft for the BoG's review by March 19. Following this review, A teleconference meeting of the Board will be convened before the end of March to ratify the proposed Bylaw revisions.

Motion 2004-2-9

Moved by Cam Patterson and seconded by Brown, "that the President elect is permitted to vote at the CSLA Board of Governors meetings."

Motion carried with 2 abstentions.

15. Landscapes/Paysages Introduction of Judy Lord, LP Editor in Chief

Judy Lord joined the meeting and was introduced to the BoG.



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The guest editors of the spring issue have expressed appreciation for her assistance and guidance and reported that the issue is moving ahead very well. Judy responded that she understood that her first priority was to get the magazine out as per the schedule set by ME and agreed upon by CSLA.

Discussion

- Confirmation of the BoG's goal to provide a more readable magazine & to broaden the circulation.
- Possible development of electronic journal.
- Clarification of the role of the Editorial Board needed.
- The magazine is not to be considered a true professional journal but is the CSLA's most prominent a communications tool.
- Development of articles for peer review.

The Editorial Board will take on a role of guidance and will appoint a new chair. It is responsible for the focus and themes of each issue and will assist with creation of content. Zuck reported that the policies and procedures for L-P is in development and will be circulated shortly.

Design guidelines will be drawn up and Lord will work with the Editorial Board to identify themes for future issues. The Ed Board's role will be that of advisor and each issue will be reviewed by them to make recommendations and provide feedback.

The President reported that EXCOM met with the teams at both ME and Naylor on Wednesday February 25 in Winnipeg. Both visits were very informative and the EXCOM was highly positive on the future of both the Roster and the Magazine.

MOTION 2004-2-10

Moved by Hodgins and seconded by Leinster, "that Pauré will assess the contract with ME and investigate with AAPQ how to develop a 4th issue for 2004 that will be under the direction of AAPQ. This issue should have no significant impact on the CSLA budget. It will be created under the guidance of the CSLA and the Editor in Chief- Judy Lord"

Motion carried.

The President thanked Judy Lord for attending the BoG meeting.

16. Congress 2004 Update

Halfyard provided an update on activities and gave a day to day outline. An information package was mailed recently to all CSLA members.

17. Recap Governance Motions and Actions

The BoG intends to amend and adapt the CSLA Bylaws in time to forward them to members for approval at the CSLA AGM on June 18. It is an ambitious undertaking. The BoG must therefore approve all changes, and the final version must be sent out to members 60 days prior to the AGM, thus April 18. Sears agreed that although the schedule is tight it could be accomplished. Sears and the Task Force will undertake to revise the Bylaws according to the amendments proposed by the BoG, and to assess the need for the proposed new clauses.

Mercer Clarke asked that other BoG members assist the Task Force where possible with this undertaking. Wyma volunteered to join the Task Force and assist with this process.

ACTION

The Governance Task Force will re-draft the CSLA Bylaws by March 19 if possible and will forward the revision to BoG the members for their review prior to the March 26 teleconference.



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18. Sustainable Cities Initiatives

The CSLA BoG viewed a Power Point presentation on the New Deal for Cities initiative created by the City of Winnipeg. The presentation was given by Connie Walker, Manager of Strategic Initiatives for the City of Winnipeg.

19. This Land Documentary – Trailer

The CSLA Board of Governors viewed the trailer of the documentary- This Land.

20. Strategic Plan & Budget recap

The CSLA Board of Governors recently met in Winnipeg in conjunction with the jurying and announcement of the 2004 Awards of Excellence winners.

Paterson reported that the final version of the new Strategic plan will be published in the bulletin once slight revisions have been made. He stated that the strategic actions will reflect the mandate of the BoG.

No further changes to the CSLA Budget were needed.

MOTION 2004-2-11

Moved by Adrienne Brown and seconded by Myke Hodgins, “that the CSLA proposed budget for 2004 is approved as amended.” Motion carried.

21. Communications Task Force

Hodgins reported that the Task force is examining the various communications tools of the CSLA. The Task force is developing a Strategy whereby new tools will be created and existing ones will be modified or enhanced. CSLA has received a proposal from Larry Friesen (graphic designer for the IFLA World Congress).

MOTION 2004-2-12

Whereas the BoG will review the Communications Task force plan, in the interim we support the proposal received from Friesen and ask “that the Task Force go ahead with design work as described in the Friesen proposal.” Motion carried.

ACTION

Paupé will negotiate with Friesen to modify the proposal for development of a word mark for CSLA to replace the existing logo.

