

**Editors' Association of Canada
Association canadienne des réviseurs**

**Annual General Meeting
Minutes**



**EDITORS
RÉVISEURS
CANADA**

June 26, 2025

Zoom

Contents

- 1. Land Acknowledgement..... 2
- 2. Call to Order..... 2
- 3. Parliamentary 2
- 4. Motion #1: Approval of Agenda 2
- 5. Motion #2: Approval of the 2024 Draft AGM Minutes 3
- 6. Motion #3: Approval of the 2024 Annual Report 3
- 7. Motion #4: Approval of the 2024 Auditor’s Report 4
- 8. Financial Report..... 5
- 9. Motion #5: That the Decision Making Procedures make it more explicit that the association's governance documents are listed in order of precedence. 7
- 10. Motion #6: That Editors Canada's members reject the strategic plan that has been discussed by the National Executive Council and instruct the NEC and staff to immediately stop following the plan. 7
- 11. Motion: That the meeting be continued 10
- 12. Adjournment..... 10
- Appendix A – Meeting Agenda 11

PRESENT:

NATIONAL EXECUTIVE COUNCIL

Kaitlin Littlechild
Alex Benarzi
Tara Avery
Heather Buzila
Suzanne Aubin

President
Vice-President
Treasurer
Secretary
Director of Member Recruitment and Retention

OTHERS

Gael Spivak
Michelle Ou

Parliamentarian
Senior Communications Manager

About 90 members

1. Land Acknowledgement

Editors Canada respectfully acknowledges that we are on and work on the traditional lands of the Indigenous peoples, Inuit, First Nations and Metis, in what we now call Canada. We honour the ancestry, heritage and gifts of the Indigenous peoples and give thanks to them.

2. Call to Order

Kaitlin Littlechild called the meeting to order at 7:03 p.m. EDT.

3. Parliamentarian

The Parliamentarian was Gael Spivak. President Kaitlin Littlechild stated that Gael's role is to advise Kaitlin when questions of procedure arise. Editors Canada uses *Robert's Rules of Order* for the annual general meeting (AGM), along with the Editors Canada *Rules of Order Guide*. The Editors Canada bylaw states that meetings will be conducted according to *Robert's Rules of Order* section 3.09. Various policies, procedures and guidelines may come into play at the AGM.

4. Motion #1: Approval of Agenda

MOVED BY Aerin Caley

SECONDED BY Randall Perry

that members approve the agenda.

Carried with 75% in favour.

5. Motion #2: Approval of the 2024 Draft AGM Minutes

MOVED BY Sharon Cozens
SECONDED BY Sylvie Collin

that members approve the 2024 draft annual general meeting minutes.

Carried with 78% in favour.

6. Motion #3: Approval of the 2024 Annual Report

MOVED BY Marie-Christine Payette
SECONDED BY Suzanne Aubin

that members approve the 2024 annual report.

FRIENDLY AMENDMENT: that members approve the 2024 annual report with branding, editing and formatting errors corrected.

Discussion:

Virginia St-Denis asked to make a friendly amendment to the motion that members approve the 2024 annual report after it has been edited. She commented that there are errors throughout the report, as well as errors that go against the Editors Canada Professional Editorial Standards.

Alex Benarzi commented that the annual report has been edited since it was sent to members with the call to meeting. He said that there were fewer people working on the annual report this year compared to previous years.

Virginia St-Denis commented that the annual report also needs to be revised to follow the Editors Canada branding guidelines.

Greg Ioannou said that now members are being asked to approve an annual report that they haven't seen. Members have no way of knowing if the errors in the document will be corrected.

Saleh Waziruddin said that based on the amendment, the edits required are not substantive, so members can approve the substance of the report and then the edits can be made.

Lana Okerlund disagreed that the edits needed are not substantive; for example, the list of donors is not complete.

Aerin Caley said based on the previous comments, substantive edits are needed and it would be better to wait to vote on the annual report until after it has been edited, at a future meeting.

Virginia St-Denis apologized that she was originally looking at her comments for the strategic plan, not the annual report, but that the annual report does need editing for minor issues and branding revisions.

Greg Ioannou said that his main problem with the annual report is that it seems to treat the strategic plan as if it were already approved and in effect.

Alex Benarzi said we didn't have a dedicated formatter for the report because of lack of volunteers. He apologized for missing Lana Okerlund's company on the donor list. He said that there was a volume of material that was carried over from last year's approved annual report; the rest of the report is made up of material that was submitted by branches, twigs and committees. He said the wording referring to the strategic plan does not claim that the strategic plan was already approved.

