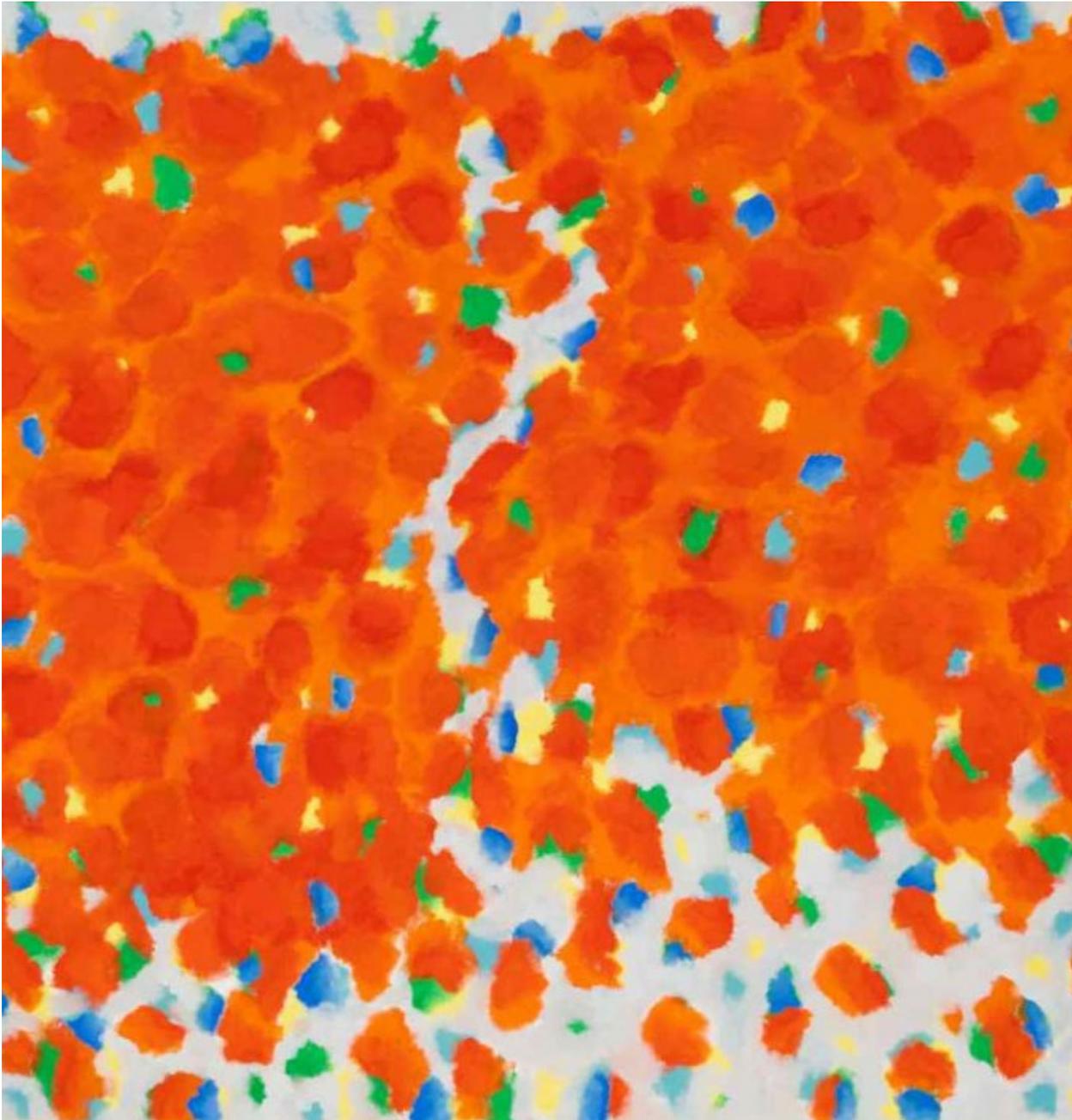


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# Handbook 2021

For members of the Board of the  
Art Gallery of Northumberland



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## ART GALLERY of NORTHUMBERLAND 2021 Handbook



This Handbook is updated and published annually to provide Board members with current organizational policies and procedures, a listing of planned exhibitions, and members' contact information.

This will help members in supporting the Executive Director, staff and volunteers as they strive to create 'an inspiring institution.'

Exec. Director Olinda Casimiro joined the Art Gallery of Northumberland in 2017, following 20 years as a senior administrator at the Robert McLaughlin Gallery in Oshawa. She welcomes you to the Art Gallery of Northumberland.

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Cover:  
**Gershon Iskowitz** (1921-1988)  
"October #1" (detail), 1976  
oil on canvas  
197 x 232 cm  
Purchased, 1982

Gershon Iskowitz, a survivor of German concentration camps during the Second World War, began his career as an abstract painter after moving to Toronto. He represented Canada in the 1972 Venice Biennale and remains one of the country's foremost artists.

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## ART GALLERY of NORTHUMBERLAND

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### NAME and LOCATION

1. The name of the organization is the Art Gallery of Northumberland.
2. The Head Office of the Corporation is in the Town of Cobourg, in the province of Ontario, and in a place in Cobourg chosen by the Board.

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### OBJECTS

- a) Be a repository for the visual arts and to hold such works of art in-trust for the citizens of the Town of Cobourg;
- b) Serve as an exhibition centre for the visual arts, exhibiting to the public, for its instruction and enjoyment, objects and specimens of educational and cultural value including artistic, scientific, historical and technological matter;
- c) Promote and encourage activities in the visual, performing, musical and liberal arts in the region of the Town of Cobourg; and
- d) Serve as a resource centre in matters related to the visual arts in the said region of the Town of Cobourg.

Supplemental Letters Patent were issued in 1982 changing the Gallery's name to Art Gallery of Northumberland (AGN), to better reflect that the AGN, with headquarters in the Town of Cobourg, serves all of the County of Northumberland.

