

2008 AGM

Agenda First Membership Council Meeting 2008 AGM

Friday, August 8, 2:45—5:00 pm

2:45 – 3:00

I. Welcoming remarks: Jen described the focus of the board as one of bringing the administrative structure up to the level of the passion and energy that is in the organization. She gave a list of many of the structures we are putting into place. Needing to support our organizational structures we will need to raise dues. WE find ourselves in a transitional place—the board members were not here at the founding- we see our work moving from a personal memory to an institutional memory. This will allow new board members to join and be informed of the history. We are continuing the work of creating a P&P manual. Currently the most important projects we see before us are the Bylaws and the completion of the CCC sponsor re-election process. We want to leave here with a solidly functioning set of laws and provision for Policies and Procedures. We need room to keep changing. Whatever Bylaws we come up with the board will present to a legal expert and make sure that we have indeed created a solid document.

Continued to review AGM packet. Jen asked everyone to look over the material in the packet.

3:00 – 3:35

II. Announcements

Cathy Madden explained the use of flags for clarity and slowing a conversation down. When a flag is raised the facilitator will recognize the flag and that understanding has become difficult.

The Directory will be available for proofreading by everyone. If you have a friend that has not renewed you can give them a nudge.

Everyone is asked to provide themselves with water.

Election results were announced.

Anita (Hungary) is Board Director

Teresa Lee is Secretary

Sarah Barker steps down as Secretary and has been elected as Board Director

### III. Review meeting intentions

- The purpose of this meeting is to conduct the business of ATI. We will view this as a learning conversation as much as possible.
- We will listen and participate with good will and assume others are also acting from good will
- We will attend to our means-whereby we listen, with respect and resiliency, especially when we feel strongly.

### IV. Assignment of Formal Consensus Roles

Facilitators: Cathy Madden, Tommy Thompson

Time keeper: Philippe Cotton

Doorkeeper: Alexandra Buschmann

Public Scribe: Catherine Kettrick

Peacekeeper: Carol Levin

Advocate: DJ Daija

V. Review and consent to Agenda

VI. Committee Report acknowledgements

Get list from Jen for the Committee Chairs

VII. Review of Formal Consensus, explain why we use it, what is Committee of the Whole

Cathy reviewed the process a proposal goes through with Formal Consensus and the three levels.

1. Proposal presentation and clarifying questions

2. Level I General Discussion

3. Level II Concerns

4. Level III Resolving concerns

The reason for formal consensus is to keep us from jumping to a conclusion with a proposal without taking the time to fully consider it.

VIII. Go to Committee of the Whole

It was moved that we move to Committee of the Whole and use Formal Consensus. Passed with one abstention.

3:35 – 3:45

IX. Ad hoc committee proposal presented with clarifying Questions.

Bob reviewed the Vision Mission Statement to give us context. Took a few clarifying questions.

Does the new term begin even if they have only served two years?

Are there ways in which sponsors are evaluated by the membership?

3:45-3:55

X. Break

3:55 – 4:10

XI. Ad hoc proposal Level II

Reviewed concerns from ad hoc committee

1. The requirement to attend an AGM, even one in five has not panned out
2. Sponsors up for renewal this year wanted to continue serving, but are unable to attend
3. Since oversight is in place through grievance procedures and Ethics committee, the concern about rogue sponsors is allayed
4. Sliding re-election is too confusing

Concerns were taken from the attending membership

No new information about sponsors provided for re-election ; only what sponsors gave when first elected.

No limit on the number of terms a sponsor can serve.

No procedure yet for the attendance waiver process. What would it be or what is it's basis?

Concern for an organized way for getting to know sponsors for election or reelection.

Competency and conduct of sponsors needs to be monitored.

Concern about the standards and methods used by sponsors

Integrity of the evaluation process is crucial.

There is no requirement for re-election

How do we deal with diversity and standards at the same time.

We have established an election process already and shouldn't confuse the issues with re-election.

4:10 – 4:50

## XII. Level III Resolving Concerns

Cathy Madden broke the meeting into two groups to address concerns and suggest resolutions:

Group 1 Concerns about the attendance requirement for sponsor reelection

Group II Concerns about post election accountability of sponsors.