Virginia St-Denis said that in the president's message, it says Editors Canada is in a period of change because of the launch of the strategic plan; this is what Greg Ioannou was referring to. In the executive director's message, there is a factual error about consultation on the strategic plan.

Alex Benarzi said that the annual report is meant to reflect on the previous year's accomplishments and to look to the future.

Laura Edlund said the president's message may read incorrectly to other members of Editors Canada and the public because it makes it sound like the strategic plan has been launched already. She said the annual report misrepresents the stage we are at with the strategic plan.

Letitia Henville said that if the president's message were revised to speak of the strategic plan as "anticipated" or "in the future," perhaps the annual report could be approved at a future meeting.

After voting, the motion was tied, so President Kaitlin Littlechild cast one more vote to break the tie.

Carried with 40% in favour.

7. Motion #4: Approval of the 2024 Auditor's Report

MOVED BY Tara Avery

SECONDED BY Michelle Waitzman

that members approve the 2024 auditor's report.

Discussion:

Virginia St-Denis pointed out a typo on one of the financial slides. She also mentioned that while certification revenue is shown, there are no certifications expenses shown, so there's no parallel. She requested that the numbers be clarified.

Treasurer Tara Avery said that she believes certification is making more money than it costs, but she doesn't have the exact numbers with her.

Elaine Vininsky asked that her question in the Q&A be read into the minutes. She asked if this means that the branches and twigs won't be seeing any money this year.

Treasurer Tara Avery said that the twigs are not getting additional funds until they have worked through the surpluses in their accounts. Branches handle their own bank accounts and will continue to get their usual funds from Editors Canada.

Nancy Foran commented that the financial slides are usually bilingual, but this year they are not. Information at the AGM should be bilingual.

Andrew Park commented that conference fees are out of his price range as a part-time editor and wonders if Editors Canada would consider a virtual conference to be held online.

Carried with 91% in favour.

