

Annual General Meeting 2018

June 26, 2018 at 7:30 PM

Location: KWLTL

Attendees:	Carolyn Galvin Elizabeth McFaul Megan Redwood Emily Crawford Matt Walsh Josh Brach Kevin Fong Michael L. Davenport Stefan V Rob LeGood Colleen Colbeck Mel Card (left at 9pm) Christos Lolas Lenore Brooks Adrienne Steer Matthew Wiebe Brain Fox Paul K Mel Card Dan Viggiani Kyle Remington Ann Walsh Adrienne Dandy Colleen Daley Stephanie Remington Catherine Campbell (Left at 8:40pm) Fred Brandenburg Caroline McLachlan Darling (family) Jen Farmer Todd Vercoe Karl Zaryski (Family) Ryan Bassett Laura Weeks Scott Cooper Susan Williams Monica Maika Sarah Widmeyer Jill Skene
Guests:	Daniel Widdis Shari-Danielle Eagle Anton Markov

1. Meeting Administration

Call to order 7:35pm

a. Introductions and Welcome

b. Approval of the Minutes

- **Motion:** Approve the minutes from the 2016 Annual General Meeting,

held on June 26, 2017

- **Moved by Josh Brach, Seconded by Stefan**
- **Motion Passes**

2. Reports

- President*
- Artistic Director*
 - 2017/18 Season Review
- Executive Producer*
- Box Office Manager*
- Technical Manager*

3. Financial Presentation

- Presentation of 2017-2018 Financial Report*
- Presentation of 2018-2019 Budget*

4. Awards Presentation

- Most Valuable Board Member*
 - Winner: Carolyn Galvin
- Golden Spring Award*
 - Winner: Ryan Consell
- President's Award*
 - Winner: Michael L. Davenport

5. Elections

- Election of New Directors*
 - Appointing members to the Board of Directors!
 - Nominate yourself or someone else for the Board of Directors by submitting a nomination form before June 19 to secretary@kwlt.org.
 - Nominations
 - Advanced
 - Wes
 - Elizabeth McFaul
 - Josh Brach
 - Todd Vercoe
 - Elizabeth McFaul
 - Matt Walsh
 - Other Nominations
 - Lenor Brooks
 - Ann Walsh
 - Josh
 - Christos

- i. Colleen C
 - ii. Kyle Reminton
- o Josh
 - i. Stefan
 - ii. Carolyn
- o Ryan Bassett
 - i. Colleen D
 - ii. Adrienne Dandy
- o Elizabeth McFaul
 - i. Stephanie Remington
 - ii. Caroline

Questions:

Jen F What roles are you interested in

- Todd: member at large. Wants to get the feeling for the board and is not aware of how it works currently. Ran theatre company, undergrad at York in theatre. Theatre company in South Korea. Brings some theatre and digital design skills
- Lenore: VP. Running of auctions, fundraising. Been part of the auction for a number of years, and Christmas is slowest time for me. I have skills in technical drawing, did the drawings for the lobby. Personal hope that there will be some money to potentially finish the lobby.
- Christos: Secretary. In the various roles outside KWLTL I have spent more time reading the old minutes than anyone should. Pretty open to many roles on the board
- Josh: Technical Manager.
- Ryan: Member at Large. I am not familiar with board operations. In the future possibly Artistic director. I have a degree in theatre and working in theater for 10-15 years. I love this community.
- Elizabeth: I would like to be communications manager. I do not have the right free time to do the box office role.
- Wes: membership direction

Adrienne Steer: What is the biggest challenge facing KWLTL right now?

- Elizabeth: We are at a point where we are growing and we need to find a way to grow that is sustainable. Has to do with risk and governance. We are currently very operational.
- Ryan: we seem to have a great upswing and momentum, how do we capitalize that and use it in the future
- Josh: We have a lot of processes in our brains and not available to the public. We have been working on it in the past year as we see it as an issue and that we can lose a lot of knowledge by losing people. We also don't know how to properly use volunteers effectively in a reusable and sustainable manner. We need to keep getting new volunteers as our older volunteers tend to get worn out.
- Christos: Based on what I have heard, things are going well in some areas, and this can lead to a complacency level. You don't remember you need to put the breaks on something even though things look fine
- Lenore: We need to sort the brand and focus on bring more people in, and getting KWLTL out there as the rental space and place to be. Working on brand image and story, and getting script out into the public. Accessing a larger audience
- Todd: There is a large chance of volunteer burnout. Advertisement and being out there in as a theatre. The comment was why would we give out awards to theatre as no one does theatre in the KW region. The new Ontario government will tighten up arts grants, and this could impact our future. We need to think about future issues.