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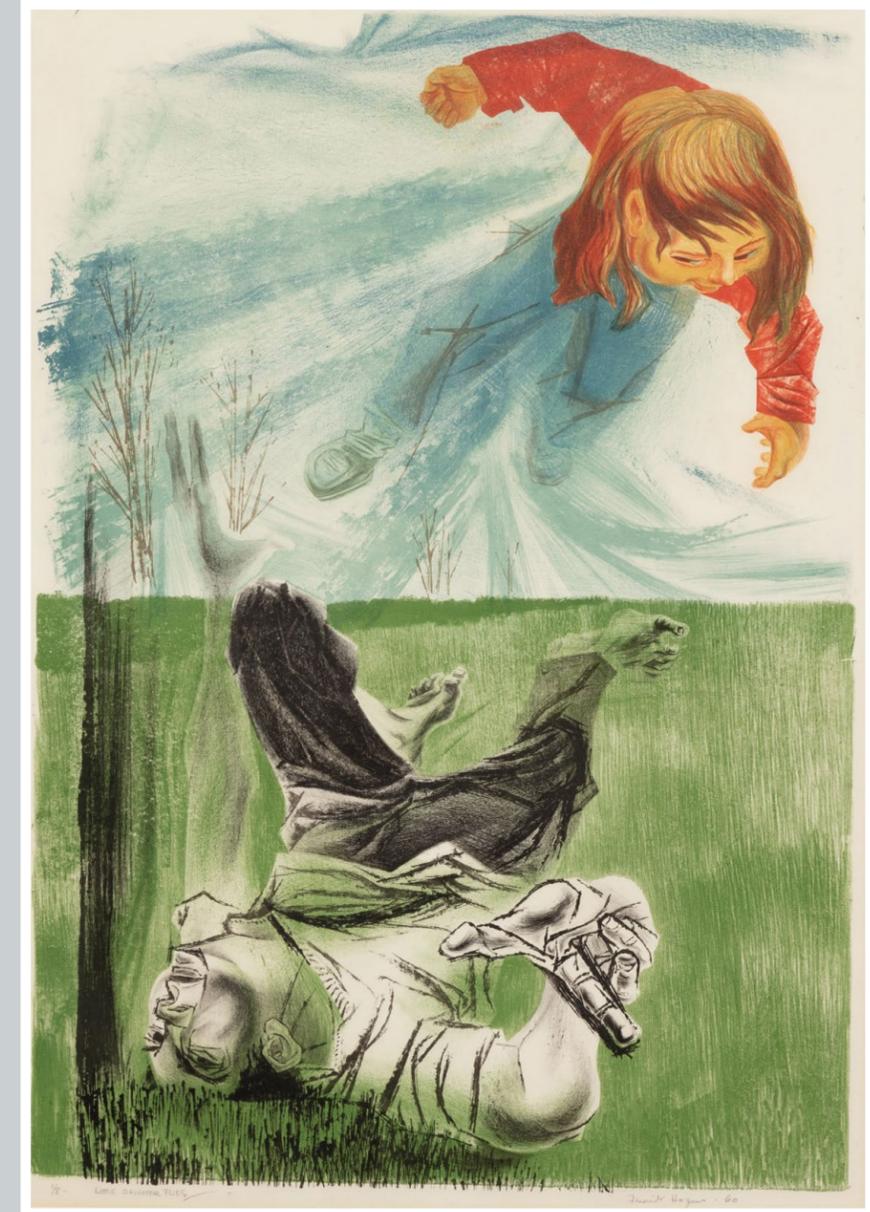
### VISION

The AGN will play a leading role on local, regional and national stages through exceptional exhibitions, programs and collaborations. It strives to be an inspiring institution that serves as an educational resource, a hub of artistic and cultural energies for local citizens, and a tourist attraction for all audiences.

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### MISSION

Elevate the understanding and appreciation of the visual arts in the region, primarily by developing, exhibiting, and preserving its Permanent Collection and by providing expert curated exhibitions.



**Frederick Hagan** (1918-2003)  
"Little Daughter Flies," 1960  
lithograph on paper  
87.7 x 61.5 cm  
Donated by friends of Lily Maley, 1974

A social realist artist, Frederick Hagan taught printmaking at the Ontario College of Art for 37 years. This lithographic print highlights the tension of human relationships, the daughter flying over the father, who has either launched her into the air or toppled backwards, astonished.



Art Gallery of Northumberland offices and exhibition hall have been located in Cobourg's historic Victoria Hall since 1977.

A cultural outreach initiative in the summer of 2019 had the AGN's Youth Council designing and creating two unique and interactive displays with donated pianos..

## 1. ORGANIZATION

### 1.1 HISTORY of the ART GALLERY of NORTHUMBERLAND

On June 15, 1960 the Cobourg Art Gallery opened, established under the aegis of the Cobourg Public Library, itself only recently being modernized under the Public Libraries Act of the Province. The Library was housed in a building on Cobourg's main street (now Tugg's Furniture) and the space set aside for the Art Gallery was at the back of the building.

The first display consisted of a series of reproduction paintings from the Sieneese School (late-gothic works created in the Italian city of Siena, not far from Florence, from the thirteenth through fifteenth centuries) and continued through the summer months and was well attended. However, it had to be discontinued for the winter because the exhibition space was unheated.

Because of this initial success the Library Board recommended that Gallery exhibits should be expanded and publicized, and that the purchase of one or two original works should be considered. So in September 1961 the Gallery purchased its first two works of art. The first was an oil painting titled "Boats" by Finnish artist Paavo Airola, who resided in Colborne for several years and was the first instructor of the Cobourg Art Club. The second purchase was an etching by Sir Frank William Brangwyn, titled "Bridge over the Tarn".

A year later two more paintings were purchased, "Fountain in the Park" by Marthe Rakine and "Riviere au Renard," by Peter Haworth.

In February 1963 the Library purchased 'new' premises on Chapel Street, previously occupied by the Methodist Chapel. During its time in this location the Gallery's collection expanded to include 15 paintings, sculptures and other works of art.

In 1970 the Gallery was one of the beneficiaries of the Douglas Duncan bequest, including works by David Milne, L.L. Fitzgerald, Carl Schaefer, and L.A.C. Panton. In 1972 the Gallery drafted its first collections policy, which has undergone four major revisions since that time. The legal relationship with the Library ended when the Gallery was incorporated, in 1974. There had been some discussion of building a new Gallery on the land next to the new Library, but that ended before the new Library was built.

In 1977 the Gallery moved to its present location on the third floor of Victoria Hall. The AGN brought \$100,000 in capital grants to the project, with 2,300 sq. ft. of exhibition space, adaptable lighting, a sound system, and security and environmental controls. In addition there exists 600 sq. ft. of lecture, film and reception space, all of which is in continual use.

In 1983 the Art Gallery of Cobourg was renamed the Art Gallery of Northumberland to better reflect the regional nature of its collection and services.

In 1997 the main Gallery was remodelled at a cost of \$50,000, raised mainly from private sources in Northumberland County, and included a major donation from the Rotary Club of Cobourg. It was at this time that the operational relationship between the Gallery and the Library ceased to exist.

In 1998, the Gallery opened a satellite showcase Gallery (the "Upstairs Gallery") and a store in nearby Port Hope.

From 2013 through 2014, the Gallery went through a difficult period of re-organization, forcing it to close for a short time. It opened again in the fall of 2015.

In 2017, the Gallery hired a new Executive Director and started rebuilding membership in the Board of Directors. The Gallery regained its Category A designation, and launched new exhibition and education programs. As a result, funding support returned from agencies such as the Ontario Trillium Foundation.

In 2018, the Gallery launched “The Shop” at its Victoria Hall location on the third floor to showcase and sell works of art by local artists. The Gallery Shop in Port Hope (now operating under the name “Northumberland Arts Gallery and Shop”), part of the Art Gallery of Northumberland since 1998, merged with Northumberland 89.7 FM, and the association with the Art Gallery of Northumberland was terminated.