8. Financial Report

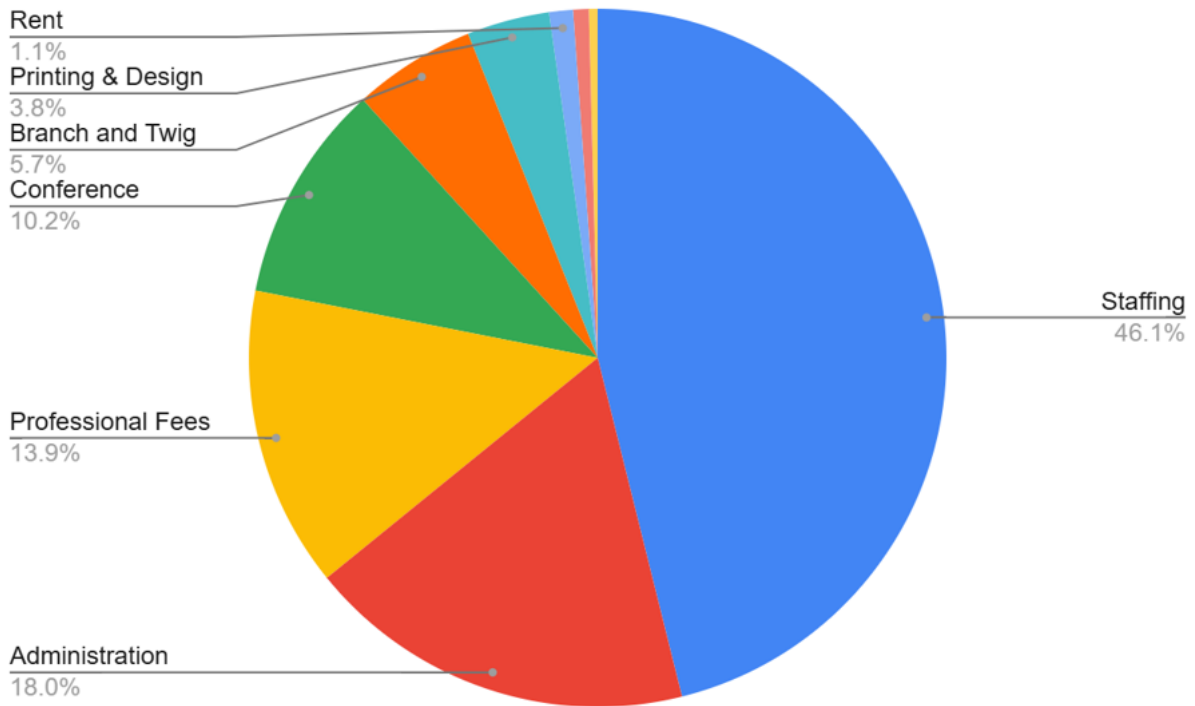
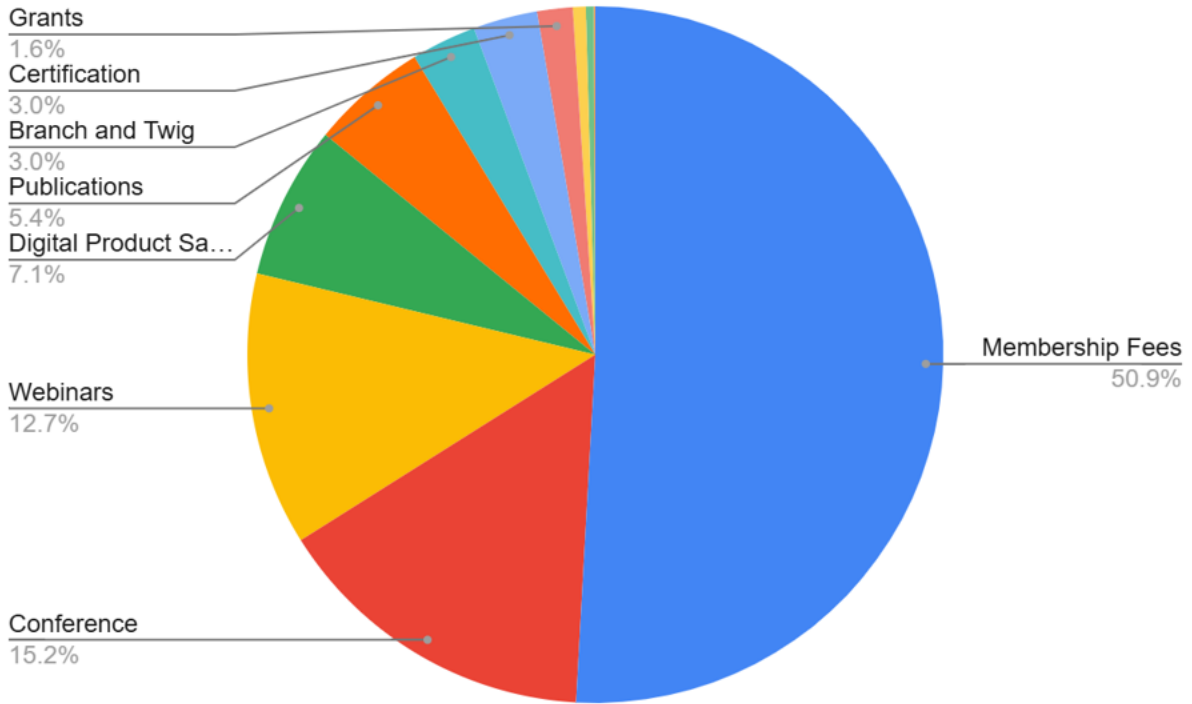
Treasurer Tara Avery provided a concise overview of the financial report including a breakdown of revenue and expenses. In 2024 there was a decrease in membership as well as a decrease in revenue, possibly due to inflation. Certification revenue and conference sales increased, but the price of the conference also increased, which caused the conference to break even. Administrative costs also increased, but there was a decrease in webinar sales. The 2024 deficit was \$99,122.



Highlights of 2024/ Faits saillants de 2024

Consolidated Revenue/Expenses / Revenus/dépenses consolidés	2024	2023
Total revenues / Revenus totaux	\$454,957	\$462,662
Total expenses / Dépenses totales	\$554,079	\$502,129
Surplus (Deficit)/ Excédent	\$(99,122)	\$(39,467)

Revenue / Produits



9. Motion #5: That the Decision Making Procedures make it more explicit that the association's governance documents are listed in order of precedence.

MOVED BY Gael Spivak

SECONDED BY Greg Ioannou

that the Decision Making Procedures make it more explicit that the association's governance documents are listed in order of precedence.

Discussion:

Gael Spivak said during past governance task forces and discussions with members, Editors Canada made sure that the association's Bylaw and policies and procedures aligned with the Canada Not-for-profit Corporations Act, which Editors Canada has to follow. At one point, though, Editors Canada needed to make the member-run nature of the association more explicit, and that was put into the Decision Making Policy and Procedures. Directors report to members and the executive director implements direction given by the national executive council. Decisions must be inline with the association's policies and procedures. But there's only a custom that policies, procedures and guidelines function as important governance documents. These documents have a position in the governance hierarchy after the federal act, the Editors Canada Bylaw and outcomes of member votes at AGMs. This motion is to make that hierarchy clear.

