

Langham Court Theatre Board Meeting Minutes

Monday, December 10, 2018

Present: Quinn MacTavish, Michelle Mitchell, Kara Flanagan (minutes), Don Keith, Bill Huzar, Kevin Stinson, David Elendune and Sarah Heyman

Regrets: Keith Digby

Guests: Michelle Buck (General Manager), Wendy Merk, Alan Penty and Angela Henry

The meeting was called to order by the President, Michelle Mitchell, at 7:01pm

Approval of the amended **Agenda** – **MOVED** by Kevin, **SECONDED** by Sarah.
CARRIED.

Approval of the **November 19, 2018 Board Minutes** - **MOVED** by Quinn, **SECONDED** by Don. **CARRIED.**

Report

Ombudsperson – Angela Henry

Angela presented the Ombudspersons report which covered a range of issues over the last 16 months, which can generally be described as issues pertaining to respectful and effective communication. She presented next steps including the approach of the Ombudspersons, as well as materials which would support Langham's operations such as a Code of Conduct, a Directors Guide and a Producers Guide.

ACTION: Board members should discuss which recommendations to take forward (e.g. Code, Guides and future discussions around diversity/inclusivity).

ACTION: Review Director and Officer's Insurance.

The meeting moved in camera at 7:20pm.

The meeting moved out of camera at 7:35pm.

Thank you to Angela Henry for her report. *Angela Henry left the meeting at 7:35pm.*

Action items brought forward from the November 19, 2018 board meeting:

Action	Person Responsible	Status
Develop safety guidelines for anyone involved with lighting and building	Michelle B and Don Keith	Complete.

Investigate opportunities and resources for raising funds for the theatre	Bill and Michelle B	Meeting on the 14th of December.
Investigate reduction in bank fees as a non-profit	Bill	Complete
Distribute emergency handbook to stage managers, and other key staff for input on the handbook	Don and Michelle B	Early January
Develop bylaw amendments for the AGM to remove the odd/even number language around elections.	Michelle B and Bill	Complete
Schedule facilities committee meeting	Kevin	Assigned. Kevin to organize in January
Get an engineer report looking at window option in the general manager's office	Michelle B	In Progress
Contact Equity to request permission for actors involved in <i>That Elusive Spark</i>	Michelle B	Complete
Contact accountant for clarification on GST exemption	Michelle B	Complete
Contact Dick about selling membership at AGM	Michelle B	Complete
Contact Vinnie to discuss Life Membership gifts for AGM	Michelle B	Complete
Plan catering for December 15 Christmas Party	Sylvia	Complete

Reports (continued)

Production Chair – Alan Penty

Alan presented the proposed 2019/2020 season. Alan noted that he is going to report back on the production rights in January for one show. Alan to interview directors in January. Michelle B to organize a media launch later.

Motion to approve new season. – **MOVED** by Kevin, **SECONDED** by Sarah. **CARRIED**.

ACTION: Determine whether Langham can secure the rights to produce the musical.

ACTION: Determine whether the cast of one show can be expanded (ask playwright).

ACTION: Determine the status of royalties for another show.

Thank you Alan for your work on the new season. *Alan Penty left the meeting at 7:58pm.*

Readers' Theatre – Wendy Merk

Wendy is preparing 3 shows in February, March and May featuring Ideal Husband, Little Foxes and Anne Frank.

ACTION: Determine the status of royalties for Little Foxes.

Thank you Wendy for the update on Reader's Theatre.

Treasurer's Report– Bill Huzar

Bill discussed the updated numbers from the box office. He presented the business case for getting a new bookkeeper and getting QuickBooks online. He noted that Michael King withdrew from the Finance Committee and Malcolm Harvey and David Biltek joined.

ACTION: Finance Committee to find a new bookkeeper and get QuickBooks online and report on progress at next board meeting.

ACTION: Finance Committee to research terms of investment with the Victoria Foundation and report on progress at next board meeting.

ACTION: Finance Committee to present a profit and loss statement for next board meeting.

General Manager's Report – Michelle B

Michelle discussed her report including upcoming dates, updates and discussions. She proposed creating a biweekly GM report and the board was in favour of the proposal. Rental fees are increasing by 7.5% to take into account the admin. cost of ticket sales.

ACTION: Michelle B to produce a biweekly report.

ACTION: Discuss status of the following committees: Membership and Volunteers; HR; Strategic Planning; Play Selection and Publicity at next board meeting.

ACTION: Michelle B to print copies of minutes and reports for all board members.

Thank you to Michelle B for her comprehensive report.

Children's Programming – Michelle M

Michelle B to meet with Keith next week to discuss Michelle M's proposal for a week long spring break camp, puppet show performance, and adult puppeteering workshop in the spring.

90th Anniversary Parties – Michelle B

There will be two events:

1. Friday February 8th 5:30-7:30: cocktail party at Government House, tickets are \$40
2. Block party in July: free

New Business

Financial (Bookkeeper and Victoria Foundation terms) - Bill

Discussed in Treasurer's Report.