22. National Standards and Membership

Paterson presented a report outlining the committee’s goal of achieving common membership standards across Canada. The Task Force encourages the component associations to adopt standard membership categories and similar policies.

Paterson presented the following draft policies:

- 1) Internship
- 2) Internship reporting form
- 3) Continuing education policy
- 4) CE reporting form
- 5) Proposed layout of common membership databases

These policies will provide a better foundation and allow greater flexibility



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ACTION

The BoG is asked to review the documents and to provide feedback to the Task Force one week prior to the next CSLA BoG teleconference.

Discussion

Cam Patterson stated that SALA is having difficulty with the direction being advocated. SALA is working to promote inclusiveness and the development of a common practice exam.

Zuck indicated that APALA also supports a professional practice exam.

Paterson noted that the Task Force is seeking written comments.

He further indicated that the model recommended for the professional practice exam could be Section A of the LARE.

23. World Urban Forum/ Green Roofs/LEED

The President reported that she met with Peter Oberlander in Vancouver regarding the 2006 World Urban Forum. This meeting is an offshoot of the Commission for Healthy Settlements and many professions are being asked to participate. The RAIC, the Engineers and the Planners are already committed.

The discussions will be centered on cities in a local and global context as regards professional conduct and ethics.

MOTION 2004-2-13

Moved by Patterson and seconded by Hodgins, “that the CSLA will pursue participation in a profession a landscape architecture forum at the World Urban Forum.”

Motion carried.

Discussion

- BCSLA is considering holding a CSLA Congress at the same time.
- Possible IFLA involvement is discussed.

ACTION

- Mercer Clarke will send an invitation to Minister Owen to address the Congress 2004 in St John’s.
- CSLA will prepare a one or two page proposal on the World Urban Forum and will research what actions have been taken by the architects and planners.

GREEN ROOFS/LEED

Colleen Mercer Clarke reported that she received a request from BCSLA to appoint Randall Sharpe as representative for both BCSLA and CSLA on the Council.

MOTION 204-2-14

Moved by Brown and seconded by Borowiecka, “that the BCSLA maintain membership on behalf of CSLA and that the CSLA pursue participation through its representative, Randall Sharpe”

Motion carried.

ACTION

Mercer Clarke will write a letter of appointment for Randall Sharpe.

24. CSLA Recognition Awards and Student Program

The President reported that the procedures for CSLA awards as granted by the President, or the BoG, are extremely unclear (e.g. President's Award). There is a need to recognize the contribution of individuals to the profession and to the community. The EXCOM is discussing the revitalization of existing awards and the establishment of new CSLA Awards.



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The new awards might include

- an educator's medal
- lifetime achievement awards
- a stewardship Medal, and
- awards reflecting contributions to the profession

The CSLA Student awards

The Silver Medal committee is in need of a new chair as Margot Long has resigned.

As well, the supply of medals is very low. The President spoke of establishing CSLA Student Awards which would go beyond the scope of the Silver medal.

Community Service Awards

MOTION 2004-2-15

Moved by Zuck and seconded by Hodgins, "that the CSLA accepts the component's recommendation of awarding the Community Service Awards to Paul Johnson in St. John's." Motion carried.

25. Educator's Roundtable Briefing

The President gave a brief summary of the agenda planned for the next day's meeting of the Educators Task Force.

26. Future CSLA Meetings & Teleconferences

The next BoG teleconference will be held on March 28 at 10 AM EST and will be specifically focused on Bylaw revisions.

Following this there will be a regular BoG teleconference in April-date; and time to be determined.

BoG meetings will be held in St. John's on June 15 & 16, followed by the CSLA AGM on June 18.

The fall meeting of the CSLA BoG will be held in Regina in November. Date TBA

27. Other Business

IDM has requested that CSLA provide the names of three to five landscape architects, who in practising landscape architecture, stand out for their achievements and have earned major national and international awards. These CSLA member's names would be posted to the IDM Website. This website currently offers visibility to Canadian designers in the "Honours" section.

MOTION 2004-2-16

Moved by Myke Hodgins and seconded by Adrienne Brown, "that the CSLA use the last two years of National Honour Awards to provide the requested names to IDM."

Motion defeated- 4 for, 6 against.

Discussion

The BoG welcomed the opportunity to participate in this initiative but feel strongly that a transparent and defensible procedure is required for selection of the nominees.

28. Adjournment

MOTION 2004-2-17

Moved by Zuck, "that the February 26 and 27 meeting of the CSLA BoG is adjourned."



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