Carried with 94% in favour.

10. Motion #6: That Editors Canada's members reject the strategic plan that has been discussed by the National Executive Council and instruct the NEC and staff to immediately stop following the plan.

MOVED BY Greg Ioannou

SECONDED BY Virginia St-Denis

that Editors Canada's members reject the strategic plan that has been discussed by the National Executive Council and instruct the NEC and staff to immediately stop following the plan.

Discussion:

Virginia St-Denis said that there are serious substantive issues in the draft strategic plan, including errors with the definitions of plain language, conscious and inclusive language, and artificial intelligence. The consulting on the strategic plan hasn't been robust enough; only the overall ideas of the plan were shared with members, and it doesn't seem like people's feedback was addressed. There is also concern about the language used in the plan, like buzzwords and buzz phrases, and some language that is difficult to understand.

Greg Ioannou said he would have preferred discussing amendments to the draft plan instead of moving to reject it. But the deadline for substantive motions was April 30, 2025, and the draft strategic plan wasn't released until May 23, 2025, so there was no time to discuss amendments. The final member review of the draft plan that was promised over email did not happen; the AGM

is the only opportunity for the members to discuss and amend the plan, which isn't enough time. Much of the plan is very badly rewritten with corporate jargon that is difficult to understand. The vision and mission are actually strengths of the plan. The plan states that factchecking is a new part of editing, when it has been included at least for the last 50 years. Remote work is not a trend of the editing profession and hasn't become more common, like the plan says. The footnotes quote articles that are not relevant to the editing profession. There is no discussion of how French editors are often paid less than English editors, and this pay disparity should be a focus of the association. The wording in the plan makes it sound like the association was incorporated recently, when this is not correct. Members of the association are able to vote to overturn NEC decisions, and it seems like the NEC isn't aware of this. The non-profit lifecycle analysis used in the draft plan is based on a study that is 25 years old, which is based on research conducted in the US from the 20 years before that. Working with colleges and universities has been happening with the association for the last 40 years and isn't a new initiative. Offering insurance to our members is also not a new initiative. There are various phrases used in the draft, like a "big shift," that aren't presented with any context. The plan mentions a delegation of duties to the executive director policy, and we already have some of the duties included in our financial policy and procedures. We need to make sure that this doesn't mean that the executive director takes over decision-making for the association. The plan suggests hiring a knowledge management staff member, but it doesn't explain what that staff member would do or where the association would get the money to hire that staff member. Partnering with other organizations already happens. Page 25 of the draft plan includes incorrect information about who we should be reaching out to in the government. The consultant chosen to help with the plan focuses on arts organizations, and Editors Canada is not an arts organization, so this was the wrong consultant to work with. The draft reads like a generic strategic plan that has been tweaked for our association.

Point of order raised by A. J. Gordon: It seems like Virginia St-Denis is arguing agenda item 11 instead of the motion at hand.

Kaitlin Littlechild clarified that Virginia St-Denis misspoke when arguing in support of motion 6, agenda item 9.

Alex Benarzi said what the mover of the motion said isn't what we're being asked to vote on. What we're being asked to vote on is trust for a process. What made it into the strategic plan in terms of content was a reflection of the consultation process. The plan is meant to be inclusive, which means that sometimes the draft plan includes some awkward language. The substantive content in the draft plan was included because it was what was heard in the consultations; the consultant didn't write the plan, nor did the NEC. Alex worries that if we were to reject the plan that we would have to start over in the planning process, which means a waste of time and money, and would possibly discourage those who already participated from participating again. A rewritten strategic plan may only reflect a different subset of members who choose to participate. Just because something isn't included in the draft plan doesn't mean we won't work on it as an association. We are missing the bigger picture in favour of the little details.

Laura Edlund said thank you to everyone who worked on the strategic plan for their time, commitment, and knowledge. Laura also acknowledged the work that has gone into all the comments on the draft strategic plan. There has been change and progress in the plan since the rough draft was presented at the 2024 conference, but there needs to be more clarity in the plan. Instead of a binary decision between reject or accept, is there a route to more discussion? Members have not had a chance to hear from the members of the task force who have been

hands-on with the plan about why some things were included in the plan. Can we see further change and growth in the plan with more consultation to create an even better document?