Langham Court Theatre Staff year-end recognition – Kara

Discussion on gift cards for staff. Last year staff were given \$75 gift cards. Quinn proposed increasing the card to \$100 each.

Motion: Provide gift cards to staff of \$100 each. **MOVED** by Kevin, **SECONDED** by Kara. **CARRIED.**

ACTION: Michelle B to buy gift cards for staff.

Content Warnings

David made suggestions on having content warnings / trigger warnings for shows. A discussion included how the Fringe includes warnings in their programs. Providing a link on the website with more info or inquiring at the Box Office were suggested. This will be discussed by the production committee.

ACTION: Alan, David, Michelle M and Michelle B will discuss how to incorporate content warnings on Langham's shows.

Discussion on Paid Artist Policy

After the casting of 4 equity members / non-Langham members in "That Elusive Spark" the question around what is Langham's paid artist policy was discussed in response to concerns by Langham members and volunteers.

Discussions included:

- **Langham's Policy:** Langham's policy was discussed; however, there was not a consensus in the interpretation or execution of this policy.
- **Langham's Philosophy:** The philosophy of casting, especially with respect to choosing new members over longstanding volunteers.
- **Cost of Paying Performers:** The inclusion of equity members as part of Langham

and whether there is a cost consideration in casting and how is that cost managed?

- For example, the cost could be budgeted upfront by the director.
- Equity cast members typically donate their fee back to Langham, making the cost a moot point to-date. The question whether fees should be donated back came up.
- The tax recommendation by the accountant of maintaining a threshold of 90% of unpaid performers other than “incidental costs” and whether any equity cast member would ever trigger that as the fee paid could justly be ascribed to incidental costs.
- **Communications:** to members on how Langham would handle this.
 - Michelle M. volunteered to lead this.
 - Kevin suggested that Michelle M use the Langham President email address.
- **Committee:** Quinn proposed creating a committee to resolve this issue.

Motion: "Beit resolved that the Board of Directors authorizes the creation of a committee to examine our current paid artist policy. This committee would discuss our current paid artist rules, consult with the membership on paid artist rules, and make a recommendation back to the board on whether or not, and if so, how our paid artist policy should be revised or rewritten for the 2019/2020 season and in the future. This committee shall consist of a mix of board members, Langham Court Theatre members and other volunteers" - Quinn– **MOVED** by Quinn, **SECONDED** by Sarah. **CARRIED** as at 9:26pm.

Discussion on form of committee of approximately 6-7 members as follows:

- Chaired by a board member.
 - Michelle M to seek out Chair.

Other members may include:

- A staff member of Langham;
- Langham members:
 - At least one equity member;
 - At least one nonequity member;
- A director.

ACTION: Form a committee to examine Langham’s current paid artist policy.

ACTION: Setup email for Michelle M: boardpresident@langham.ca

Adjournment: The meeting adjourned at 9:40 PM by general consent.

Next meeting: Monday, January 21 at 7 PM.

Action Items

Action	Person Responsible	Status
Investigate opportunities and resources for raising funds for the theatre	Bill and Michelle B	Meeting on the 14th of December.

Distribute emergency handbook to stage managers, and other key staff for input on the handbook	Don and Michelle B	Early January.
Schedule facilities committee meeting	Kevin	Assigned. Kevin to organize in January.
Get an engineer report looking at window option in the general manager's office	Michelle B	In Progress
Ombudsperson Report Recommendations: Code of Conduct, Director's Guide and Production Chair	All	Need to assign each of these or table discussion for a future board meeting
Ombudsperson Report: Ongoing Discussion on Inclusivity	All	Table for a future board meeting: month?
Review Director and Officers' insurance	Michelle B / Kara	Assigned
Determine whether Langham can secure the rights to produce a musical.	Michelle B / Alan	Assigned
Determine whether the cast of a show can be expanded (ask playwright).	Alan	Assigned
Determine the status of royalties for a show.	Alan	Assigned
Determine the status of royalties for Little Foxes.	Michelle B / Wendy	Assigned
Finance Committee to find a new bookkeeper and get QuickBooks online and report on progress at next board meeting.	Bill	Assigned
Finance Committee to research terms of investment with the Victoria Foundation and report on progress at next board meeting.	Bill	Assigned
Finance Committee to present a profit and loss statement for next board meeting.	Bill	Assigned

Support for biweekly GM report.	Michelle B	Complete
Committees: Membership and Volunteers; HR; Strategic Planning; Play Selection and Publicity	All	Need to assign each of these or table discussion for a future board meeting
Present printed copies of minutes and reports for all board members.	Michelle B	Complete
Buy \$100 gift cards for staff.	Michelle B	Assigned
Discuss children's programming.	Michelle B / Keith	Assigned
Create a policy on how to incorporate content warnings on Langham's shows.	Alan, David, Michelle M and Michelle B	Assigned
Form a committee to examine Langham's current paid artist policy.	Michelle M to confirm Committee Chair	Assigned
Respond to emails concerning equity cast members Langham's current paid artist policy.	Michelle M	Assigned
Setup email for Michelle M boardpresident@langham.ca	Michelle B	Assigned