Most recently, in 2018 the Town of Cobourg increased its financial support to the Gallery under a new Memorandum of Understanding agreement.<sup>1</sup>

## 1.2 The ART GALLERY of NORTHUMBERLAND today

The Art Gallery of Northumberland (AGN) is an independent not-for-profit corporation established under the Ontario Corporations Act, operating a public gallery serving the residents of Northumberland and visitors. As a registered charitable organization under the Income Tax Act (Canada), it is authorized to issue tax receipts for eligible donations.

The AGN continues to be recognized as a Category A designated institution under the Ministry of Canadian Heritage. It is governed by the Income Tax Act and the Cultural Property Export and Import Act (Canada) and is eligible to receive donations of significant cultural property, which permit donors to receive enhanced tax relief.

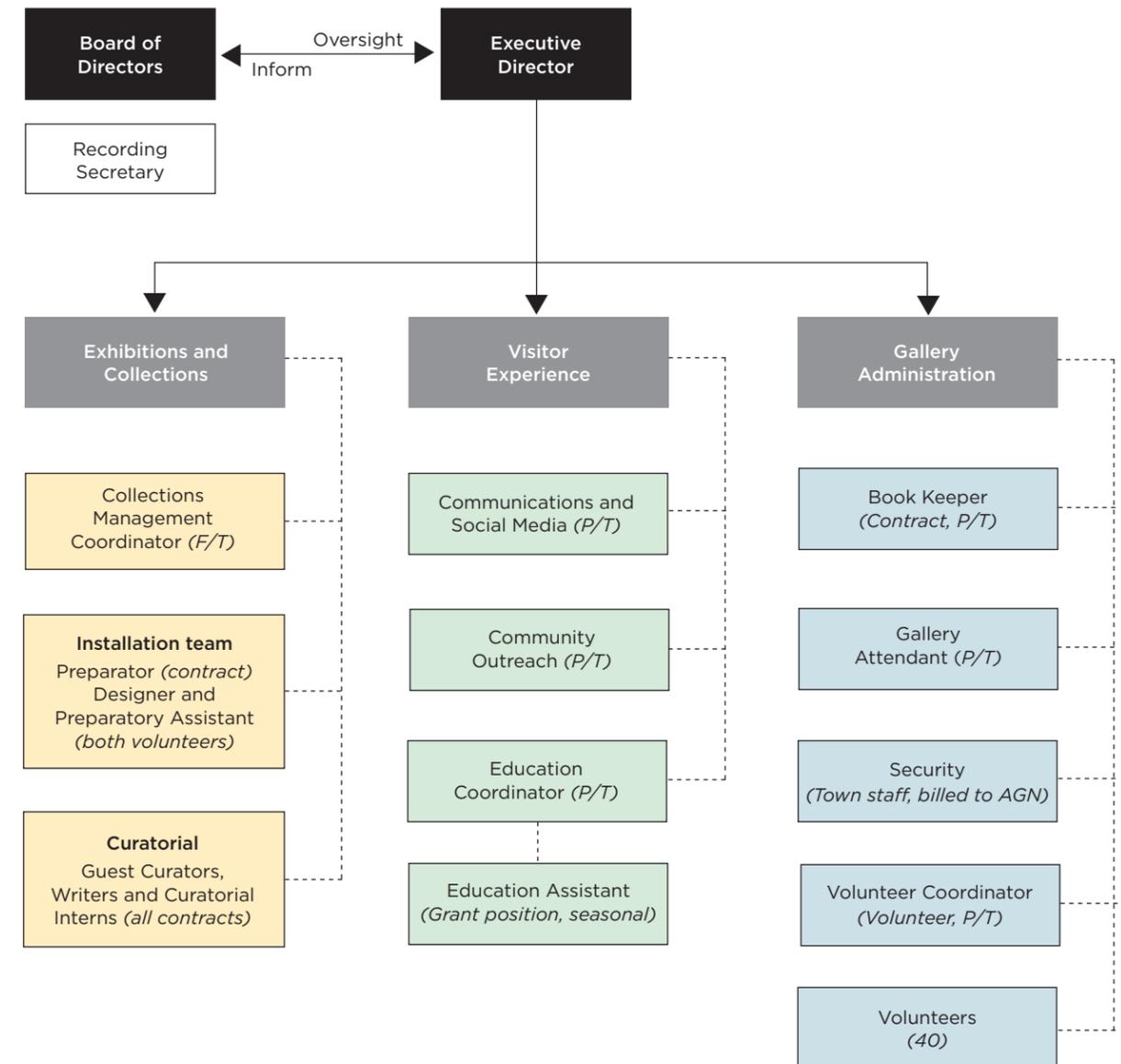
A “Category A” designated gallery must:

- a) be publicly owned and operated solely for the benefit of the public;
- b) be established for educational or cultural purposes;
- c) ensure the long-term preservation of the objects it collects;
- d) make its collection available to the public through exhibitions, programming and/or research;
- e) have as its primary mandate the collection, preservation and exhibition of cultural property;
- f) have exhibition and storage facilities and professional staff appropriate to the size and nature of the collection;
- g) be open to the public on a regular basis throughout the year;
- h) actively acquire cultural properties;
- i) have appropriate policies for the management, exhibition, conservation, acquisition and de-accessioning of the collection; and
- j) maintain standards essential for the preservation of cultural properties such as temperature and humidity, security and fire safety, and disaster and emergency planning.

The AGN is governed by a Board of Directors drawn from the community and elected by its members. The AGN is legally independent from the Town of Cobourg, although it is subject to legal and contractual obligations to the Town of Cobourg in respect of its lease of space in Victoria Hall, and of the accounting for and reporting on the expenditure of monies received from the Town.

## Current Organizational Structure

The AGN has two full time employees and several contract employees partly funded by various grants. The AGN also relies upon and engages skilled volunteers.