Andrew Park said that the language in the draft strategic plan is sometimes so abstract that it is hard to determine what is being said. Abstract language isn't necessarily inclusive, and inclusive language doesn't need to be abstract. It is uncertain what the plan is trying to achieve.

Suzanne Bowness said she respects the amount of work that has gone into the plan already. Members need to have longer with the document, rather than seeing the plan rejected completely and needing to start from the beginning again. The plan is important enough to take longer to think about it and then vote on it in a few months in a special meeting. There are some wording changes that need to be made and some errors that need to be fixed, as was mentioned before.

Nancy Foran said that as an association we should not be asked to vote on trust or vibes. She said she needs to see the completed version before she feels comfortable voting on it. That isn't about trust; it's how we work as editors. If the plan wasn't ready for voting, why was it sent to members to vote on?

Virginia St-Denis said there have been a lot of volunteer hours put into the strategic plan so far, so we don't want to start from the beginning of the process again. But we are unable to make substantive changes to a motion at the meeting because it isn't fair to the people who submitted proxy forms. Would Greg Ioannou accept a friendly amendment to the motion that says members reject the plan in its current form; that would allow for more consultation to happen.

Greg Ioannou said he would be happy to accept the friendly amendment.

Alex Benarzi objected and asked if adding "in its current form" is enough based on parliamentary procedures to allow us to implement a window for consultation.

Vote on friendly amendment to motion: 80% in favour

Patricia MacDonald said she is concerned about the language saying that the association will move from volunteer-run to volunteer-supported. Does this mean we will have to hire more staff? Staffing already takes up more than half the annual budget. This needs to be clarified before we vote on the strategic plan.

Alex Benarzi said when he spoke about trust earlier that it was in reference to trusting the process that the strategic plan has already gone through. He said he accepts the blame for the longer timeline because it took him longer to copyedit the draft plan than he expected. The discussion between volunteer-run and volunteer-supported has taken place before and is not unique to the strategic plan. The benefits we offer as an association are directly correlated to the number of volunteers we have, and this is not a sustainable model in the current atmosphere of volunteering. Also, not everything can or should be in the strategic plan, same as not everything can or should be in the Professional Editorial Standards. The point of a strategic plan is that it should represent what the members want. There are ramifications to rejecting the plan, which include time, money, and energy to restarting the process.

Tara Avery said there's a difference between a strategic plan and an operational plan. Many things brought up today about the strategic plan are actually part of an operational plan, like day-to-day tasks. A strategic plan is about setting the big picture of the organization and things that have

been raised by members of the association. There is concern about the difference between volunteer-run versus volunteer-supported; neither of these relates to governance. Editors Canada is a member-governed association, and that isn't changing. However, it doesn't matter how many volunteers we had years ago; we don't have enough now to keep the organization running how it has been running. This is the basis for a lot of what became the strategic plan.

[Vote on motion #6 was not held because the AGM ran overtime and members voted against continuing the meeting.]

Point of order: The meeting has gone longer than the scheduled time. According to *Robert's Rules*, there needs to be a motion made to continue the meeting. In order for the motion to pass, two-thirds of members need to be in favour.

11. Motion: That the meeting be continued

MOVED BY Virginia St-Denis
SECONDED BY Saleh Waziruddin

that the meeting be continued.

Motion failed with only 53% in favour.

12. Adjournment

MOVED BY Letitia Henville
SECONDED BY Jesse Marchand

that the meeting be adjourned.

Carried with 80% in favour.

Appendix A – Meeting Agenda

1. Call to order
2. Parliamentary
3. Approval of agenda
4. Approval of 2024 draft annual general meeting (AGM) minutes
5. Approval of the 2024 annual report
6. Financial report
7. Approval of the 2024 auditors' report (included in the 2024 annual report, as required by law)
8. Substantive motion submitted by a member: That the Decision Making Procedures make it more explicit that the association's governance documents are listed in order of precedence.
9. Substantive motion submitted by a member: That Editors Canada's members reject the strategic plan that has been discussed by the National Executive Council and instruct the NEC and staff to immediately stop following the plan.
10. Substantive motion submitted by a member: That the NEC follow the association's Consultation Policy regarding its plan to change the nomination process for the President's Award for Volunteer Service, and that it appoint a disinterested third party to collect people's comments and share all those anonymized comments with members (as was done with the 2019 Rethink project).
11. Substantive motion submitted by a member: That we adopt the Editors' Association of Canada Strategic Plan for 2025–2030.
12. Motions from the floor
13. Appointments and elections
14. Lee d'Anjou Volunteer of the Year Award
15. Other business
16. Adjournment