

# ANNUAL GENERAL MEETING

## Minutes Nov 10, 2020

Tuesday, November 10, 2020 5:30pm MST

I.

### **Call to Order: 5.30pm**

1.

**Introduce Board: Matt Fellows, Tammy Persson, Ian Rowe, Elva Mertick, Kalika Bowlby, Merryl Edington-Hryb, Dustin Thomson**

II.

### **Approval of Agenda**

Agenda approved.

III.

### **Approval of Minutes from 2019 AGM**

Motioned for approval by Todd. Seconded by Mike.

IV.

### **Presentation of Financial Statements for the year ending May 31, 2020**

Financial Statements provided. No questions posed by audience.

V.

### **Membership Dues**

1.

**There is no change requested in our Membership Dues. \$10 for an Adult member; \$20 for a Family membership; Free for students and children**

VI.

### **Annual Report to Owners: Prepared by Bill Usher, Executive and Artistic Director**

Report presented by Bill. Thank you's from the audience to Bill for another successful year.

VII.

### **Message from the Chair: Ian Rowe**

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The Executive Director has just presented a summary of the content delivered for the year. Consistent with Policy the EAD has consistently informed the Board monthly throughout the year of the activities of the Society and has presented comprehensive summary documentation to indicate the consistency and trends of the activities with those Ends.

The Board has noted that despite the constraints presented by the Covid situation which have forced a change of the last few months to June 2020, it is apparent that our Owners have great respect for the response of the Executive and an understanding of the difficulties faced. We noted a positive response to the "Taking it to the Streets" campaign.

Overall, the Board notes a stable, unchanged situation and our review accepts that the Executive has "attained the Ends" for 2019/20.

The Board would like to thank the Executive for its work and initiative with regard to the Covid situation. Our thanks also go to staff and all volunteers at all events for their courtesy and grace in presenting a welcoming image for our community. Particularly the Board would like to note the heroic participation of our local performing artists, drivers, sound operators, float constructors and special sponsors, including Home Hardware.

As regards the Board, I must report that again the last year has been challenging and I would like to thank our Board members past and present for their commitment, contributions and support. Following the last AGM we operated with insufficient Board members and on occasion we have been unable to get quorum for our monthly Board meetings. Like last year I need to report that the Board's review of Executive activity and our own duties in the Governance process during this period were somewhat compromised.

However, we have four new fabulous recruits with Elva Mertick, Dustin Thompson, Merryll Edington-Eyrb and Kalika Bowlby. The Board has appointed them during the year. According to our by-laws they now resign but are eligible for re-election at this meeting. We ask you to confirm them by acclamation for one more year. It would be normal that Directors serve two years, so we hope that they will be able to confirm two year terms at the next AGM.

I am delighted to confirm that Kalika has agreed to serve as Board Chair, Elva will be Vice Chair, and that Merryll has agreed to continue as Secretary.

Again, we would like to recruit two or three new members to the Board.

My thanks go to retiring members Matt Fellowes and Tammy Persson, who have provided great assistance despite other demands on their time.

The Board can count on my help going forward for this transition. We are also very grateful to Caleb Moss for the peer guidance, historical perspective, and linkage to our major sponsors at the Town of Golden .

During the last two years the Board and the Executive have wrestled with updating the EAD employment contract and this is now concluded. We have consulted with both HR and Governance consultants and it has not been an easy process to reconcile these aspects. The present contract offers a basis for advancement for the employee consistent with the delivery of the Ends; it links performance review to remuneration by reference to revised Board policies. It will require an active participation by both parties. It should also provide a useful template for any future employee in the EAD position.

A succession plan has been in place now for four years. I recommend that the new Board familiarise themselves with this document.

Regarding Board management and record keeping we have realised that the platform we have been using for the last three years, NXTBoard, is now functionally defunct or perhaps out of business; we have consulted with other

users and confirm that they are dropping their contracts. Accordingly, it will be a priority to rescue what we can from the platform and start anew with a simpler system.

It is now some three years since we have had any formal dialogue, survey or round table with the Community to assess its wishes, and review or adjust the Ends of the Society if required. It had been our intention to hold a Round Table last winter; however, with a thin Board roster this did not happen; Covid, and summer activities, have prevented any further initiative.

This process will be a priority going forward.

I would caution that surveys or Round Tables need to produce pragmatic, measurable outcomes, capable of being frequently monitored by the Board. By Policy, Ownership Linkage is a Board responsibility to be conducted independently of the Executive. This will require the Board to control the process, including the questions asked, the methods chosen, and the outcomes required.

In the meantime, in the absence of recent linkage work, I suggest that our new Board members should be confident that their views will be representative of the Ownership as a whole and not be constrained to act independently as they see fit. Overall, the separation of Governance and the Executive will remain essential to the success of the Society.

As a follow up from my report of last year, and as an Owner, I would like to suggest that any Ends discussion needs to consider:

One: To what extent should the Ends reflect passive (engage) and active participation (energise) in the Arts? What is the balance we need to strike? What proportion of effort should be given to each?

Two: Artistic effort implies change. Nothing is lost, and much may be gained, by a refreshment of “Engage, Energise, Enrich”. Another “E”, Evolve, may not only be desirable but essential. Innovation is observable, and measurable.

My thanks to Board members past and present who have helped me through many interesting social evenings in our monthly Board meetings.

My thanks also to Bill for unfailing assistance, procedural advice and resources where required, and my congratulations for another successful year under difficult circumstances.

Ian Rowe

VIII.

### **Election of Directors**

1.

**Tammy Persson and Matt Fellows have completed their two years service and Ian has served his sixth and final year of service. Kalika Bowlby, Elva Mertick, Dustin Thomson and Merryl Edington-Hryb are mid-term, and will serve for one more year and are standing for reelection. Jill Dewdie is standing for election this AGM.**

2.

**Move that Elva Mertick, Kalika Bowlby, Dustin Thomson, Jill Dewdie and Merryl Edington-Hryb are elected.**

Motioned for reelection of Kalika, Elva, Dustin, Merryl, and election of Jill by Anna. Seconded by Todd.

3.

**Board would like some more members and invites candidates to express interest.**

IX.

**New Business or Questions**

No additional business to discuss.

X.

**Adjournment**