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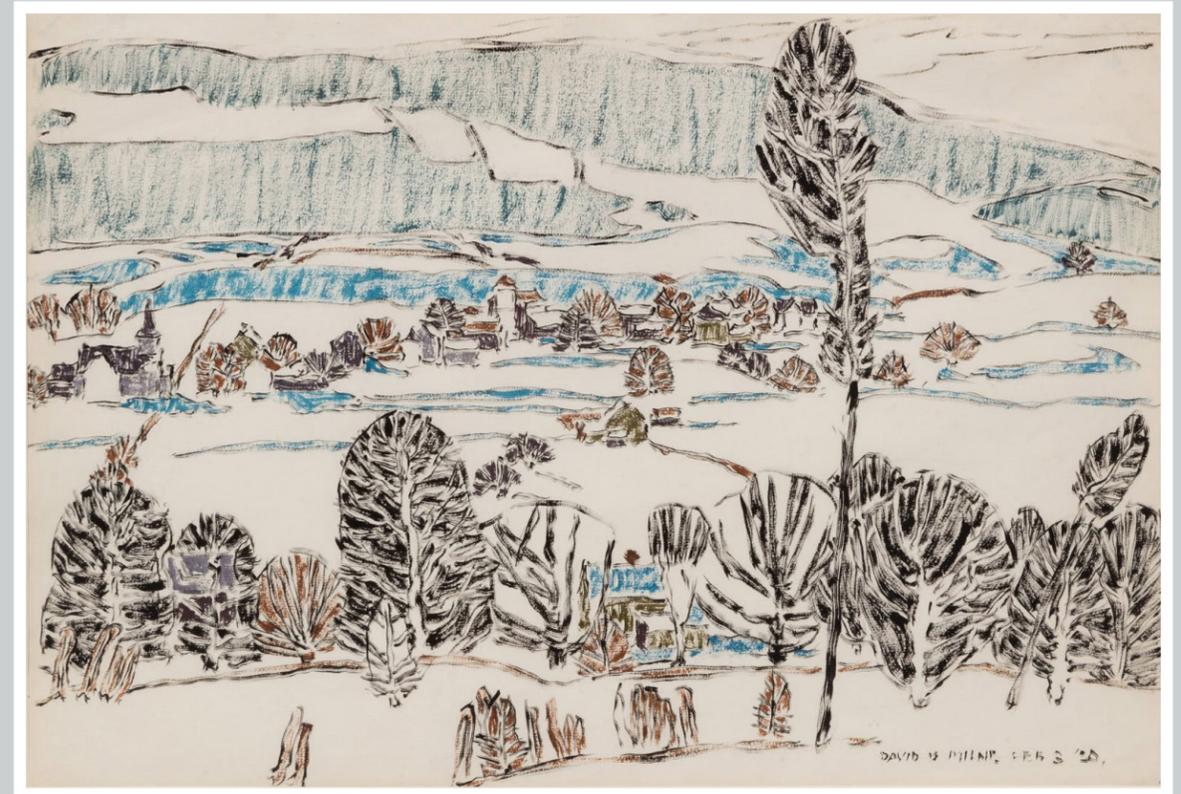
### AGN Committees

One of the main functions of the AGN and part of the criteria for its Category A designation is to make its collections available and accessible as an educational resource for the public. The AGN offers public lectures, classes, curriculum support documents and material for public schools, in class presentations and school visits focused on the permanent collection and exhibitions.

To fulfill its mandate, the AGN engages members of the public as volunteers to assist with various special projects and activities. To involve the public, committees are comprised of community members. These committees are managed by and report directly to the Executive Director:

- a) **Exhibitions Committee.** The Exhibitions Committee meets periodically to review exhibition proposals and to recommend exhibitions to the Executive Director (ED). The ED brings the recommended program to the Board for approval. The Installation Committee manages the installation and design of all exhibitions. It is a sub-committee of the Exhibitions Committee.
- b) **Gallery Guides Committee.** Gallery Guides provide a welcoming, hospitable environment and offer a rewarding learning experience to gallery visitors by conducting guided tours of current exhibitions. Meetings are held once a week and tours are scheduled for Saturdays at 2:00 pm. Currently, four individuals conduct Saturday tours on a rotational basis. This committee has a manual that is updated regularly.
- c) **Volunteer Committee.** The Volunteer Committee comprises all individuals who work at the AGN on a volunteer basis. The Volunteer Coordinator reports to the Executive Director and manages recruitment, training, and supervision of volunteers in collaboration with all staff and coordinates activities which require volunteer staffing. The Volunteer Coordinator coordinates the placement of volunteer staff, the maintenance of records and manages the mailing lists. This committee has a manual that is updated annually. Monthly meetings are held and the AGN hosts an annual appreciation for all volunteers.
- d) **The AGN Youth Council.** The AGN Youth Council represents Northumberland County youth ages 14-18 who have a passion for the arts and want to build a relationship between young people and art institutions. The program focuses on community building through volunteerism. The Youth Council works to initiate programming by youth for youth, including exhibitions, public art projects, events, and more. Youth Council members meet once a week for a year from September to August with additional time spent on special projects.

From time to time additional committees or sub-committees are created to fulfill the needs of special projects. For further information on current standing committees please see page 19.



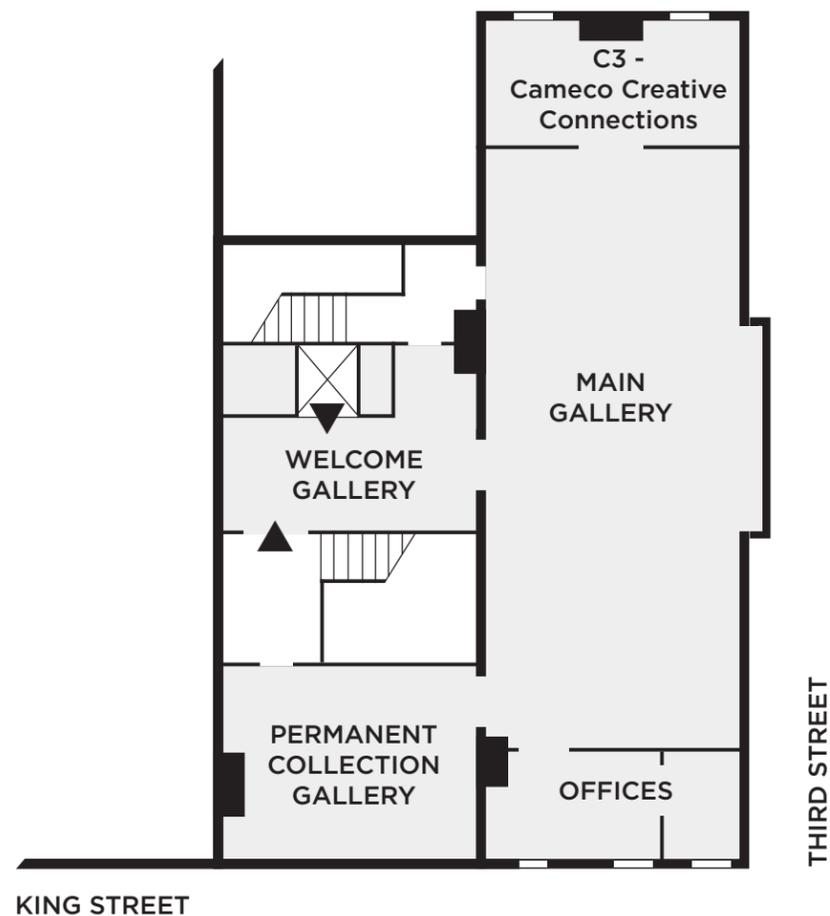
**David Milne** (1882-1953)  
"The Slender Tree, Boston Corners, 1920"  
watercolour on paper  
60 x 75 cm  
Gift of Douglas Duncan Estate, 1970

David Milne was born in Bruce County, Ontario, but lived for many years in Boston Corners, New York. This watercolour was painted after the First World War, when his artistic practice was at its peak.

