



DRAFT MINUTES OF  
ANNUAL MEETING  
HELD May 30, 2019  
AT YORKVILLE CONFERENCE CENTRE  
TORONTO, ONTARIO 12:00 noon

## ANNUAL MEETING

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### 1. WELCOME

Karen Stone, CHRE, Chair of the Board of the Human Resources Professionals Association (HRPA), took the Chair and welcomed all members to the 2019 Annual Meeting of HRPA.

Ms Stone introduced the panel, which included, Louise Taylor Green, our Chief Executive Officer, John Hannah, Chair of our Finance and Audit Committee, Dr. Claude Balthazard, Registrar and Vice President, Regulatory Affairs and Louise Tagliacozzo, Vice President of Corporate Affairs.

By conducting the meeting by webcast, Ms. Stone, indicated that this would permit voting members wherever they be geographically located to have the ability to participate in the Annual Meeting.

Voting during the meeting would be conducted by voting cards and that all members should have registered at the registration desk at the entrance of the room to receive their voting card and proxy voting card where applicable.

It was noted that there were 80 voting members present, in person, online, and represented by proxy.

### 2. CALL TO ORDER

Notice having been given of the Annual Meeting, in accordance with the By-laws and with a quorum present, the Chair declared that the meeting was duly constituted for the transaction of business of the Association and called the meeting to order.

The Chair reviewed the rules of procedure governing the Annual Meeting for information.

### 3. CEO's REPORT

The CEO welcomed and thanked the assembly.

HRPA has made great progress over the past year and continues to grow and evolve to best support the public interest, our members, students and the organizations in which HR Professionals serve.

Since the Act was passed, the Office of the Registrar has worked tirelessly to ensure that HRPA complies with the objects and statutes in the legislation and protects public interest.

In 2018, the Office of the Registrar authored and presented an important report to both the Governance and Nominating Committee and the HRPA Board of Directors identifying areas of focus for fulfilling our obligations under the Act. They also held a mock hearing to familiarize committee volunteers with the statutory rules of procedure.

For our members and students, they held 13 webinars that shed light on regulation of the profession and the certification process. Twenty-eight LinkedIn articles were also produced to increase awareness of regulatory mandates and practices.

2018 was also full of opportunities for our members and students to connect and to grow as HR professionals. Between our Chapters, the HRPA Professional Development team and Annual Conference team, we offered more than 600 events and learning opportunities, including another record-breaking Annual Conference & Trade Show.

Our Hire Authority job board continues to grow as the key resource for the recruitment of HR professionals. Over the course of last year, employers posted nearly 1500 HR jobs, accessible exclusively to our membership.

2018 was also a year where we laid some important groundwork to renew relationships with peer associations across Canada and in the United States. This is a valuable step toward working together as a unified voice for the profession.

One of our most exciting accomplishments is a refreshed strategic plan for 2019 to 2021. Some of you might have been involved as we consulted with our stakeholders and established a new mission, vision and values.

The theme of this transformational plan is 'Inspiring Professionalism' and this applies not only to our role as an Association but also to the HR professionals who serve organizations and the public, by modeling and advocating for high standards of professionalism.

Our vision is *HR thriving as a valued profession*. And key to the success of our vision, is *Living* our core values – Respect, Integrity, Transparency and Accountability.

Four key goals direct our strategic plan.

First is Regulatory Excellence – We believe by focusing on Regulatory Excellence we will champion and elevate professionalism for the HR profession.

Operational Effectiveness is critical and with renewed Operational Effectiveness we will maintain financial and operational wellbeing that enables our member value proposition.

As the HR authority, we will use Exemplary People Practices by designing and deploying modern, effective and progressive approaches to human capital management.

Finally, we will demonstrate Service Leadership, delivering quality services and resources to our network of members, students and volunteers.

The CEO extended her gratitude to the HRPA staff for their hard work and support during this year of transition.

She also thanked the Board of Directors who volunteer their valuable time to ensure the Association adheres to its mandates, continuously raises the bar for excellence, and does what it says it is going to do to elevate the profession.

Finally, to our chapters, and all of our volunteers – THANK YOU! Your tireless work and contribution are critical to all the work we do and shaping the profession in years to come.

**4. CHAIRS REPORT**

The Chair noted that 2018 was a year of rejuvenation for the Association. With our new CEO, the Board, staff, Chapters and volunteers took the opportunity to breathe new life into the Association.

HRPA's mission is to be a regulatory association that sets the standards of HR professionalism. Together we set the foundation to advance our mission and our responsibilities to our members and to the broader public.

This year the Board endorsed a full review and analysis of our mandate, to be led and conducted by our CEO. The review was comprehensive and included member survey analysis, Chapter insights, a professional regulatory body maturity audit, staff engagement working sessions, a Board insight survey, Senior Leadership culture and strategy working session, staff validation and alignment session, Board strategy working session, Executive Leadership Team working session, initiative review, roadmap finalization, Strategic Plan approval, and Balanced Scorecard development strategy mapping.

