

ART GALLERY OF NORTHUMBERLAND

MINUTES OF MEETING OF BOARD OF DIRECTORS

Held Thursday, May 16, 2019 at the Art Gallery at 5 pm

Present: Chair Don Wilcox, Vice-Chair Jo-Anne Johnson, Secretary Sarah Jacob, Town Councillor Adam Bureau, Directors Kenneth Bagshaw, Kelly Juhasz, Maneesh Mehta, Richard Szymczyk, Executive Director Olinda Casimiro

Regrets: Past Chair Mary Donaldson, Treasurer Frank Godfrey

The Agenda was adopted by motion made by Kelly Juhasz, seconded by Richard Szymczyk, with additions, and carried.

Conflicts of Interest – none were declared.

Approval of April 18, 2019 Minutes – The minutes of the April 18, 2019 Board meeting were approved by motion made by Jo-Anne Johnson, seconded by Ken Bagshaw, and carried.

Approval of April 25, 2019 Minutes – The minutes of the April 25, 2019 Board meeting were approved by motion made by Kelly Juhasz, seconded by Ken Bagshaw, and carried.

Executive Director's Report – Painter Darlene Cole was highlighted. Acceptance of the limited print "Rose" by Darlene Cole into the permanent collection was moved by Kelly Juhasz, seconded by Richard Szymczyk and carried.

Acceptance of the three Frances Gage busts into the permanent collection was moved by Kelly Juhasz, seconded by Maneesh Mehta, and carried.

Attendance has increased by 28% this April compared to April 2018.

Payment of artist Donald Stuart's requested artist's fee of \$1,996.00 was made by Ken Bagshaw, seconded by Maneesh Mehta, and carried.

Ronald Kaplansky has decided to donate 106 works to the Gallery in 2020 to commemorate the Gallery's 60th Anniversary, rather than the original 60 works approved by the board to be accepted into the permanent collection in 2017. Don Wilcox will confirm to the Board at the next meeting whether the acceptance of the

additional 46 works was also previously approved by the Board in 2017 or early 2018.

The Governance Committee will analyse the relative responsibilities of the Board and the Executive Director regarding acquisitions and the Ron Kaplansky Fundraising Campaign, for which Mr. Kaplansky currently aims to raise \$35,000 from his friends and supporters to cover the transportation and insurance costs, and the costs of producing a video and a catalogue for the Summer 2020 exhibition of the 106 donated works. The Executive Director confirmed the Gallery has no obligation to produce any of the proposed items unless and until the required funds have been raised by Mr. Kaplansky.

The Board confirmed it would like to invite Mr. Kaplansky to meet with board members so we could learn more about him and his significant gift to the Gallery.

Report from the Town of Cobourg - Councillor Adam Bureau reported that the the new MOU must be prepared by Town staff, and that preparation is underway; in the meantime, the Town will issue cheques to the Gallery in accordance with the funding approved by Council this year.

Report from the Chair – Don Wilcox presented the 2019-2020 Board Committees:

Executive Committee: Past Chair Mary Donaldson, Chair Don Wilcox, Vice-Chair Jo-Anne Johnson, Treasurer Frank Godfrey, Secretary Sarah Jacob, Executive Director Olinda Casimiro.

Finance & Audit Committee: Ken Bagshaw, Frank Godfrey, Maneesh Mehta, Michael Machon, Executive Director Olinda Casimiro.

Governance Committee: Mary Donaldson, Kelly Juhasz, Maneesh Mehta, Executive Director Olinda Casimiro.

Nominating Committee: Richard Szymczyk, Don Wilcox, Executive Director Olinda Casimiro.

Fundraising Committee: Jo-Anne Johnson, Frank Godfrey, Sarah Jacob, Don Wilcox, Olinda Casimiro.

Acquisitions Committee: will be redesigned, with a change required to the Bylaws before this process can be completed.

It was emphasized that every Board member needs to think about possible interested people for one of the five vacancies on the Board.

Board Calendars: Maneesh Mehta reviewed the proposed layered Excel board calendars, suggesting the Board as a whole have bi-monthly meetings, and monthly Finance Committee meetings.

The next Board meeting will be on the third Thursday in July – **Thursday July 18.**

Receipt of the Board Calendars Report was moved by Richard Szymczyk, seconded by Ken Bagshaw and carried.

Treasurer's Report – The Executive Director presented the Profit & Loss statement on behalf of the Treasurer Frank Godfrey. A \$45,000 cheque from the Town has been received and the reciprocal cheque paying the 2019 annual rent of \$45,000 has been paid to the Town. Two federal employment grants have been approved; no monies have yet been received.

Acceptance of the Profit & Loss Report for the month of April, 2019 was moved by Ken Bagshaw, seconded by Maneesh Mehta, and carried.

A Request for Proposals is being issued. Committee member Ken Bagshaw presented a list of auditors practicing in a 100 km radius of Cobourg. Ken suggested the Committee may not need to meet more frequently than the Board, given the weekly review by the current Treasurer.

Adam Bureau moved the meeting adjourn at 650 pm.

Next Meeting – Thursday July 18, 2019 at 5 pm.