



The Catholic Women's League of Canada Update II to COVID-19 Pandemic Response Frequently Asked Questions

May 6, 2020

On March 20, 2020, the board provided direction regarding the 2020 annual conventions. All diocesan, provincial and national conventions were cancelled due to the current pandemic. A decision was made to replace the conventions with annual meetings for voting and accredited delegates at a later date in 2020. The decision has led to many questions about how to conduct council business during this period of restricted gatherings.

This FAQ sheet is provided to provide answers to the most frequently asked questions councils have submitted. More updates will be provided as circumstances related to the pandemic change.

Legislative Authority

1. By what legislation must the League abide?

The League is governed by the *Canada Not-for-profit Corporations Act*. The League may not contradict its own bylaws nor may it contradict the Act.

Calling Meetings and Conventions

2. Why did the board decide to postpone all conventions?

Corporations Canada has provided two options for not-for-profits (NFP) during the pandemic in recognition that NFPs may not gather. The first option is to delay or postpone to a future date. All NFPs have this option.

The second option is to hold virtual meetings. However, this option is available only to NFPs that already had provisions for meeting virtually in their bylaws.

3. We should be able to meet electronically. The *Constitution & Bylaws* doesn't address this in the bylaws. Why can't we use this as an alternate?

The *Constitution & Bylaws* (C&B) is deliberately "silent" on the matter of virtual or electronic meetings. By remaining silent, the League at all levels is prohibited from holding meetings virtually by the will of the membership, to whom all executives are accountable.

4. What does "silent" mean in relation to bylaws?

The Act provides default rules if a corporation's bylaws are silent. The default rules in the Act can only be overridden by setting out rules in the C&B, but none of the overridden rules may impede the rights of members. In some cases, the bylaws provide alternate rules to the default ones.

The default rule in the Act is that meetings must be held in person.

5. How long will the deferral last? When will annual meetings be called?

It is impossible to know when gathering limits will be lifted. Every province and territory has limits. These limits currently prevent national convention, all provincial conventions, and 33 of the 34 diocesan conventions from being held.

6. What if the deferral lasts until the fall?

By consensus of the voting delegates (i.e. provincial presidents), if all diocesan annual meetings across the country cannot be held before October 1, 2020, annual meetings will not be held in 2020. All business will be postponed to 2021.

7. When will we have a firm answer about holding meetings in 2020?

Provincial presidents are monitoring gathering limits in their provinces regularly. If one province deems it unsafe to allow gatherings in sufficient numbers for voting and accredited delegates to meet beyond the date of August 31, 2020, then all business will be carried over to the regularly scheduled conventions in 2021.

The decision, once made, will be shared immediately with the membership.

Structure of an Annual Meeting

8. Gathering limits have been lifted. Who should receive the notice of meeting?

All voting and accredited delegates should receive the notice of meeting. Due to the need to contain the size of gathering and reduce the risk of community transmission of COVID-19, the board recommends that the annual meeting be restricted to those who have a vote.

9. If an annual meeting is held, what structure should it take?

As gatherings should be as brief as possible to reduce exposure, they should be limited in duration and include: liturgical services; the call to order; roll call; standing rules; credentialing; the president's report; approval of minutes; the financial report; instructed votes, if any, on per capita fees; urgent resolutions; other urgent decisions of a financial, programming or advocacy nature; elections, if any; and adjournment.

All other items of business will be left to the discretion of the council executive, such as the reading of correspondence and the giving of oral reports. These could be circulated in print in advance of the meeting, along with the financial statements and previous minutes, rather than have them given orally during the annual meeting.

10. What about the pre and post convention committee and executive meetings?

If the League is able to have diocesan, provincial and national annual meetings in 2020, then it is expected that the pre and post convention meetings that would traditionally be held before and after conventions, would also be held in conjunction with the annual meetings. These meetings would include all traditional business, including the nominations for elections.

Business in the Interim Period

11. While we are waiting, can my executive make and act on decisions? If so, how?

All decisions that can be deferred until a formal, in-person meeting can be held, should be deferred, where possible. If a decision needs to be made urgently, the executive is encouraged to request an opinion by e-mail. Be sure to include everyone who would carry a vote.

Once a decision is made in this manner, an elected officer will act on the decision.

The recording secretary will maintain a list of decisions. They will be presented as motions for ratification at the next in person meeting.

12. If we arrange to use Zoom, can this be considered a meeting? How should these virtual gatherings be recorded? Do we take and transcribe minutes?

As a virtual gathering cannot be considered a formal meeting according to the bylaws, it is recommended that a list of notes/action points be taken by the secretary and circulated to the participants following the meeting.

Once the decisions/actions are ratified formally by motion at an in-person meeting, the decisions will have been captured for historic purposes.

13. Can my executive make and act on decisions of a financial nature?

Yes, your executive may make decisions of a financial nature, using the process outlined above, except for financial decisions that must be made by instructed vote, i.e. per capita increases. The financial reporting processes will inform the membership as to the financial decisions that were made. Further, the decisions will be formally ratified at a later date as they would be included on the ratification list.

14. What if the decision that needs to be made is controversial?

The board strongly urges that only urgent and routine matters be considered outside of formal meetings. Controversial decisions require thought, prayer and the full participation of members gathered together to discern the best course of action. Further, controversial decisions could be overturned instead of ratified, causing a need to reverse the course of action.

15. Can matters that were to be determined by instructed vote be decided? The votes have already been received.

The C&B requires all voting delegates to carry an instructed vote on the matters of per capita increases, elections and bylaw amendments. They must be present at convention to cast their instructed vote. As conventions cannot be held at this time, the instructed votes may not be held.

All matters that were to be determined by instructed vote will be deferred until the 2020 annual meetings in 2020 or the annual conventions in 2021, whichever may be the next in person meeting opportunity, including per capita fee increases and elections.

The board understands this requires councils anticipating per capita increases to wait a year, however, the pandemic will have reduced expenditures of all councils, making deferral possible.

With respect to elections, the board understands that it is asking officers to serve an extended term in these extenuating circumstances.

16. I am an elected officer. Doesn't my term automatically end after two years?

Terms for all officers at all levels have been extended until the date that in person elections may be held. Elected officers are asked to continue in their roles for the foreseeable future. It may mean continuing for a full third year.

If extending the term will cause personal hardship, please follow the procedures listed in the *National Manual of Policy and Procedure* regarding the tendering of resignations. This will allow the president to appoint a member.

17. What about resolutions?

League position is determined by the fulsome preparation and debate, at many levels, of topics and issues important to members. To short-circuit the resolutions process would be to eliminate the thorough vetting that a proposed resolution requires, not the least of which is an informed, in person debate on the floor of each convention.

Due to the weight/importance of setting a position, the presentation of proposed resolutions are deferred until 2021, unless there is a topic that is so urgent it must be acted upon by members in 2020. If so, it would be presented, debated and voted upon at the annual meeting, using the established procedures in the *Resolutions Supplement to the Executive Handbook*.

18. Life memberships were approved by the board in February 2020 but councils have been unable to make the presentations. Should they be added to the life member rolls?

The formal presentations of life membership at diocesan and provincial conventions signify that life membership has been bestowed on the nominees. While they cannot be formally be life members of national council until they are presented with the pin and scroll, they should be included in all communications.

The life membership should be bestowed at the first opportunity, whether by an annual meeting in 2020 or the convention in 2021.

19. What should we do about diocesan, provincial and national annual reports for 2019?

As the year 2019 concluded and the information was gathered, the annual reports should be written and published, by mail or electronically, as a reporting duty and an accountability measure to members.