Group I

1. Sponsors are required to attend an AGM to be Re-elected:

The resolution would be to say: Sponsors are strongly encouraged to attend an AGM to be re-elected.

3. Sponsors may attend etc. :Resolution is to eliminate this.

4.If a sponsor is unable to attend any AGM during their terms s/he may

4. apply to the Board for a waiver of the attendance requirement. NO

4. CONCERNS, and will be eliminated and moved to the post election

4. accountability issues that will be sent back to the CCC committee for more

4. work.

Consensus Reached on the Proposal

Part II: Re-election of sponsors:

1. Sponsors are re-elected for 5-year terms by a simple majority.

2. Sponsors are strongly encouraged to attend an AGM prior to being re-elected.

3. ELIMINATED: Sponsors may attend any AGM during their 5 year term and be re-elected for another 5 years from that date.

4. If a Sponsor is unable to attend any AGM during their terms, the sponsor may apply to the Board for a waiver of the attendance requirement.

A new charged will be given to a committee to review the waiver process indicated in #4.

Cathy then reviewed part one—election of sponsors for any concerns

Resolving Concerns on Part 1:

Discussion revolved around establishing a deadline for paper ballots to be sent to the membership.

Suggestion that we go to electronic balloting, and leave the language ambiguous to account for that. Concerns about email problems and such that should be cured to assure all ballots are counted.

Cathy asked if the members wanted to add another 10 minutes and end at 5:20. Concerns about adding time to the meeting. Decided we would continue at next meeting with possible resolutions.

(Catherine Kettrick wrote concerns down for #1- 3.)

4:50 – 5:00

XIII. Evaluation—Strong facilitation, small groups worked well. Light and Lively was useful. Appreciated participation and spirit. Good time keeping. Appreciate the clarity of the presentation of the proposal.

AGM membership Council Meeting

Saturday, August 9, 2008, 9:30 am – 12:00pm

Attending:

9:30 – 9:45

I Announcements

Jen asked those who did not attend the Annual General Meeting in 2007 to please look at Part A of the CCC Proposal in the current packet which was passed last year. We are continuing with that proposal. Last year we passed requirements for recommendation and qualification of Sponsors. Rather than return to a discussion of a proposal that has already been passed we are moving forward to Part B.

Jen Mizenko invited us all to consider being nominated to be Chair of a committee.

Suzanne Giradot volunteered to coordinate the no-talent show.

Jeremy asked or a volunteer to assist in a teacher evaluation.

Peter Brunner has made his publishing products available for sale at the AGM.

Robin invited everyone to another review of Body mapping in the afternoon.

Catherine redid the survey for what time of year the AGM should meet starting in 2010. Next year (2009) it will be in October.

## II. Reviewed meeting intentions

- The purpose of this meeting is to conduct the business of ATI. We will view this as a learning conversation as much possible.
- We will listen and participate with good will and assume others are also acting from good will
- We will attend to our means-whereby we listen, with respect and resiliency, especially when we feel strongly.

## III. Assignment of Formal Consensus Roles



Facilitators: Diana Bradley

Time keeper: Henrieke Gosch

Doorkeeper: Antoinette Kranenburg

Peacekeeper: Carol Levin

Advocate: Robin Gilmore

Public Scribe: Jennifer Mizenko

#### IV. Review and consent to Agenda

9:50-10:45 Bylaws Revision (Catherine Kettrick)

Reviewed Bylaws committee charges

1. Make the bylaws language more simple
2. Make the bylaws more simple
3. Update the bylaws
4. Change the bylaws to reflect how ATI uses Formal Consensus at its AGMs

Catherine proposed a specific process for reviewing the Bylaws that differed slightly from the normal Formal Consensus process:

## Bylaws discussion Process

1. Present bylaws, section by section, with clarifying questions.
2. Collect concerns, section by section, while doing #1.
3. Resolve any concerns that can be quickly resolved, section by section.
4. Level One Discussion
5. Brief Level Two Discussion, to gather any more concerns.
6. Level Three Discussion, resolving remaining concerns.
7. Call for consensus.
8. After we close the Committee of the Whole, vote on entire bylaws revision

All agreed to this process

## Clarifying Questions

I. Name –no change

II. Purpose– Is the F. Matthais Alexander Technique defined anywhere?How is this new wording simpler–can we not stick with the original purpose?

