

## 2023 AGM Minutes

Saskatchewan Arts Alliance | September 27, 2023 | Online via Zoom

### In Attendance:

Alejandro Romero	Artist   City of Saskatoon Consultant
Bruce McKay	La Troupe du Jour
Sheryl Neher	Saskatchewan Choral Federation
Lia Storey-Gamble	Dance Saskatchewan
Carla Harris	Disabled Artist
Carmelle Pretzlaw	Sk Arts
Damon Badger Heit	SaskCulture
Danielle Richardson	Common Weal
Daniel Parr	SaskBooks   SAA Board Member
Dean Kush	CEO SaskCulture
Jeff Morton	Godfrey Dean Art Gallery   SAA Board Member
Danica Lorer	Storyteller
dee Hobsbawn-Smith	Artist
Heather Cline	Artist
Héél' Lyndsay Amato	Amato Creatives
Jaime Boldt	Globe Theatre   SAA Board Member
Jennifer Brewin	Globe Theatre
Jennifer Dawn Bishop	Gordon Tootoosis Nīkānīwin Theatre
Johanna Bundon	Artist   Curtain Razors
Josh Haugerud	Artist   SAA Board Member
Kayla Rourke	Nutrien Children's Festival of Saskatchewan
Kelsey Ford	Artist
Lorena Kelly	SaskMusic
Marian Donnelly	Creative City Centre
Mary Blackstone	Professor Emerita, Department of Theatre   On Cue Performance Hub   Former SAA Board Member
Risa Payant	Ivy + Dean Consulting
Traci Foster	Listen to Dis
Wendy Nelson	CARFAC Sask
Zoë Schneider	OSAC

**Staff:** Em Ironstar, Ariana Mathaner, Jessica Riess

### 1. Approval of the Agenda

**Motion #1:** Move to adopt the agenda Bruce McKay/Marian Donnelly: carried).

### 2. Approval of the Minutes of the 2022 Annual General Meeting

**Motion #2:** Move to approve the minutes from the 2022 Annual General Meeting (Alejandro Romero/Danielle Richardson: carried).

### 3. Business Arising from Minutes

No business arising from the 2022 Minutes

#### **4. Q&A Reports President + Executive Director + Programs/Services**

President D. Parr is very pleased and privileged to work with the SAA, excited about what's to come, and grateful to be here today. D. Parr wanted to allow the membership to ask any questions or if there was anything in the report that needed follow-up.

**E. Ironstar** - It was an exciting year at the SAA - the most exciting is that we expanded and increased our staff complement permanently, which was great. It's really opened up our capacity quite a bit

**D. Parr** - the SAA is happy to answer any questions or address any concerns as they arise

**A. Romero** - SAA staff should be pleased with the visual appeal of the Annual Report as well as its content

#### **5. Financial Report**

D.Parr wrote a brief report - the financial health of the organization is very robust, and we are very pleased with the position that we are in presently. One of the notable elements of the audit is an increased expenditure on honorariums and travel. This reflects the return of some activities such as a face-to-face board retreat, SAA staff travel, and implementation of board member honorariums

**Motion # 3:** Move to accept the audited financial statement as presented in the Annual Report. (J. Boldt, M. Donnelly: carried).

**Motion #4:** Move to reappoint the accounting firm Marcia Herback & Associates, Chartered Accountant, as SAA auditor for the 2023/24 fiscal year. (J. Haugerud, L. Kelly: carried).

#### **6. Bylaw Amendments**

The SAA Board met in 2023 to review the 20-year-old bylaws. One of the major drivers of the work was to simplify the language, making the bylaws more accessible and updating some outdated language to be more inclusive and gender-neutral. The Board spent time refining SAA's aims and objectives, and one of the functional changes was to move some of the responsibilities away from the Board and more activity onto the staff. It was the intention of the board to support the SAA rather than there was some changes made clarifying who can serve as a director and simply define how board terms work.

There was some discussion about staggering terms, and we tried to make that clearer. We have eliminated the executive positions of President and Treasurer and implemented two new positions in their place, Board Liaison and Financial Liaison. We have defined the duties of the board of directors with more clarity, and we spent some time making sure that the board had intersectional representation.

