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# *In Memoriam*

## 2013-2014

Hilary Alexander  
Roy Alley  
Vincent Alley  
Alfred Anstey  
Justin Ash  
Albert Baldwin  
George Banfeild  
Mercedes Batton  
Stella Benson  
Patrick Beson  
Harold Billard  
Raymond Blake  
Ted Blanchard  
Catherine Boland  
James Bonia  
James Bowers  
Mary Bransfield  
Howard Brown  
Carmel Buckingham  
Eric Budgell  
Donald Burke  
Chesley Bursey  
Douglas Burt  
Samuel Burt  
Hope Burton  
Margaret Butler  
Sybil Butler  
John Caines  
Geraldine Carew  
Brigid Cheeks  
Edwin Christopher  
Margaret Clouter  
Marie Clouter

Paul Coady  
Sophie Colbourne  
Elsie Cole  
Thomas Collins  
Gerard Connors  
Thomas Costello  
Walter Cox  
Daniel Croke  
Joan Crowe  
Harold Crummey  
Mabel Curtis  
Clifford Cutler  
Katherine Daley  
Richard Dean  
Lillian Delacey  
Joan Dennison  
Ruby Driscoll  
Susan Duff  
James Dyer  
Patricia Evans  
Thomas Fagan  
Joan Felix  
Dulcie Flight  
Jervis Flynn  
Regina Frampton  
Clara Froude  
Evelyn Furlong  
Doris Garland  
Steadman Goosney  
Thomas Gosse  
Harold Goulding  
Doris Grandy  
Anne Marie Grant

Ronald Grant  
Herbert Greening  
George Groves  
Ace Haines  
Olive Hamlyn  
Mary Hawco  
Grant Hiscock  
Violet Hollohan  
Harley House  
E Jane House  
Wilena May Howe  
Baxter Howell  
Phyllis Howey  
Lawrence Hunt  
Audrey Jane Hurley  
Gilmore Hurley  
Derek Hutchings  
Dr. Paul Hwang  
Neil Hynes  
H Martin Ingram  
P Roger Janes  
John Jenkins  
Annie M Jennings  
David Jerrett  
Derek Johnston  
Hubert Kearley  
Catherine Kelly  
E Gertrude Kennedy  
David Kielly  
Katherine Kinsella  
Maxwell Laite  
John Lambert  
Gordon Lannon

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Joseph Lawrence	Pearl Osmond	William Stapleton
Sylvia LeGrow	Peter Patey	Norma Stoltz-Blake
Albert Littlejohn	Samuel Petten	S Gordon Stoodley
Piercey Loder	Harold Piercey	Janet Story
Trinidad Magat	Olive Pieroway	Gerald Sullivan
David Maidment	Gilbert Pike	Frederick Thistle
Walter Manning	David Pike	William Tilley
James Manuel	James Pinksen	Mercedes Tobin
James Marshall	Kevin Pittman	Rita Traverse
Patrick Martin	Ella Pittman	Herbert Trickett
William Martin	Hector Pollard	Mabel Tuck
Joyce McConnell	Kathleen Price	Ruby Upward
Alfred McKay	Meta Prince	Calvin Vardy
William McLean	Elihu Randell	Catherine Walsh
Calvin Mercer	Lloyd Rees	Genevieve Walsh
Florence Mercer	Lloyd Reid	Iris Walsh
Olive Moores	Valerie Retieffe	Harrison Warren
Clayton Morgan	Chesley Reynolds	Gordon Wells
Bride Moriarity	Loretta Rogers	Ida Wells
John Moriarity	Gordon Rose	Martha White
Frank Morrissey	Walter Rumbolt	Ernest Williams
Darol Murphy	Bernard Russell	Dorothy Williams
Mary Murphy	Frank Salter	Donald Winsor
Cornelius Murrin	Catherine Saunders	Barbara Wolfe
Frank Newhook	Douglas Sheppard	Mary Yetman
Philomena Nolan	James Sheppard	Walter Young
Gertrude Noseworthy	Samuel Simmonds	
Michael O'Brien	Shirley Smith	
Andrew O'Brien	Gerald Sorensen	
Clara O'Keefe	Margaret Spurrell	
Lawrence O'Reilly	Frederick Squires	

Words are few, thoughts are deep  
Memories of you we will always keep

**Background Items:**

- 1. Vision, Mission, and Strategic Directions**
- 2. Board of Directors and Committees**
- 3. Rules of Order**
- 4. Agenda**
- 5. Minutes of 2013 Annual General Meeting**

## NLPSPA: 24th Annual General Meeting – Annual Report

### Background Items

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### ***Vision***

Pensioners have improved pensions and insured benefits that contribute to a better quality of life.

### ***Mission***

The Newfoundland and Labrador Public Sector Pensioners' Association (NLPSPA) will ensure that it is a strong, member supported organization, that it is successful in advocating for improved pensions and insured benefits, and that the Association is recognized throughout the province for its leadership role in promoting the interests of its members and all pensioners.

### ***Strategic Priorities 2012-2015***

**Strategic Priority 1: Pensions and Insured Benefits:** Recognizing that action is required to protect the benefits of those who are pensioners and of those who will be pensioners in the near future, NLPSPA will seek to achieve improvements in pensions, insured benefits and the overall quality of life for its members and pensioners generally. This includes defining priorities, undertaking research, identifying opportunities to engage other pensioner organizations and strengthening communications.

**Strategic Priority 2: Membership Growth and Support:** NLPSPA will increase and support its membership. This will include collecting and analyzing data, improving communications, being more active in involving members in the actions of the association, and promoting the merit of membership in the association.

**Strategic Priority 3: Communications:** NLPSPA will improve its communications activities to ensure that accurate and timely messages are generated and directed at target and strategic audiences. This will include the development of a three year communications strategy, undertaking specific communication activities to advance the interests of its members and promoting NLPSPA as the leading pensioners' organization in the province.

**Strategic Priority 4: Leadership and Advocacy:** NLPSPA will strengthen the capacity of the association by improving its financial, human and other resources, undertaking succession planning, and engaging members and other pensioners' organizations in key advocacy actions.

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***Board of Directors 2013/2014:***

Executive:	Ralph Morris	President
	Neil Hamilton	President, Elect
	Bernard Cook	Treasurer
	Geri Lutz	Secretary
Directors:	Bob Corbett	Gerald Kennedy
	Terry Dalton	Doug Laing
	David Dempster	Robert Langdon
	Craig Hall	Al Skehen
	Paul Dillon (Central Branch)	
	Wes Roberts (Western Branch)	

***Nominations/Awards Committee:***

Neil Hamilton  
Ralph Morris

***Finance Committee:***

Bernard Cook, Chair  
David Dempster  
Doug Laing

***Membership Committee:***

Bob Corbett, Chair	Terry Dalton
Robert Langdon	Geri Lutz
Al Skehen	

***Health Committee:***

David Dempster

***Health Insurance Committee:***

David Dempster

***Pension Investment Committee:***

Doug Laing

***Staff:***

Cheryl Myers

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Background Items

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**Rules of Order**

1. The meeting shall be called to order at 7:00pm, on Tuesday, October 21<sup>st</sup>, 2014.
2. Members wishing to speak, after recognition by the Chair, shall state their full names.
3. If two or more members rise to speak at the same time, the Chair shall decide who is entitled to the floor.
4. Speeches, including the moving of motions, shall be limited to three minutes.
5. No Member shall speak more than once on a question until all who wish to speak have had an opportunity to do so.
6. Any Member, for information purposes, may request that the motion under discussion be re-read, except when another member is speaking.
7. If a Member, while speaking, is called to order, the Member, at the request of the Chair, shall be seated until the question of order has been decided.
8. Any Member, who, upon direction by the Chair, refuses to be seated, shall be subject to suspension for the remainder of the meeting.
9. Any motion moved and seconded becomes the property of the Association and may only be withdrawn with the consent of the assembled members.
10. Questions shall normally be decided by a show of hands, except where the count is in doubt, in which case a roll-call may be ordered.
11. When a roll-call has been ordered, no adjournment shall take place until the results have been announced.
12. A motion to reconsider shall not be entertained unless by a Member who voted with a majority, and the motion received a majority vote.
13. The Chair shall only be entitled to debate on a subject under discussion after the relinquishing the Chair to the Vice-Chair.
14. When provision is not made in these RULES OF ORDER and the issue is not in conflict with the Constitution, Roberts Rules of Order shall apply.
15. These RULES OF ORDER shall govern the conduct of the Association's meeting after the approval by the assembled members at the beginning of the meeting.