### AGN Floorplan

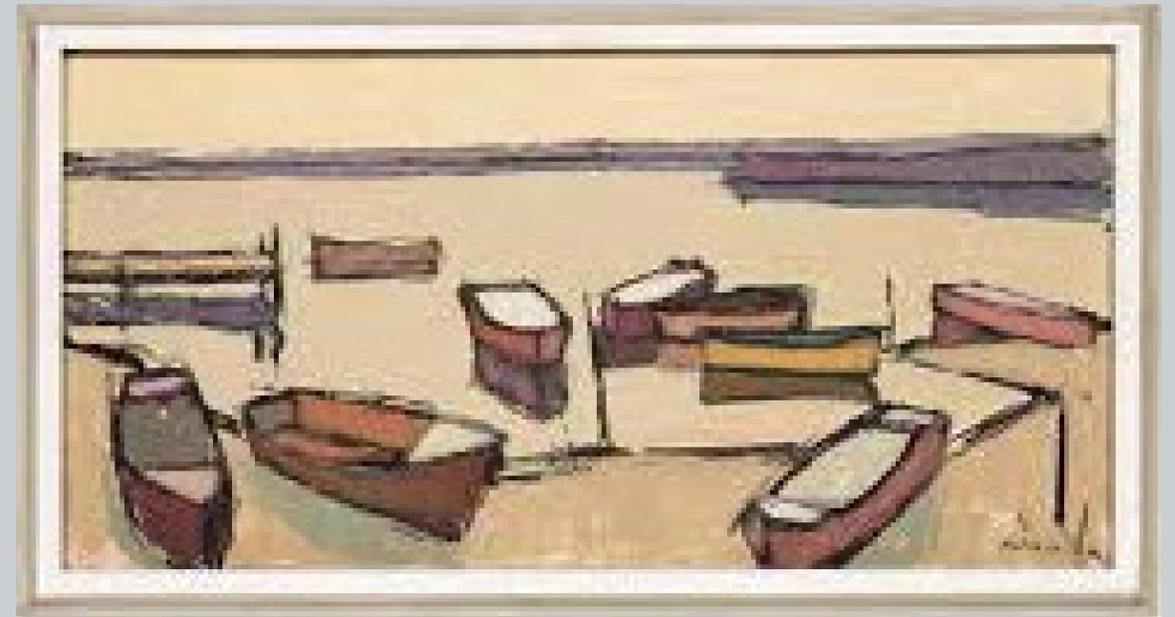
The AGN is located on the third floor of the west wing of Victoria Hall and includes a children's activity area, offices and exhibition spaces. The Permanent Collection Gallery is designated for the permanent collection and the Main Gallery for changing exhibitions. The AGN also has a humidity and temperature controlled secured storage vault for the collection on the second floor of Victoria Hall.

Cameco Creative Connections is 24x14.7 ft. (353 sq.ft.), the Permanent Collection Gallery is 22x18 ft. (396 sq.ft.), and the Main Gallery is 24x59.9 ft. (1,437 sq.ft.) – with a ceiling height of 22 ft. Maximum capacity for the AGN is 260 standing, 215 non-fixed chairs only and 170 chairs with tables.



### 1.3 PERMANENT COLLECTION

The AGN permanent collection currently holds approximately 1,000 works, comprised of artworks by local, provincial, national and international artists, as well as objects and related documentary materials.



**Paavo Airola** (1918-1983)

"Boats," n.d.  
oil on Masonite  
47 x 83 cm  
Purchased, 1961

The Gallery's first purchase for its Permanent Collection. At the time artist Paavo Airola was a Cobourg resident and the first instructor of the Cobourg Art Club.

### 1.4 ENDOWMENT FUNDS

The Duane Schermerhorn Endowment Fund<sup>1</sup> consists of donations received during the year, with the principal held in perpetuity. The investments are maintained and invested in accordance with the investment policies of the AGN and managed by the Finance and Audit Committee. The net investment income is restricted for the acquisition of contemporary Canadian photography. The Duane Schermerhorn Endowment Fund at December 31, 2020 was \$35,360.

The AGN also has an Ontario Arts Foundation Endowment Fund. The AGN established the Art Gallery of Northumberland Arts Endowment Fund at the Ontario Arts Foundation (OAF) under the terms of the Arts Endowment Fund (AEF) program. The AEF is a program of the Government of Ontario through the Ministry of Culture and administered by the OAF.

The AGN Arts Endowment Fund will be held in perpetuity for the benefit of the AGN. The market value of the AEF at December 31, 2019 was \$111,599. The AGN receives investment income from their AEF to be used for operations. During the year, the AGN received investment income of \$4,785.

*Retrieved and adapted from <https://www.artgalleryofnorthumberland.com/about/history/>*

1. The principal of \$15,300 came to the AGN donations in memory of Duane Schermerhorn, a vibrant and active volunteer who passed away in 2018. Investments and terms are managed by the AGN Finance Committee, through RBC Dominion Securities.



Every year the Art Gallery of Northumberland offers a busy schedule of exhibitions, talks and tours. In 2019 the Gallery welcomed 10,000 visitors to its Victoria Hall facility. Last year all visits required appointments, and masks were mandatory.

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## 2. BOARD STRUCTURES and PROCEDURES

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### 2.1 BOARD COMPOSITION

Wherever possible, Board membership shall feature qualified individuals with relevant culture sector knowledge and experience to carry out the duties of Directors. Efforts will be made to ensure the Board is inclusive in its membership, including diverse Northumberland County communities, and that the age, gender and cultural backgrounds of Directors is representative of the greater community.

The Board consists of 14 members, 11 voting and 3 non-voting:

- 11 elected members, and
- 1 ex-officio non-voting member, a Councillor appointed by the Town of Cobourg;
- 1 ex-officio non-voting member appointed by another Northumberland County Municipality;
- The Executive Director of the AGN, a non-voting member.

Because the AGN sometimes interacts with vulnerable people (e.g., young children), Board members must have an updated Criminal Record Check prepared by a police department, to be filed at Gallery offices.

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### 2.2 TERM

Board members are elected for a three-year term, with the option of renewal for another three years.

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### 2.3 ROLE and PURPOSE

The role and purpose of the Art Gallery of Northumberland Board is to:

1. Work with the Executive Director to set the AGN's mission and overall strategy, and modify both as needed;
2. Oversee the AGN's resources and finances and ratify the budget;
3. Advocate for the AGN and build support within the wider community;
4. Exercise oversight and take legal responsibility for all actions of AGN operations.
5. Give advice that is in the best interest of the AGN, regardless of any personal interest.
6. Elect officers; develop and implement appropriate policies for the Board; develop a job description and appoint and regularly evaluate the Executive Director; and ensure that the Board and the AGN conform with their legal obligations to the community.

The duties of each Director are to:

1. Understand and support the vision, mission, bylaws, strategic plan and operating policies of the AGN;
2. Review the agenda and support materials prior to any meeting, and attend all scheduled Board and committee meetings;
3. Participate in AGN events and activities, including fundraising activities.

