

ART GALLERY OF NORTHUMBERLAND

MINUTES OF MEETING OF BOARD OF DIRECTORS

Held February 27, 2020 in the Board Room of Victoria Hall at 4 p.m.

Present:

Executive Committee

Mary Donaldson, President

Frank Godfrey, Treasurer

Directors

Kenneth Bagshaw

Michael Machon

Astrid Richardsen

Kathleen Elliott

Dimitri Papatheodorou

Town of Cobourg Representative: Councillor Adam Bureau

Staff: Olinda Casimiro, Executive Director, AGN

Recording Secretary: Toni Galea

Regrets: Sarah Jacobs, Secretary

1. Welcome and Resignation from the Board

The Board Meeting was called to order at 4:00 pm by President.

The resignation of Richard Szymczyk was received and accepted.

Mary informed the Board she decided to give Olinda a compassionate leave of 4 days. Olinda did not request time off. The Board members all expressed their condolences. Olinda thanked everyone and appreciated the change of date of the Board Meeting to accommodate her absence.

2. Adoption of the Agenda

The agenda was adopted with the following amendments:

- Councillor Adam Bureau to be added.
- Treasurer Report moved following Executive Director's report.
- Memorandum of Understanding to be discussed under "Old Business".

Moved by Dimitri Papatheodorou and seconded by Ken Bagshaw. Carried.

3. Declarations of Conflict of Interest: There were no Conflicts of Interest declared.

4. Approval of Minutes, January 16, 2019

The minutes were approved with the following amendments:

- Correction of one spelling error;
- Finance Committee Meeting with the Auditor is taking place on March 10 2020.

Moved by Frank Godfrey and seconded by Astrid Richardsen. Carried.

5. Executive Director's Report – Olinda Casimiro

New AGN Branding: The Executive Director presented new branding collateral and their applications. Branding collateral was designed in collaboration with Project Lola, Creative Collective, Cobourg. Inspired by the hexagon—a familiar shape in nature, this simple, strong shape remains open, inviting and welcoming. The AGN serves Northumberland County which consists of seven municipalities, and you can see them connecting in our logo. Branding launch date, February 28, 2020.

60th Anniversary publication and exhibition:

Publication is on schedule; art work has been photographed; Mayor's letter supporting the AGN's 60th has been received; awaiting letter from Board President and from Patrick Houlihan and Lynn Hardy, of RBC Wealth Management who are supporters of the project. Publication will highlight 30 art works from the exhibition *60 Years: An Anniversary* with entries written by Olinda Casimiro and Dominie Doig. Copyright will present some challenges since not all the art has release forms on file. Publication purchase price has not been determined. *60 Years: An Anniversary* exhibition opening reception is on March 7 at 1:00 pm.

Ronnie Kaplansky Gift: (106 works) has been received, unwrapped and the art is in the vault; condition reports are complete. Exhibition Co-curators are Samantha Mogelonsky and Ruth Jones. The opening reception is June 21 at 1:00 p.m. Phase 2 of the gift will be processed in 2020. All required insurance is in place.

Strategic Plan: The Executive Director was asked to contact Laridae Communications Inc. in Peterborough, who were hired in 2016 to conduct a full Community Engagement Report for the AGN, which was completed in September 2017. The work is still current and may be the most cost effective route for proceeding. Current Strategic Plan ends December 2020. Discussion ensued about appropriate pre-work/input from Board before requesting proposal; input such as scope of work, public engagement, stakeholders etc. Pre-work could also include on how Board/work done measured up on past strategic priorities, what was accomplished.

ACTION: Board to read resources on the portal; build foundational knowledge and attend a future Special Meeting to be called by President.

The Shop on 3: The Shop on 3 has transformed to the Welcome Gallery. The Welcome Gallery is the first point of contact for visitors. In this space the Community Arts Program will use the north wall as exhibition space for community organizations, the aim is to build partnerships and collaborations. We will gauge the support for this plan. The space will always accommodate permanent collection works and it will have a small gift shop to accommodate AGN Swag and Victoria Hall Volunteers merchandise.