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Background Items

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**Agenda**  
**24th Annual General Meeting,**  
**7:00 PM, Tuesday, October 21<sup>st</sup>, 2014**

1. Call to Order/Welcome
2. Rules of Order for Meeting
3. Adoption of Agenda for 2014 Meeting
4. Minute of Silence for Deceased Members
5. Introduction of 2013 – 2014 Board Members
6. Adoption of 2013 AGM Minutes
7. Nominations Committee Report – Chair, Neil Hamilton
8. A. Treasurer's/Finance Committee Report – Treasurer, Bernard Cook  
B. Presentation of 2013 Audited Financial Statements – Treasurer, Bernard Cook  
C. Appointment of 2014 Auditor – Treasurer, Bernard Cook
9. Presentation & Adoption of Annual Report – President, Ralph Morris
10. Status Reports to Membership:
  - a) Government Health Benefits Committee – David Dempster
  - b) Government Pension Investment Committee – Doug Laing
11. Resolutions
12. Pension Reform – President, Ralph Morris
13. Election Results
14. Other Business
15. Announcements
16. Adjournment



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**Newfoundland and Labrador Public Sector Pensioners' Association**  
**23<sup>rd</sup> Annual General Meeting**  
**October 4, 2013, 7:10 p.m.**  
**Capital Hotel, St. John's, NL**

**1. Call To Order:**

The meeting was called to order at 7:10 p.m. by Ralph Morris, President, who welcomed everyone to the 23<sup>rd</sup> Annual General Meeting of the Newfoundland and Labrador Public Sector Pensioners' Association (NLPSPA). Ralph advised that the meeting was constituted as per Article V, sections 1, 2, 3, 4, & 5 of the Association's Constitution. The business to be transacted at the AGM must include:

- Adoption of the Minutes of the previous AGM;
- Receipt of the Annual Report of the Board of Directors;
- Receipt of Committee Reports;
- Receipt of the Treasurer's Report;
- Receipt of the audited financial statements;
- Appointment of the auditor(s);
- Receipt of the Nominations Committee Report and the election of the Board of Directors; and
- Any other business specified in the notice convening the meeting.

As there was a quorum present, the AGM proceeded.

**2. Confirm the Rules of Order:**

Ralph Morris gave an overview of the Rules of Order

**Motion:** To use the Rules of Order, as provided in the Annual Report. Moved by Barry Darby; seconded by Bob Corbett. **Motion carried.**

**3. Adoption of the Agenda for the 2013 Meeting:**

**Motion:** Move to accept the agenda as presented. Moved by Doug Laing; seconded by Margaret Adey. **Motion carried.**

**4. Call for Moment of Silence for Deceased Members:**

There was reference to the list of deceased members contained in the Annual Report, and a request that all present take a moment to show respect to anyone who has lost someone close to them or was

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### Background Items

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touched in any way by the passing of a person important in their life. There was a moment of silence in recognition of deceased members.

#### **5. Introduction of 2012-2013 Board Members:**

Ralph Morris introduced all board members present - Bernard Cook, Al Skehen, Bob Corbett, David Dempster, Craig Hall, Doug Laing, Geri Lutz, Neil Hamilton, Wes Roberts, and Sharron Callahan. He also extended regrets from Bob Langdon, Tony Patey and Wes Roberts who were unable to attend. On behalf of the membership, he expressed thanks for the continuing commitment and dedication of the members of the Board in advancing the Vision and Mission of the Association and for oversight of the day to day business of the Association.

#### **6. Adoption of Minutes of the 22nd AGM held on September 21, 2012, at Hotel Gander, Gander, NL.**

**Motion:** To accept the Minutes as presented. Moved by Neil Hamilton and seconded by Tom Mills.  
Motion **carried**

#### **7. Nominations/Awards Committee**

Ralph Morris called on Bernard Cook, chair of the **Nominations/Awards Committee** of the Board, to present his report and conduct the election of new Board Directors.

Bernard Cook stated that the objectives of the Nominations/Awards committee are three-fold: to recruit and present a slate of nominees for election to the Board of Directors; to recruit and maintain a pool of qualified and interested candidates for membership on various Board Committees; and to facilitate appropriate recognition of individuals who have made a significant contribution to the well being of public sector pensioners.

Bernard noted that three members of the Board are retiring this year and, on behalf of the Board and the Nominating Committee, thanked them for their service to the Association. These members are:

1. Anthony Patey
2. Craig Pendergast
3. Sharron Callahan

On behalf of the entire Board of Directors, Bernard also acknowledged the recent announcement that Sharron Callahan has been awarded the distinction of Senior of the Year of St. John's for her outstanding community service, and concurred that Sharron is a deserving recipient of the award. On behalf of the Board, Bernard congratulated Sharron.

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### Background Items

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He also noted that under the provisions of the NLPSPA Constitution, there are currently two positions available for new Board members, and there are two candidates who have agreed to run for positions on the Board. These candidates are:

- Terry Dalton, and
- Gerald Kennedy

There were then three calls for nominations from the floor. There being no further nominations, calls for nominations for the floor ceased.

Ralph Morris declared the candidates elected and welcomed them to the Board.

#### **8. Treasurer's Report, the 2012 Audited Financial Statements and Appointment of the Auditor for the 2013 Financial Year**

##### **Treasurer's Report**

In the absence of the Treasurer, Bernard Cook, a member of the Finance Committee, presented the Treasurer's Report.

Bernard Cook reported that for the year ended December 31, 2012 the Association moved from a deficit to a positive position of \$18,786. This resulted from a deliberate move by the Board of Directors in adopting a plan to reduce spending and move to a positive balance.

At the end of 2012, the Association had a cash balance of \$70,000 and was without debt. The Association has maintained a similar approach to spending in 2013 and is projected to have a cash balance of \$100,000 at the end of the year. As part of the fiscal restraint policy tabled by the Finance Committee, the Board of Directors agreed to set in place an advocacy fund to hold the surplus for 2012 and 2013 to support the Board Plans for 2014 and 2015 election efforts.

In his report, Treasurer Tony Patey noted that he had given notice to the Nominations Committee that he would not be seeking re-election. He thanked members of the Finance Committee for the solid support and wise advice they provided.

**Motion:** To accept the Treasurer's Report. Moved by Bernard Cook; seconded by Doug Laing.

The floor was then opened to questions and answers.

- Although there were no questions, Mr. Don Byrne offered congratulations to the Finance Committee and the Board for positive action regarding the Association's finances.

**Motion carried.**

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#### **The 2012 Financial Statements**

The 2012 audit has been completed by Noseworthy Chapman and the results are presented in the 2013 Annual Report. Highlights of the Financial Statements for 2012 include:

- The Association has improved its financial position from a deficit of \$43,136 to a surplus of \$18,786
- The Association has a cash or near-cash balance of \$70,000
- The net worth of the Association has been improved by approximately \$19,000
- The Association has retired all debt.

