

Media Co-op Annual General Meeting Minutes

October 17, 2013, 6pm

The AGM will be facilitated in Montreal.

Roddy Doucet opens the meeting at 6:47 pm.

1. Opening words of welcome
2. Go around and rules of discussion
 - a. Halifax- microphone not working, so they will check in via chat
 - b. Montreal
 - c. Toronto- Justin, Geordie
 - d. Sudbury- Scott, Rachel
 - e. Vancouver- Nat, Maryann
 - f. Ottawa- Crystel
 - g. Wisconsin- Barbara
 - h. Mexico- Dawn
 - i. Nova Scotia- Moira Peters- joined at 7:02
 - j. Very first time- say first and last name, then just first; move East to West to count votes
3. Appointment of facilitator
 - a. Martin Lukacs nominates Roddy Doucet
 - b. Abby seconds
 - c. Approved unanimously; no opposition
4. Appointment of secretary
 - a. Yoana Turnin volunteered to take minutes
 - b. Approved unanimously; no opposition
5. Approval of agenda

- a. Corey B. from Montreal moves
 - b. Nat Marshik from Vancouver seconds
 - c. Agenda approved
6. Approval of 2012 AGM Minutes
- a. Abby Lippman has made a suggestion to move motion closer to person who suggested it, but has no opposition
 - b. Nat Marshik- question- definition of contributing member... bad connection, so she is going to chat them to Tim; Tim is reading it- in bylaw amendment, in the minutes it says contributing members edited 4 articles in the past year; Tim's email says 2 articles. Tim says it is 4, but that does not change the contributing status to anyone. We Will rectify in the minutes
 - c. Dru motions to accept the minutes
 - d. Crystel Hajjar seconds
 - e. No opposition; minutes are accepted unanimously
7. Bylaw amendment for quorum for meetings of the Board of Directors
- a. Tim moves
 - b. Dru seconds
 - c. Discussion
 - c.i. Vancouver- no comments
 - c.ii. Sudbury- no comments
 - c.iii. Toronto- no questions, concerns or comments
 - c.iv. Montreal- no comments
 - c.v. Halifax- no comments
 - c.vi. Anyone else- no comments
 - d. Motion accepted as proposed
8. Bylaw amendment for submission of motions to AGM by members
- a. Question from Toronto– what is the mechanism by which we know that the member will be entitled to submit a proposal

- a.i. Tim- article 290; all the details are in there; we could clarify in own bylaws
 - b. Nat in Vancouver- what is the goal?
 - b.i. Tim- goal of amendment is to have members submit motions to AGM based on guidelines in cooperatives act
 - c. Nat moves in Vancouver
 - d. Boban seconds in Montreal
 - e. Amendment passes as proposed
9. Member motion: Paying for web content
- a. Discussion:
 - a.i. Halifax- in favour of increasing money for web content
 - a.ii. Montreal- Tim- glad that it was included not 50:50; right now we have enough for magazine, but we'd have to change other elements of how we work, so that there is enough money for web content; great idea to move in that direction
 - a.iii. Dawn- concerns about it would impact quality on content; concern about resources; who will pay and oversee it; editorial process
 - a.iv. Toronto- question for Tim's response; no clear answer to where money would come from; does not want to defund magazine
 - a.v. Nat- reading what Nat said- I don't think we have enough money for this; proposed amendment
 - a.vi. Maryann- not sure how we'd do it without cutting resources from magazine
 - a.vii. Abby- amend proposition and have as a recommendation from AGM that we start the process; delegate the board to make a working plan; in principle we support it and we leave to board to figure out how to do in terms of budget and content
 - a.viii. Tim- proposal does not suggest a fixed amount, does not see how it would stop magazine
 - a.ix. Roddy- give it to Board to figure out how to relocate resources; Board to create a working group and report back within 6 months
 - a.x. Toronto- question as to why 6months exactly

- a.xi. Roddy- by the time we figure out other issues regarding budget, give people time to breathe, find volunteers, etc.
- a.xii. Dru- given the pace things operate within the Board, 6m would be right amount of time to come to a decision to that
- b. Proposal from Roddy- Board strike a working group and give response within 6m
- c. Tim- ok with dropping the motion? Yes, ok with that
- d. Boban in Montreal moves
- e. Crystel seconds
- f. Oppositions: no oppositions
- g. Motion passed as amended