### III. Membership –

#### Questions and Concerns:

Does the vision/mission need to appear in the document? Member will be dropped until when or permanently? Does it mean they lose their certification? Is there no code of ethics for the general members? (get notes from Jen on concerns). Where is the description of how ATI recognizes other societies? Concern about an appendix existing in the Bylaws at all.

Catherine has researched the guidelines for State of Maryland incorporated organizations.

IV. The ATI Board of Directors: Catherine explained that the original Board was all Executive positions. Now the board is larger with directors. An executive board is usually for very large boards. The officers of a very large board form the executive board and are empowered to meet separately from the whole board and to make decisions for the whole board. “Executive” has been removed because the ATI board is small and will always meet as a unit.

Questions and concerns: IV. 8 4/5s an artifact? What does due process mean? IV.4 Why include the word directors in the title.

10:50-11:00 – Light and Lively

11:00 Resumed meeting

Facilitators: Suzanne Giradeau and Phillip Cotton

Timekeeper – Henrieke Gosch

Doorkeeper – Antoinette Kranenburg

Note Taker – Sarah Barker and Linda Hein

Public scribe – Jennifer Mizenko

Peacekeeper – Carol Levin

Advocate – Robin Gilmore

11:00-12:00 – Continuing with Ad Hoc Committee Proposal for Election of Sponsors

3. Length of time it takes for mail to be received and responded to is longer than is provided for in the election guidelines. Providing several options of sending in ballots may help this. George and Linda will solve the mailing time frame so that members are served.

4. Concern is that members may vote twice by ballot and at AGM. The only solution is trust. This will be solved administratively and with the board by careful tracking of votes.

5. Consensus was reached with Catherine standing aside on her concern provided it is sent back to committee.

6. Consensus reached.

7. Consensus reached. This will be referred to committee for further resolution

8. Catherine moved that we leave the committee of the whole and move to Robert's Rules. Marilou seconded.

Discussion: #5 and #7 will be accepted for the time being and will be sent back to a committee to further refine for new proposal in the future.

Took Lunch and workshop Break

3:00-5:00 – Continuing with Ad Hoc Committee Porposal

#### V. Announcements

This evening there is a No-talent show

Catherine redid the survey for when the AGM should meet. Next year it will be in October.

#### VI. Assignment of Formal Consensus Roles

Facilitator – Diana Bradley & Jeremy Chance

Timekeeper – Joan Gavalier

Doorkeeper – Antoinette Kranenburg

Note Taker – Sarah Barker and Linda Hein

Public scribe – Jennifer Mizenko

Peacekeeper – Carol Levin

Advocate – Alan Capel

#### VII. Continuing Level III Ad Hoc Sponsorship Proposal. (Bob Lada)

Reviewed List of Concerns categorized from Friday's split group discussions.

Bob Lada spoke for a bit about what the committee has been doing. Went over list of concerns that came up in prior days' breakout meetings.

## Concerns

1. Vetting of sponsor candidates
  - a. Addition information is needed
  - b. There is no organized way to meet potential sponsors at an AGM
  - c. The integrity of the process is paramount
  - d. There is no additional information between the first term and second.
2. Fairness of Sponsors
  - a. How to deal with diversity and standards at the same time
  - b. Concerned about standards and methods used by sponsors, particularly  
around fairness
  - c. Concerns about "sponsor shopping"
3. Procedural Concerns

a. Concern about educating sponsors about their responsibilities (training, scenarios)

b. Concern about feedback processes for both sponsors and teaching candidates

c. Concern about electronic ballots

All these provisions should be passed to some committee.

Consensus Reached on Proposal

Part I Election of Sponsors

1. Sponsors are elected at an AGM.

2. Ballots for the election are sent out to all ATI members no later than six weeks\* (set by Admin asst and CCC Chair) before the AGM.

3. Members who cannot attend the AGM may vote by sending in their ballots to the ATI office, sent electronically or post marked no later than three weeks\* (set by Admin asst and CCC Chair) before the AGM.