Through this work a new set of values for the Association were approved by the Board. As Louise mentioned, these new values are Respect, Integrity, Transparency, and Accountability.

As we continue to grow as a profession in Canada's workplaces, we must remain focused on the key strategies of HRPA to enable this growth to continue. With the support of Louise Taylor Green and her team at HRPA, the Board forged ahead to create a set of ambitious but attainable goals for HRPA.

The Chair thanked her employer, St. Joseph's Health Care London, especially the CEO Dr. Gillian Kernaghan who herself models the privilege of serving others. She also thanked Cheri Vanderheyden, the role model for awesome support for a busy executive.

The Chair recognized the work and never-ending support of the Board from Louise Tagliacozzo and the support of our Interim CEO, Gary Monk. Louise Taylor Green has provided me with her extraordinary energy and laser-like focus and has shown, even early in her tenure, how an incredibly gifted HR practitioner is so well-positioned to excel as a CEO.

Finally, the Chair thanked her Board colleagues. And indicated that this is what excites her about our future, the people who make the workplaces of today and tomorrow as successful as possible.

The Chair thanked the Chair for the opportunity to lead the Association and looked forward to supporting the Associations work in the future.

**5. MINUTES OF THE PREVIOUS ANNUAL MEETING**

The minutes of the last Annual Meeting held on May 25, 2018 were distributed to members electronically with pre-registration and were posted on the HRPA web site.

**MOTION**

It was duly moved and seconded:

**"THAT the minutes of the last Annual Meeting held on May 25, 2018 are approved as circulated."**

**CARRIED**

**6. BY-LAWS AND SCHEDULES**

The Chair indicated that a detailed table of concordance was circulated with the meeting materials. The table details each revision and provides rationale for the changes.

The proposed change will put in place an Indemnification Agreement as a Schedule to the By-laws.

**MOTION**

It was duly moved and seconded:

**“THAT the Section V Schedule 4, the Indemnification Agreement as approved by the board be ratified as circulated.”**

**CARRIED**

**7. AUDITORS’ REPORT FOR THE FISCAL YEAR ENDING NOVEMBER 30, 2018**

John Hannah, Board Director and member of the Finance & Audit Committee, presented the Auditors’ Report. Ms Langevin stated that the Auditors’ Report for the year ended November 30, 2018, as prepared by the auditing firm KPMG, LLP, had been received and approved by the Board of Directors. The Summarized Financial Statements were distributed electronically with the Annual Meeting, notice and were available online on hrpa.ca.

The Committee member provided highlights from the Auditors’ Report. She noted that the audit was conducted in accordance with generally accepted auditing standards and that in the auditor’s opinion the financial statements presented fairly, in all material aspects.

Questions:

An online participant asked under net assets could you give some details on unrestricted line, what it entails and why the increase this year?

The VP of Finance and IT responded that historically every year when the Finance and Audit committee reviews the annual statements we modify based on the anticipated operating deficit. This number reflects the operating deficit and net unrestricted net assets have been adjusted.

In revenue with regards to revenue with regulatory affairs and professional development is that expected or something to focus on in the future.

The CEO confirmed that in fiscal 2018 our revenue producing centres have undergone a significant evaluation of sources of revenue and costs of production of services. Once we overlay the internal staff functions, there is a loss. We will be looking at the value and cost of the delivery of services in a different way from what we’ve done in the past.

**MOTION**

It was duly moved and seconded:

**“THAT the Auditors Report and Financial Statements for the year ended November 30, 2018 be accepted as presented.”**

**CARRIED**

**8. APOINTMENT OF AUDITORS FOR 2019**

The Committee Chair indicated that the accounting firm of *BDO Canada LLP* was being proposed to the membership for appointment as the auditors of HRPAs.

There was a question on why we changed our Auditors. It was clarified that there is standard period for review. Through an RFP process the new auditors were selected.

**MOTION**

It was duly moved and seconded:

**“THAT the accounting firm of *BDO Canada LLP* be appointed Auditors for HRPAs for the 2019 fiscal year and that the Board of Directors be empowered to fix the remuneration of the Auditors.”**

**CARRIED**

**9. REPORT ON REGULATION AND STATUTORY COMMITTEES**

The Association registrar and vice president regulatory affairs, Dr. Claude Balthazard, C. Psych., CHRL shared with members a report on regulation and statutory committees.

HRPA is a professional regulatory body which has been given by the Ontario Legislature the mandate to promote and protect the public interest by governing and regulating the practice of its members and firms in accordance with the *Registered Human Resources Professionals Act, 2013* and the by-laws enacted pursuant to this *Act*.

Dr. Balthazard shared the statutory and standing committee structure at HRPAs. He shared that statutory committees are supported by the Association but act independently from HRPAs. Virtually all of the regulatory decision making, and adjudication is conducted by committees comprised of volunteers from the Association and members of the Public.

