

# ART GALLERY OF NORTHUMBERLAND

Meeting of the Board of Directors Thursday, 18 June, 2020  
via Video Conference at 4:00 p.m.

*Engaging People with Art!*

## Present

### **Executive Committee**

Mary Donaldson, President/Chair; Astrid Richardsen, Vice President/Chair; Frank Godfrey, Treasurer; Sarah Jacob, Secretary.

**Directors:** Kenneth Bagshaw; Michael Machon; Michael Maynard; Dimitri Papatheodorou; Ken Solilo

**Town of Cobourg Representative:** Councillor Adam Bureau

**Staff:** Olinda Casimiro, Executive Director

**Recording Secretary:** Toni Galea

### 1. **Welcome**

The Board Meeting was called to order at 4:05 p.m. by President, Mary Donaldson. Mary introduced two new board members, Michael Maynard and Ken Solilo. Both members were asked to provide an introduction.

Michael has an extensive background working and volunteering for graphic design organizations as well as teaching and administration in the post-secondary school system. Michael served on the executive for the Society of Graphic Designers of Canada and rose to be the President of the national organization.

Ken Solilo was a past AGN Board member with three years' experience. Ken is a careered cinematographer and videographer and has worked at CFTO and the CBC in television. He now runs his own local business working on social media and print.

### 2. **Adoption of the Agenda**

The agenda was adopted with one change, the addition of the President's Report.

**Moved** by Michael Machon and seconded by Astrid Richardsen. *Carried.*

### 3. **Declarations of Conflict of Interest:** None declared.

### 4. **Orientation**

Mary and Olinda provided an Orientation to the AGN; Mary covered the history of the AGN and talked about the governance model while Olinda spoke about the current work of the gallery and gave a virtual tour of the storage vault and the 60<sup>th</sup> anniversary exhibition currently in the main gallery. A PowerPoint presentation is available of Olinda's portion of the presentation.

### 5. **Approval of Minutes May 30, 2020**

The minutes of May 14, 2020 were approved as written.

**Moved** by Astrid Richardsen and seconded by Michael Machon. *Carried.*

6. **Approval of Minutes May 30, 2020:** The minutes of May 30 were tabled.

7. **Treasurer's Report** - Frank Godfrey

Frank provided an overview for the new board members stating that financial statements are available one week prior to each board meeting. During the COVID19 pandemic the AGN is "holding its own" given the extenuating circumstances. The Board accepted the May 31, 2020 Financial Statements.

8. **Executive Director's Report** - Olinda Casimiro

Three staff members have been laid off since April 30. Olinda continues to conduct weekly Zoom meetings with staff and conduct a weekly check in. She continues to communicate weekly with the Board Chair and Treasurer. Olinda is presently at the Gallery between from Tuesday, Wednesday and Thursday.

Reopening guidelines are in place and Gallery is awaiting word on reopening from the Town of Cobourg with Victoria Hall still closed.

Communications continue through Facebook, Instagram and Twitter and content continues to be created for social media. "The View from the Easel" features Northumberland County artists and by Dimitri. YourTV has invited the Gallery to submit a 60-second PSA to run on YourTV. One PSA has been completed and Olinda will be doing another one.

While gallery programs have been suspended or moved online, strategy continues. The catalogue to support the 60<sup>th</sup> anniversary is awaiting copyright. Michael Adamson has agreed to extend his show until the gallery opens.

The statement of operations indicates that the gallery is on track financially. AGN is still awaiting the \$2,500 from the YCW BCH.

Councillor Adam Bureau will liaise with the Town to inquire as to whether funds are being held back from the gallery at this time due to COVID-19. No funds have been deferred in prior years and the next payment is expected on June 1, 2020.

9. **President's Report**

The Executive Director's evaluation was read aloud to the Board Members for information. The Board accepted the report for filing into the ED's personnel file, along with the supporting appendices.

**Moved** by Astrid Richardsen and seconded by Ken Bagshaw. *Carried.*

10. **Committees**

a) **Finance and Audit** - Ken Bagshaw

The Finance and Audit Committee met on May 22 to review the insurance policies which came up for renewal on June 1. Some new cost suggestions were made with respect to the pandemic. There is \$4.2M of art at the present time in the storage room. While further discussion is needed, insurance policies, while modest, are in place until next year. The policy for the Directors and Officers liability policy is a two-year renewable term coming up for renewal in 2021.

With an undeterminable time of closure for the gallery, one of the two summer student grants was turned down.

The next Finance and Audit Committee meeting in July conflicts with the Board meeting so it will be rescheduled. This meeting will address internal financial policies and procedures.

## **b) Nominations**

Astrid Richardsen was appointed Chair of the Nominations Committee.

**Moved** by Frank Bagshaw and seconded by Sarah Jacob. *Carried.*

In 2019, the Nominations Committee consisted of Frank and Astrid. Their job is “done” for the year with new members presenting themselves at the AGM.

While inclusiveness has always been a part of the mandate for nominations for the board, it is not written in the bylaws. Bylaws language should be amended to include some specific language on inclusiveness. The AGN needs to take a leadership role when it comes to inclusiveness, and this should extend to acquisitions and exhibitions as well.

## **c) Acquisition**

The creation of this committee will be postponed for the time being as we get through the pandemic.

Olinda continues to work through the Ron Bolt gift offered in the fall of 2019. The Acquisition Committee used to be called the Collections Committee. The Executive Director noted that there are big gaps in the collection that require attention as collections were broken. It would be optimal to reacquire the pieces that were lost. It’s important to reconvene this Committee as soon as possible, hopefully by the fall.

## **11. Task forces**

### **Bylaws**

Mary will resend the Bylaws to the Board for their review as a problem with the terms of membership was noted in Bylaw 1 by Ken Solilo. It is hoped that the bylaws will be accepted by the Board at the July meeting.

New board members must have their criminal record checks and all other board members must ensure their checks are up to date.

### **Board Handbook**

The AGN has a “massive” handbook written for the Board by a previous member. It needs to be rewritten and edited down. Some work has been done on it, but much more needs to be done. It was agreed that Astrid and Mary will work on the handbook.

### **Future/Planning Committee – *Name of this Committee to be decided\****

At the April 18, 2020 Board Meeting, Olinda requested a committee be struck to look at the gallery “post-COVID”. The following people have been meeting weekly: Dimitri, Astrid, Ken, Mary and Olinda. This group has gotten together to talk about the AGN and its value to the community and these discussions

will form the basis of the strategic planning session, which had to be postponed due to COVID. Meetings are on hold until the first Monday in July with the hopes that there will be movement with respect to COVID and reopening.

**12. Old Business – AGM**

The minutes of the AGM were tabled until the next meeting.

**13. New Business - Cobourg Beach Art Display**

To soften the look of the fence at the now closed Victoria Beach, the Town of Cobourg is putting together an invitation for artists to produce work on chloroplast to be mounted on the fence.

The AGN was invited to participate. Further discussion clarified that the AGN was asked to fund the project from the monies that the town had earmarked for the 60<sup>th</sup> anniversary project.

Olinda informed the committee that the AGN does not have the funds. A discussion about negative public perception of the fence was discussed and the board decided that, given all the circumstances, the Board needs to be informed of any further discussions pertaining to this project and that they will be involved in setting the direction for the AGN's involvement.

A Council Meeting will take place on June 22 which will determine whether the fence will stay up until the August 31 or come down sooner.

**14. Remarks from the Chair**

The President thanked everyone.

**15. Post Mortems/Discussions/Brainstorming**

No further discussions.

**16. Date of Next Meeting – July 16, 2020.**

**17. Adjournment 6:09 p.m.**