

SaskInteractive Media Association Inc.
Annual General Meeting – Minutes
June 11, 2022

1. Call to Order – Johannes call to order at 1:04PM
 - Verification of members present: Dave/Stephanie verified that the current list of attendees are valid members.
 - Verification of Proxy: Johannes and Darcy noted that there were no noted Proxy made from any members.
 - Introduction of Nomination Scrutineer: Darcy provided a brief introduction to Mr. John Harstone as a neutral third-party member of SaskInteractive. Darcy noted that Mr. Harstone was the scrutineer at the 2021 AGM. **Motion:** To acknowledge that Mr. John Harstone is this year's nominations scrutineer. Moved by: Johannes M seconded by: Michael L. Majority passed and carried.
 - Board and staff in attendance:
 - i. Johannes Moersch, Chair and President
 - ii. Mark Lloyd, Vice-President
 - iii. Dave Clampitt, Secretary
 - iv. Jason (Jay) Cameron, Director
 - v. Gui de Silva Rocha, Director
 - vi. Michael Long, Director
 - vii. Darcy McLane (ED)
 - viii. Stephanie Cyca (Staff)
 - ix. Scrutineer: John Harstone
 - Board member regrets:
 - i. Patrick Stancu
 - ii. Jacob Sauer
 - Quorum has been reached as noted in Bylaw.
2. Approval of the Agenda – Johannes asked if there were any requested changes/additions to the agenda. **Motion:** Seeing no changes, to accept the agenda as presented to members which formed part of the AGM package which was sent to members. Moved by: Johannes M, seconded by: Dave C. Majority passed and carried.
3. Approval of the Minutes of the 2021 AGM – Johannes asked if there were any requested changes/errors/omissions to the September 25, 2021, AGM minutes. **Motion:** Seeing no changes/errors/omissions to the AGM minutes of September 25, 2021, to accept these minutes as presented to members which formed part of the AGM package which was sent to members. Moved by: Johannes M, seconded by: Jay C. Majority passed and carried.
4. Chair's Annual Report – Johannes provided a verbal report. The report will be provided as part of these minutes.

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5. Audit Report

5.1 RDS Chartered Accountants – 2021/'22 Audited Financial Statements

Darcy presented the audited financial statements which formed part of the AGM package which was sent to members. In his overview, Darcy made several points of clarification (from RDS) including the financial statements for the fiscal year for the 12-months ending March 31, 2022. In that review, there was the financial position of the organization, including assets, liabilities and cash flow. In addition, a review of the statement of operations for the period noted and changes to net assets, cash flow and adjusted reconciliations (journal entries) and disclosure of the organizations accounting policies. **Motion:** To accept the audited financial statements for the fiscal year ending March 31, 2022, as approved by the board. Moved by: Johannes M seconded by: Colin W. Majority passed and carried.

6. Executive Director's Annual Report – Darcy provided a verbal report on the association's activities over the year. The report will be provided as part of these minutes.

7. Appointment of the Auditor for fiscal year 2022/'23 – Johannes noted that in the AGM package, a document called Approval of Financial Auditor for 2022/'23 will be voted on to accept RDS Chartered Professional Accountants for the fiscal year. **Motion:** To accept RDS Chartered Professional Accountants as the auditor per the document noted above. Moved by: Johannes M seconded by: Mark L. Majority passed and carried.

8. Ratification of Bylaw – Johannes noted that the bylaws now reflect the membership changes of Class A and Class B members. **Motion:** To move the acceptance of the bylaws as changes made to Class A and Class B memberships. Moved by: Johannes M seconded by: Dave C. Majority passed and carried.

9. Nominations to Board of Directors – Johannes noted that there are six (6) 2-year term positions now open for this AGM. In addition, there are two (2) 1-year term positions now open for this AGM. Johannes provided a bio of each nominee. Darcy provided a brief introduction on what Mr. Harstone will do as scrutineer.

9.1 The following names have been put forward from the Nominating Committee:

- i. Ms. Nova Alberts - Majority
- ii. Mr. Jay Cameron - Majority – 1-year term
- iii. Mr. Andrew Kuipers - Majority
- iv. Mr. Johannes Moersch - Majority

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- v. Ms. Kristine Ripplinger - Majority
- vi. Mr. Patrick Stancu - Majority
- vii. Mr. Justin Swedberg – Majority

NOTE: given that there are enough nominations for positions, there will be no need for voting and/or scrutineering of the votes for nominations and terms.

10. Adjournment – Johannes closed the 2022 AGM meeting at 2:02 pm

NOTES:

- It was noted that some members didn't receive an email with the AGM package. August B and Derek L stated they didn't receive the package. Darcy said he would investigate why and send them the AGM Package.
- August B noted that some of the Events page notifications are not working. There seems to be something on the back-end that is broken. Darcy said he would investigate the Events Page issue.



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List of 2022 AGM Attendees:

- Colin Witow
- Adam Tilson
- Andrew Kuipers
- Bradley Bateman (left early, during financial report)
- Derek Leverington
- Justin Swedberg
- Kristine Ripplinger
- Matt Brown
- Nykola Reed
- Yinkai Qi (left early)
- Nova Roberts
- August Becker

Approved by:

Dave Clampitt, Secretary

Darcy L McLane, Executive Director

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Board Meeting – This board meeting was designed to meet and greet with the current board and the new directors and an introduction to the Executive Director. This was an unofficial board meeting, yet there are motions made to reflect the role each director will assume to comprise of the new board.

1. Introductions – Johannes provided a brief introduction of current and new board members. Darcy thanked the previous board members for their work to SaskInteractive. Darcy gave a brief history of his experience and the role of the Executive Director.
2. President - Johannes let his name stand as Chair and President. There were no other names put forward.
 - **Motion:** To accept Johannes Moersch as returning Chair and President. Moved by: Dave C seconded by: Nova Alberts. Carried.
3. Vice President – Mark Lloyd let his name stand for Vice-President. There were no other names put forward.
 - **Motion:** To accept Mark Lloyd as returning Vice-President. Moved by: Johannes M seconded by: Jay C. Carried.
4. Secretary - Dave Clampitt let his name stand for Secretary. There were no other names put forward.
 - **Motion:** To accept Dave Clampitt as returning Secretary. Moved by: Johannes M seconded by: Mark L. Carried.
5. Treasurer - postponed to next board meeting.
6. Agenda item for next board meeting – define committee structures.
7. Next Board meeting date – Darcy stated that monthly board meeting is usually the last Wednesday of the month. Johannes noted that June 29, 2022, at 6PM would be the next official board meeting. Darcy noted that he will have the board orientation packages out to new directors by end of next week.
8. Adjournment – Johannes moved to close the unofficial board meeting at 2:38PM.

Approved by:

Dave Clampitt, Secretary

Darcy L McLane, Executive Director