Our five statutory committees are:

- The Complaints Committee
- The Discipline Committee
- The Capacity Committee
- The Review Committee, and
- The Appeal Committee

The mandate of the Complaints Committee is to investigate all complaints concerning allegations of non-compliance with the Association’s Code of Ethics, the By-Laws, or the Rules of Professional Conduct, and to make a determination as to the appropriate course of action in regards to such allegations including referral to the Discipline Committee.

The chair of the Complaints Committee is Rahim Shamji. The complaint rate per 1000 registrants at HRPAs in 2018 was 0.62. This is the lowest complaint rate among the 39 professional regulatory bodies in Ontario. In 2018, there were no referrals to discipline.

The mandate of the Discipline Committee is to make determinations in cases where there has been alleged misconduct, incompetence, and/or incapacity including the imposition of sanctions. The Chair of the Discipline Committee is Stephanie Izzard. As noted earlier, there were no referrals to the Discipline Committee in 2018.

The Capacity Committee to makes determinations of whether a member is incapacitated. A member is incapacitated if, by reason of physical or mental illness, condition or disorder, other infirmity or addiction to or excessive use of alcohol or drugs, he or she is incapable of meeting his or her obligations under this Act. The Chair of the Capacity Committee is Stephanie Izzard. There were no referrals to the Capacity Committee in 2018.

The Registered Human Resources Professionals Act, 2013, requires all members to notify the Registrar of any bankruptcy or insolvency event. The Review Committee is responsible for the review of all bankruptcy matters pertaining to members referred to it by the Registrar to ensure that there is no threat to the public interest. The Chair of the Review Committee is Susan Bryson. The requirement to notify the Registrar of bankruptcies or insolvency events is embedded in our Act. It was enabled by by-law in September 2016. The Registrar received 5 notices of bankruptcy or insolvency events in 2018. None of the referrals to the Review Committee resulted in any action so far.

The compliance rate for the requirement to notify the Registrar of bankruptcies or insolvency events is now estimated at 3%.

The Appeals Committee responds to written appeals from parties affected by decisions rendered by any of the adjudicative committees or decisions made by the Registrar. The Chair of the Appeal Committee is Melanie Kerr. There were 20 referrals to the Appeal Committee in 2018. A total of six decisions were issued by the Appeals Committee, all of which upheld the original decision.

Some key statistics for 2018

- 5,288 the number of Continuing Professional development logs processed.
- 1,830 the number of submissions to the Experience Assessment Committee, compared to 439 in 2017.
- 2,246 the number of exams administered.

To be successful, professional regulation requires that registrants are aware of, understand and support the professional regulatory body's statutory mission and mandate.

To this end, the Office of the Registrar has continued with its efforts to educate registrants regarding HRP's statutory mission and mandate.

In 2018, the Office of the Registrar conducted 5 webinars and published 28 articles on the topic of professional regulation. We will continue our educational efforts.

## **10. REPORT ON ELECTION OF DIRECTORS**

The Chair of the Board shared with the assembly the results of the province wide election. She noted that John Hardisty, Kevin Hawkins and Gene Jamieson were successful in election.

She introduced the 2019-20120 Board of Directors:

- |  |  |
|--|--|
| 1. Bob Thompson as Chair                 | 8. Gene Jamieson                                   |
| 2. Karen Stone as Past Chair             | 9. Patricia Johns                                  |
| 3. Sue Corke, Order in Council Appointee | 10. Christine Langevin, Order in Council Appointee |
| 4. Stephen Fletcher                      | 11. Annette van't Spyker                           |
| 5. John Hannah                           | 12. Rebecca Zaretsky, and                          |
| 6. John Hardisty                         | 13. Louise Taylor Green, CEO                       |
| 7. Kevin Hawkins                         |  |

The Chair thanked the outgoing board directors Les Dakens, Binnie Seidman and Girish Ganesan for their

commitment and hard work over the year.

The Chair also congratulated the new Chair Bob Thompson as he assumes the role of Chair of the Board and looks forward to working with Bob for the upcoming year in her position of past chair.

**11. OTHER BUSINESS OR QUESTIONS FROM THE FLOOR**

A question from the floor was received on the complaints statistics and if the association published the information. The registrar confirmed that the information is published in our Registrars report quarterly and posted online. The CEO confirmed that our Public Relations is undergoing a complete review of our website and we expect greater transparency of our data including importantly the visibility of regulatory information and where to find information like this when the website update is complete.

**12. CONCLUSION**

As there was no further business to be brought forward, the Chair asked for a Motion to adjourn the meeting at 1:07 p.m.

**MOTION**

It was duly moved and seconded:

**“THAT the 2018 Annual Meeting was terminated.”**

**CARRIED**

\*ORIGINAL SIGNED

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Karen Stone  
Chair of the Board

\*ORIGINAL SIGNED

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Louise Tagliacozzo  
Recording Secretary