

ART GALLERY OF NORTHUMBERLAND

Meeting of the Board of Directors Thursday, November 19, 2020
via Video Conference at 4:00 p.m.

Engaging People with Art!

Present

Executive Committee: Mary Donaldson, President and Chair; Astrid Richardsen, Vice President; Frank Godfrey, Treasurer; Sarah Jacob, Corporate 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 4:11 p.m. by the President.

2. Adoption of the Agenda.

The agenda was adopted with two additions under New Business:

1. The Acquisitions Committee;
2. Correspondence.

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

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

3. Approval of Minutes, October 15, 2020

The minutes October 15 were approved with two amendments:

- The removal of Astrid's name from the Fundraising Committee;
- Fix typo in section 12.

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

4. Treasurer's Report – O. Casimiro

As Frank was unable, Olinda shared the financial statement with the Board. At the end of October, actual to budget was 82%. The AGN has a surplus of \$52,539 which is accounted for from now to year end. Michael Machon had a question about the salaries line item, reflecting \$19K. Olinda noted that this increase is as result of awarded grants.

The Gallery Shop and Education programs made \$5K in 2109. The Gallery Shop still has some swag inventory and no longer operates as a shop. There were hopes to launch the community art and sponsorship wall, but that hasn't been possible. The "Art in Box" program will be launched soon.

5. Executive Director's Report – O. Casimiro

Olinda noted that activities at the gallery are moving slowly but positively. The Gallery continues to receive about 5 to fifteen visitors a day. The Gallery was successful with their application to the Town of Cobourg static float competition for the Christmas Season. Victoria Towrie is leading this project. The name of the float will be Miracle on King Street. Volunteer, David McTavish will also join in on this project.

6. Committees

a) Executive

On the ED Evaluation, only one questionnaire and one letter has been received from the Board. The Executive's response has been received and the evaluation is with Olinda for her response. Mary and Olinda have met on the evaluation and the ED Evaluation will be presented at the December meeting. Olinda has a five year contract with the AGN which is up for renewal on December 31, 2022. The Executive Director's job description requires updating. The Executive will complete this task with the Executive Director.

The Executive met and discuss the MOU, which is 19-months old. The determination is that the present MOU is no longer relevant. The AGN will await the Town of Cobourg's next steps.

Councillor Bureau commented that the Library MOU is now complete and work will begin on the AGN MOU soon. A MOU Committee will consist of the Executive Director, the President and Councillor Bureau. The first meeting should take place before Christmas and this meeting will be on expectations for both sides. The MOU will be brought back to the Board for its approval.

b) Finance and Audit – K. Bagshaw

The Finance and Audit Committee met on October 30 to review the 2021 budget.

Olinda reviewed the AGN lease with Town of Cobourg Treasurer, Ian Davey. The lease notes that the rent is \$1 per year and finishes on December 2022. Councillor Bureau noted that 2022 is an election year and suggested that the lease agreement discussion be added to the MOU discussion. Most terms noted in the lease are not related to budget considerations, but rather operational.

The Committee spoke about the MAP grant of \$38K. Olinda presented the following projects for this grant spending:

- Website redesign for \$15K approximately
- Approximately between \$3K and \$5K
- Hydrothermal glass for the storage area
- Supplies for the permanent collection
- Photography of works
- Archival boxes for the permanent collection
- Curatorial work
- Replacement of chairs for group gallery events

Olinda is able to move forward with all of the above spending save the website redesign for which she needs board approval. For the website design, the AGN will using the EDI lens of Equity, Diversity and Inclusion. The website will remain a word press website but will move from a .com extension to a .ca extension.

Motion to approve intended expenditure of \$15,000 to design a new website as directed by the Executive Director.

Moved by Ken Bagshaw, Seconded by Astrid Richardsen. *Carried.*

The Committee discussed Insurance policies. It is re-evaluating cyber coverage (hacking) and will bring its recommendation to the Board. The Committee is also looking into infectious disease coverage.

The Committee approved the internal financial procedures manual currently in use by the Executive Director and the Bookkeeper.

The Duane Schermerhorn endowment fund received its third donation of \$10K and now sits at \$36K. A meeting will be held with RBC Dominion Securities.

The budget was posted on the Board Portal before this meeting. The budget presentation to Council will take place on December 8th. We are asking for \$5,000 more to pay for digital programming. Councillor Bureau suggested a \$185K ask for 2021, and a focus on digital strategy moving forward. We are still waiting to hear about our application for a Trillium grant so it is currently not in the budget.

Moved that the budget be accepted by Ken Bagshaw, Michael Machon seconded. *Carried.*

8. Task forces

a) Fund Raising – F. Godfrey

The Fundraising Committee solicited a single-donor with a long-track record of donations. While they are not active within the arts, it does appear that they are giving the request serious consideration.

b) Board Handbook – M. Maynard

Minor edits were made and approved to the Board Handbook and the Board is now in possession of a document fitting for the AGN, which includes images from the collection and AGN activities from the first acquisition to the contemporary exhibition. The Handbook will be posted on the portal for the Board and is a confidential document.

Moved by Michael Maynard seconded by Astrid Richardsen that we accept the Handbook with the edited text. *Carried.*

9. New Business

The Acquisitions Committee, formerly called the collections committee will consist of the President, the Executive Director, a Board Member and an outside person. At the outset, the President will chair this committee. One of the first orders of duty will be to establish terms of reference, which will be brought to the Board for approval. No motion was required to establish this committee as it is covered in the By-Laws.

Accessioned into the permanent collection:

22 small works comprising phase 2 of the Kaplansky gift, valued at \$43,700

Moved by Dimitri Papatheodorou and seconded by Ken Solilo. *Carried.*

William McElcheran *Passer's By*, fiberglass sculpture valued at \$117,500

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

The Chair received correspondence from John Taylor, a former ED of the AGN. He was the ED when the Cobourg Art Gallery moved into Victoria Hall. Mary will respond to him on behalf of the Board.

10. Post Mortems/Discussions/Brainstorming

Question to discuss: Are you comfortable with the AGN's current focus on community? What does the term community mean to you?

The Board will think about this question and this discussion will continue.

11. Date of Next Meeting – December 17, 2020

12. Adjournment - 5:53 p.m.