4. Members attending the AGM will vote at the AGM.

5. Sponsors are elected by receiving votes totaling 60% of the members voting at that AGM plus the returned ballots. (e.g., if there were 60 members voting at the AGM and 30 returned ballots, the candidate would need 54 "yes" votes.)

6. Sponsors are elected for a 5 year term which begins at the AGM when they are elected and ends five years later on December 31st.

7. Although Sponsors do not have to attend an AGM to be elected, it is strongly recommended that they do attend an AGM either before they apply or the year they apply to be a sponsor.

#5 and #7 will be accepted for the time being and will be sent back to a committee to further refine for new proposal in the future.

#### VIII. Vote on AdHoc proposal for Sponsor elections and re-election

It was moved and seconded to close the Committee of the Whole and move to Robert's Rules.

It was moved and seconded that we approve the proposal for election and re-election of sponsors.

The Ad Hoc Committees Proposal passed with the caveat that Friday's list of concerns and additional concerns (Linda has hand written list) regarding #5 and #7 from the day's discussion would go to a committee for further resolution this coming year.

The PDC committee was proposed as the committee to take on this task. Bob suggested that the CCC needed to be conferred with. Jen said that we need to confer with CCC before we decide which committee it should go to. She encouraged present members to join whatever committee is given the charge. Robyn suggested that some sponsors be on the committee.

#### IX. Continuation of Bylaws revisions

Catherine presented resolutions to concerns for many of the sections.

II Purpose: edited to read "The purpose of ATI is to promote and advance the F. Matthias Alexander Technique and to provide information to its members and the public."



See Power point slide 6

### III Membership

III.2 Deleted second sentence.

III.4 Rewritten

III 5.1.1. Given to the ethics committee to resolve the method of requiring all members to sign the Code of Ethics which will occur later in the Bylaws. Currently will read "Ethics for teaching members."

III.5.4 added "ongoing"

Graham 's concern about this standing aside with reluctance. Wishes to eliminate such a reference in the Bylaws and move to Policies and Procedures. Consented to Membership section with two concerns

III.5.1 will be reviewed for resolution

III.5.4 will be reviewed for resolution

IV. 1. Unresolved concern will be addressed overnight with Sarah " between annual general meetings"

IV. 2. And IV.2.1 Concern was dropped.

IV.8. Dropped "% s" changed to "a majority vote". Consensus reached.

"Due process" will be clarified in the Policy and procedures manual. Careful thinking will be done about what number of board member votes must be required to remove a board member.

## V. Powers of the Board

V.1. Concern: Need to keep decision by vote as needed.

Another Concern is about including language about voting when we are working toward a different means (consensus) of making decisions.. Standing aside as long as we revisit this as we discuss Consensus rule for ATI at the 2009 AGM.

V.2.4 Why remove “ and promulgate rules and regulations”. For simplification of language and to reflect practice. Accepted.

Section V. Consensus reached with one concern (V.1.) which stood aside.

The meeting was extended to 5:30pm

Facilitator: Philippe Coton

## Section VI. Duties of the Board of Directors

Questions and Concerns:

Changed title to Duties of Board Members.

VI.3.1. Eliminate “facilitate” and substitute new word. This was tabled so the group could come up with the new word for Sundays meeting.

VI.3.3 the old language is clearer. The new is not as clear. Concern with what the “line item” means.

Meeting Evaluation

Sarah likes the sense of humor when we get tense. Graham says it feels like stirring concrete but we are making progress. Jen appreciates Tommy restating Thursday's conversation and being brave enough to point out the elephant in the room. Marilou appreciates the work the facilitator have done to keep this meeting moving forward. Joan appreciates that the concerns didn't sit there for another year, but got processed and brought back to be worked on.

### AGM membership Council Meeting 3

Sunday, August 10, 2008, 9:30 am – 11:30pm

9:30 – 9:40:

#### I. Announcements

1. Tommy spoke about the importance of translations and how much we have accomplished so far. He invited people to volunteer to do translations.

2. Jen Mizenko addressed the membership as Chair:

2009 AGM – Cape Cod, Massachusetts.

This will be a summit focusing on building the core of ATI & really becoming who we have become. Due to this focus, the membership will not consider any new proposals. All Committees however will be asked to consider the topics to be addressed at the AGM, and to reflect in essence, how the topics being discussed at the Summit relate to the mission and task of each committee and the vision mission of ATI.

