



OFFERING our members opportunities for developing skills in the art and business of theatre
 SUPPORT FOR a broad range of performers and artists who use the Roxy Theatre
 LOCAL partnership-building with community groups to support our mission
 THEATRE performances, repertory and original, regularly produced by members

Minutes of Board of Directors Meeting Via Zoom February 9, 2021

Board Members Present	Corry Lapointe, Past President Cathie Locke, President Jack Goad, Vice President Rick Twining, Treasurer	Yvonne Korince, Secretary Dale Albrecht, Director Kathleen Cassidy, Director	Sandy Lemaitre, Director Bill Murphy, Director Jed Phillips, Director
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Others Present Marcia Cunningham,
Office Manager

1) <i>Call to order</i>	The meeting commenced at 5:34 pm
2) <i>Approval of agenda</i>	MOTION 2021/02/09:1 BIRT the Board approve the agenda, with any amendments. Bill Murphy; seconded Jed Phillips; CARRIED.
3) <i>Approval of the minutes of the previous meeting</i>	MOTION 2021/02/09:2 BIRT the Board approve the January 12, 2020 minutes, with any amendments. Jack Goad; seconded Sandy Lemaitre; CARRIED.
4) <i>Administrative Items</i>	<p>Discussion on timely input for future Board meetings to allow Board members enough time to digest all the information.</p> <p>ACTION: Yvonne to request reports, agenda items and motions be submitted by the Wednesday before each Board meeting.</p> <p>ACTION: Rick to advise our bookkeeper, Liz, of new reporting date</p>
5) <i>Business Arising</i>	<p>a) Action Items from last Board meeting</p> <ul style="list-style-type: none"> • Mortgage Update – Cathie John Tamming unable to act as independent legal advice on the mortgage. New federal government loan offering @ 4% may negate need for the mortgage. <p>ACTION: Cathie to contact Gil Vanderschot to request extra time before finalizing mortgage pending what we learn re: our qualifications for the government loan.</p> <p>ACTION: Marcia to ask her husband (a lawyer) if he would assist with pro bono independent legal advice on this matter in the event we go ahead with the mortgage.</p> <ul style="list-style-type: none"> • Draft Job Descriptions for Board Positions (attached) <p>MOTION 2021/02/09:3 BIRT the Board approve the Job Descriptions for all Board positions eliminating the reference to time commitments and updating Term of Office to reflect current practice. Dale Albrecht; seconded Kathleen Cassidy; CARRIED.</p> <p>ACTION: Yvonne to finalize the drafts; File with Secretary Handbook and on Roxy main server; Forward copies to Mark Vigneux to include in Board Orientation package.</p>

	<ul style="list-style-type: none"> Budget for Shakespeare in the Park (Attached) - Kathleen Murphy City Council voted to decline to waive rental fees. Councillor John Tamming has offered to cover the cost with appropriate acknowledgement. <p>MOTION 2021/02/09:4 BIRT the Board approve the budget for Much Ado About Nothing. Bill Murphy; seconded Jed Phillips; CARRIED.</p> <p>ACTION: Cathie to advise Kathleen & Mike to move forward with regular production meetings, work with Marcia on establishing ticket price(s)</p> <p>ACTION: Marcia to work with Kathleen & Mike on written contract with City Hall</p> <ul style="list-style-type: none"> Best Version Media Contract – Rick Rick has confirmed that payments to this company have been automatic withdrawals from OSLT chequing account. Jed confirmed there was no Roxy ad in recent publication. <p>ACTION: Rick & Marcia to verify full payment to date and determine further course of action.</p>
6) <i>Office Manager Report</i>	<p>Report & TO DO List for Theatre Manager system data cleanup was submitted prior to the meeting.</p> <p>ACTION: Marcia to advise the Board on Sponsorship Team members.</p>
7) <i>Treasurer's Report</i>	<p>TREASURER'S REPORT, Income Statement & Balance Sheet as of Jan. 20, 2021 attached.</p>
8) <i>Team Reports</i>	<p>BUILDING MAINTENANCE TEAM - Jack Goad Report attached.</p> <hr/> <p>BUSINESS PLAN TEAM – Jack Goad Draft Plan (plan, goals, objectives & strategies action plan and budget) attached.</p> <p>Future Business Plan agenda items will be headed under Administrative Items.</p> <p>ACTION: Marcia to review and give input</p> <hr/> <p>FINANCE TEAM – Rick Twining Draft Policy & Procedure on Cheque Signing attached.</p> <p>ACTION: Cathie & Rick to review and resubmit for next Board meeting</p> <hr/> <p>FUNDRAISING TEAM – Laura Wood Count Me In Campaign Report & Results Spreadsheet attached.</p> <hr/> <p>MARKETING TEAM – Dan Herrick & Jed Phillips Report attached.</p> <hr/> <p>NEWSLETTER – Judy Beth Armstrong Request to do a profile on Emma McConachie was approved.</p> <hr/> <p>POLICIES, PROCEDURES AND BYLAWS – Mark Vigneux Report attached.</p>