#### **Motion:**

Move to accept the Audited Statements as presented. Moved by Bernie Cook; seconded by Neil Hamilton. **Motion carried.**

#### **Appointment of the Auditor for 2013 Financial Year:**

#### **Motion**

Move that Noseworthy Chapman be appointed as auditors for the 2013 financial year. Moved by Bernie Cook; seconded by Doug Laing. **Motion carried.**

#### **9. Annual Report of 2012:**

Ralph Morris provided an overview of the annual report, which is contained on page 28 of the 23<sup>rd</sup> Annual General Meeting Annual Report. He noted that this has been an important year for the Association in re-positioning ourselves as the leading voice for all pensioners and other retirees in the Province. He noted that the Board is continuing to focus on the strategies of the 2012-2015 Strategic Plan - to protect the benefits of pensioners; increase and support membership; improve communications activities to target strategic audiences; strengthen the financial, human and other resources of the Association; undertake succession planning; and engage other pensioners' organizations in key advocacy actions.

He also noted that pensioners have come under unnecessary attack from public corporations and the business community and made reference to the role of the Employers' Association and the Board of Trade in blaming the government deficit on pensioners. His reference to a possible boycott by pensioners of businesses represented by the Board of Trade met with a positive response from members present.

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Highlights of the year included:

- The Pensioners' Coalition continues to work on behalf of all pensioners and as a result of their work we are seeing many organizations and groups recognize the Association as the voice of pensioners and seniors in the province.
- At the 2013 AGM amendments will be sought to the Constitution of the Association. These changes will permit those in receipt of pension benefits from the Government Money Purchase Plan (GMPP) to be voting members, and those who are part of a pension plan which has a reciprocal agreement with the Public Sector Pension Plan (PSPP) to be non-voting members of the Association. These changes will provide opportunities for membership growth for the NLPSPA while preserving the integrity of the purpose for which the Association was created.
- During the past year the Membership Committee (Robert Langdon, Chair) assisted in the establishment of the Central Branch of the Association in Gander. They also worked to resolve the continuing problem with respect to the number of individuals who are claiming "affiliate" status in order to obtain PERKS benefits from Anthony Insurance. Discussions to resolve this matter are ongoing.
- There has been an increase in membership, with membership at September 2013 standing at 6,296 regular members and 298 affiliate members. With outreach access to all pensioners no longer available through Government mailings, it is imperative that as many pensioners as possible join the Association. We must send a strong message to Government that all pensioners are united in their stand to retain and enhance the benefits of retired public sector workers in the province.
- Our partnership with Anthony Insurance continues to be very strong and supportive of the Association. Anthony Insurance has extended our partnership for another year when talks will then take place for a longer term agreement.
- The Western Branch (President Wesley Roberts) saw less activity this year than in previous years. Although the Christmas party went ahead under the capable planning of Vice President Helen Gardner, other activities had to be postponed because of the illness of the President and other Board members. Fortunately, all are now recovered and eager to get back to regular activities.
- The Central Branch was established in Gander after the 2012 AGM and Convention took place there. Craig Hall, a newly elected NLPSPA Board member from the area, started the process in November 2012. An interim board held several planning meetings, a request was sent to the President of the NLPSPA to establish a branch and Board approval was given. The Board recessed for the summer months but will meet again in early Fall to elect a permanent Board and discuss future plans for the Branch.

To provide members with an opportunity to ask questions of the different Committee Chairs, separate presentations were made and a short period was provided to ask questions of each presenter.

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### Background Items

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#### **Report of the Pensions Investment Committee (Doug Laing)**

The Pension Investment Committee (PIC) for the Newfoundland and Labrador Pooled Pensions Fund (the Fund) is appointed by the Trustee, the Minister of Finance. The mandate of the PIC is to review, monitor, administer and supervise the investment activities of the Fund. The PIC consists of 15 members made up of government officials and representatives of various stakeholder groups, including the NLPSPA.

Stating that the details of his report are contained in the annual report, Doug Laing noted the following:

- The Pooled Pension Fund had a good year from an investment standpoint.
- As at December 31, 2012 the total value of the assets in the Fund was \$6.5 billion compared to \$6.0 billion in 2011.
- Growth of the unfunded liability slowed in 2012.
- The Fund's overall rate of return was 10.8% in 2012.
- Seventy-eight percent of the Fund was invested in equities in Canadian (34%) and global (44%) markets. The balance was in fixed income bonds (19%), and real estate (3%).
- The Fund has posted a rate of return of 8.4% over a twenty year period.
- Despite continued volatility in world markets, the economic recovery and investor confidence started in 2012 extended to the first half of 2013. The value of the Fund increased by \$500 million to \$7 billion during the period ending June 30, 2013.

Motion to accept the report of the Pensions Investment Committee. Moved by Doug Laing, seconded by David Dempster. **Motion carried.**

The floor was then opened to questions (Q), answers (A) and comments (C).

**Q:** What does unfunded liability mean?

**A:** The obligations of the plan (\$7.1 B) vs the assets in the plan (\$3.9 B). The unfunded liability is the shortfall if the Plan was wound up today.

**Q:** There was poor judgment by government in not contributing and investing funds.

**A:** There was a lengthy period when government didn't contribute to the Fund and put our share in general revenue. If government had paid since 1969, there would be no unfunded liability.

**C:** Government took advantage of us. The only reason they are talking to us now is the threat to the credit rating.

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**Q:** Administration costs included \$4.5 million in addition to the funds paid to consultants and Fund managers. What was that for?

**A:** Trustee fees and costs of administration of the Fund.

**Q:** Why do we pay for the Pension Division office and trustees rather than government paying?

**A:** This is legislated.

**Q:** These fees have a major cumulative effect. Is there any discussion to have them removed?

**A:** It is being looked at. There has been some discussion about establishing a corporation similar to that in Nova Scotia, but the cost would still come from the Fund.

**Q:** Is there any legislative requirement that government pay the unfunded liability through current accounts?

**A:** Under present legislation, there is a requirement.

#### **Group Insurance Advisory Committee Report (David Dempster)**

David Dempster advised that the role of the committee is to provide advice to the policyholder, the Provincial Government, through the Minister of Finance and to assist in the effective management of the group Insurance Plan by monitoring the performance of the plan and the insurance company administering it.

David Dempster advised that in 2013 the Group Insurance Plan was renewed effective April 1, with a revised rate implementation date of May 1, 2013. He noted that the most important aspects of the renewal changes were outlined in his report in the annual report, and provided the address for the website where all details of the Plan Benefits are available.

Specific points noted included:

- He has been making requests in the Association newsletter for people to contact him with any concerns relating to insurance issues.
- The use of generic drugs rather than brand name drugs is a major concern. Often the generic drugs do not work as well because of non-medicinal ingredients used. He suggested individuals request their doctors to be aware of the components of generic drugs and any impact they may have on patients. He urged advocacy for those who can't speak for themselves.
- The rules around travel insurance are often not clear to many. He suggested calling the insurance company for clarification of requirements to insure coverage is maintained.
- He also noted that things are improving in the dental plan.

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Motion to accept the report as presented. Moved by David Dempster, seconded by Bob Corbett.  
**Motion carried.**

The floor was then opened to questions (Q), answers (A) and comments (C).

**Q:** Has there been any discussion on having the same amount paid to everyone for the death benefit under the Plan?

**A:** This is always discussed. The Plan is renewed annually and this will be part of the renewal discussion when we go to the market in 2014 to secure an insurer.

**Q:** We should try to get everyone on the same level for the death benefit. The federal system is faire

**A:** We will look at this in the review of the plan with the new carrier.

**Q:** Have there been any discussions to make Special Authorizations for drugs any easier?

**A:** This comes up often. Special Authorizations depend on what drugs government subsidizes and are affected by the generic and brand name issue. Special Authorizations are usually more expensive drugs. Drugs are the largest segment of the health care plan and special authorizations are looked at very carefully.

