

*Igniting the creative spirit in our community*

ANNUAL GENERAL MEETING Minutes

7:00-9:30 p.m.

October 23, 2019

Durham Curling Club

Welcome and introductions. Made by President David Sugarman .

Members present were :

George Hahn, Elizabeth Hahn, David Wylde, Michele Bosey , Kevin Bosey , Dyan Jones, Susan Rankin, Andrea Bilkorey, Lisa Samment , Jennifer Clark, Daniela Bosco – and .....

Board members present David Sugarman, Stella Coultas, Gerri Grant, Ingo Heusing, Pat Morden, Regrets Peter Allen, Peter Fallis, Staff Jaclyn Quersma

**Review of Minutes from 2018 AGM** Motion to approve the minutes as circulated made by David Wylde, seconded by Lisa Samment. Carried

**Presidents Annual Report**.President David Sugarman

Report is addended to these minutes

**Presentation of Audited Statements** Ingo Heusing , Treasurer of the Board presented the audited financial statements. These were moved for acceptance by Ingo Heusing, motion seconded by George Hahn. Carried

**Discussion**: the following issues were raised

* An update was requested on the work to date on the building. The upgrade/repairs suggested and quoted on the building review for the heating, air conditioning, lighting, gardens were completed. The door locks were replaced.
* The roof and cladding on the building – quote and decisions on the facade of the building are being made. A small roof leak was caused by ice jam in the eves and this was cleared last year and again this year.
* The large administrative expenses were onetime costs related to the consultant hired to do the strategic plan and the retirement package given to the outgoing Curator
* The members were updated on the usefulness and use of the strategic planning /community focus groups and how these recommendations have been included in the ongoing work of the Gallery
* The ED /Curator report details the extensive work at the Gallery to engage our community and provide inspiring and contemporary exhibits.
* A new Gallery assistant has been hired and will start on Monday

**Approval of Auditors**

It is moved that HGK be appointed as Auditors for the year the fiscal year 2019/2020. Motion for approval was made by Michele Bosey, Seconded by Ingo Heusing. Carried

**Proposed By-Law change #1**:

Current By-Law

# 3.02 Number

There shall be seven (7) Directors, unless changed by Special Resolution of the Directors.

Motion that By-Law 3.02 Number be changed to

There shall be up to nine (9) Directors unless changed by Special Resolution of the Directors.

Motion made by Susan Rankin. Seconded by Dyane Jones. Carried

**Report of the Nominations Committee**- Stella Coultas presented the Board nominees. Currently two Board members are completing their third term and are not standing for re-election. Peter Allen is completing his first three year term and will stand for a second three year term. Addition Board candidates are

Kaitlyn Neath, Daniela Bosco . Michele Bosey was nominated and accepted the nomination from the floor. Given that there are four positions available on the Board, these candidates were acclaimed and thanked for their willingness to serve. Ingo Heusing and Pat Morden were thanked for their contribution to the Board.

**Proposed By-Law change #2**

# 7.01 Qualifications

There shall be one (1) class of Members in the Corporation, consisting of persons who have complied with the provisions of this By-law. Membership shall be divided into categories of Membership for the purpose of prescribing applicable procedures, including prescribed membership forms and assessing Membership fees as more particularly described in accordance with board policies concerning Membership as adopted by the Board from time to time. Membership categories shall include, but not be limited to: Single Membership; Family Membership; Friend Membership; Patron; Benefactor; and Associate Memberships.

Motion to add to 7 .01 (changes in colour)

That there shall be two (2) Classes of Members in the Corporation, consistent of persons who have complied with the provisions of this by-law.

General Membership. Membership shall be divided into categories of Membership for the purpose of prescribing applicable procedures, including prescribed membership forms and assessing Membership fees as more particularly described in accordance with board policies concerning Membership as adopted by the Board from time to time. Membership categories shall include, but not be limited to: Single Membership; Family Membership; Friend Membership; Patron; Benefactor; and Associate Memberships.

Honourary Membership. Honourary Members may be recommended from time to time by the Board of Directors for Member’s approval at the annual Meeting of the Membership. Consideration for Honourary membership will be given to individuals or organizations that have made a significant contribution to the advancement of the Durham Art Gallery. This consideration will be made by the Board of Directors.

Honourary membership bestows upon the individual or corporation the opportunity to be a Member of the organization without the need to pay an annual membership fee. Honourary members must obtain a General Membership to hold office or to vote.

Motion to approve by-law change #2 made by Pat Morden, Seconded by Elizabeth Hahn. Carried

It was recommended by the Board of Directors that Ilsa Gassinger be made an Honourary Member of the Durham Art Gallery. Carried

It was motioned from the floor that a second Honourary membership be bestowed on Peter Fallis. Motion by George Hahn and Seconded by Andrea Bilkorey. The Board accepted this motion and it was carried.

**New Business**

* Timing of the openings. Members discussed that openings on a Friday night may exclude some members being able to attend. The Board will take this forward and discussions on ensuring that means to ensure that all members are offered opportunities to attend openings will be explored.
* Members asked that quarterly reports from the Board updating members on news, updates, etc be posted on teh web in a similar manner to the reports given for the annual meeting. This idea was generally agreed to be a good one and the new Board will take this direction forward.

**Motion to approve all actions of the Board since the last annual general meeting**. Motion to approve made by Michele Bosey and seconded by Susan .... Carried

**The President thanked Jaclyn for her outstanding contribution to the Gallery and encouraged everyone to take the time to read her annual report and to discuss it with her**.

Adjournment of AGM Motion made by Suzanne.... Carried

Refreshments were served.