

FAA Board meeting minutes
Sunday, November 23, 2014
Shannex Boardroom
Parkland Fredericton

Present: Allen Bentley, Sabine Campbell, Renée Davis, Katie FitzRandolph, Russ Hunt, Penny Pacey, Cynthia Ryder

Absent: Marie Maltais, Susan Pierce, Barbara Roberts, Jean Rooney, Natalie Sappier

1. Call to order by Penny at 7:02

2. Adoption of the agenda

Adoption was moved by Katie, seconded by Sabine, and the motion was carried.

3. Adoption of the minutes of last board meeting

Adoption was moved by Renée, seconded by Katie, and the motion was carried.

4. Vice-President's report – Penny

Penny reported that she has met with Jean, who has regretfully decided to resign the presidency, and asked Penny as Vice-President if she would take it on. Cynthia said we would need to replace Penny as VP, but we can do that as a board; Penny asked Katie to stay on as Past President, along with Jean (who will be unable to participate much, due to personal obligations). Sabine said this will make renewal of the board a more immediate issue. Penny noted that she will need to get signing authority (this apparently has become a more complicated process with changes at the Credit Union), and that someone will need to accompany her to OMISTA to do that (Jean, who works across the street, may be able to do it). Katie said we'll need a record of a motion from this meeting, and we can do that under other business. We also, she said, should send a note thanking Jean for her valuable service.

Cynthia moved that we accept, with regret, Jean's oral resignation; Sabine seconded, and the motion was carried. Katie proposed a separate vote of thanks; Sabine seconded, and the motion was carried.

Finally, Cynthia moved that we accept the Vice-President's report, with thanks for Penny's initiative; Russ seconded, and the motion was carried.

5. Treasurer's report – Cynthia

Cynthia said the short version of the report was that we are in good shape. The statements for the last few months (attached; see below) had been circulated via email. In brief, she said, there is money in the bank, the gala made money, we have already allocated 7500 to the art in schools and 8000 to AiR for 2015 leaving 12500 for operations and other recurring expenses

for the 2015 year.

Statements:

[July](#)

[August](#)

[September](#)

[October](#)

[November](#)

Katie noted that she has put in a grant request to the Fredericton Community foundation for \$5000 to support the Artists in the Schools initiative. Sabine wondered what would happen to Art in the Streets, with Jean out of the picture? PP said that she would check with Jean to see what the status is and what needs to be done. Katie moved to accept, with thanks for the great work, the Treasurer's Report; Renée seconded, and the motion was carried.

Katie suggested that we might ask the city to increase the regular grant for the ARTSnews by \$600, to cover the actual cost. Cynthia so moved, Katie seconded, and the motion passed (Sabine abstaining).

6. Membership report – Renée

Renée reported that there are currently 96 paid memberships, and that 94 will need renewal notices, now that we've decided to start all memberships as of the calendar year. There is an invoice form (circulated) to send out; she wondered about how we ought to proceed. There was some discussion about whether there should be an item on the form about subscribing to the *ARTSnews*. It was agreed that membership should automatically entail a subscription, and Russ could look after that. There was also discussion about invitations to join other than renewals; this could be done via the newsletter list. Russ wondered whether there were not a way to involve members more actively, so as to offer them something beyond simply donating money – for instance, a regular email to members reporting board activities and inviting them to participate in decisions. Renée thought we might set up a members' section on the Web site, parallel to the existing board section. It was agreed this was something to be discussed under the more general topic of increasing engagement among members and board members. Renée moved, and Allen seconded, acceptance of the membership report, and the motion carried.

7. Schools project update – Katie

Katie summarized last year's project, with a list of participating artists (attached is an excerpt from her report). This year's deadline is November 28; there is to be a meeting to assess applications on December 1st at the Oromocto Educational Resource Centre. Katie said she would be happy to have other board members there. Sabine wondered whether the date were firm, as she could make it on the 2nd. Katie said she would find out and report back. Allen wondered whether applications were coming in; Katie said there was at least one, and a number of other people pointed out that Frederictonians, and especially artists, are last-minute people.

8. Web site update – Russ

Russ flagged the newly revitalized ArtsLinkNB, and especially its active [Web site](#), and the recent appearance of the [GridCity Web site](#), both of which, among other things, offer calendars of upcoming events, as items which might have consequences for our Web site and for the *ARTSnews*, and said that he expected to be exploring ways in which we might coordinate with both. Cynthia pointed out that we're now members of ArtsLinkNB, and it seems a good idea to explore cooperation now that they seem to have become more active, with a new executive director who seems more taking more initiative than previous ones. Katie said that Matt Carter, who is responsible for the GridCity site, might be someone it would be good to have on our board. Russ noted, too, that Karen LeBlanc, who for some time was on our board, is now on the ArtsLink board. She, too, might be more actively involved with us (although it was agreed that she is extremely busy).

9. Programs / Issues

a. Summer student for 2015 – Katie

Katie would like authorization to hire someone for next summer (deadline for applications for the Federal grant is between December 1 and January 31). We have done this before, but missed the application deadline the last two years. Sabine said she would be eager to help with this. Katie said that she thought we might well pay more than the minimum wage, covered by the grant, and possibly offer longer-term employment. Sabine moved that we authorize such exploration, Russ seconded, and the motion carried.

In a related discussion Sabine and Cynthia suggested that we need to revise the application forms for the Artist in Residence program. Cynthia wondered whether Jean still had last year's contract form, and Penny said she would ask, but that she thought she probably did.