Motion to accept the annual report as presented. Moved by Ralph Morris and seconded by Tom Mills.  
**Motion carried.**

It was noted by Eric Salter that the Auditor's Report in the annual report was not signed by the Auditor. Bernard Cook explained that although the copy sent to the printer had not been signed, the Board had approved a signed copy. Copies of the signed Auditor's Report were distributed to the membership.

### **10. Amendments to the NLPSPA Constitution**

Sharron Callahan advised the membership that the Board was proposing amendments to the NLPSPA Constitution to provide an expansion of the voting membership and to add a new category of membership. The amendments would include:

- adding members of the Government Money Purchase Plan (GMPP) as voting members;
- adding members of reciprocal pension plans as non-voting members; and
- removing a section of Article VII (Board of Directors) as it is redundant.



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Moved by Sharron Callahan that Article III, section 1(a) (i) be amended to read as follows:

those persons who are in receipt of a Provincial Public Sector Pension or who are surviving spouses of such persons, or in receipt of a pension from the Government Money Purchase Pension Plan, and who have completed and signed the Association's application for membership form.

Seconded by Bill Shallow. **Motion carried.**

Moved by Sharron Callahan that Article III, section 1 (b) (iv) be added to read as follows:

Reciprocal members are those persons who are in receipt of a pension from a pension plan that has a reciprocal agreement with the Public Service Pension Plan of the Government of Newfoundland and Labrador.

Seconded by Tom Mills. **Motion carried.**

Bill Shallow asked for an example of a reciprocal member. This could be a provincial employee who transferred to federal employment and is now a member of the federal pension plan; a pensioner with a municipal government, etc.

Sharron Callahan moved to have section 21 of Article VII deleted as it is already covered by Section 11. Seconded by Bob Corbett. **Motion carried.**

#### **11. Resolutions**

There were no resolutions.

#### **12. Election Results**

The two nominees, Terry Dalton and Gerald Kennedy, were confirmed as members of the Board of Directors.

#### **13. Announcements:**

Sharron Callahan advised that the Convention would resume at 9:00 a.m. the following morning, with a keynote address by Larry Brown. Convention highlights would include table discussions of ***Your Issues; Your Solutions***, special luncheon entertainment, an interesting afternoon session, and ending with an evening of entertainment and socializing.

#### **14. Adjournment**

Bernard Cook moved for adjournment. The meeting adjourned at 8:30 p.m.

Minutes recorded by Geri Lutz

**Financial Reports:**

**1. Treasurer's Report**

**2. Financial Statements 2013**

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Financial Reports

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**Treasurer's Report  
2014**

I present, for consideration, the Association's audited Financial Statements as of December 31, 2013, together with the Auditor's Report thereon.

The Association is in an excellent financial position with a stable cash flow. The 2013 year ended with a surplus in the order of \$60,000.00 and a cash balance at year end of approximately \$115,000.00 with no outstanding debt. I anticipate the Association will have a surplus of \$60,000.00 for the current year, for a total of \$175,000.00 as of December 31, 2014; exclusive of expenditures from September 1 to December 31, 2014 on election preparedness. This will enable the Association to make our members' views known during the upcoming Provincial Election.

I thank the Finance Committee, David Dempster and Doug Laing, for their support and advice provided. The support of Cheryl at the office and Elizabeth Dawe, our accountant, was greatly appreciated.

During the past year the NLPSPA has complied with all Municipal, Provincial, and Federal reporting requirements. There are no outstanding liabilities and all payables are current.

Respectfully submitted,

*Bernard Cook*

Bernard Cook, C.A.  
Treasurer

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Presentations and Adoption of Annual Report

**Presentation and Adoption of Annual Report:**

- 1. President's Annual Report**
- 2. Nominations/Awards Committee Report**

## NLPSPA: 24th Annual General Meeting – Annual Report

### Presentations and Adoption of Annual Report

#### **2014 President's Annual Report:**

Another year has gone by so quickly since our 2013 Annual General Meeting. The past year has been a busy one working on behalf of you, the members whom we represent. Your Board of Directors has met regularly since the last AGM and in fact for some of us it has been a daily event of providing advice and referral assistance to our membership, trying our best to solve the problems you encounter daily. Of particular importance this year was the fact that we spent many long days and evenings sitting with Government representatives and other pension stakeholders, namely the unions in the public sector, trying to maintain the pension and health benefits that we enjoy today and trying to maintain a decent retirement income for those who are the workers of today. Government's attitude at times was less than cordial and many hours were spent trying to achieve an understanding that a reduction of benefits or an erosion of the pension plan would not be on the table for us. Some 62 options were discussed and while much was achieved, we were able to protect the pensions and benefits of present day retirees. While there are losses in the revised plan for those who are the workers of today and the pensioners of the future, this was the best conclusion possible. In short for the workers of the day, the result will be that they work longer, pay more in premiums, with a lesser benefit on retirement. Later in this meeting tonight, we will be having a presentation on the changes to the plan for today's workers.

We continue to focus on our Strategic Plan as set forth in 2012 -2015. We will continue to protect the workers benefits and lobby on your behalf with Government for an enhanced and improved source of pension income. Membership continues to increase on a monthly basis and we have to make sure that we offer new retirees the benefits of membership in NLPSPA. Our Association's newsletters have been sent out on a regular basis, our website has been updated and enhanced and work continues on our Facebook and Twitter accounts. We would like to bring these two social media sources to your attention, asking you to sign in and offer your comments.

The lobby from the business community continues and while they exert a strong influence with Government, we continue to rebuke their position. It is up to all pensioners and present day workers to repeat the message that our pension payments and the pension plan are not the cause of financial ruin as they portray.

We have again this year engaged the services of Alison Coffin Consulting to do a comprehensive study of the performance of the pension plan and the various actions of Government on the plan for the period 1981 to 2014. A preliminary report from Alison Coffin indicates a serious concern with the actions of successive Governments on our pension plan. Ms. Coffin will be presenting a comprehensive report on her study at this Annual General Meeting.

I would like to say a sincere thank you to the board and our committees. They have worked tirelessly on your behalf and need a special thank you for the work they performed. We would also like to thank the members of our board who are stepping down this meeting, Bernard Cook and Bob Langdon for the many years of service and dedication they gave to the association working on behalf of all members. I would like to say that we hope that after their one year sabbatical they will consider returning to our board and providing us with their solid support and untiring energy that they portrayed on behalf of us all. It has been a pleasure guys and you will be missed.

## NLPSPA: 24th Annual General Meeting – Annual Report

### Presentations and Adoption of Annual Report

The newly formed Central Branch is up and running. They are keeping in continuous contact with the members in their region and are a strong asset to this organization.

The Western Branch continues to work on behalf of persons in the Western region and Labrador. They keep members informed of the happenings in our Association and were in fact instrumental in arranging a meeting with the perspective leadership candidates vying for the position of Premier of our province. On a humorous note, I did begin to feel a little paranoid because as I met with them they seemed to withdraw from the respective races.

The Pensioners Coalition is growing by leaps and bounds under the chairpersonship of Sharron Callahan, former President of our Association. NLPSPA continues to take the lead role in that organization. The Coalition is fast becoming the lobby group for an improved life style for all retired and older persons in Newfoundland and Labrador. The members of the Coalition represent many different organizations and groups, all working for the common good of retired persons and seniors of this province.

I want to say that at this Annual General Meeting I will complete my term as your President. While I will continue to serve as a member of your Executive and Board as Past President, I want to acknowledge the support I received during the past two years. It has been an enjoyable experience to work on your behalf and I have been truly appreciative of all your expressions of support to “keep up the fight”. I know I often ramble, chalk it up to my dogged determination to get through issues that I saw as important to our membership. I will say that although the pension negotiations are out of the media lime light for the present, the issue of joint trusteeship is still to be ironed out. I will continue to work to make sure your Association has a member on the Board of Directors to be established for that organization when it is formed. I think it is crucial for our survival and for the good of our retired members and their families.

