

1. WELCOME

Bob Thompson, Chair of the Board of the Human Resources Professionals Association (HRPA), took the Chair and welcomed all members to the 2020 Annual Meeting of HRPA.

Mr. Thompson introduced the speakers for the session 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 Moderator Louise Tagliacozzo, Vice President of Corporate Affairs.

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

He shared that the Covid-19 pandemic has had unprecedented impact on our lives, employers, employees, and business. At HRPA, the pandemic has led to significant change in the way we operate. 2020 marks the first time we are holding our Annual Meeting exclusively online. He thanked members who took the time to join the meeting today, as well as HRPA's Annual Meeting Team for ensuring a seamless transition to conducting this Annual Meeting virtually.

We had just under 300 eligible members pre-register for today's meeting. We also have our Executive Leadership Team, our Provincial Board of Directors and our Chapter Board Chairs in attendance. It was noted that there were 103 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. The CEO shared that this is an especially demanding time for those of us in the HR Profession – not just because of the human impact of COVID-19, but because of the broad sweeping expectations on HR professionals to address unimagined workplace issues. She cautioned that often HR Professionals subordinate self-care when work demands that they operate at hyper-speed and with dynamic solutions to incredibly complex problems. We must, individually and collectively acknowledge that COVID-19 has had a profound effect on all of us and our physical and mental health need to be part of our regular self-care. She encouraged those in attendance, if they have not taken the time to attend to their own well being that they do so.

We are experiencing a considerable transformation at HPRO as we rededicate ourselves, through our actions, to advancing our Vision. We truly believe that HR will flourish as a valued profession because of the high standards we set but more importantly because of the positive impact that our members have on workers, workplaces, and society at large.

The way we make an impact as a profession is through the collective impact of our members. When HR professionals make a difference to business, we must amplify that success by increasing public awareness of the profession as a whole.

We, as the HPRO and through our network of members, students and volunteers, have a unique opportunity to positively impact the lives of working Ontarians and workplaces.

Last year, HPRO launched an ambitious three-year Strategic Plan with the focus of "*Inspiring HR Professionalism*" for the HR profession in Ontario. We planned to do this by improving our profile among members, businesses, students, and the public while simultaneously increasing collaboration and effectiveness with our volunteers, chapters and students.

After only one year, we are already realizing positive results. For the people of Ontario, and the public, it means building awareness and trust. They should know what HR professionals actually do and they should expect the very best from those of us deemed HR professionals. They should have the utmost confidence that *regulated* HR Professionals will provide the highest standards of professional practice and be guided by a Code of Ethics that ultimately serves to protect workplaces, leaders, and employees. The public is best protected when HR professionals are practicing at the highest standards.

With the passing of the Registered Human Resources Professionals Act in 2013, *together*, we've made a commitment to the public and told them to expect more and that we are willing to be accountable for our practice as HR professionals. Elevating member and public awareness of the profession and the fact that we are accountable to HPRO's standards, Code of Ethical Conduct and Rules of Professional Conduct will increase public confidence in the HR profession.

For the members of our profession, many of you on today's webcast, it means delivering on your expectations of the Association to be an advocate for the profession, an innovator, and a thought leader.

Throughout 2019, we have been working diligently to improve service delivery and increase collaboration with our many stakeholders and partners. These actions and expanded relationships are important to all of us. They have, and will continue to, provide enhanced access to essential and timely resources for HR Professionals trying to keep up with heightened demands in a rapidly changing workplace landscape.

The CEO reviewed key highlights and encouraged members to download the Associations Annual Report online.

Highlights:

1. The 2019 HPRO Annual Conference and Tradeshow - A flagship learning, and networking event marked its 78th year and allowed thousands of HR Professionals and HR solution providers to

collaborate and find innovative and practical solutions to the challenges faced by workplaces but also to unlock potential and explore opportunities previously unimagined. The world of work changes so quickly and our aim is to keep our members current with the latest and greatest innovations and solutions available to HR professionals.

