

Fulcrum Publishing Society
Board of Directors
Meeting Minutes
Sunday March 24th 2024
Zoom 10:00 AM—1:00 PM

Present: Keelan Buck, , Emma Godmere, Ria Kunkulol, Mark Asfar, Avesta Alanim, Chaymaa Nadi, Simon Coakeley (ex-officio), Bridget Coady (ex-officio).

I. Opening Matters

1. Approval of Agenda

K. Buck moved to approve the agenda, seconded by R. Kunkul. Motion passes.

2. Approval of February 2024

K. Buck moved to approve the minutes, seconded by M. Asfar with final correction prior to sending to S. Coakley for publishing on the website.

II. Officers reports

1. Editor-in-Chief

B. Coady presented the EIC report.

The results of the Editor-in-Chief (EIC) elections have been announced, and were elected as Co-EICs. C. Coady is now planning an end-of-year event to celebrate the achievements of the team. Regarding the statistics of our social media accounts, the following updates were provided: TikTok: 137 followers, 1,001 likes Published Articles: 34 articles C. Coady is reminding current staff and former staff about the upcoming Annual General Meeting (AGM) and encouraging participation in the board. On the office front, progress has been made in getting key contributors back on board.

K. Buck commended the well-organized events, highlighting the positive atmosphere they created. E. Godmere inquired about the number of candidates for the EIC position. B. Coady responded that they were the only two submissions, and they ran as a duo for the Co-EIC roles. E. Godmere further inquired about the staff's participation in the survey. B. Coady mentioned that the end of the semester is a busy time, making it more challenging to gather responses from staff members.

2. Executive Director Report

S. Coakley presented the Ed report.

There are a few minor updates regarding the petty cash. An additional \$140 has been added to the petty cash funds across the various office locations. Furthermore, an \$11 HST amount has been submitted by the auditors to the Canada Revenue Agency (CRA), and we are expected to receive a return for this amount. B. Coady, has put in 15 hours of work during the interim period.

The team is actively looking for an effective way to present the statistics and analytics from the company's website and social media platforms.

3. Treasurer report

R. Kunkulol presented the treasurer report

S.Coakley has been in communication with potential auditors for the organization.

Coakley reached out to La Rotonde, to inquire about their availability or interest in conducting an audit. Entry adjustments have been made to the financial records, and the organization is currently awaiting feedback on these adjustments. However, no major changes to the overall budget are anticipated.

Regarding employee compensation, S.Coakley indicates that there should be flexibility in how the funds are utilized by the EICs. This flexibility would allow the EICs to allocate resources more effectively based on their specific needs or priorities.

4. President report

There are questions surrounding both the crafting and presentation of the budget before the Annual General Meeting (AGM). As a result, the budget will not be coming for approval at today's meeting. For the social event, one suggestion is to incorporate a discussion or presentation related to the budget into an event that is already being planned for the ED-Board. Additionally, the idea of inviting a guest speaker to this event has been proposed. However, given the efforts involved in getting staff involved with the exams and the preparations for the AGM, organizing an in-person activity specifically for this purpose may prove challenging.

The AGM is considered an important event, and ensuring a quorum (the minimum number of members required to be present for valid transaction of business) is crucial. As such, there is a strong push to encourage maximum participation from members. K. Buck, is encouraging fellow board members to invite others and direct them to the organization's website for more information and registration.

Next board meeting is scheduled on Sunday April 28th, 2024.

C. Nadi raised a question regarding whether the quorum needs to be maintained throughout the entire meeting. The response was affirmative, indicating that the quorum must be maintained for the duration of the meeting. E. Godmere inquired about the specific number required to constitute a quorum. K.Buck indicated the quorum number is 25.

K.Buck indicates we are actively seeking participation from both staff and board members in the upcoming Annual General Meeting (AGM). Their presence and involvement are considered a significant part of the AGM's success.

To clarify the eligibility criteria for membership, E. Godmere inquired about non-voting members. K. Buck confirmed that only students are eligible to be members of the organization.

K. Buck also mentioned the concept of proxies, which typically refers to the ability of members to delegate their voting rights to another individual or representative in their absence.

III. Committees

1. Report from Finance & Audit Committee

Chair of the committee R.Kunkulol presented the update.

Regarding the corporate credit card, R. Kunkulol is still awaiting approval for the signing authority. Despite efforts made by S. Coakley, including phone calls and in-person visits, no progress has been made in obtaining the necessary approval.

Regarding merchandising, R.Kunkol has been exploring various quotes and options. Specifically, discussions have been held with an Ottawa-based merchant to produce logo-based merchandise. The goal is to create branded products featuring the organization's logo, which can be used for promotional purposes, sold to members or supporters, or distributed as part of marketing and outreach efforts.

It is important to note that this credit card fraud policy does not supersede or replace any other existing policies within the organization. It serves as a supplementary guideline specifically addressing credit card-related fraud prevention and mitigation. The policy's provisions and guidelines are based on the charges incurred on S. Coakley's personal credit card, which were likely used for organizational purposes and require reimbursement.