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## 2.4 RELATIONSHIP between the BOARD and the EXECUTIVE DIRECTOR

1. The Executive Director is responsible to the Board and reports to the Board through the President.
  2. The Board sets policy and has oversight of the AGN and assumes final legal responsibility for all decisions (e.g. human resources, budget and AGN operations).
  3. The Executive Director manages AGN staff and day-to-day operations and initiatives of the Gallery, and updates the Board through the President, presenting a report at regular Board meetings.
  4. The Executive Director is an ex-officio non-voting member of all Board committees and Chair of Gallery committees (e.g., Volunteer and Exhibition committees).
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## 2.5 BOARD SKILLS MATRIX

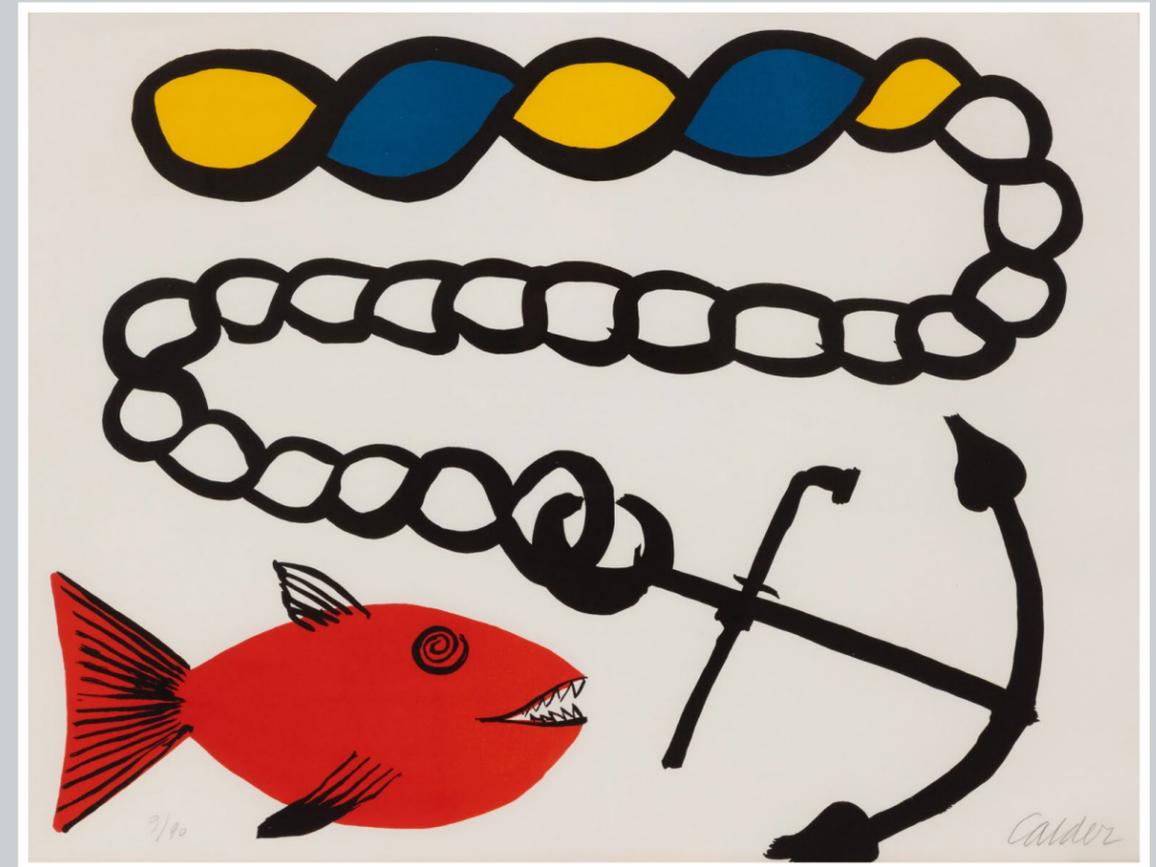
### Skill sets desired for Board Members:

- Financial and accounting experience
  - Legal practice
  - Experience with not-for-profit corporations
  - Knowledge of arts organizations and funding agencies
  - Knowledge and / or interest or professional practice in the arts and art history
  - Community / political relationships in Cobourg, Northumberland County, Ontario and Canadian governments
  - Fundraising / development
  - Strategic planning
  - Communications / public speaking / marketing
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## 2.6 STANDARD of CONDUCT

### Members of the Board:

1. Regularly attend and participate in meetings of the Board.
2. Are responsible for reading, reviewing and questioning material prior to a Board meeting.
3. Accept fiduciary<sup>2</sup> responsibility for the Gallery's assets, finances and operations.
4. Should avoid conflict of interest, but where it is unavoidable, any Director who is in any way, directly or indirectly, interested in a proposed contract with another company or agency shall declare his or her interest at a meeting of the Board.<sup>3</sup>
5. Respect the privacy of members of the Board, of AGN staff and AGN members.
6. Ensure that AGN resources are dedicated to fulfilling the mission, vision and strategic goals.
7. Take reasonable steps to ensure the AGN complies with all applicable laws.
8. Should treat each other with respect at all times, and respect the right of every member of the Board to have personal ideas and professional opinions.
9. Recognize that Board decisions are made as a team and as one voice – individual Directors must support Board decisions regardless of their personal opinion.
10. Recognize that Board decisions may only be made at a Board meeting. Individual members of the Board may not commit to any action that has not been formally accepted by the Board.



**Alexander Calder** (1898-1976)  
"Poisson pas Ancres," 1965  
lithograph on paper 9/90  
67 x 82 cm  
Gift of Mr. Walter Carsen, 1981

Although primarily known for his sculpture, Alexander Calder also created paintings and prints, miniatures, theatre set design, jewellery design, tapestries and rugs, and political posters. Calder's work is in many permanent collections, including the Whitney Museum of American Art, the Guggenheim Museum, the Museum of Modern Art, the National Gallery of Art in Washington, D.C., and the Centre Georges Pompidou in Paris.

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2. 'Fiduciary': A fiduciary is a person or organization that acts on behalf of another person or persons, putting their clients' interest ahead of their own, with a duty to preserve good faith and trust. Being a fiduciary thus requires being bound both legally and ethically to act in the other's best interests (Investopedia.com).

3. For further information on conflict of interest please refer to Section 71 of the Ontario Corporation Act and its detailed descriptions of 'time of declaration,' 'general notice,' and 'effect of declaration.'



“We’ve launched children’s programs and education programs,” says Executive Director Olinda Casimiro, “like Still Life Saturdays, and life drawing as well as portfolio development on PA day for high school students. “For the 2019 March Break, we decided to offer a program that is for the family, as opposed to just children. It’s about offering a hands-on workshop for them to work together for a few hours.”

## 2.7 OFFICERS of the CORPORATION

- President / Chair of the Board
- Vice-President
- Treasurer
- Past-President
- Corporate Secretary

### 2.7.1 PRESIDENT / CHAIR OF THE BOARD

#### SELECTION PROCEDURE

The President / Chair of the Board must be an elected member of the Board and is chosen by the Board at the first meeting held after the Annual General Meeting (AGM).