10. Board elections

- a. Appointment of Chief Returning Officer
 - a.i. Martin Lukacs-
 - a.i.1. Cory B. moves
 - a.i.2. Nadia seconds
 - a.i.3. Oppositions: no oppositions
 - a.i.4. Martin is approved
- b. Appointment of Deputy Returning Officers
 - b.i. From each local, no need for names
- c. Q&A with nominees
 - c.i. Arij Riahi- Montreal rep- contributor for a year; journalism with both francophone and Anglophone for 5-6 years; good knowledge of alternative media in Montreal
 - c.i.1. Abby- are there special areas that you contribute in
 - c.i.2. Arij- mostly focused on the legal system as a repressive tool, regarding protestors and indigenous people
 - c.i.3. Boban- what is the position?- representing Montreal with Board of Directors

- c.i.4. What is Arij most excited about to see at the Media Co-op?- from Nat- building stronger deeper links with other publications; exchange of contributors and freelancers, which is not done right now
- c.ii. Dawn- editor member of board; working on anti-oppression guidelines with co-op- hiring and internal conflict resolution; being a part time paid employee and volunteer; would like to continue regardless of economic relationship
 - c.ii.1. From Vancouver- Nat- you do a lot of different tasks, do you see yourself focusing on one task, or do things more broadly as needed; Dawn- staff committee- there are all kinds of issues with payroll and taxes
- d. Point of clarification- editors- Tim, Dru, Dawn, Nat, if others are, they are putting 10h a week for their locals, please email Martin

11. Presentation and adoption of financial statements 2012/13

- a. Tim- presenting the information; financial year goes April 1, 2012 to March 31, 2013
- b. Boban- the co-op needs to make ¼ million to have an official audit, under- there is no need
- c. Tim- explains why is there a large increase- New Horizons project -11,000 vs 0 the previous years; \$45,000 more on general expenses; deficit of \$17,000, but because there was surplus from the year before; there was accumulated surplus of \$4- not very good; co-op struggles financially; accountant says it is also something to worry about because if we have deficit in the future, we won't have anything to cover it
- d. Questions
 - d.i. Halifax: Hilary- if we are tracking the incoming expenses of locals
 - d.i.1. Tim- collect sustainer revenue for all locals; every month, the local invoices for half the collected amount
 - d.i.2. Hilary- might be worth it to check in with Paula, because this might be a concern
 - d.ii. Toronto: wondering what the plan is?
 - d.ii.1. Tim- we will talk about this later

d.iii. Sudbury: reason behind the big increase in wages, under general expenses?

d.iii.1. Tim- by having people spread out the country, we have better coverage; proposal to hold off in Toronto; students working; increase in employment grants; grant for Zinta too who is a designer and re-did the magazine; in the past- pay people honoraria, but now people are waged workers

d.iii.2. Dru- year before last had cooperative development initial grant; but fell short on grant money; decline in revenue and increase in amount of cost

d.iii.3. Tim- CDI was not restrictive; 41,000- lot of it was employment grants that were restricted to particular people; not money that could go to cover our core costs

d.iv. Boban and another subscriber member leave

d.v. Vancouver- Nat- do we have a general update on the situation now? Have we paid everything since March;

d.v.1. Tim- we are solvent; we have enough money to cover expenses until January, but if no extra money come in; we have fundraising campaign coming in; significantly increased advertising funding coming in; have made revisions to financial oversights; have a finance committee now; have instituted quarterly budget meetings where board and members meet to get a better idea of where we are at with financials

e. Dru moves to accept financial statement

f. Maryann seconds

g. Oppositions: no oppositions

h. Motion passes as proposed

12. Special resolution to forgo an audit in favour of a compilation for the 2013/2014 financial year

a. Roddy- regular practice to forgo very expensive audit

b. Nat moves

c. Dawn seconds

d. Oppositions: no oppositions

- e. Motion passes as proposed

Abby suggests we switch up original points 13 and 14. No opposition.