Human Resources: Staff updates

- The Young Canada Works-Building Careers in Heritage Loans Registrar Intern, Sara Wodnisky ends her work term on March 31, 2020;
- Tara Lember, new Communications and Social Media Lead started in January;
- Victoria Towrie, Education and Outreach, will pilot professional development opportunities for the teachers; and in-school programs;

- Kiara McKinley, Gallery Attendant continues to work on the weekends;
- Elizabeth Palermo manages the Spotlight Series;
- Alex Kirkham is documenting exhibitions;
- Welcoming Erin Messier in May 2020 to fulfill her final year placement requirements in the Curatorial program at Fleming College.
- Jonathon Roussy, co-op student from St. Mary's High School joins our team until June.

Grants: Applied for two grants: Young Canada Work Grant for two students and Canada Summer Jobs for two students, potentially four summer students.

Budget

- Spotlight Series; ticket sales are not being maximized; tickets are available through EventBrite.
- 2020 Budget was revised to reflect approved Town of Cobourg amount of \$215K.
- Provincial Grants went from \$70K to \$35K reflective of not applying to the Ontario Trillium Seed Grant.
- \$20,000 repairs/maintenance and \$14K from Strategic plan to cover shortfall.
- Restricted funds for 60th Anniversary project and Ronnie Kaplansky project will be recognized in 2020.
- Shop on 3 revenue line remains as a budget line item to accommodate AGN Swag and Victoria Hall Volunteers items (t-shirts; postcards; cards).

Motion put forward to approve the revised 2020 budget. Moved by Frank Godfrey and seconded by Michael Machon. Carried.

6. Treasurer's Report – Frank Godfrey

Presented the Financial Statements to January 31, 2020. No discussion.

7. Councillor Adam Bureau

- a. Councillor Bureau presented an "ask" from Community Services Staff as to whether the Gallery is able to contribute towards the Victoria Hall 160th Celebration.
Response: Funds from the Municipal Grant are committed, however the Gallery is supportive of the event and is providing \$500 towards labeling; hosting of space for two months, insurance fees and hosting a VIP event for the Victoria Hall Volunteers.

8. Committees

a. Executive – Mary Donaldson

The Executive Committee has been meeting and working on the Executive Director's job evaluation. The meeting continued in camera to discuss next steps.

b. Finance and Audit – Ken Bagshaw

Draft 2019 Audited Financial statements have been received from the auditor; statements have been shared with committee; Finance and Audit committee will meet March 10, 2020 with Auditor; well on schedule, presentation to the Board at the next board meeting.

9. Task Forces

a. By-Laws

Committee members include Mary, Kathleen and Sarah to update the previous by-laws; first draft is ready to go to Kathleen proofreading; Sarah will review to ensure it meets legal requirements; will be ready for next board meeting.

b. Nominations

Astrid presented a spreadsheet on Board's nominations to everyone; rotation board and "continuity" is the desired outcome. Mary will provide a chart that fulfills the requirements of our by-laws.

10. Old Business

- a. **Handbook:** Chapter One was accepted as a document to guide the Board of Directors. It provides information for the Board and given to all new Board Directors.

Moved by Astrid Richardsen and seconded by Frank Godfrey Carried.

- b. **Memorandum of Understanding (MOU):** Councillor Adam Bureau stated MOU will not be ready anytime soon – Town is short-staffed.

11. **New Business** – Canada Revenue Agency (CRA) guidelines and requirements for issuing charitable receipts. All charitable receipts are to go through the Executive Director who will follow the guidelines and requirements provided by the CRA. Only the Treasurer signs charitable receipts.
12. **In Camera Meeting:** At 6:00 pm the meeting went in camera. Executive Director, Olinda Casimiro and Recording Secretary, Toni Galea were excused.
13. **Remarks from the Chair:** At 6:25 pm the meeting came out of camera. The President announced the Board had a useful discussion with no decisions or recommendations. She thanked everyone for their time and expertise.
14. **Port Mortems/Discussions/Brainstorming**
15. **Date of Next Meeting:** March 19, 2020.
16. **Adjournment:** At 6:30 Frank Godfrey adjourned the meeting.