



Newfoundland-Labrador
Federation of Co-operatives
2019-2020 ANNUAL GENERAL MEETING

October 24, 2020 – Albatross Hotel, Gander, NL

I. Call to order

NLFC board of directors was called to order at 10:02 am on October 24, 2020, by Ken Kavanagh at the Albatross Hotel in Gander, NL.

Ken read a land acknowledgement: this land on which we gather is unceded territory of the Mi'kmaq and we acknowledge and respect the diverse histories and cultures of the Beothuk, Mi'kmaq and Inu of this province. He thanked Candice Matthews, Leading Edge Credit Union, for bringing the importance of making this recognition to the attention of the NLFC. He thanked members who were in attendance, including those online. He noted that unfortunately members attending online are not able to make resolutions.

II. Attendance

Alexis Foster, Managing Director; Faith Gates, Staff; Gail Pike (Zoom), Vice President; Ken Kavanagh, President; Valerie Carruthers, Secretary; Reg Best, Director; Gerald McKenna, Director; Wayne lee, Director; Gary O'Brien, Treasurer; Lloyd Hayden, Director; Shanti Samaroo, Director

III. Introductions and Greetings

Ken Kavanagh introduced the NLFC Board of Directors and Staff

- a. Minister Andrew Parsons, Department of Industry, Energy and Technology, Government of Newfoundland and Labrador sent greetings via a video recording.
- b. Gary O'Brien shared greetings on behalf of Pam Duffield, President, Atlantic Central
- c. Mark Duplantie, Member Relations, Co-operators, sent greetings via Zoom on behalf of the board, management, and staff. He spoke about the unprecedented

times and the roller coaster ride for the Cooperators this year. He highlighted the importance of resiliency, training and education and encouraged the NLFC to continue to engage and support members in the co-op sector. He thanked the NLFC for its loyalty and partnership over the years.

IV. Approval of Agenda

Gary O'Brien, Treasurer; asked for a motion to adopt the agenda

Moved: Wayne Lee Second: Shanti Samaroo -- Motion Carried

V. Credentials Report

Gerald McKenna confirmed that there are 15 voting delegates and 11 cooperative members in attendance at the AGM. He noted that the NLFC requires representation from at least 10 voting members from at least five different co-operatives in the province to have an AGM. He stated that the registered members at this AGM constitute a quorum.

VI. Nominations Report

Wayne Lee stated that the NLFC board is a nine-member board with staggered three-year terms so three positions are up for election each year. There are three nominations so far to date: Pam Anstey, Gary O'Brien, and Gerald McKenna. The Directors with expired terms are Gary O'Brien, Gerald McKenna, and Reg Best.

VII. Minutes of 2018-2019 AGM

Valerie Carruthers, Secretary, presented the 2018-2019 AGM Minutes located on page 2 of the AGM folder. She noted two errors:

- 1) #3a. Should say 2018 AGM, not 2017 AGM
- 2) #4 under Board Elections, the first sentence should read "he called nominations three times and declared nominations ceased" not nomination creased.

Valerie Carruthers, Secretary, asked for a motion to adopt the 2018-2019 AGM Minutes as amended.

Moved: Wayne Lee Second: Owen Brinston --Motion Carried

VIII. President's Report

Ken Kavanagh, President, presented the report with these highlights:

