

ART GALLERY OF NORTHUMBERLAND
MINUTES OF MEETING OF BOARD OF DIRECTORS

Held December 13, 2018 at the Art Gallery at 5pm

Present: Chair Mary Donaldson, Vice-Chair Richard Szymczyk, Treasurer Frank Godfrey, Secretary Sarah Jacob, Directors Kenneth Bagshaw, Jo-Anne Johnson, Kelly Juhasz, Maneesh Mehta, Ken Solilo, Don Wilcox, Executive Director Olinda Casimiro

Guest: Councillor-Elect Adam Bureau

Regrets: David Tsubouchi

The Agenda was adopted with revisions by motion made by Don Wilcox, seconded by Maneesh Mehta and carried.

Executive Director's Monthly Report – Olinda Casimiro showed a photo of the E.B. Cox sculpture *Sam* from the permanent collection and explained its' significance and also made a brief presentation regarding Colleen Schindler-Lynch's current exhibition *Daemon & Saudade*.

The December 6th Spotlight event and the December 11 Open House were described; there have been just under 9,000 visits recorded so far in 2018. At the late November meeting with the Town's representatives, the Progress Report and the four year Business Plan were presented with the request for \$250,000 in 2019, followed by an alternative draft budget showing the proposed expenditures and programmes if \$165,000 only is granted.

The RBC Dominion Securities investment accounts are set up and available to accept donated securities. The Gallery will be applying for various grants in the New Year. The contracts for the Collections Manager and the Education Coordinator have been renewed.

Olinda would like to be able to move forward with a Vision Statement and a Mission Statement for AGN use in various publicity and educational materials and situations.

A Council Open House is set for 4 pm on Tuesday December 18th, and the Gallery will be open during the Mayor's January 1st Levee.

Life classes will be starting in January.

Conflicts of Interest – none were declared.

Approval of November 8 2018 Minutes – The minutes of the November 8, 2018 Board meeting were approved by motion made by Maneesh Mehta, seconded by Richard Szymczyk, and carried.

Approval of November 23, 2018 Minutes – The minutes of the November 23, 2018 Board meeting were approved by motion made by Ken Bagshaw, seconded by Jo-Anne Johnson, and carried.

Report from the Chair – Mary Donaldson referred board members to her December 13 memo and asked the directors to review the description set out therein of the board's responsibilities and its' relationship with the Executive Director, to be discussed further at the January 2019 Board Meeting.

The draft Vision Statement and the draft Mission Statement, crafted by the committee were read out by Olinda Casimiro. Concerns raised by the abbreviated process were discussed.

Acceptance of the Mission Statement and the Vision Statement as they are currently drafted, with the understanding they will be reviewed in depth in the future by the Board, was moved by Frank Godfrey, seconded by Maneesh Mehta, and carried.

Director Ken Solilo left at six pm.

Treasurer's Report – Frank Godfrey discussed the Profit & Loss Actual vs Budget statements to the end of November 2018. He advised the Board that the TD Bank account is in overdraft for approximately \$37,000 of its' maximum \$40,000 limit. It cost approximately \$1,200 in interest so far this year to cover this overdraft. There was some discussion of various ways to gradually pay this down completely.

Acceptance of the Treasurer's Report was moved by Richard Szymczyk, seconded by Ken Bagshaw, and carried.

Executive Committee – Olinda Casimiro will be meeting with Town Manager Dean Hustwick on Tuesday.

Finance & Audit Committee – Chair Ken Bagshaw advised the board that former Cobourg BDO partner Michael Machon has agreed to join the Committee; Ken will arrange for a Police Services clearance form.

Approval of the appointment of Michael Machon as an additional member of the Finance & Audit Committee was moved by Ken Bagshaw, seconded by Maneesh Mehta, and carried.

Frank confirmed that the RBC Dominion Securities endowment account and the investment account are in place and open to receive donations.

Governance & Nominations Committee - Richard Szymczyk presented the fourth draft of the Nominations Procedure to the Board, and it was discussed.

Acceptance of the Terms of Reference as set out in Draft #4 presented to the Board was moved by Richard Szymczyk, seconded by Ken Bagshaw, and carried.

Spotlight Series – Olinda Casimiro reminded the Board of the film screening set for February 20, 2019.

New Business – The format, style and content of the event with the Councillors and Mayor and Deputy Mayor on December 18th was discussed.

Problems accessing the Portal was discussed briefly.

Next Meeting – January 10, 2019 at 5 pm.

Adjournment – moved by Frank Godfrey at 7.12 pm.