	<p>WODL – Yvonne Korince Report and WODL newsletter attached.</p>
9) <i>New Business</i>	<p>a) Two Year Terms for Board positions – Cathie General discussion re: succession planning and consistency of leadership. Board members asked to consider 2 year terms for directors (executive positions already serve 2 year terms); staggered terms for election and opening Board positions to people outside of OSLT.</p> <p>b) Plans for Reopening – Jed MOTION 2021/02/09:5 BIRT the Board approve (1) the formation of an <u>ad hoc committee</u> to expeditiously and strategically explore the possible <u>flexible</u> options of the Roxy Theatre Reopening to the public for musical concerts or leased space presentation (2) the same <u>ad hoc committee</u> expeditiously and strategically explore the possible <u>flexible</u> options of the OSLT Reopening to the public Feb. 2022 with a limited theatrical offering. Jed Phillips; seconded Dale Albrecht; CARRIED</p> <p>ACTION: Jed to strike a strategic team to begin planning (think tank). Kathleen offered to sit on this team.</p> <p>ACTION: Cathie to submit ideas to the team via Jed.</p> <p>c) Use of our Lottery License for online fundraising – Dale MOTION 2021/02/09:6 BIRT the Fundraising Team, in consultation with the Executive Board Members, be directed to investigate the use of our Lottery license for a 50/50 lotter fundraiser to be promoted online: using our existing infrastructure for conduction a 50/50 draw ob by a new online method, if permissible by our license. The Fundraising team should report back as soon as possible or at the latest, March 9, 2021. Further, should the option to use an online lottery model be permissible un der our lotter license, the Office Manager is directed to investigate a way to sell 50/50 lottery tickets via our Theatre Manager software. Dale Albrecht; seconded Jed Phillips; CARRIED.</p> <p>Cathie advised that the lottery licence has expired at this point.</p> <p>ACTION: Cathie to take motion to Fundraising Team</p>
10) <i>In Camera</i>	<p>In Camera</p> <p>MOTION 2021/02/09:7 BIRT that the Board proceed to an in camera session. Jack Goad; seconded Sandy Lemaitre; CARRIED.</p> <p>Discussion ensued in camera.</p> <p>MOTION 2021/02/09:7.1 BIRT that Emma McConachie be transitioned from contract to part-time employee effective immediately. Jack Goad; seconded Bill Murphy; CARRIED.</p> <p>MOTION 2021/02/09:8 BIRT the in camera session is terminated. Jack Goad; seconded Bill Murphy; CARRIED.</p>
11) <i>Correspondence</i>	<p>a) Email from Mark Vigneux (Jan 12/21) MOTION 2021/02/09:9 BIRT the Board approve the formation of an <u>ad hoc committee</u> to expeditiously and strategically work alongside our Office Manager to institute a “<u>Communications Plan</u>” to help develop firm and timely policies that</p>

	<p>notify members of all opportunities and information pertinent to their membership hence allowing them the liberty to be engaged to the fullest.</p> <p>Jed Phillips; seconded Bill Murphy.</p> <p>This motion was discussed at length but not voted on. It will be brought forward to the next Board meeting.</p> <p>ACTION: Cathie to send out an eblast to active members summarizing recent Board activities.</p> <p>ACTION: Cathie to meet with Volunteer Team Leaders.</p>
12) <i>Future Meetings</i>	<p>Virtual Social Meeting – Tuesday, February 16, 2021 @ 7:00 p.m. Board Meeting – Tuesday, February 23, 2021, 5:30 p.m. Board Meeting – Tuesday, March 9, 2021, 5:30 p.m. Virtual Social Meeting – Tuesday March 16, 2021, 7:00 p.m.</p>

13) *Adjournment*

**MOTION 2021/02/09:10 BIRT the meeting is adjourned.
Yvonne Korince; seconded Kathleen Cassidy; CARRIED.**

Adjourned at 8:55 p.m.

Attachments: These were sent out prior to this meeting or made available at the meeting. They are available upon request. **(Listed in order presented)**

- Agenda
- Budget Shakespeare in the Park
- Draft Board Job Descriptions (6)
- Office Manager Report February 8, 2021
- Treasurer’s Report
- Building & Maintenance Team Report
- Business Plan Team Report (3 documents)
- Finance Team Report – Draft Cheque Signing Policy & Procedure
- Fundraising Team Report – 2 documents
- Marketing Team Report
- WODL Report
- Preamble Roxy Reopening
- Motion Roxy Reopening
- COVID 19 Government Regulations
- Motion Investigate use of Lottery License for online fundraising
- Motion Communications Plan

Approved: NEXT February 23, 2021 **(pending)**

President
Cathie Locke

Secretary
Yvonne Korince