- a. He noted that this is the 70th year of this organization; first formed under the name of Newfoundland Co-operative Union in 1950 and then renamed as Newfoundland Co-operative Services until 1967 when it became the NLFC.
- b. A moment of silence was set aside to acknowledge the passing of Tom Best, President of Petty Harbour Fishing Co-operative and Former NLFC Board member (Treasurer) and Cyril Street, co-founder of a fishery co-operative on the Northern peninsula.
- c. On behalf of co-ops & credit unions expressed thanks and appreciation to our provincial government for its leadership and diligence in significantly minimizing the health impact of COVID-19. He singled out Minister of Health John Haggie and Chief Medical Officer Dr. Janice Fitzgerald for their efforts. He also thanked all health care workers and all other essential workers who provided us with essential goods & services during this health crisis.
- d. As NLFC is a member-owner of the Cooperators, there was an acknowledgement of its 75-year anniversary this year. He noted the \$200,000 COVID-19 fund the Co-operators put in place for Canada, which NLFC received \$20,000 to help co-ops in Newfoundland and Labrador.
- e. Extended congratulations to Lourdes Co-op Society (Port au Port Peninsula) on celebrating its 80th Anniversary having been incorporated on January 31, 1940.
- f. In the context of a new Premier calling for “all hands-on deck” to address our fiscal crisis, he noted the potential of co-operatives in the province and wanted to reiterate to the provincial government that the NLFC is on deck and ready to do our part in growing and diversifying the economy by supporting co-op development in the province.
- g. Because of a major restructuring of government, the NLFC, our Memorandum of Understanding (MoU), along with a suite of relevant Regional Development programs were transferred to a new Department under a new Minister. While this move created some anxiety and concerns for us, those were all allayed after a meeting with Min. Andrew Parsons (Industry, Energy & Technology). Minister Parsons not only displayed a great deal of knowledge & understanding of the co-operative & credit Union sector but reaffirmed his commitment to working together to grow the co-op sector, particularly through our MoU.
- h. Board & staff participated in a first ever full scaled strategic planning session right after last year’s AGM. A 1-page summary of that exercise was placed in the AGM kits. A major initiative arising from the exercise was to put more focus on establishing & maintaining a stronger relationship with all co-ops and credit

unions in the province. One immediate outcome in this new “member engagement” initiative was the creation of a new staff position titled: Membership & Administration Manager. At least 70% of that position will be devoted to the member relations/support function. Faith Gates was recently hired to fill that position.

i. The Co-op Development Fund Corporation (CDFC), a subsidiary of the NLFC, was set up in 1988 when half a million dollars from a liquidated fur farmer’s cooperative was issued to the NLFC to use for co-op development. This fund, co-owned by the department of IET, now valued at \$800,000 is guided by these principles:

1. A separate corporate entity;
2. A subsidiary of the NLFC;
3. NLFC maintain majority position on CDFC Board;
4. Funding to be used to support business start-up costs for new & emerging co-operatives;
5. Fund to be administered to operate in perpetuity;
6. Fund investments to be prudent, low-risk, ethical and within the co-operative/credit union sector.

j. He highlighted the need to amend the Co-operatives Act, to address the legal provision to hold virtual AGM’s. We need a short-term solution such as a recent Order in Council to ensure that co-ops can meet virtually, if this does not restrict member access.

k. He indicated that his intention is to step aside from the President’s position and serve only as a board director this year. He said that next to his family, and his career as an educator, the third thing that has impacted him is his work involved with this NLFC and the co-operative sector. He thanked everyone.

IX. Financial Report

Gary O’Brien, Treasurer, presented the March 31, 2020, Financial Report, including the Audited Financial Statements, prepared by the accounting firm MNP.

a. He noted a small deficit of \$6,861 but indicated that the NLFC has money in the bank and its stabilization fund.

b. After extensive discussions focused on variances between the March 2019 and March 2020 Income Statements. Valerie Carruthers, Secretary, recommended that in future the financial report should include notes that explain substantive variances.

Gary O'Brien, Treasurer, asked for a motion to move the adoption of the financial report.

Moved: Wayne Lee Second: Lloyd Hayden

-- Motion Carried

X. Managing Director's Report

Alexis Foster, Managing Director, referred to her report in the AGM folder. Highlights include:

- a. The national "My Blueprint" initiative and the focus on engaging under-represented groups.
- b. New opportunities with under-represented groups such as newcomers and that Valerie Carruthers had convened a group to connect with the NLFC. She recognized Economic Development Officer Tony Randall.
- c. The NLFC met with Minister Parsons at the Farmers Market to sign the 2020 Co-op Proclamation.
- d. Unfortunately, due to Covid, NLFC postponed our plan to host in-person regional meetings. However, the grant from the co-operators will help the NLFC deliver online learning opportunities focused on how to best use technology, including social media etc.

XI. Q & A

No questions were raised but Owen Brinston relayed greetings on behalf of Murray Hatcher, Atlantic Retail Co-op Federation.

XII. Resolutions

No resolutions presented.

XIII. Board Elections

Wayne Lee, Director, stated that to date we have three nominations and three open positions. He asked three times if there were any further nominations for the position of director on the NLFC board of directors. With no further nominations, he declared that Pam Anstey, Gerald McKenna and Gary O'Brien are elected as new board members for the next three years.

XIV. Adjournment

The meeting was adjourned at 11:30 a.m.

Minutes submitted by: Faith Gates, Staff

Minutes approved by: Board of Directors