ulcrum Publishing Society

Board of Directors
Meeting Minutes
Sunday November 30, 2025
Zoom 1:00pm-3:00 PM

Present: Agape Williams, Keelan Buck, David Okengwu, Andrew Wilimek, Mathilda Zagabe, Devin Beauregard, Jason Seguya (Executive Director),

Absent: Kavi Vidya Achar (Editor in Chief)

I. Opening Matters

Meeting officially began at 2:30pm.

1. Motion to Appoint Acting Chair

Motion: K. Buck moves that K. Buck serve as acting Chair for this meeting and future, until a permanent chair is found. **Motion passed.**

2. Approval of Agenda

Motion: A. Wilimek moved to approve the agenda with the amendment of moving the approval of the minutes from the AGM to the next board meeting, seconded by D. Beauregard. **Motion passed.**

3. Approval of October 2025 Minutes

Approval of the October 2025 minutes was moved to the next meeting.

II. Selection of Officers

- No officer positions were filled at this time.
- **Action:** D. Beauregard to send out descriptions of officer and committee roles to board members.

III. Officers' reports

Editors-in-Chief (EIC) - presented by K. Achar

- N/A

Executive Director (ED) Report – presented by J. Seguya

- Performance reviews for staff have been completed and there are no major issues or concerns.
- Bill 33 has been passed and may have an impact on the Fulcrum's finances.
  - ED has been engaging with other news outlets and is considering options in relation to the potential cuts to finances that may come as a result.
- This year's NASH is being held in Vancouver and planning is underway.
  - The editorial staff would like to send nine (9) representatives to the conference (as compared to eight (8) that were sent last year.

- The cost for sending representatives to NASH has ranged in recent years between $4,000 and $6,000; the estimated cost this year would be closer to $14,000.
- Concerns were raised regarding such a significant increase in the budget for NASH, coupled with the reasoning behind sending a larger contingent than ever before. To what extent would it create an untenable precedent – especially if Bill 33 results in financial challenges in the coming years?

- **Motion:** D. Beauregard moved to increase the budget line for conference fees (re: NASH) to $8,100 as a one-time provision to recognize the added and exceptional costs of travelling to Vancouver, seconded by A. Wilimek. **Motion passed.**

President's Report & **Treasurer Report** – presented by D. Beauregard

- No major budget changes since the budget was approved at the AGM in October.
- The AGM went well! Major kudos to J. Seguya!
- In the coming months, focus will be on revisiting the budget and its allocations, and beginning work on the 2026-27 budget.
- A focus for the governance committee will be on recruitment for both the board and for members, writ large.
    - A refresh of various governance documents will be undertaken.

5-minute recess (2:25pm-2:30pm)

IV. Establishment of Committees

HR Committee

- **Motion**: K. Buck appointed as chair. **Motion passed.**
- Membership: K. Buck (Chair) and D. Beauregard, *one vacancy*

Finance Committee - Unconstituted

- **Motion:** D. Beauregard to serve as acting chair until a Treasurer is appointed. **Motion passed.**
- Membership: D. Beauregard (acting Chair until a Treasurer is appointed)
    - Until a proper committee has been constituted, any major budgeting decisions will be brought to the board.

Governance Committee

- **Motion**: D. Beauregard appointed as chair. **Motion passed.**
- Membership: D. Beauregard (Chair), A. Wilimek, and K. Buck

Marketing Committee - Unconstituted

- Membership: Vacant

V. Closing Business

- Board recruitment: With a board of six (or seven) members, we can appoint up to two (2) members.

        - **Action:** Editorial to post a notice regarding board recruitment following the December holiday break.
- **AGM debrief:**
    - In the future, we may want to emphasise the housekeeping aspects of the meeting at the onset of the meeting as some online questions came in at the end of the meeting before they could be addressed.
- **Update - Change to signing authorities for TD Bank:** At the tail end of getting authorities put in place. All that remains is a meeting with them.
- **Business from the floor:**
    - **Next board meeting:** Unless a major issue requires it, the plan is to reconvene in January 2026.
        - **Motion:** D. Beauregard moves to cancel the December 2025 board meeting, seconded by A. Williams. **Motion passed.**
    - **Action:** ED to update the Fulcrum website to reflect changes to Editorial Board and Board of Directors – including officer roles and committees.
    - **Motion:** D. Beauregard moves that we provisionally keep our current legal council, seconded by A. Wilimek. **Motion passed.**

<u>In-Camera – N/A</u>

VI. <u>Adjournment</u>

- **Motion:** A. Wilimek moves to adjourn the meeting, seconded by D. Beauregard. **Motion passed.**
    - Meeting adjourned at 3:08pm.