And in a similarly related matter, Katie wondered whether the board would agree that she can dispose of the 2011 AiR records, which was agreed, and led to some discussion of what records we do need to retain (as Cynthia pointed out, sometimes we need to issue T4 forms after the fact, when it's become clear that someone has been paid more than the maximum CRA allows without them).

b. Bruce Gray – Penny

Gray called the FAA number (in September; the phone message he left wasn't passed on) with a proposal to give a talk on artists and litigation, as a result of an experience he'd had. Penny thought we could hold such a talk as an FAA-sponsored occasion, and suggested this was something we should do more of. Katie suggested we might do it at the AGM, and possibly invite a lawyer to participate too. Penny read his email proposing a session, and suggested it should be open to more than FAA members, and might be held at a different venue, since it is so frequent that people confuse the FAA with the CSAC, or the FAL. Katie proposed that Penny explore the possibility with Bruce Gray. Sabine said we should aim for after Christmas.

c. Phone line – Penny

Penny wondered if there were a way to handle phone messages more efficiently, for instance, if they went directly to the President's phone. Cynthia pointed out that there are a number of reasons we need a line dedicated to the FAA. Russ wondered whether it would be possible to

simply put a “redirect” on the line so that calls would be routed to Penny as well as remaining on the message list. Cynthia pointed out that since the line itself is in Katie's name, she'd have to make the change. Katie agreed to explore it. Penny said it was important for continuity of organization.

d. Ensuring Quorum for Board meetings

Katie said that it was time to renew the board; Penny agreed but said we might want to ride it out to the AGM. Cynthia said we should amend 4.11d in the bylaws (“The Board may, by resolution, declare an office vacant and proceed to fill the vacancy by appointing another member . . . if the director misses three regular board meetings in the same September-June year without a reason accepted by the Board, or if the director fails to carry out accepted duties”) to reflect reality. Our year now seems to run for twelve months. Penny commented that she had checked the minutes and noted that 7 of our current members had missed at least three meetings. Extensive discussion followed; it was agreed that we need to ask people what we can do to make it possible for them to participate, if they want to be on the board. Russ made the point that it's not primarily about attaining a quorum, but about the synergy that happens during discussions. Penny wondered what the situation will be as of the AGM; how many of the current members will be at the end of their terms and need to be replaced? It was agreed that we should find more effective ways for people to be engaged in the work of the FAA without being on the board. Katie suggested we might put a notice in the *ARTSnews* looking for board members, and volunteered to draft one. Allen volunteered to work on a nominating committee. Cynthia reminded us that we need to set an AGM date, probably late January or early February.

10. Other business

a. Signing authorities

After some discussion of whether we need to add signing officers to the two currently listed between now and the AGM, Katie moved that the board determine that Penny Pacey is President, Cynthia Ryder Treasurer, Allen Bentley Vice President and Russ Hunt Secretary. Sabine seconded, and the motion was carried.

b. AGM – we need to set a date

After some discussion, it was agreed the meeting should be earlier than last year, late January or early February. Wednesday seem best, so February 4 or 11 would be good, possibly January 28. Notice of meeting needs to go out 30 days in advance. It doesn't seem to matter where, but as a way of promoting it notices should go to the *ARTSnews* and our Web site, and as well ArtsLink, NBCC, GridCity, the media.

c. Continuation of Art in the Streets project.

Penny is to ask Jean what needs to be done. It was agreed the project doesn't need to be headed by an artist, but it should be someone familiar with the ideas.

d. Engaging members – Penny

It was agreed to discuss this now rather than waiting for a subsequent meeting. Penny suggested we should be setting up more committees that people not on the board could

contribute to, and wondered what has happened to the committees we used to have. Some discussion of the necessity of committees ensued; the point was made that some – e.g., membership, stopped having much of anything to do. Cynthia wondered whether, before the AGM, we could find people who might be willing to be on specific committees, so that we could list them and have a signup sheet at the AGM. Renée noted that if we're going to create committees someone will need to create terms of reference for them, because before many people would sign up they'd want to know what they were in for. Katie agreed, and said we should set up projects and let people who want to be involve create the terms of reference for committees. Sabine pointed out that we need to generate more attendance at the AGM. Penny proposed that we sponsor a series of talks, like the tentative Bruce Gray one, for instance, where we provided services to artists. Katie pointed out that we used to try to do three such things a year, but found that others were also doing it. Perhaps that should be revisited. Penny also suggested board meetings with specific topics, open to the membership. Renée noted that we'd certainly need to have agendas well in advance of meetings (and argued that that would be useful in any case, as it would give us time to prepare for discussions at meetings). Perhaps relevant documents could be circulated ahead of time. Russ said that one example might be a discussion of relations with ArtsLink and GridCity; it would be useful if he circulated documents about those entities ahead of a meeting where that was to be on the agenda.

Cynthia reminded us that if we're going to make board meetings public we'll need to have provision for *in camera* meetings. There was extensive discussion, which migrated back to the question of the AGM; it was agreed that we need a list of tasks that need to be done. Some were decided:

- Katie is to ascertain availability of the CSAC, with February 4 given priority.
- Penny, Allen and Sabine will serve as the nominating committee
- Sabine will take care of arranging food and drink
- Cynthia will do a list of the terms of board members so we know who will be continuing
- Notices need to be composed and sent to various media.

11. Time and date of next meeting

It was agreed that the next meeting would be on Wednesday, January 7, at 2:00, location TBA but most likely in the Shannex meeting room.

12. Adjournment

The meeting was adjourned at 9:05.

Russ Hunt
Secretary