#### Skills and experience to consider:

1. Proven leadership skills;
2. Trust from other Board Directors and Executive Director;
3. Any specific skills associated with next term’s activities;
4. Ability to chair meetings effectively;
5. Ability to accept and deliver constructive criticism;
6. Fundraising experience and willingness to provide leadership in this area;
7. Knowledgeable about galleries and museum issues and ability to champion the AGN;
8. Understanding of, and commitment to the AGN Mission;
9. Understanding of governance issues;
10. Understanding of the legal obligations of the AGN;
11. Understanding the accepted practices in governance of not-for-profit charitable arts organizations and museums.

#### RESPONSIBILITIES

##### The President / Chair shall:

1. Preside and provide leadership to the Board of Directors encouraging openness and participation;
2. Chair Board meetings and Executive Committee meetings;
3. Ensure that the Board’s deliberations / activities are effective and properly focused on policy, planning and accountability issues;
4. Advance the Board’s annual and longer-term objectives;
5. With the Executive Committee take a leadership role on behalf of the Board in the appointment and review of the Executive Director;
6. With the Executive Director provide orientation for new Board directors;
7. Support and encourage the Executive Director in efforts to advance the Gallery’s mission, goals and objectives;
8. On behalf of the Board meet regularly with the Executive Director to discuss AGN short-term and long-term plans.

#### TERM OF OFFICE

The maximum time a President may serve will be five consecutive one-year terms.

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### 2.7.2 VICE-PRESIDENT

#### SELECTION PROCEDURE

The Vice-President must be an elected member of the Board and is chosen by the Board at the first meeting held after the AGM.

#### RESPONSIBILITIES

The Vice-President is expected to preside at Board meetings and assume other duties in the absence of the President. The Vice-President serves as Chair of the Nominations Committee and may serve as Chair of other Board Committees, or take on other responsibilities at the request of the Board or President. Although the expectation is that the Vice-President will be the next President, service as Vice-President is not a guarantee of appointment to President.

#### TERM OF OFFICE

The Vice-President may serve for six consecutive one-year terms.

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### 2.7.3 CORPORATE SECRETARY

#### SELECTION PROCEDURE

The Corporate Secretary must be an elected member of the Board and is chosen by the Board at the first meeting held after the AGM.

#### RESPONSIBILITIES

The Corporate Secretary is responsible for oversight of all Board documents and files.

#### Duties of the Corporate Secretary include:

1. Making sure that all required legal documents are filed with the Ontario Department for Corporations;
2. Taking minutes for Board meetings and meetings of members if a recording secretary is not available;
3. Taking minutes or notes at Executive Committee meetings;
4. Taking minutes of any in-camera meetings and assuring that these minutes are properly signed, sealed for privacy, and filed at AGN offices.

#### TERM OF OFFICE

The Corporate Secretary may serve for six consecutive one-year terms.

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### 2.7.4 TREASURER

#### SELECTION PROCEDURE

The Treasurer must be an elected member of the Board and is chosen by the Board at the first meeting held after the AGM.

#### RESPONSIBILITIES

The Treasurer is responsible for the oversight of all financial transactions of the AGN, including monitoring all receipts and disbursements and providing a financial status report to the Board at every regular Board meeting.

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#### Duties of the Treasurer include:

1. Signing all cheques and other financial documents;
2. Signing all charitable receipts;
3. Sitting as a member of the Finance and Audit Committee;
4. Unless otherwise determined by the Board, monitoring all insurance policies;
5. Assuring that all paperwork required by AGN financial institutions and banks is complete and up to date.

#### TERM OF OFFICE

The Treasurer may serve for six consecutive one-year terms.

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### 3.7.5 PAST-PRESIDENT

A President who leaves office serves as Past-President.

#### RESPONSIBILITIES

The Past-President is a voting member of the Executive Committee and is an advisor to the President and the Executive Committee.

#### TERM OF OFFICE

If the Past-President is no longer an elected member of the Board, the Past-President's term ends at the next AGM. In other words, it is a one-year term after they leave office and the term may be over and above the two consecutive three-year term limit. If the Past-President is a duly elected member of the Board, they retain full voting rights in the Executive Committee and on the Board.

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## 2.8 COMMITTEES

The Board is supported by the work of a series of Standing Committees and Task Force Committees. Committee decisions must be presented to the Board for their approval and implementation. Officers and Committee / Task Force Chairs are appointed annually by the Board. Each year, incoming Committee Chairs present their recommended slate of Committee members for the upcoming year for approval by the Board.

#### AGN Board Committees

- a) Executive Committee
- b) Nominations Committee
- c) Finance and Audit Committee
- d) Acquisitions Committee



**A.Y. Jackson** (1882-1974)  
 "Clontarf near Eganville, Ontario,"  
 1964  
 oil on board  
 20.3 x 25.4 cm  
 Gift of Mr. and Mrs. W.J. Pardy, 2010

A.Y. Jackson made a significant contribution to the development of art in Canada. A founding member of the Group of Seven, his long career included serving as a War Artist during the First World War and teaching at the Banff School of Fine Arts, from 1943 to 1949. In his later years he was artist-in-residence at the McMichael Canadian Art Collection in Kleinburg, Ontario.

## 2.9 BOARD PROCESSES

### MEETINGS

A quorum for a meeting is 50% of voting members sitting on the Board – therefore with eleven voting members the quorum for an AGN Board meeting is six. Attendance may be in person or by concurrent electronic means.

Minutes and reports are distributed at least five days in advance and, when possible, questions and clarifications are handled in advance of the meeting and discussed at meetings only if the concern has not been resolved.

Where appropriate, a Consent Agenda may be used, grouping non-controversial reports and routine business into one agenda item which is approved in one action with no discussion. Any member of the Board may request that an item in the Consent Agenda be removed and discussed as a separate item. The Board must approve the removal of an item from the Consent Agenda.

Motions and any decisions that are brought to a vote are accepted if at least 50% of the voting Members present at the meeting vote 'Yes.' Any Member of the Board not present at a meeting must support the decisions made at that meeting.

### CONFIDENTIALITY

**Board meetings are closed to the public if discussions include any of the following:**

1. Unaudited financial statements;
2. The possible acquisition or disposition of property, including the Permanent Collection;
3. The security of the property of the AGN;
4. Issues as to identifiable staff;
5. Agreements or contracts with providers of goods or services;
6. Legal advice and litigation;
7. The disclosure of intimate, personal or financial information with respect to any AGN personnel, prospective Board Member, or a client of the AGN;
8. Sensitive information, the disclosure of which can prejudice the interests of the organization or certain third parties.

**Under the following circumstances the Chair of the meeting can request that the following people at the meeting recuse themselves:**

1. Any member of the Board, including the Recording Secretary, who has a conflict of interest;
2. The Executive Director, if the discussion involves that position, contract, job performance or remuneration.

Board minutes are kept and accepted at the next Board meeting. Once Board minutes are accepted they are signed by the President and filed in the minute book. Signed minutes become public, provided that any details or discussions of the topics listed above are redacted. All Motions must be in the publicly accessible minutes.

