

BOARD OF DIRECTORS MEETING JANUARY 10, 2023 DRAFT MINUTES

DATE: TUESDAY, JANUARY 10, 2023
TIME: 5:00 pm to 6:30 pm
LOCATION: Zoom (emailed to participants)
ATTENDEES: Allan Neilson (AN), Riley Dunsmore (RD), Gayle Lunn (GL), Paul Stephenson (PS), Alison Cathcart (AC)
Artistic Director Rosemary Thomson (RT)
Managing Director Brianna Wells (BW), Devon Wells (DW)

ATTACHMENTS: Minutes of November 15, 2022 (Secretary)
Managing Director Report (Managing Director)
Artistic Director Report (Artistic Director)
Donor Development Report (Gayle Lunn)
Financial Report (Treasurer)

1. Call to Order – 5:03pm
2. Approval of Agenda – motion by PS to add item to agenda, “helping the AD”, **moved by GL**
3. Approval of Minutes
 - November 15, 2022
 - **Change item #10 – “please plan for this deadline” instead of “please respect” motion to approve by AN, passed**
 - **BW notes decision to revisit budget during strat planning was adhered to, motion to approve by RD, passed**

4. Staff Reports

- Managing Director (Brianna Wells) – **motion to accept MD report by AN, passed**
- Artistic Director (Rosemary Thomson)
- *GL asks AD to explain timeline and planning of season events: LCAO to move to fall; RBC grant funding will determine VOSI plans: 6 singers come and have a cover role for Cosi, program itself would still have vocal coaching and instruction but scaled back from last season as well as building chorus for Cosi*

Motion to accept AD report by AC, passed

Gayle Lunn report – Donor Development Report

Goal was \$25000, final number was \$19941.25 for Comm Matching Campaign

Pros: new donors and quite a few over \$200

Cons: we need more support whether that's from board or new committees – more team firepower

Relied too heavily on board financial support

**side note – Gayle will be moving and semi-retiring some time in 2023*

AN proposes to remove himself from G+F Committee and move to Fund Dev Committee

BW proposes to create a Gala Committee in the next few months and recruit new folks for that

Motion to receive Donor Development Report by AC, passed

5. Board Matters

- Resolution for monthly meetings

"THAT the Board meet from 6:00 pm to 7:30 pm on the second Tuesday of each month." – **motion to approve by RD, passed**
- Potential Conflict of Interest (President) – *AN has hired BW to work with his company for one day per week: AC not sure this applies as a conflict of interest (no one is receiving any kind of 'benefit'), RD and GL agree with AC. Board appreciates AN disclosing this information but sees no conflict.*

6. Board Committees

- Governance and Finance Committee (Riley Dunsmore)

- Fund Development Committee (Gayle Lunn)
- Grants Committee (Managing Director) – *BW to meet with RD and AC to discuss future grants*

***Colin Ford has resigned from the Board*

7. Company Finances

- Riley Dunsmore to brief Board on current situation and anticipated fiscal year – no material changes between last meeting and today

8. Annual General Meeting – sent out initial AGM Notice on Jan 6th for Feb 7th meeting.

BW proposes one single report for meetings going forward as opposed to the three separate AD, MD, Fin report. A single report based on those three that speak to each other as a more cohesive report.

9. New Business

PS – “Assisting the AD” – had meeting with AD on Dec 23. Concern about communication with AD. AN is moving this piece to the in-camera portion of the meeting.

10. Next Meeting – Feb 7th after AGM

11. In Camera Meeting

12. Adjourn — 6:00pm