Jen Farmer: What roles do the current members wish to hold, who will do box office and is anyone

interested in helping in grant writing?

- Lenore can help with grant writing and unable to spearhead
- Stefan: I could help with grant writing and with some help could maybe spearhead them
- Matt: Most of the current board members are staying in their current roles

Davenport: new voice?

- Todd: New eyes to see things that you might not see. Fresh eyes is useful for any board as long as they don't want to be in charge
- Lenore: Fresh eyes are beneficial.
- Christos: Strategy is in my job title. I can help firm up strategies and keep it on track to where it is going

Carolyn: The missing of box office is a common problem, and it must be a board member, I am wondering if you have any thoughts on how the board should fix this situation when the board can't fill it.

- Elizabeth: There are two sections of box office. Online Reservation very email heavy. Then there are concessions which requires very specific availability at very specific times. There is room to create some officers to help. I think long term we need to figure out how to run operations off of the board
- Ryan: Break down the role so it is less commitment for one person
- Josh: I do not have opinions on this matter
- Christos: I think that if the board tries to force someone to do it, a better approach is to find a way to create an environment that someone wants to do it.
- Lenore: I think the only way to have it without breaking it out, it's possible that having that as a permanent paid position it would fulfill that
- Todd: I don't know and would want time to think about it.

Adrienne Dandy: There is a double edge sword with people on the board, there can be conflict and sometimes group think?

- Todd: the company has to come before your ego and before what is happening. It is good for the board to have intelligent conversation, if it becomes egotistic then there is a problem and maybe you shouldn't be on the board
- Lenore: My job is entirely understanding what to push and what not to push. I think that there are constructive conversations up to a point, but once it is going in circles, it is time to move on and come back later.
- Christos: Group think mostly stems from not being prepared enough, it is important that people come prepared to meetings. If you find that people are not prepared, it is not enough to say that they need to read the agenda, you need to figure out why they are not prepared. Preparation is key
- Josh: We have done our best when we have slowed down and compassionately communicated to each other. Our board we tend to make a lot of decisions by first coming to a unanimous decision then voting unanimously. Group think is somewhat set in their way our previous boards have been defined. A way to stop group think in the beginning is preparation, and if you think you might be succumbing to group think remember you are representing the membership and how the membership might react.
- Ryan: The best collaboration is conversation based on respect. Respect for all the voices, this doesn't mean blindly accepting all the positions, but making sure they are all heard.
- Elizabeth: Strategic board. We are actively trying to empower people to make those operational decisions. A lot of the conflict is through those operational decisions. Building out on the strategic priorities. It's easier to talk about a big decision if you can look back on the strategic priorities.

Everyone on board

b. Confirmation of Acts

- **Motion:** Approve all acts, contracts, bylaws, proceedings, appointments, and payments enacted, done and taken by the directors and officers of the corporation as set out or referred to in the minutes of the meetings of the Board of Directors, or in the financial statements submitted to this meeting.
 - Moved by Davenport, seconded by Jonathan
 - Motion passes

c. Indemnification of Directors and Officers

- **Motion:** Consent that every director and officer of the corporation and his or her heirs, executors, and administrators, and estate and effects, respectively, shall be indemnified and saved harmless out of the funds of the corporation with respect to those matters provided for in the corporation's bylaws.
 - Moved by Kyle seconded by Kevin
 - Motion Passes

d. Appointment of 2018-2019 Accountants

- **Motion:** Appoint the firm of Des Gibbs & Co. as Accountants for the corporation to hold office until the next Annual Meeting or until their successors are duly appointed, and authorize the Board of Directors to fix the auditor's remuneration.
 - Moved by Jen, seconded by Karl
 - Motion passes
 - Questions about audit vs Accountant
 - Accountant is cheaper and given the size of the organization and audit is not needed. The notice to readers is enough for CRA

6. Other Business

a. 2017-2018 Season Preview

- A special performance by the Board Players!

7. Conclusion

- Adjourn meeting @ 10:15pm
- Moved by Josh, seconded by Paul
- Motion Passes