

ART GALLERY OF NORTHUMBERLAND

Meeting of the Board of Directors Thursday, 14 May, 2020
via Video Conference at 4:00 p.m.

Engaging People with Art!

Present

Executive Committee

Mary Donaldson, President
Frank Godfrey, Treasurer
Sarah Jacob, Secretary

Directors

Kenneth Bagshaw
Michael Machon
Dimitri Papatheodorou
Astrid Richardsen

Town of Cobourg Representative: Councillor Adam Bureau

Staff: Olinda Casimiro, Executive Director, AGN

Recording Secretary: Toni Galea

Regrets: Kathleen Elliott

1. Welcome

The Board Meeting was called to order at 4:07 pm by President, Mary Donaldson. Mary announced that Kathleen Elliot has requested that her name be removed from the slate of Board candidates which will be presented at the AGM.

2. Adoption of the Agenda

The agenda was adopted with no changes.

Moved by Dimitri Papatheodorou and seconded by Astrid Richardsen. *Carried.*

3. Declarations of Conflict of Interest: none declared.

4. Approval of Minutes, April 16 2020.

The minutes of April 16, 2020 were approved with one change to the spelling of Sarah Jacob's name.

Moved by Ken Bagshaw and seconded by Michael Machon. *Carried.*

5. Treasurer's Report - Frank Godfrey

With the advent of COVID-19, the AGN is "running a very tight ship" in the words of Frank Godfrey, Treasurer. There have been no expenditures made that are not in the budget: expenses such as the new logo printing in January, professional fees of \$16K and \$7K for the Audit are contracts entered into before COVID-19.

There is no adjustment to the \$5K budget assigned to the Gallery Shop as plans remain for it to become the "Welcome Gallery" and the "Community Wall" will be used as an opportunity for sponsorship.

The AGN is doing as well as can be expected given the extenuating circumstances of COVID-19.

AGN is receiving a temporary wage subsidy from the Federal Government and has received the \$7,500 for the *Young Canada Works: Building Careers in Heritage Grant* final payment of \$2,500 still come.

This would be a good time to encourage membership fees to be paid. Olinda will send memberships letters to the March/April/May members.

The Board accepted the Financial Statement presented by the Treasurer.

6. Executive Director's Report - Olinda Casimiro

Human Resources: Breanna Brethour and Victoria Towrie have been temporarily laid off as of May 2, 2020. The AGN continues to adhere with government compliance, with Victoria Hall being closed until further notice. Olinda carries on with weekly staff meetings. The 1:1 meeting with Victoria Towrie and Breanna has been suspended, and they are receiving compensation through CERB. Tara Lember and Olinda are currently on the AGN payroll.

Communications: Communications remain important and platforms are updated with the last newsletter including a video by Michael Adamson. Olinda is working with Dimitri to conduct video artist interviews with Northumberland County artists. These videos will be featured as part of the *View from the Easel*.

Special Events: The final event of the Spotlight Series 2 aired on April 29 and the recording is available through Facebook. Donations were received.

Education: We have created 50 "Art-To-Go" art material boxes to be delivered through "Local Food for Local Good" to children in the community.

Grants: There were 75 applicants to the Cameco Grant and the AGN was not one of the 35 successful recipients, but, a good contact was made. The list of recipients included at-risk family organizations such as the Greenwood Coalition, Rebound and the Port Hope Chamber of Commerce.

The AGN has applied for two positions from the Young Canada Summer Students Program and will know in the immediate future whether we were accepted. Their required survey was completed. The AGN is waiting to hear back from the CMA regarding funding.

External Relations: Olinda attends regular online meetings to stay abreast of industry information, including Ontario Association of Art Galleries, Canadian Museums Association, DBIA – Cobourg, David Piccini, MPP Town Hall meetings.

The Town of Cobourg Council will be meeting on Thursday, May 21 to review the 2020 budget.

7. Committees

a) Finance and Audit - Ken Bagshaw

The next Finance & Audit Committee Meeting is scheduled for Friday, May 22 and the topic will be insurance. Two policies will be reviewed, with the insurance renewal coming up in June 2020.

8. Suspension of meeting

9. Call to Order of Adjourned Meeting

b) Nominations

Astrid Richardsen presented the nominees for election and the board slated for the upcoming Annual General Meeting taking place on Saturday, May 30, 2020.

Frank Godfrey and Ken Bagshaw are up for re-election. Three members, Astrid Richardsen, Dimitri Papatheodorou and Michael Machon are standing for election. A total of seven people will be elected at the upcoming AGM.

It would be forward looking to be thinking of new members at this time. In 2021, Mary Donaldson, Sara Jacob and Michael Machon's term ends. In 2022, Ken Bagshaw and Dimitri Papatheodorou's term ends and in 2023, the term ends for Frank Godfrey and Astrid Richardsen.

The staggered system for board member is working, but it would be optimal to have two more members for a total of nine board members.

For the AGM, it is possible to receive nominations from the floor. Currently the number of positions available is between 7 and 13.

The process for election is as follows:

1. The nominees are presented;
2. The nominating committee asks for nominees from the floor;
3. If there are new nominees from the floor, they are added to the election;

4. The vote occurs by a show of hands, or by ballot;
5. Once the election is over, the slate is presented it and must be ratified.

Nominations from the floor cannot be turned down. If a nomination comes from the floor, the Nominating committee will ask the individual to give a short presentation about themselves. There are two weeks to prepare before the Annual General Meeting being held on Saturday, May 30, 2020. As this meeting will be a virtual meeting, all procedures should be clarified and in place. President, Mary Donaldson will send a communication to the Board on final process.

Councillor Adam Bureau to share a copy of the Town's Terms of Reference as a consideration for process.

10. Task forces:

Bylaws

Motion: To have a special meeting in the fall to accept the By-Laws, which are being revised.

Moved: by Frank Bagshaw and seconded by Dimitri Papatheodorou. *Carried.*

11. Old Business – Annual General Meeting (AGM)

The AGM will be held virtually on Saturday, May 30 and all information is to be distributed two weeks prior by Friday, May 15, 2020.

Motion: To accept the minutes of the AGM, April 25, 2019 and the minutes of the meeting of Members October 3, 2019, for circulation to the AGN members.

Moved: Ken Bagshaw and moved by Michael Machon. *Carried.*

12. New Business: There was no new business.

13. In Camera: The In-Camera meeting was tabled.

14. Remarks from the President: There were no remarks from the President.

15. Post Mortems/Discussions/Brainstorming

16. Date of Next Meeting – May 30, 2020 following Adjournment of AGM; AGM May 30, 2020.

17. Adjournment

The meeting was adjourned at 5:40 p.m. by the President, Mary Donaldson.