- **Marian Donnelly** - All the changes proposed are good; the only one that should be looked at more is the suspension of membership expulsion. If you're looking at this the way it's written now, if Em started having issues with a difficult person, she would have to call a members' meeting to actually get rid of this person. The staff should have authority or have some sort of process to follow to expel members other than just sending it to the membership of the AGM for a vote.
  - **E. Ironstar** - proposed bylaw changes were reviewed by a lawyer who's familiar with the current nonprofit act. It was his suggestion to leave that cause written in the original bylaws, so I think this is just my own opinion and, of course, welcome feedback from whoever, but I think I would be inclined to leave it as written and maybe to have some discussion over the course of the next year to maybe see if there's alternate processes or that sort of thing but yeah thank you for bringing that up
- **C. Harris** - good topic for discussion - In scenarios where I've had to deal with this before, sometimes the language you use is the problematic factor. We would need to make sure that we are not imposing our general assumptions on cultural groups, disabled folks, or any non-dominant cultures that are not generally to blame for these things. There are certain elements that a committee or something would be really something to consider.
- **D. Parr** - As it stands, the proposed bylaw does allow for a special meeting to address any issues of suspension, and there is a possibility of developing a policy to address that bylaw, which can be considered by the committee.
- **Skip Kutz** - There are some good ideas in the bylaw changes. They have to be brought up to the new realities that we're dealing with - regarding the liability of the board in terms of trustee and liability insurance. How would that insurance relate to decisions that the staff or committees or other people associated with the organization - how does that insurance relate to them in terms of their responsibilities with, say, new decision-making powers that they might have in order to streamline the organization? Does there need to be a little more clarity about where the buck stops legally?
  - **D. Parr** - Although SAA has made some changes to shift around the nature of decision-making under these policies, the ultimate oversight still falls to the Board. So, the Board still maintains their role of oversight, particularly financial oversight, which is one way that Skip's concern is addressed.
  - **E. Ironstar** - The lawyer reviewed the bylaw changes, and there were no concerns flagged about how said changes would affect liability
  - **D. Parr** - the best way forward is to work with SAA's insurer in the short term to ensure that SAA still has the coverage for its board members pending these changes.

- Thanks to Roberta Cross and Em for working on these changes

**Motion #4:** Move to approve the bylaws as proposed. (A. Romero/L. Story Gamble: Carried).

## **7. Election of Directors & Appointment of Mary Blackstone as a Life Member**

Jaime Boldt is resigning from the board. We are grateful for her mentorship. Tara Janzen has also left the board, having left the province for a career opportunity. Thank you to her as well.

**Continuing on the board - the second year of their two-year term:** Jennifer Dawn Bishop, Krystal Glowatski, Josh Haugerud, Jeff Morton, Alejandro Romero

**Slate as presented:** Lyndsay Amato, Kelsey Ford, Carla Harris, Danica Lorser, Daniel Parr (for re-election), Kayla Rourke, and Zoë Schneider. Candidate bios are available on SAA's website.

**Motion #6:** Move to approve the slate of nominees for the 2023/24 SAA Board. (M. Donnelly/Tracy Foster: Carried)

The SAA Board has recommended Mary Blackstone be approved as a lifetime member. She is an artist, arts researcher, and former board member of the SAA who has served from 2017 to 2022. She has been instrumental in the research function of the SAA; in addition to being on the SAA, she served as the director of the Saskatchewan Partnership for Arts Research.

**Motion #7:** Move to approve Mary Blackstone as a lifetime member of the Saskatchewan Arts Alliance. (J. Boldt/B. McKay: Carried)

## **8. Other Business**

No new business. **D.Parr** - Thank you to our outgoing board members and the incoming board. Thank you to the SAA staff, our funders, and to everyone in attendance.

## **9. Adjournment**

**Motion #8:** Move to adjourn the meeting (J. Haugerud/A. Romero)

The meeting adjourned at 2:18 pm.