

ART GALLERY OF NORTHUMBERLAND
MINUTES OF ANNUAL GENERAL MEETING

Held Saturday, May 30, 2020 via a virtual meeting hosted by Hannah DeGeer commencing at 2 pm

Present:

Members present in person: Ken Bagshaw, Adam Bureau, Olinda Casimiro, Mary Ots Donaldson, Kathleen Elliott, Frank Godfrey, Glenda Jackson, Sarah Jacob, Irene Locke, Michael Machon, Michael Maynard, Irene Orłowski, Dimitri Papatheodorou, Felicity Pope, Astrid Richardsen, Esther Robson, Suzanne Seguin, Patricia Stanley, Malcolm Wardman

Members present by proxy: Lorne Aronson, Linda Cardie, Dominie Doig, Patricia Godfrey, Peter Haller, Hanna Haller, Linda Hutsell-Manning, Doug Johnson, Shane Joseph, John Kurowski, Susan Ann McTavish, Donna Machon, Keiko Morita, Christopher Thomas Smith, Bruce Walker, Myrtle Wardman

Guests: Staff member Tara Lember, Auditor Michael McMurray, virtual meeting host Hannah DeGeer

1. Welcome and Call to Order.

Chair Mary Ots Donaldson welcomed the members and called the meeting to order.

2. Approval of the Minutes of the Last Two General Meetings.

Motion to dispense with the reading of the Minutes of the last two general meetings was moved by Astrid Richardsen, seconded by Patricia Stanley and carried.

Motion to approve the Minutes of the Annual General Meeting held on April 25, 2019 was moved by Ken Bagshaw, seconded by Michael Machon and carried.

Motion to approve the Minutes of the General Meeting held on October 3, 2019 was moved by Astrid Richardsen, seconded by Dimitri Papatheodorou and carried.

3. Report from the Board of Directors, presented by the Chair.

Chair Mary Ots Donaldson described the Gallery's mandate, the work of Executive Director Olinda Casimiro and the staff and volunteers during this pandemic shutdown, Councillor Adam Bureau and the Town's crucial ongoing support.

4. Report from the Executive Director.

Executive Director Olinda Casimiro described the Gallery's 2019 highlights: the exhibitions and the second Spotlight Series, further additions to the permanent collection, the increase in attendance and the Gallery's social media following and the well-subscribed educational programmes, and the current exhibition that has been displayed through the weekly on-line video tours.

5. Presentation of Audited Financial Statements.

Finance & Audit Committee Chair Ken Bagshaw introduced the Gallery's Auditor Michael McMurray of Welch LLP. Mr. Bagshaw noted the Gallery's net assets increased by \$30,000, the accrued deficit was reduced to \$14,500, and further monies were received by the Duane Schmemmerhorn Memorial Endowment Fund.

Mr. McMurray presented the Gallery's audited 2019 Financial Statements, commenting that the audit progressed smoothly with the steady cooperation of the Gallery's staff and the audit committee members.

Motion to accept the audited 2019 Financial Statements and the Auditor's Report was made by Ken Bagshaw, seconded by Michael Machon, and carried.

6. **Appointment of Auditor.**

Motion to appoint Welch LLP, Chartered Professional Accountants, to conduct the Gallery's 2020 financial audit was made by Ken Bagshaw, seconded by Frank Godfrey, and carried.

7. **Report from the Nominations Committee.**

Nominations Committee Chair Astrid Richardsen explained the process for the nomination and appointment to the board set out in the bylaws, and then presented the slate of current directors standing for re-election, being Ken Bagshaw and Frank Godfrey each for a second term, Michael Machon, Michael Maynard, Dimitri Papatheodorou, Astrid Richardsen and Ken Solilo each for a first term. Current board members Mary Ots Donaldson and Sarah Jacob are entering the last year of their current terms and are not up for re-election this year. Ms. Richardsen asked three times for nominations from the floor; none were made.

Motion to close nominations made by Astrid Richardsen, seconded by Ken Bagshaw, and carried.

Motion to accept the slate of nominees made by Astrid Richardsen, seconded by Dimitri Papatheodorou, and carried.

Motion to approve the Gallery's Board of Directors for 2020-2021 as follows:

Mary Ots Donaldson, Sarah Jacob and Michael Machon for terms ending in 2021;

Ken Bagshaw, Dimitri Papatheodorou, and Ken Solilo for terms ending in 2022;

Frank Godfrey, Michael Maynard, and Astrid Richardsen for terms ending in 2023; and Town Councillor Adam Bureau, made by Astrid Richardsen, seconded by Glenda Jackson, and carried.

8. Questions and Other Business.

Chair Mary Ots Donaldson opened up the meeting for questions and other business.

Felicity Pope asked the Gallery to keep the current 60th Anniversary Exhibition up as long as possible, with the hope that members of the public will be able to attend the Gallery and view it before it is taken down. Executive Director Olinda Casimiro noted a catalogue does exist for the current show, and that the board's Covid Task Force is looking at showing the exhibition online. Ms. Casimiro also noted that works from the current show have been showcased in some of the Video Friday social media presentations.

Patricia Stanley asked if galleries elsewhere in Ontario are currently open. Ms. Casimiro noted that commercial galleries are categorized as retail premises and are thus open. She also noted that some public galleries in Western Canada have been permitted to open. Ms. Stanley asked that Victoria Hall be opened to permit access to the Gallery.

No further questions were raised; no other business was brought forward.

9. Adjournment.

After thanking Hannah DeGeer for hosting the virtual meeting for the Gallery, Ms. Donaldson adjourned the Annual General Meeting at 2 53 pm.