A Board meeting may go "in-camera" to discuss very serious topics such as harassment, dismissal for cause, or possible criminal behaviour. Only elected Members of the Board who are covered by Board Liability Insurance may attend an "in-camera meeting." Minutes will be kept, sealed and filed in the minute book. The minutes may be unsealed only if the Board passes a resolution to unseal, or if law enforcement, the courts, or other such agency directs the AGN to unseal the minutes.

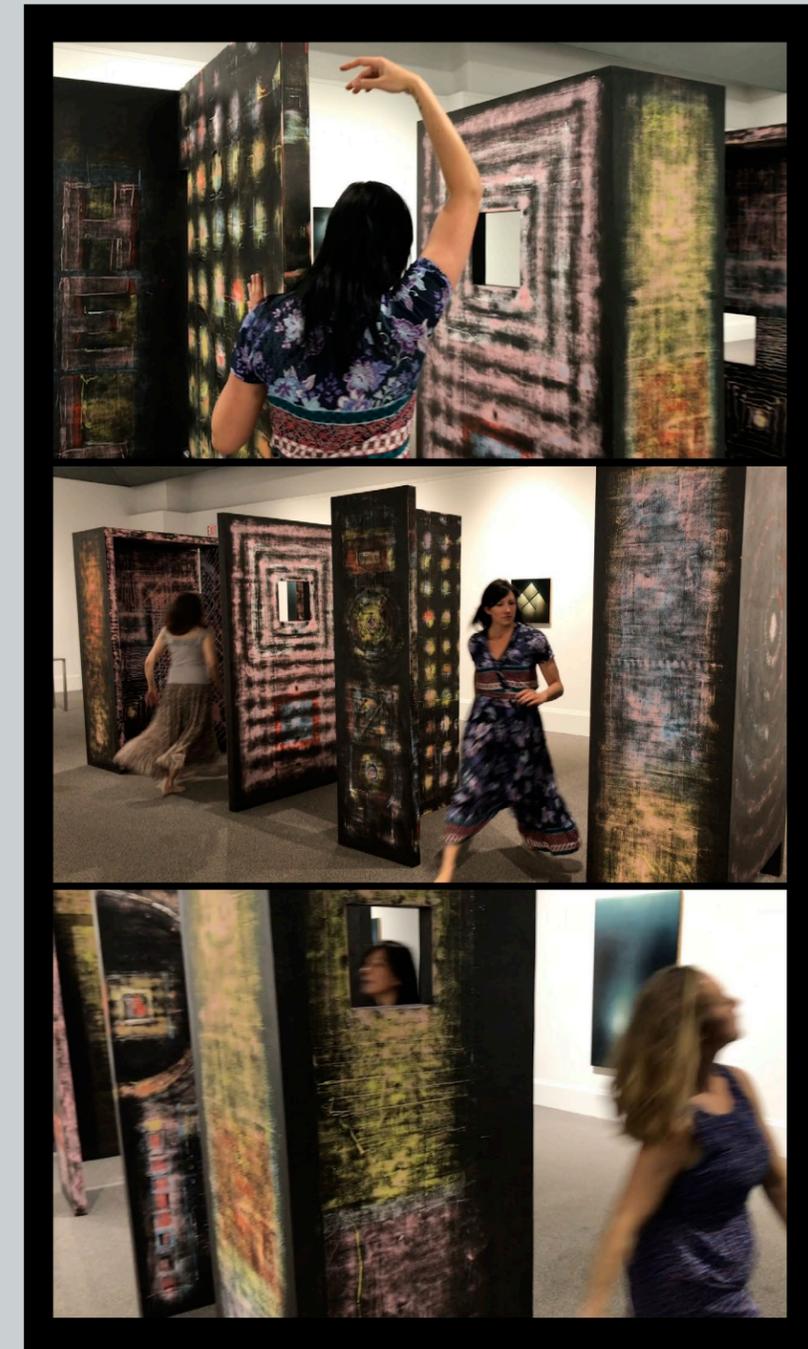
An annual Board agenda featuring events and activities flows out of its Strategic Plan:



The Executive committee and the Executive Director review the Strategic Plan and set the annual agenda / work plan for implementation by the Board and Administration. This allows the Board to react to any changes in cultural and political environments, allocate fiscal and human resources as appropriate, consider the Board's structure and composition, and ensure that initiatives and activities of the Board and Administration are aligned.

Board meetings therefore are generally strategic, focused on proposals for action arising from the Strategic Plan.

At the end of the calendar year, the Board will review the Gallery's Administration and Board's progress in fulfilling elements of the Strategic Plan, and objectively determine the influence and impact on the community. This constitutes the Board's annual self-evaluation.



**Dimitri Papatheodorou** (b.1964)  
 "Wall Gazing"  
 video, installation, painting, dance and sound,  
 duration: 7:33 min.  
 Winter 2019

From the 2019 exhibition of work by local artist and architect Dimitri Papatheodorou. Dimitri was elected to the Board later that year.



**Molly Lamb Bobak** (1920-2014)  
 "Burlington Bay"  
 n.d.  
 oil on board  
 30.5 x 40.5 cm  
 Gift of Elma Harper Bobak in Memory of  
 Ernest Bobak, 2002

One of Molly Lamb Bobak's favourite subjects were vibrant crowd scenes. She was Canada's first female war artist, serving in the Canadian Women's Army Corps during the Second World War. Settling with her husband, the painter Bruno Bobak, in Fredericton, New Brunswick in 1960, she was one of the first group of Canadian women able to make a living through their art.

### 3. 2021 EXHIBITIONS

Exhibitions are planned in accordance with the mandate and vision of the Gallery and are guided by the Exhibition Policy. Details about past exhibitions are available on the AGN website. Please note that any exhibition listed here is subject to change.

#### MAIN GALLERY

January 9 – February 28  
 Leszek Wyczolkowski  
 Curator: Exhibitions Committee

March 6 – April 25  
 Helen Cavalier Quinn  
 Curator: Dorothy Caldwell

May 1 – June 20  
 (TBD) Joan Scaglione sculpture  
 Curator: Exhibitions Committee

June 26 – September 6  
 Ronnie Kaplansky paintings  
 Curators: Sam Mogelonsky and Ruth Jones

September 11 – October 17  
 Michael Kuczer paintings  
 Curator: Olinda Casimiro

October 23 – November 14  
 43rd Juried Show  
 Opening Celebration

November 20 – January 8, 2022  
 Kyle Stewart portraits  
 Curator: Exhibitions Committee

#### PERMANENT COLLECTION GALLERY

January – March  
 PC Sculpture  
 Guest Curator

April – June 20  
 Amy Shackleton  
 Curator: Exhibitions Committee  
 Paintings

July – September 6  
 Ronnie Kaplansky  
 Curators: Sam Mogelonsky and Ruth Jones

October – January 2, 2022  
 New acquisitions  
 Curator: Exhibitions Committee

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#### 4. 2021 BOARD of DIRECTORS

##### Executive Committee

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###### VICE-PRESIDENT

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##### Executive Director

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Dimitri Papatheodorou  
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##### Town Council Representative

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###### COUNCILLOR

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*Note:  
Information in this Board Members' Handbook  
is updated annually*



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