13. (NOW) Presentation of the 2013/15-2014-15 budget

- a. Tim- we are going to adopt a budget that takes into account what we have spent so far, but also for the next year, so that we don't adopt a budget only for 6 months; that way, we would have to adopt a one year budget next year in September or October; will help us plan better and in the long term; highlights- grants- we can't be sure whether or not we will get any; we have prospects for signing longer term contracts, also ads- number will increase; donations- we don't know what we will get in donations- in the past 2 months- \$6,000; we have to make sure that we raise at least \$50,000; already taken in \$16,000 in employment grants; working on applications for Horizons and another one (I missed); also working off of what was suggested from participatory budget; 20% of expenses going to contributors- falling short – only half of where we'd like to be; design line- in the past, we've had editors do it, but people burn out and negative comments about design, so now we've hired a designer; printing- cost are going down this and next year- moved to printing press from digital- so, more pages printed, but lower cost; editor- no Montreal editor, so lower cost; also holding off to hiring a Toronto editor until March next year to make sure we can hire someone; maybe call a special General Meeting to bring a Toronto editor sooner; also- cost of living increase 1.2% per year; it has been proposed that we increase that to 2.2%; people still working at minimum wage which is not living wage, so increase is negligible to us, but good for them; also, paying a penalty because there was a mistake on someone's C4; starting with Desjardin regarding payroll, because cheaper than doing it with bookkeeper- it will decrease mistakes, and staff will be able to get direct deposit; by January we hope we will have raised \$5,000, to break even we want to raise \$10,000 by march 31, and have \$20,000 surplus, so we hope to raise \$30,000 between now and march 31- higher revenue, fundraising campaigns, also new fundraising committee- we aim to increase the number of people participating.
- b. Sudbury- about to get the boot from the public library, so we will be going offline soon
- c. Abby leaves
- d. Questions-

- d.i. Vancouver- New Horizons grant- when will we know?
 - d.i.1. Dawn- there is no exact date; sometimes in the next 8 months;
 - d.i.2. Tim- last year we found out in March
 - d.i.3. Dawn- far from being a done deal
- d.ii. Crystel- question from Nat- where on the compiled financials can we find what we paid to contributors
 - d.ii.1. Tim- bundled up with production costs, but not separated; believe what we paid last year- about \$4,000 to illustrators and \$3,600-3,800 to writers; we ask them to invoice us, and sometimes they don't, so the invoice is not issued; now we have a contributor contact- they can donate or get a subscription with the money; keep better track on what has been paid and what hasn't
 - d.ii.2. Follow up question- on the projection- what does the solidarity fund mean
 - d.ii.2.a. Tim- get requests from other organizations, but doesn't remember when the last time we gave out money because we can barely cover ourselves, but want to prioritize that
 - d.ii.3. Desjardin – does it mean bookkeeping will be transferred
 - d.ii.3.a. Tim- no, instead of people sending monthly time sheets, they will be told how many hours and at what rates do people work
 - d.ii.4. \$5 fee- New horizons charged 30 for a room, should've charged 35, so they issued them an invoice- split into two fiscal years
- d.iii. Wisconsin- how many people do wages cost and is it only editors
 - d.iii.1. Tim- myself, Roddy, Miles, Nat, Dawn, TMZ until recently, but also other people- contractors (such as Jessica)
- e. Motion to adopt the budget- Justin in Toronto
- f. Seconds- Crystel in Ottawa
- g. Oppositions: no oppositions

- h. Motion as proposed is passed

14. Election results

- a. Arij Riahi- elected
- b. Dawn- elected

15. Year in Review: presentation, discussion and adoption of the 2013 Annual Report

- a. Dawn- dedicated to Palmira who passed away in August. Document available on AGM page; web traffic- gone from 14,000 visits in January 2010 to almost 10 times that in August 2013; growing hugely in popularity; Halifax- busiest local; Tim mentioned some of the changes within the organization – sharing role of national coordinator with Tim; we have a 9 member board; 3 committees; having a more active board has helped organizationally; trying to keep on top of our projects and work on more long term ones; cooperative effort- Nat, Tim
- b. Dru moves to adopt
- c. Maryann seconds
- d. Oppositions: no oppositions
- e. Motion is passed as proposed

16. Other business

- a. Tim- Miles is in Rexton; seems like it has been confirmed that he was arrested; there are solidarity actions called across the country; it would be great if people go and cover it; keep in mind that Miles and Frank Lopez are there; and there is a good chance that they would need our help

17. Adjournment

- a. Dru motions to adjourn
- b. Corey B. seconds
- c. Note from Rebecca from Wisconsin- no financial resources, so wanted to know how to get some.
- d. Meeting adjourned at 9:12pm.