We've done some very hard work. And we have been successful. We've moved through the Sponsor Election Process and Re-election Process, and gotten through most of the Bylaws revision. In the spirit of progression and moving forward, please trust the Board to act in good faith for the membership to complete the Bylaws process in close partnership with all Committee Chairs and also any member who is passionate about the ATI Bylaws.

This means, allowing some old sections of the Bylaws to remain while some issues are worked out. Some sections of the Bylaws have been removed and will be placed in a Policies & Procedures Manual that is separate from the Bylaws. This will allow ATI to have strong foundational laws, but Policies & Procedures that evolve and change with the needs of the organization.

## II. Reviewed meeting intentions

- The purpose of this meeting is to conduct the business of ATI. We will view this as a learning conversation as much as possible.
- We will listen and participate with good will and assume others are also acting from good will
- We will attend to our means-whereby we listen, with respect and resiliency, especially when we feel strongly.

## III. Assignment of Formal Consensus Roles

Facilitators: Jeremy Chance and Bob Lada

Timekeeper: Joan Gavalier

Doorkeeper: Kathryn Armour

Note Taker: Sarah Barker and Linda Hein

Public scribe: Jennifer Mizenko

Peacekeeper: Daiju Yokoe

Advocate: Robin Gilmore

#### IV. Review and consent to Agenda

9:40 – 9:55 Committee Chairs : Recruitment

Jen spoke of the importance of serving on committees. Attending Committee Chairs were introduced. Time was taken for participants to talk with and join committees.

Antoinette Kranenburg spoke about PDC work and how the summit will focus on that.

9:55 – 10:25 Review of Bylaws Revisions

It was agreed by all attending the meeting that as time was short we would work on Committees section next. This meant that we would stop work on the section titled Duties of Board Members. We also agreed to skip the section titled Meetings of the Membership as the expectation is that next year's AGM would be a summit which would include thorough discussion of how the membership wants to conduct its meetings (how to use consensus rule). (Other topics include Professional Development and certification guidelines.)

We agreed that the old bylaw section titled Duties of the Officers (starting with Assistant Chair) would be integrated into the revision and Meetings of the Membership kept intact in the revision. These two sections will be revisited in the future.

#### VIII. Committees

Request for definitions of ad hoc committee (and other terms) need to be included in an appendix.

Concern to know who makes the decision that an ad hoc committee's charge is complete.

Concern that there is no clear explanation of how committees get created? (the board will make sure this is put in policies and procedures.)

10:30-10:40 – Light and Lively

10:40-11:45 – Finish Review

(this sessions was extended several times with assent by the membership thus ending at 11:45)

Concern-that the original bylaws say that all committees need a minimum of three. In the Revision it was taken out because our current practice is not to have three committee members.

Concern-that committees should be three members. Resolution: State in P&P– One resolution offered for required number of committee members could be to refer it to Policies and Procedures Manual with a statement such as, “It is strongly recommended that committees have three members.” As no consensus was reached, the old section requiring three committee members will remain.

Consensus was reached to accept section VIII Committees (retaining three committee member requirement from the old bylaws).

Sections IX. Parliamentary Authority and X. Bylaws will be retained from the old bylaws to complete the Bylaws revision. Consensus reached.

11:48- 12:30 – Close the Committee of the Whole and Vote on Bylaws Revision (This session also extended in order to complete voting)

Antoinette Kranenburg moved and Susan Sinclair seconded to close the Committee of the Whole.

Vote called to accept all sections of the Bylaws Revision that were consented to during the Committee of the Whole. Graham Elliott moved, Robin Gilmore seconded. Three abstentions, 38 for. Resolution is passed.

Vote to approve 2007 Annual General Meeting Minutes -18 aye, 0 nays.

Voting for sponsors was done by paper ballot and handed in to Linda Hein. She will tabulate later and report to the Board.

12:30 Meade Andrews led Closing Circle. Tommy Thompson finished with a meeting evaluation—each person in the circle gave one word or phrase to summarize their evaluation of the meeting.