2. We invested significantly in HRPAs Chapter specific initiatives. Partnering with and supporting our 27 Chapters across the Province was and is one of our core priorities particularly because of the high impact that Chapters have on member and student engagement and experience. In 2019, we launched a Chapter Review Task Force to better identify the challenges and opportunities Chapters face when delivering professional development, mentoring, and networking opportunities to members and students. As those on the Chapter Review Task Force can attest, under the leadership of Annette van't Spyker and then Karen Stone, it was a highly collaborative process, and the team made dozens of important process and functional improvements to simplify access to resources while clarifying governance and structure.
3. As part of actions to foster increased public awareness and trust, we launched a brand audit and redesign to better understand public perceptions about the Association, HR profession, and the impact that HR professionals are making across workplaces in Ontario.

In 2019, our brand work focused on *defining* the issue we wanted to solve. We learned that most people still don't understand the HR profession nor what value HR professionals can bring to the workplace. In 2020 our focus has been on *understanding & designing* the solution. We are building a bold, ambitious, strategic and inspiring view of our profession.

4. We have also kick-started significant upgrades to our digital capabilities to improve our communications, user experience, and community building. One example of this is the MentorCity platform, which will have increased functionality that will benefit HR students and early career professionals who need access to professional mentoring. We are also adopting a mobile-first approach for our communication channels to better connect with you, whenever and wherever you are! So much more is continuing throughout the remainder of 2020 and is planned for 2021, and we are very excited about these important advancements.

The CEO closed her presentation with expressions of thanks to key stakeholders including:

- HRPAs Board of Directors
- Members and Students
- The Past Chair, Karen Stone who concludes her term at the meeting today.
- The sitting Board Chair Bob Thompson
- All HRPAs Employees and the Executive Leadership Team
- Partners and Vendors
- Chapters leaders and all HRPAs volunteers

THANK YOU! Your tireless work and contribution are critical to all the work we do and shaping the profession for years to come. Together, we are reimagining the future of the profession and what it will take to practice HR at the highest level of capability and professionalism.

4. CHAIRS REPORT

The Chair shared that just over a year ago, under the leadership of our Past Board Chair, Karen Stone, and CEO Louise Taylor Green, we embarked on an ambitious three-year strategic plan. One of the Plan's many focus areas is establishing a sound technical foundation and infrastructure for our business processes, including the modernization of HRPAs digital systems.

As we action the Strategic Plan, we continue our work towards four strategic outcomes:

- A motivated and prepared workforce in the Association and across our network of volunteers.
- delighted customers and citizens
- efficient and effective processes
- and, financial health and accountability

This is all done against the backdrop of maintaining our commitment to ensuring HRPAs advances our mission of being the regulatory association that sets the standards of HR professionalism.

A significant part of our mandate includes continuous evaluation and improvement of our governance practices. This is something my HRPAs Board colleagues are committed to on an ongoing basis.

In 2019, the Governance and Nominating Committee began important work on various diversity and inclusion initiatives. These efforts support the Board's adoption of diversity and inclusion as a key priority as well as the critical importance to ensuring our members understand why it benefits the public.

In our policy development, we defined diversity as anything that can be used as a source of differentiation between groups of people or individuals including diverse perspectives, life and work experiences, values, beliefs, culture, education, race and ethnicity, abilities, gender identification, religion, sexual orientation, or age.

As you see, 'diversity' as a concept is not about 'others' – it is really about *all* of us. We advocate firmly that embracing diversity promotes the inclusion of different perspectives and ideas, mitigates stagnation, and ensures the Association has the opportunity to benefit from all available talent.

Diversity is also important for the HRPAs Board. The promotion of a diverse Board is part of strong governance for the Association and for governors of the profession. Of course, we must have various and diverse professional Board capabilities, but we also need to reflect the diversity of our members' Association and by extension the workforce.

The other half of the diversity coin is 'inclusion'. When we, as a Board, contemplated what inclusion meant, we defined it as: the actions and behaviors that demonstrate how we value, include, integrate, and treat one another.

As a result of this commitment to diversity and inclusion, we are well on our way to ensuring a more inclusive approach to Board recruitment and selection, while still maintaining the legislative requirement to an open and democratic election.

In 2019, we also identified how the Board would oversee the risks identified in the Association's risk register. Our risk management approach includes a systematic and repeatable process for identifying, assessing, and mitigating risks, while maintaining flexibility to adapt to the changing needs of the Association.

All three Board committees including the Governance and Nominating, Human Resources and Compensation, and Audit and Finance committees, along with HRPAs CEO and executive leadership team are involved to ensure effective risk management and mitigation at both the operational and strategic levels.