As usual, we have had a really busy year. Here are some highlights I would like to share with you:

**NLPSPA OFFICE:** Cheryl Myers continues to be our staff person for our office located at 446 Newfoundland Drive, Suite 206. Cheryl has been with us since July 2012. Along with her regular office duties, her work days are spent speaking with our members, many of whom she can now recognize by voice and who are always appreciative of the help that she offers to them. If you have any questions or concerns, please contact Cheryl.

**PENSIONERS’ COALITION (Sharron Callahan):** The Newfoundland and Labrador Coalition of Pensioners, Retirees, and Seniors Organizations was officially launched at a press conference on April 7, 2014. Known as the “Coalition”, fourteen organizations, representing seniors, retired persons, pensioners and those who support them, have united to highlight and seek solutions on the issues that affect older persons. The member and other organizations affiliated with the Coalition are: Newfoundland and Labrador Public Sector Pensioners Association; St. John’s Fire Fighters Retirees Association; NAPE Retirees Local 7002; Retired Teachers Association of Newfoundland and Labrador; Retired Correctional Officers (Represented by NAPE); Royal Newfoundland Constabulary Veterans’ Association; Memorial University of Newfoundland Pensioners Association; FSNA (National Association of Federal Retirees); CARP (Canadian Association of Retired Persons), Avalon

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Chapter; CN Pensioners' Association; Marine Atlantic Pensioners Association; Silver Lights Retirees (NALCOR); Pius X Church (Community Outreach). We are strong and we are growing and we have the power of influence, to ensure that our issues are heard and addressed. Each organization continues to maintain its own mandate and should still do what it has always done for their membership. The individual purpose does not become subservient to the Coalition. Rather, the Coalition is a vehicle by which the voice of the collective memberships of all the affiliated associations can be as one when we speak up and speak out on issues of common concern to everyone as we move along in our retirement and later years.

**WESTERN BRANCH (Wesley Roberts):** After some extended illness of the President, the Western Branch is active once again. They are planning to have a meeting for members soon and will be contacting everyone about the Annual Christmas Dinner and Dance.

**CENTRAL BRANCH (Paul Dillon):** A meeting was held in March to elect a Board of Directors for the newly formed Central Branch in Gander. This branch covers geographical area from Springdale Junction (all areas serviced by the Springdale Junction road), east to the Eastport Peninsula and south to the Connaigre Peninsula. Now that a permanent Board is in place, our goal is to develop a plan to encourage more members to take part in Association activities and increase membership. We hope to have a meeting scheduled during the fall.

### **REPORT OF THE PENSIONS INVESTMENT COMMITTEE (Doug Laing)**

For the Year Ended December 31, 2013

The Pensions Investment Committee (PIC) advises the Minister of Finance, as Trustee, on the operation and investment of the Newfoundland and Labrador Pooled Pensions Fund (the Fund). The PIC consists of 15 members made up of Government officials and representatives of various stakeholder groups, including the Newfoundland and Labrador Public Sector Pensioners Association. Members are appointed by the Trustee.

The mandate of the PIC is to review, monitor, administer and supervise the investment activities of the Fund. The PIC is responsible for meeting with fund managers and consultants to review performance against investment targets set out in the investment policy. The PIC may make recommendations to the Trustee with respect to the hiring and firing of fund managers and consultants. The committee approves the investment policy for the Fund setting out goals for the investment and long term target asset mix for the Fund and compliance with regulatory restrictions. It is responsible for approval of the annual financial statements and reviewing the response to the auditor's management letter, if any. The PIC is responsible for reviewing actuary reports which are prepared for the various plans making up the Fund.



## NLPSPA: 24th Annual General Meeting – Annual Report

### Presentations and Adoption of Annual Report

During 2013, PIC met with fund managers and consultants to review their performance against the benchmarks established by the investment policy. The committee carried out its mandate with respect to the annual review of the investment policy, the review and approval of the annual financial statements and the review and response to the auditor's management letter.

In 2013, Russell Investments completed an asset liability study for the Fund. The current policy for asset allocation is aggressive with high equity exposure and home country bias. The PIC accepted Russell's recommendation to change the current asset mix to include a 5% allocation to each of global infrastructure and global private equity. The current allocation to Canadian equities will be reduced by 10% to 25%. It is anticipated that broadening the asset mix will improve returns while lowering asset volatility. The consultant's recommendations will be implemented commencing in 2014 and will be phased in over 5 years.

In 2013, the Minister approved changes to the committee's governance practices regarding the structure of meetings, new member orientation and reporting. In future the committee's focus will be on strategic issues, fund performance, activity updates and education.

Actuarial valuation as at December 31, 2012 for the Public Service Pension Plan was received by the PIC in 2013. These valuations were prepared by Morneau Chappell. The actuary concluded the discount rate of 7.25% which was used for several years was no longer sustainable and recommended that the rate be reduced to 6.75%. The change in the discount rate will add \$446 million to the estimated unfunded liability in the Public Service Pension Plan. The Actuary estimated that the funded ratio of the PSPP was 55.2%.

Favourable market conditions and strong investor confidence resulted in good returns for the Fund in 2013. As at December 31, 2013 the total value of assets in the Fund was \$7.9 billion compared with \$6.5 billion at the end of 2012. The unfunded liability was reduced by \$300 million to \$5 billion during the year.

At December 31, 2013 the Public Service Pension Plan reported net assets of \$4.8 billion with an unfunded liability of \$3 billion which was down from \$3.2 billion at the end of 2012.

The overall rate of return was 22.4% in 2013. Performance was 5.5% higher than the bench mark and 15.7% over the discount rate. Seventy-eight percent (78%) of the Fund \$6 billion was invested in equities in Canadian (35%) and global markets (43%). The rate of return to the Fund from investment activities in the Canadian and global equity markets was 22.7% and 33.9%, respectively.

In 2013 investments in fixed income bonds (\$1.5 billion) and real estate (\$235 million) were 19% and 3% of the Fund, respectively. The rate of return on fixed income investments was a negative 0.8%, down from 4.1% the previous year, but exceeded the bench mark by 0.4%. The real estate portfolio reported a rate of return 9.4% for 2013 and exceeded its benchmark by 0.2% for the year.

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### Presentations and Adoption of Annual Report

The Fund's real estate investments are administered through a wholly own subsidiary, Newvest Incorporated. Newvest reported real estate assets of \$355 million at December 31, 2013 compared with \$337 million at the end of 2012. The Corporation reported a net income of \$18.6 million in 2013 compared with a net income of \$31.5 million in 2012.

The Fund has posted an average rate of return of 8.3% over a twenty year period compared with the policy bench mark rate of 7.5% and the discount rate of 6.75%

During 2013 the Fund paid \$590 million in benefits to pensioners. Employee/ employer contributions and special payments were \$556 million in 2013. A total of \$44.6 million in premiums was refunded in 2013. Total administration costs incurred during the year were \$22.5 million including \$19.3 million paid to consultants and Fund Managers. There were 26,873 pensioners and 36,216 active members of the Fund at December 31, 2013.

Various conflicts around the world contributed to volatility in world equity markets and modest gains during the first 6 months of 2014. During the period the value of the Fund increased by \$400 million to \$8.3 billion. The rate of return was 8.3% year to date.

**Doug Laing** was the Association's representative to the Pension Investment Committee (PIC) in 2013.

#### **REPORT OF THE GROUP INSURANCE ADVISORY COMMITTEE (David Dempster):**

The role of this Committee is to provide advice to the policyholder, the Provincial Government, through the Minister of Finance and to assist in the effective management of the Group Insurance Plan by monitoring the performance of the Plan and the insurance company administering it. In addition, as your representative on the Committee, I can inform Government of the concerns of Pensioners with respect to various aspects of the Plan.

