

## The Canadian Fair Trade Network

### Annual General Meeting Minutes

**Date:** Friday January 11th, 2013 | **Time:** 8:30am – 10:40am

**Location:** The Hyatt Regency Hotel – 700 Centre Street Southwest, Calgary, AB. T2G 5P6

**Room Name:** Stephen A/B

#### **Board Attendees:**

1. Kaan Williams (BC)
  2. Kelly James (AB)
  3. Nancy Allan (SK)
  4. Zack Gross (MB) – Meeting Chair
  5. Bruce Morton (ON)
  6. Nadia Berger (ON)
  7. Lia Walsh (ON)
- \* Sean McHugh (BC) - (ex-officio)

#### **Regrets:**

1. Eric St Pierre (QC)

### **Meeting Minutes:**

Meeting got underway at 8:37am mountain time

#### ***1. Opening Note***

8:40am – Sean McHugh welcomed participants to Calgary and to the CFTN's first Annual General Meeting, introducing the members of the board for 2012

#### ***2. Introductions***

8:45am - Icebreakers – Brenna Atnikov (Facilitator for the day) began the day with sociograms, getting people up, talking and engaged.

#### ***3. Address from the chair***

9:03am – Zack Gross began his address with reviewing what we've managed to accomplish in the short time that we have been together as a board; covering documentation, structure and the broad engagement of stakeholders across the country.

#### ***4. Report from the Executive Director – State of the movement***

9:08am – Sean McHugh recapped the state of the movement, pointing to 15 Fair Trade Towns with many more on the way, 3 Fair Trade Campuses with many more on the way, the development of the CFTN through 2012 and the growing availability and consumer understanding of Fair Trade.

#### ***5. Review and ratification of governance documents – Bylaws, Constitution and Terms***

9:12am - Documentation presented – Zack talked about the development of bylaws, a constitution, incorporation, terms for board members and the executive director, the opening up of membership and these historic first steps getting the CFTN up and off the ground officially at this inaugural AGM.

9:17 A motion was presented to make amendment to bylaw 36 presented by Zack Gross, it stated: that we amend bylaw 36, changing section 1 from:

“Three consecutive unexplained absences will result in expulsion from the board and early termination of the director’s term”

To:

“Directors who will be absent may appoint a proxy to fulfill their commitment in their absence; the proxy may both attend and vote at meetings”

A motion to accept the constitution was put forward by – Michael Zelmer – 9:19am

Seconded by - Janalee Morris-Wales – 9:19am

All in favour – Motion carried

A motion was then put forward to accept the bylaws with the amendment presented – Michael Zelmer – 9:23am

Seconded by – Monica Firl – 9:23am

All in favour – Motion carried

### ***6. AGM Business – Motions***

Discussion was carried out about the complexity of the marketplace with regards to certification systems now being seen and how the CFTN needed to remain focused broadly, looking toward the ideals of Fair Trade that brought us together in the first place.

However, the board also decided, therefore brought before the membership that we recommend to Fairtrade Canada that for the purposes of the Fair Trade Town and Fair Trade Campus programs in Canada that the FLO (Fairtrade) certification system be adopted as the baseline standard.

Question – Monica Firl – Is the intention of the CFTN to engage beyond commodities, to handicrafts, and work with organizations such as the WFTO and FTF

Response – Sean McHugh – Definitely, it was explained that to this point the CFTN had remained focused in Canada, and given that neither the WFTO or FTF have offices in Canada, discussion and dialogue had not yet been had. Sean then request that Monika facilitate introductions with both.

Motion to accept the recommendation put forth – Mark McLaughlin – 9:25am

Seconded – Jennifer Williams – 9:25am

All in favour – Motion carried

### ***7. Review of the Annual Report***

9:30am – Review of the annual report commenced with Zack walking through the annual report, Sean then talked through a few of the specifics before turning it over to Bruce for the review of the financials

### ***8. Review of the financials***

Presentation of the financials – Bruce Morton presented the financials as they were presented in the report and on PowerPoint, while noting that given our financial situation this year our financials were largely managed by Fair Trade Vancouver, with some expenses being split between the two organizations.

Motion to accept the un-audited financial statements – Josh Vanwyck – 9:38am

Seconded by – Holly Wheaton – 9:38am

All in favour – Motion carried

### **9. Question and Answer**

Question – Avery Gottfried – How is the executive decided upon?

Response – the executive will be decided upon by the board once elected

Question – Michael King – Are there plans to have the territories represented in the future?

Response – Sean McHugh – Definitely, it actually came up in discussion in our last board meeting; changes will be made immediately after the conclusion of the conference

### **10. Election of Directors**

9:39am – A discussion of the nomination and election process was carried out. A call for nominations from the floor was then made for any last minute interest in taking a seat on the board; no additional nominees were added at this time.

9:44am - Nominee presentations began, hearing from:

#### **Returning directors:**

1. Kaan Williams – BC
2. Kelly James – AB
3. Nancy Allan – SK
4. Zack Gross – MB
5. Nadia Berger – ON
6. Bruce Morton – ON

#### **New Directors:**

1. Sasha Caldera – BC
2. Shirley Fagnen – QC

Motion to close nominations – Michael Zelmer – 10:05am

Seconded by – Alexandria Werenka – 10:05am

All in Favour – Motion carried

Motion to accept the slate as presented – Jennifer Williams – 10:07am

Seconded by – Michael Zelmer – 10:07am

Abstentions: Lia Walsh

All in favour – Motion carried

### **12. Closing of the AGM**

A closing note was given, thanking people for their participation.

A motion to adjourn the meeting was put forward – Karimah Hudda – 10:12am

Seconder – Kaan Williams – 10:12am

All in Favour – Motion carried

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#### **Notes on the remainder of the day:**

10:15am - Break commenced

10:40am - Attendees were reconvened for two sessions:

- The complexity of Fair Trade
- An introduction to system thinking

12:10pm - Lunch commenced

1:15pm - Attendees were reconvened for an open space session, where participants set their own agenda

5:30pm – Closing of the first annual two day Fair Trade conference and AGM