A personal thank you to each and every member of our Board for dedicating your time to the cause. And, on behalf of our Board I would like to thank our CEO, Louise Taylor Green, the executive leadership team, our employees as well as our more than 1,300 volunteers across the province for their exceptional efforts in making HRPAs a successful regulatory association.

We, as a Board, greatly appreciate our Members and Students and all our stakeholders for their ongoing trust in the work we do to serve them. We look forward to continuing to build on this commitment and ensuring we remain steadfast in protecting the public interest.

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 HRPAs web site.

<p>MOTION</p> <p>It was duly moved and seconded:</p> <p>"THAT the minutes of the last Annual Meeting held on May 30, 2019 be approved as circulated."</p> <p style="text-align: right;">CARRIED</p>
--

The Moderator read aloud a question which was submitted in advance of the meeting on the date of the meeting. The Chair confirmed the date was accurate.

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.

It was noted in advance of the meeting a member identified two typographical errors in the general by-laws and schedules. The moderator noted the corrections on page 41 of the general By-laws and page 15 of the Indemnification Agreement.

MOTION

It was duly moved and seconded:

“THAT the members adopt the Board’s recommended revisions to Associations By-Laws and Schedules as circulated.”

CARRIED

7. AUDITORS’ REPORT FOR THE FISCAL YEAR ENDING NOVEMBER 30, 2019

John Hannah, Board Director and member of the Finance & Audit Committee, indicated that the Auditors’ Report has been received and the summarized financial statement are available on the HRPAs website. The statements were also included in the Annual Report.

In the auditor’s opinion, the financial statements present fairly, in all material respects, the consolidated financial position of the Association as at November 30, 2019 and its consolidated results of operations along with consolidated cash flows for the year then ended, in accordance with Canadian accounting standards for not-for-profit organizations.

A brief overview was shared with the assembly.

Overall, net assets of the Association now total \$15.8 million and we continue to maintain a strong financial position. Our healthy financial position has undoubtedly been, and will be, a significant benefit to us as an organization, as we deal with the financial ramifications associated with the COVID-19 situation this year and into the future.

In-line with benchmarking conducted of other similar not-for-profit organizations, HRPAs target for reserves has been set at a range of 50-100 per cent of annual operating costs. Based on the operating budget for fiscal year 2019-2020, the association’s reserve is approximately 77.6 percent of annual operating costs.

MOTION

It was duly moved and seconded:

“THAT the Auditors Report and Financial Statements for the year ended November 30, 2019 be accepted as presented.”

CARRIED

8. APOINTMENT OF AUDITORS FOR 2020

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.

A question was raised on why did the Association switch auditors from KPMG to BDO? And if there were any performance issues with the previous auditors?

The Chair shared that as part of the work plan for the Audit & Finance Committee, we are committed to issuing an RFP every 5 years for auditing services. This has become a fairly common best practice, and it helps to ensure that we are getting the best value for our money being spent. Based on the various qualification factors looked at, BDO came out as the top firm this time around.

MOTION

It was duly moved and seconded:

“THAT the accounting firm of *BDO Canada LLP* be appointed Auditors for HRPAs for the 2020 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.

Registration fell by 2.9% from the previous year. We ended fiscal 2019 with 22,757 registrants. Retention continued to remain strongest among designated members 95%, versus undesignated members at 77%.

There was a substantial decrease in the number of Students. This is not a loss in registration, rather, this reflects movement from the Student registration class to the Practitioner registration class. The big change this year is the result of a change in the administrative process by which graduating students are transferred to the Practitioner registration class.

Highlights were provided on behalf of each of the association’s statutory committees:

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

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 was Rahim Shamji. In 2019 there were a total of 12 complaints registered with HRPAs and the average time to dispose of a complaint was 157 days. The complaint rate per 1000 registrants at HRPAs in 2019 was 0.53. This is one of the lowest complaint rates among the 39 professional regulatory bodies in Ontario.

HRPA has a Discipline Committee which makes determinations as to whether a registrant has committed misconduct, including the imposition of sanctions in cases where there has been alleged misconduct, incompetence, and/or incapacity. The Chair of the Committee is Stephanie Izzard. In 2019, there was one referral to the Discipline Committee. It resulted in a panel decision requiring the registrant to pay costs to HRPA for the first time.