In 2014, the Group Insurance Plan was renewed effective April 1, with a revised rate implementation date of May 1, 2014. The following are the changes that were made:

- a) **Basic Health Insurance:** The supplementary health insurance premium includes travel insurance and due to a significant increase in travel and associated claims, an increase in premium was necessary. However, since the travel insurance is a relatively small portion of the Basic Health Insurance, the increase in the premium was only 0.2%
- b) **Optional Dental Insurance:** Moving from the 2013 to the 2014 Newfoundland and Labrador Dental Association Fee Guide resulted in an increase of 2.5%. In addition, based on the experience of the Dental Plan over the previous 12 months, there was a required rate increase of 3.2%, so the total increase in the Dental Insurance Premium Rate was 5.7%.

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c) **Optional Long Term Disability:** While this element of the Group Insurance Plan is not relevant for Pensioners, for your information, a rate increase of 21.8% was required.

All other Premium Rates remained unchanged for the policy year 2014/2015.

In addition, the Group Insurance Advisory Committee has spent a great deal of time and effort in 2014 on obtaining and reviewing proposals from the market of Group Insurance Plan Companies after which it will make its recommendations to the Government. The final results of these efforts will undoubtedly be reported to the 2015 Annual General Meeting of the NLPSPA.

**David Dempster** was the Association's representative to the Group Insurance Advisory Committee (GIAC) in 2013.

**NEWSLETTER COMMITTEE (Bob Corbett):** We have published two newsletters this year and aim to get one more out before the end of December. Cheryl enjoys hearing the feedback from each edition so please keep the comments coming. We asked the membership to submit articles and information on what they thought their fellow members would like to read or should know about. Please feel free to continue to submit these items of interest and perhaps you will see them in an upcoming edition. Regular contributors to the newsletter are David Dempster, Sharron Callahan, Neil Hamilton and I – thank you! Also our thanks are extended to graphic designer Stephanie Furey for formatting it for us and to Bob Corbett and Cheryl for keeping the items in order and making sure that the newsletter is printed and released in a timely manner.

**FINANCE COMMITTEE:** Bernard Cook – Treasurer, Doug Laing and David Dempster, with support from Elizabeth Dawe and Cheryl Myers, continued to provide oversight and management of the financial affairs of the Association during the past year. The Association offers a sincere vote of appreciation to Bernard who will be leaving the Board at this year's AGM. As you will see in Bernard's separate report, our finances are in good shape.

**CORPORATE PARTNER:** Our partnership with Anthony Insurance has been extended again for another year. This means that our members will continue to benefit from the extra discount when purchasing home and auto insurance. Anthony Insurance has been a strong supporter of the NLPSPA for many years and we hope to see this partnership continue for many years to come.

**SOCIAL ACTIVITIES:** As usual our 2013 Annual Christmas Dinner and Dance was well attended and fun was had by all. We published some pictures in the March newsletter that I hoped you enjoyed seeing. Call Cheryl to reserve your tickets early for the 2014 event. It is scheduled for Friday, December 5<sup>th</sup> at the Knights of Columbus on Rickets Road in St. John's.

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**BOARD OF DIRECTORS:** I would like at this time to offer a special note of thanks to those members of the Board of Directors who will not be seeking re-election this year or who are completing their term on the Board: Bernard Cook and Robert Langdon. I wish you well in your future endeavours.

**NEW PRESIDENT:** As I complete my term, I welcome Neil Hamilton as your new President. I am confident Neil will show us strong leadership and tenacity to tasks in the year ahead. Our Association is well positioned for the future, we are a strong voice of advocacy for the rights of retired provincial service workers and we have strong support for our cause from a wide number of supporting organizations.

**CONCLUSION:** It has been a privilege and an honour for me to have been given the opportunity to serve the Public Sector Pensioners of this Province for the past two years as your President. I will continue with the Association this coming year as the Past President.

Enjoy the Annual General Meeting. Again I thank you for your time and support.

*Ralph Morris*

President

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**NOMINATIONS/AWARDS COMMITTEE  
REPORT TO THE ANNUAL GENERAL MEETING 2014**

The objectives of the Nomination /Awards Committee are threefold: to recruit and present nominees for election to the Board of Directors; to recruit and maintain a pool of qualified and interested candidates for membership on various Board committees; to facilitate appropriate recognition of individuals who have made a significant contribution to the well being of public sector pensioners.

In preparation for the election of new Board Members to replace those members retiring at the Annual General Meeting, the Nominations Committee has undertaken invitations via the Association newsletter, website, and email circulation for nomination of potential Board of Director Candidates for 2014.

It is my privilege to submit for approval of the members attending the 2014 Annual General Meeting candidates who have indicated their willingness to serve on the Board of Directors of the Association.

Six current members of the Board are required to stand for election this year: Robert (Bob) Corbett, David Dempster, Doug Laing, Geri Lutz, Ralph Morris and Al Skehen. The NLPSPA Constitution provides for a Board of Directors of twelve members, plus the Central and Western Branch President; consequently, three positions are required for the new Board of Directors. The President (within 10 days) must convene the Board to elect the Executive members for the upcoming year including a Vice President to serve in Neil Hamilton's first year of Presidency.

On behalf of the Board and the Nominating Committee, I thank the following Board members, who are retiring this year, for their service to the Association:

1. Bernard Cook
2. Robert Langdon
3. Gerald Kennedy

Those remaining on the Board are as follows:

1. Terry Dalton
2. Paul Dillon
3. Craig Hall
4. Neil Hamilton
5. Wesley Roberts

The Committee is pleased to present the following candidate seeking election to the Board of Directors. In addition to those members who have indicated the intention to seek election to the Board for a three year term, the Nominations/Awards Committees invites nominations from the floor at the Annual General Meeting.

## NLPSPA: 24th Annual General Meeting – Annual Report Presentations and Adoption of Annual Report

### 1. Tom Mills

**Tom Mills** had a 44 year employment history before retiring in 1996. His employment included research, social work, counselling, teaching and administration at Memorial University of Newfoundland, the Provincial Government and the Roman Catholic School Board. His background includes university degrees in arts, social work and education. He has served on two national boards, Education and Family Services Canada and is still an active volunteer with his church, condo building and councils a small number of clients. He is married with 4 sons, 1 daughter and 9 grandchildren.

### 2. Nominations from the floor.

### 3. Nominations from the floor.

Submitted by:

*Neil Hamilton*

Chair

Nominations/Awards Committee Members

Neil Hamilton

Ralph Morris

**Appendices:**

**1. Appendix A – Constitution**

## Newfoundland & Labrador Public Sector Pensioners' Association

### Constitution - 2013

#### Article I, Name, Authority, Location

1. The name of the organization shall be the Newfoundland & Labrador Public Sector Pensioners' Association, hereinafter referred to as the Association.
2. The Association shall have and possess exclusive jurisdiction over all of its affairs.
3. The Association may, from time to time, adopt a badge or emblem.
4. The Registered Head Office of the Association shall be located in the City of St. John's, in the Province of Newfoundland and Labrador, the specific location of which shall be determined by the Board of Directors.
5. The Association has been incorporated under the terms and conditions of *the Corporations Act* of Newfoundland and Labrador. A Certificate of Incorporation was issued out of the Registry of Companies containing the Articles of Incorporation dated December 29, 1994, and has been deposited in the official file of the Association located at the Registered Head Office of the Association. The Association's Registered Corporate Number is 34545-94.

#### Article II - Objectives

The objectives of the Association are:

1. To unite public sector pensioners who are eligible for membership in the Association.
2. To promote the interests of public sector pensioners by providing a medium for collective action.
3. To advocate on behalf of public sector pensioners to Government regarding the interests of Members.
4. To promote, organize or participate in activities that are in the best interests of Members.