E. Godmere sought clarification from R. Kunkulol regarding certain aspects of the credit card fraud policy, potentially to ensure a comprehensive understanding of its scope and implications.

K. Buck clarified that the credit card fraud policy would be incorporated into the organization's policy manual as an amendment. Historically, new policies have been added as appendices to the existing document.

A motion was proposed to amend the policy manual by adding the credit card fraud policy as Appendix H. K. Buck moved the motion, which was seconded by M.Asfar. The motion passed, formally approving the inclusion of the credit card fraud policy in the organization's policy manual.

2. Report from Governance Committee

Chair of the committee M. Asfar presented the update.

He acknowledged that the start has been hectic, but they have finished the evaluation of the executive director's performance. The committee worked in collaboration with the finance committee, who shared the budget details. The committee's approach will be differential, focusing on reviewing the evaluation process and ensuring it aligns with the human resources

guidelines and the allocated budget. A key responsibility will be to scrutinize the contracts and make sure they comply with the necessary regulations and financial constraints.

3. Report from Human Resources Committee

One of the key items on the agenda is the election process for the Co-Editor-in-Chief (Co-EIC) position, which the committee will address after the Annual General Meeting (AGM). This process will be undertaken in consultation with B. Coady.

4. Report from Marketing & CR Committee

Chair of the committee G. Godmere presented the update.

During the last meeting, it was primarily a check-in session where the committee was waiting for an indication from the staff to proceed further. As the current board's term is still ongoing, it was suggested to have a discussion with the incoming Editor-in-Chief (EIC) and staff members. One of the proposed action items was to conduct a survey in September. This survey would serve as a means to gather valuable insights and feedback from students, including the incoming EIC and staff members. The survey results could provide a comprehensive understanding of the current situation and help shape the committee's future decisions and strategies.

5-minute recess

IV. Closing Business

K. Buck indicated that the audit process has been a lengthy one, and the committee is now seeking the board's concurrence on the document so that it can be presented at the Annual General Meeting (AGM). The auditor will be present at the AGM to provide a brief presentation. Both S. Coakley and K. Buck have met with the lead auditor to discuss the findings.

S. Coakley shared the key highlights from the discussions; the auditors were very professional in their approach, they had some difficulty in placing the size of the organization in the context of their typical auditing work, which is often focused on larger organizations. This led to several questions that were more applicable to bigger entities. There was a conversation about the reality of the organization and the appropriate level of oversight by the board. This included discussions around the oversight of payroll and the process of sending out press releases.

Motion by M. Asfar and seconded by R.Kunkul to approve the 2023-2024 audit. The motion passed.

S. Coakley will send an email to the auditors, informing them that K. Buck and R. Kunkul will be the two signatories for the audit. At the AGM, the auditor will present the key points in a 15-minute presentation and then answer any questions.

K. Buck moved a motion that, upon the signing of the audit, the Executive Director (ED) should proceed with paying the auditors.

The committee acknowledged that there was some dissatisfaction with the amount of time it took to receive the audit. As a result, they reached out to other firms to obtain additional quotes. Two quotes were received, with one firm expressing interest but not providing a formal quote.

K. Kunkul and K. Buck both agreed that the firm that provided the higher-priced quote is well-positioned to serve as a consulting firm for the organization. They appreciated the firm's professionalism and the depth of their engagement. C.Nadi inquired about the details behind the proposed Consultation firm, seeking more information and context.

E. Godmere inquired about the response from the camp organizations. S. Coakley provided the relevant information.

E. Godmere further asked about the committee's recommendation regarding the current auditor. The committee members expressed a strong desire to not return with the current auditor. The board agreed to revisit this item after an in-camera session to further discuss the audit firm selection process and make a final decision.

The Board AGM

K.Buck indicates the AGM will be held in a hybrid format. They have reserved a room, but the availability after March 29th is uncertain due to the university's need to confirm the booking. To ensure a seamless hybrid experience, K.Buck will ensure the university has made provisions for an integrated setup, including a microphone, sound system, and Zoom integration. This will allow both in-person and online participants to hear the speakers clearly. A registration form is available to measure attendance. S. Coakley is willing to chair the AGM 2024 proceedings. The AGM 2024 folder, located in the FPS drive, contains all the working documents, including the forms and results. These documents are confidential and accessible only to the board members.

Action Plan

The committee has completed the approval of the audit report. Regarding the Editor-in-Chief (EIC) evaluation, the process has been completed, and a follow-up meeting with B. Coady is scheduled. The reviewed budget has been discussed on a monthly basis. The committee has identified the need for the HR committee to work on the ED board salary composition piece, and a special board meeting may be convened to discuss this further. No by-laws have been identified for this year. The ratification of the EIC is required, but there is no need to ratify the ED.

Motion to move in-camera by M.Asfar, seconded by K. Buck.

K.Buck motioned to adjourn, motion carried.