The role of the Capacity Committee is to determine whether a registrant is incapacitated and incapable of meeting his or her obligations under the Registered Human Resources Professionals Act of 2013, due to physical or mental illness, condition or disorder, other infirmity or addition to or excessive use of alcohol or drugs. The Chair of the Committee is Stephanie Izzard and there were no referrals to the Capacity Committee in 2019.

The Act 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. There were eight referrals to the Review Committee in fiscal 2019.

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 Appeals Committee is Melanie Kerr. In 2019, there were 75 referrals to the Appeals Committee, of which 90% were regarding decisions by the Experience Assessment Committee.

In 2019, 24 applications were referred to the Registration Committee, which is a non-statutory committee. This represented a slight increase from the 22 referrals in 2018. To note, in 2019, some of the issues raised were more complex in nature and support from Independent Legal Counsel has been required.

Dr. Balthazard shared some key statistics for 2019:

- 3419 Continuing Professional Development logs processed.
- After a surge in Validation of Experience applications as a result of November 30, 2018 deadline, the Experience Assessment Committee continued to process November 2018 applications well into Q1. The number of submissions returned to normal levels over the remaining quarters in 2019 – resulting in 223 applications received.

A total of 2306 certification exams were administered including CKE1/2, CHRP and CHRL HR Law Exams

- 1696 Designations issued:
 - 954 CHRP
 - 727 CHRL
 - 15 CHRE

Finally, the Association continues to educate registrants on all matters related to professional regulation through its Regulatory Affairs newsletter and quarterly Registrar's Reports which can be found on our website.

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 Hannah, Sue Haywood and Annette van't Spyker were successful in election.

She introduced the 2020-2021 Board of Directors:

- | | |
|---|--|
| 1. Bob Thompson as Chair | 8. Sue Haywood |
| 2. Patty Johns, Chair Elect | 9. Mary Madigan Lee |
| 3. Curt Allen, Order in Council Appointee | 10. Robert Maich, Order in Council Appointee |
| 4. Stephen Fletcher | 11. Paul Madgett, Order in Council Appointee |
| 5. John Hannah | 12. Annette van't Spyker, and |
| 6. John Hardisty | 13. Louise Taylor Green, CEO |
| 7. Kevin Hawkins | |

The Chair thanked the outgoing board directors Karen Stone, Gene Jamieson, Sue Corke, Christine Langevin and Rebecca Zaretsky for their commitment and hard work over the year.

11. QUESTIONS FROM THE FLOOR

Q: I see that regulatory committee terms have been extended, is there going to be consideration to extend Board terms as well?

A: In 2019 the Governance and Nominating (GNC) undertook an assessment of its composition with consideration of term limits and at the time did not make any changes to Board terms. The focus of the Board and the GNC has been on establishing a Diversity and Inclusion policy and ensuring greater oversight of its regulatory committees. As regulatory committees now have nine-year maximum term limits the GNC will be reviewing all of the associations volunteer term limits to ensure consistency across the volunteer landscape.

Q: Are there any provisions in place for members who have been laid off due to Covid-19 and unable to renew?

A: The Association has established a reduced dues financial assistance plan for any member to utilize during these difficult times.

Q: Given the financial impact of Covid-19 what are our projections for the year ending November 2020?

A: The COVID situation will directly impact HRPAs in many areas, as it will for many organizations, and this will have an effect on our revenue in 2020 and perhaps beyond. Our staff have been working diligently to convert many of our programs to virtual, and even the Annual Meeting we're participating on today is completely virtual. We are extremely fortunate to have the level of reserves on hand that we do – these reserves will help to offset this impact, until we can return to a sustainable position.

Q: What are the plans for the 2021 Annual Conference considering the pandemic?

A: At this point we are doubling our efforts and making plans for an in-person event while building a contingency plan to ensure that we may also feel confident that if required we have the opportunity to pivot to an online platform.

12. CONCLUSION

The Motions and voting results were read aloud for the assembly. With no further business to be brought forward, the Chair asked for a Motion to conclude the meeting at 1:02 p.m.

<p>MOTION</p> <p>It was duly moved and seconded:</p> <p>“The 2020 Annual Meeting was terminated.”</p> <p style="text-align: right;">CARRIED</p>

*ORIGINAL SIGNED

Bob Thompson
Chair of the Board

*ORIGINAL SIGNED

Louise Taylor Green
CEO and Corporate Secretary