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#### Article III - Membership

1. Membership shall consist of two classes, being: (a) Voting Members and (b) Non-voting Members.
  - (a) Voting Members are
    - (i) those persons who are in receipt of a Provincial Public Sector Pension or who are surviving spouses of such persons, or in receipt of a pension from the Government Money Purchase Pension Plan, and who have completed and signed the Association's application for membership form; and ,
    - (ii) Founding Members who were present at the founding meeting of the Association who have paid the prescribed membership dues;
  - (b) Non-Voting Members are either:
    - (i) Affiliate Members who are those persons who are those provincial public sector employees and who are eligible to retire within five (5) years and who have completed and signed the Association's application for membership form and paid the prescribed membership dues;
    - (ii) Associate Members are spouses of Voting or Affiliate Members and are not required to complete the Association's application for membership form;
    - (iii) Honourary Members are those persons whom the Association has, by resolution passed at an Annual General Meeting, been granted a life-time membership as a result of their significant contribution to the well being of public service pensioners;
    - (iv) Reciprocal Members are those persons who are in receipt of a pension from a pension plan that has a reciprocal agreement with the Public Service Pension Plan of the Government of Newfoundland and Labrador; and
    - (v) Such other classification of Members that the Board may deem desirable.
3. All Non-Voting Members shall be eligible to attend all Annual General Meetings and social functions and may serve on committees subject to the approval of the Board of Directors.
4. Membership dues shall be determined from time to time by the Annual General Meeting on recommendation of the Board of Directors. No membership fees shall be assessed Associate and Honourary Members of the Association.

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### Article IV - Governing Authority

1. The Association, in Annual General Meeting, shall be the legitimate source of all authority in the Association.
2. When the Association is not in Annual General Meeting, the Board of Directors shall be the governing body of the Association.
3. The Board of Directors shall exercise supervision over all matters which may affect the interests of the Association, and endeavor to further any action decided upon by the Association in Annual General Meeting, or such other action as the Board of Directors may deem advisable which is not in conflict with this Constitution.

### Article V- Annual General Meeting

1. There shall be an Annual General Meeting of the Association which shall be a meeting of the Board of Directors and Members of the Association.
2. The Annual General Meeting shall be held at a time and place to be decided by the Board of Directors and not later than ten months after the end of the fiscal year.
3. The Board shall give notice of the date of the Annual General Meeting at least thirty (30) days prior to such Meeting.
4. No error or omission in the content of any notice of the Annual General Meeting shall affect such meeting or invalidate the proceedings.
5. The business to be transacted at the Annual General Meeting must include:
  - (a) adoption of the Minutes of the previous Annual General Meeting;
  - (b) receipt of the Annual Report of the Board of Directors;
  - (c) receipt of Committee Reports;
  - (d) receipt of the Treasurer's Report;
  - (e) receipt of the Audited Financial Statements;
  - (f) appointment of auditor(s)
  - (g) receipt of the Nominations Committee Report and election of Board Directors
  - (h) any other matter specified in the notice convening the meeting.

## NLPSPA: 24th Annual General Meeting – Annual Report

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6. Thirty (30) Voting Members, including the Members of the Board, shall constitute a quorum for an Annual General Meeting. No business shall be transacted at an Annual General Meeting unless a quorum is present. If a quorum is not present, the meeting shall be adjourned to a date not more than fifteen (15) days thereafter and the decisions of that meeting shall be binding upon the Association regardless of the number present, provided that sufficient notice of the adjourned meeting has been reasonably distributed through the media throughout the province.
7. The Board may submit its own resolutions to the Annual General Meeting. Those resolutions shall be circulated to the membership thirty (30) days prior to the Annual General Meeting via the Association's Newsletter and website.
8. Voting Members of the Association may also bring matters before the Annual General Meeting for consideration by means of pre-submitted resolutions to be circulated to the membership thirty (30) prior to the Annual General Meeting via the Association's newsletter and website, or resolutions shall be in written form and distributed at the beginning of the Annual General meeting.
9. The Chairperson for the Annual General Meeting may be a Voting or Non-Voting Member, or other designated person, as determined by the Board of Directors.
10. The Chairperson for the Annual General Meeting, if a Voting Member, shall only be entitled to debate on an issue under discussion by relinquishing the Chair to a another Voting Member until the issue is disposed.
11. All votes shall be by show of hands unless any member requests a vote by written secret ballot.
12. Unless otherwise required by the Constitution, every motion shall be decided in the Annual General Meeting by a majority vote of those present and entitled to vote. If the result of the vote is a tie, the motion shall fail.
13. The Chairperson for the Annual General Meeting, if a Voting Member, shall only be entitled to vote if:
  - (a) the vote is by written secret ballot; or
  - (b) the Chairperson's show of hands vote will change the result of the vote.

#### Article VI - Special Meeting

1. The President of the Association, upon written request of at least fifty (50) Voting Members of the Association, shall call a special meeting of the Association at any time, providing thirty (30) days prior notice of the date, time and place of such meeting is given to the Board and the Members of the Association.
2. Thirty (30) Voting Members, including the Members of the Board of Directors, shall constitute a quorum for a Special Meeting of the Association.

## NLPSPA: 24th Annual General Meeting – Annual Report

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3. At a special meeting of the Association, the only business which may be dealt with shall be that which has been announced in the notice calling the meeting.

#### Article VII - Board of Directors

1. The management of the Association shall be vested in a Board of Directors consisting of twelve (12) voting Members to be elected at the Annual General Meeting and those provided for in Article VII, Section 8 (Past President) and Article XI, Section 4 (Branches).
2. All Members of the Board of Directors shall be nominated and elected by the Association at the Annual General Meeting.
3. All nominees shall be Voting Members of the Association, be present at the meeting in which they are nominated or indicate in writing to the Nominating Committee their willingness to stand for election.
4. The first meeting of the newly elected Board of Directors shall be convened within ten (10) days following the Annual General Meeting by the serving or outgoing President or, in his/her absence, by the most senior officer of the previous Board.
5. The Board of Directors shall, at its first meeting following the Annual General Meeting, elect from their number,
  - (a) A President for a two (2) year term, and the President shall not be eligible for re-election for a second consecutive term;
  - (b) In the first year of the President's term, a Vice President for a one (1) year term;
  - (c) In the second year of the President's two (2) year term, a President Elect, for a one (1) year term, who shall be confirmed as President, for a two (2) year term, upon the completion of the outgoing President's term;
  - (d) There shall be no Vice President during the one (1) year term of the President Elect;
  - (e) A Secretary and a Treasurer, for one (1) year terms, and shall be eligible for re-election for further one (1) year terms, until completion of their terms on the Board.
6. If, between Annual General Meetings, the office of President becomes vacant during the first year of the President's two (2) year term, the Vice-President shall automatically become President; During the second year of the President's two (2) year term, the President Elect shall automatically become President.
7. Vacancies on the Board of Directors that occur between Annual General Meetings may be filled at the discretion of the Board from the general voting membership. Such newly appointed Director(s) shall be entitled to fulfill only the balance remaining of the term and shall be eligible for re-election at the next Annual General Meeting. Time served by the newly appointed Director to the date of the Annual General Meeting shall not count in calculating any subsequent three-year term of election of the said Director.

## NLPSPA: 24th Annual General Meeting – Annual Report

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8. The immediate Past President shall be eligible to serve as a member of the Executive Committee for a period of one (1) year only.
9. The President or, in his/her absence, the Vice-President or President Elect shall normally preside at every meeting of the Association. If required, another Member may be selected as Chairperson with the approval of the majority of members present.
10. The President or designate shall be the official spokesperson for the Association in communication with the media.
11. The Board of Directors may authorize the employment of such persons as it may deem necessary to carry out the administration of the affairs of the Association.
12. **The President** is the Senior Officer of the Association and is responsible for the execution of its policies in carrying out the business of the Association. The President shall act in consultation with the Board of Directors and the Executive Committee.
13. **The Vice-President** shall assist the President in his/her duties and, in the absence of the President, function in that capacity.
14. **The President Elect** shall assist the President in his/her duties and in the absence of the President, function in that capacity. Upon completion of the President's two (2) year term, the President Elect shall be confirmed as President for a two (2) year term.
15. **The Secretary** is responsible for ensuring the accurate recording and maintenance of the minutes of the Annual General Meeting, Board meetings, Executive Committee meetings, and any special meetings and shall perform such other assigned duties as determined by the Board.
16. **The Treasurer** is responsible for receiving and depositing membership dues and other revenue, the disbursement of funds, preparing monthly financial statements for presentation to the Board, preparing financial statements for presentation to the Annual general meeting, preparing the Annual Budget for submission to and approval of the Board, and for performing other such duties associated with the office of Treasurer.
17. The Board has the power to make by-laws, subject to ratification by the Annual General Meeting.
18. Members of the Board of Directors shall be elected for a term of three (3) years. Retiring Members of the Board of Directors who have served two (2) consecutive three (3) year terms shall not be eligible for re-election for at least one (1) year.
19. Section 18 of this Article notwithstanding, if the President's tenure as a Member of the Board of Directors expires before the completion of his/her two (2) year term as President, his/her tenure on the

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Board of Directors shall be extended for the duration of his/her term as President and for a further year to serve as Past President. In which case, the President, on completion of such extension shall not be eligible for re-election to the Board of Directors for at least one (1) year.

20. Resignations or leave of absence from the Board exceeding two months may be filled by appointment by the Board.
21. The Board of Directors may engage, either with or without remuneration, such Advisers or Consultants as may be necessary to meet the Objectives of the Association.

#### Article VIII - Meetings of the Board of Directors

1. The Board of Directors shall meet at least four (4) times a year and at such times and places as the members determine or as summoned by the Secretary on the direction of the President.
2. Special meetings of the Board of Directors may be called by the President or by a notice in writing given to the Secretary by any five (5) members of the Board ten (10) days prior to the proposed meeting date. The Secretary shall notify all members of the Board and only such business may be transacted at the special meeting as is named in the notice.
3. Notice of any meeting of the Board of Directors shall be given in writing or by electronic means not less than three (3) days before such meeting. No notice shall be necessary in the case of a meeting held immediately upon the adjournment of an Annual General Meeting.
4. No error or omission in the content of any notice calling a meeting of the Board shall affect such meetings or invalidate the proceedings.
5. A majority of the Members of the Board of Directors, one of whom shall be the President, the Vice-President or the President Elect shall constitute a quorum for each meeting of the Board. No business shall be transacted at any meeting of the Board unless a quorum is present. In the event of no quorum, an Executive Committee meeting may be held as provided for in Article IX, Section 3, Executive Committee.
6. If any member of the Board, without due cause, is absent from three (3) consecutive meetings of the Board this person's position shall be declared vacant by the Board.
7. The Board shall keep minutes of all its meetings and a copy of the minutes of every meeting shall be sent to each Board member.

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### Article IX - Executive Committee

1. There shall be an Executive Committee consisting of the President, Vice-President or President Elect, Secretary, Treasurer and immediate Past-President.
2. The Executive Committee shall, in the interval between meetings of the Board, act on matters requiring urgent and special attention that are within the Association's policy and exercise such other powers of the Board as may be delegated to it by the Board; such actions shall be subject to ratification by the Board at its next meeting.
3. A majority of the Members of the Executive Committee, one of whom shall be the President, Vice-President or President Elect, shall constitute a quorum for a meeting of the Executive Committee.
4. In accordance with Section 2, the Executive Committee shall keep minutes of its meetings, a copy of which shall be sent to each Board Member.

### Article X - Committees

1. The Board shall appoint a Finance Committee, a Constitution Committee and such other Committees as the Board deems necessary.
2. The Board shall approve Terms of Reference for its Committees, which direct specific activities, committee composition, and reporting requirements.
3. Records shall be kept of all Committee meetings and reports to the Board shall be given on a regular basis.
4. Retiring committee members may remain on a committee until the Board of Directors appoints a successor or in the case of a Special or Ad Hoc Committee, that committee has completed its mandate.

### Article XI- Branches

1. The Board of Directors of the Association may approve the establishment of a Branch of the Association and local chapters of a Branch of the Association.
2. The primary purpose of a Branch shall be to provide a regional forum for the achievement of the objectives of the Association.
3. The primary purpose of a chapter of a Branch of the Association shall be to provide a formal means for a group of members to provide input to the Branch in achieving the objectives of the Association and to have an opportunity for local social interaction.

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4. A Branch shall operate in accordance with the Constitution of the Association. The Board of Directors of the Association may revoke approval of a Branch if it fails to operate in accordance with the Constitution.
5. Any Branch approved by the Board of Directors of the Association shall have the right to appoint one of its members to serve as a member of the Board. These appointments shall be in addition to the members of the Board as provided for in Article VII, Section 1.
6. A Branch, in the conducting of its activities, shall ensure solidarity with the Board of Directors of the Association.
7. A Branch shall report regularly on its activities to the Board of Directors and shall provide an Annual Report to the Annual General Meeting of the Association.
8. Funding for Branches may be approved by and at the discretion of the Board of Directors based upon the submission of a budget which is to be submitted for the next fiscal year by November 30 in each current year.

#### Article XII – Remuneration of Members

All Members of the Association shall serve without remuneration and no officer of the Association shall directly or indirectly receive any profit from his or her position. Members of the Association may be paid reasonable expenses incurred by them in the performance of duties relating to the objectives of the Association. The level of remuneration, if any, will be determined by the Board and will be set forth in an appropriate policy document.

#### Article XIII - Finances

1. The Board shall:
  - (a) be trustee of all funds of the Association and of all other assets of the Association;
  - (b) arrange that all funds received by the Association shall, as soon as possible after receipt thereof, be deposited in a registered financial institution in the Province of Newfoundland and Labrador to the credit of the Association;
  - (c) invest any funds of the Association, not immediately required for any of its objects, in such manner as may from time to time be determined by the Board;
  - (d) arrange that all securities of the Association be maintained in such manner as the Board deems appropriate;



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- (e) appoint a qualified auditor who shall make an annual audit of all the books and accounts of the Association and render a report thereon to the Board;
  - (f) arrange for the report of the auditor and the financial statements to be tabled at the Annual General Meeting of the Association which immediately follows the audit;
  - (g) appoint members from the Executive Committee as signing officers.
  - (h) ensure that all cheques drawn on the Association's account bear the signature of at least two persons authorized as signing officers.
    - (i) establish policies for the responsible management of all monies and other assets of the Association;
    - (j) ensure that the budgeting and expenditure of all funds are consistent with the objectives of the Association and are in accordance with generally accepted accounting practices and principals.
  - (k) ensure the preparation and approval of the annual budget.
  - (l) authorize the payment of expenses on a month by month basis based on the previous year's budget when the new year's budget has not yet been approved by the Board.
2. The financial year of the Association shall be from January 1 to December 31 of the same year.

#### Article XIV - Rules of Procedure

The rules of procedure governing meetings of the Association, Board of Directors and Executive Committee shall be those contained in Robert's Rules of Order Revised, except as otherwise provided in this Constitution.

#### Article XV - Amendments

1. Any Voting Member of the Association may propose an amendment to the Constitution in writing to the Constitution Committee. The Board will format proposals for constitutional amendments to be distributed to the general membership at least thirty (30) days prior to the Annual General Meeting at which the amendments are to be voted upon. Such notice shall set forth the article and the section proposed to be amended together with the proposed amendments.
2. Amendments to this Constitution shall come into effect when they have been adopted by a two-thirds ( $\frac{2}{3}$ ) vote of those present and entitled to vote at an Annual General Meeting.

*Approved by: AGM Membership, October 4, 2013*