

Langham Court Theatre Board Meeting

October 11, 2021 at 7pm

Present: Kathy Macovichuk
Sarah Innes
John Crickman
Rosemary Jeffery
Janine Longy

Dick Newson (guest)
Sadie Fox (guest) (HR Comm. Chair)
John Manson (guest via Zoom) (HR Comm.)
Geli Bartlett (guest arr. 8pm)

Absent: Mike Chadwick, Don Keith, Ken Thornicroft (HR Committee member)

Call to Order 7:10pm

1. Territory Acknowledgment:

Langham Court Theatre respectfully acknowledges we are located on the traditional territory of the Lekwungen People, also known as the Songhees and Esquimalt Nations.

2. Approval of Agenda: MOTION by: John C.
Seconded by: Janine
CARRIED

3. Approval of previous Board Meeting Minutes (Sept.13/21): MOTION by: Janine
Seconded by: John C.
CARRIED

4. Business arising from previous Minutes:

a. Meet with HR Committee Members

- **Kathy** - reviewed their Current Position Summary report; some challenges in HR role are ambiguous
- **Sadie** - responsibilities laid out in current Bylaw 7.2(7); are these still valid? Yes
 - has role shifted?
 - are they to be more involved in hiring process?
 - low profile positions recently hired such as Chris Clarke (Custodian/Building Manager) and Costume Loft Administrator without their knowledge (**Dick** confirmed these are contractor hires)
 - HR Committee would like to be better consulted
 - feedback to HR Committee is limited; probably because Board has been playing catch up
- **John C.** - can't treat employees as contractors
- **Rosemary** - knew Jackie Early left but, didn't know Chris was hired as HR wasn't part of the process to replace her

- **Dick** - it's a matter of scope; how big a job is it and how much effort do we expend in going outside LCT if someone can be found within LCT
- **Rosemary** - valid point but, HR feels they should have been part of the conversation
- **Dick** - didn't think it was required so, will know better for next time
- **Rosemary** - just looking for clarification going forward on what HR role is
- **John C.** - right now "we're flying by the seat of our pants" what with COVID and not knowing when we can get back to full operation
- **Sadie** - they missed opportunity to contribute to conversation of latest hires; they're ready to assist
- **Janine** - moving forward the Board will ensure that HR is better consulted when hiring takes place
- **Sadie** - the Board should also look at what the HR Committee role is
- **Kathy** - re: HR's request for feedback --> **Sadie** says they are lacking direction as haven't heard back on their latest reports
- **John M.** - have identified things that are missing and would like to move forward
- **Kathy** - re: lack of digital infrastructure; is hoping a new Theatre Administrator (TA) can organize digital documents on Google Drive and act as point person; this may also help with communication channels
 - we are a working Board; chain of command --> Board in charge of theatre, HR and staff support the Board
 - strategic direction is unclear which hopefully will be addressed soon
 - hopes that the new Board can meet (like a retreat) and pose questions: where do we want to be in 5 years? 10 years? need that direction
 - past strategic planning committees have tried
- **Sarah** - TA job description to be revised so we can move forward in hiring a person (**Dick** has created first draft); would look to the HR Committee for input; **table review of job description to next meeting (need to include qualifications)**
- **Kathy** - TA position will probably be less hours to start
- **John C.** - **Mike** has been able to get government grants to cover costs
- **Sarah** - those grants can't be used to support salaries and the job may evolve into something bigger as we slowly get back up and running fully
- **Sadie** - may need to hire an expert for a tech audit
- **Sarah** - some departments do have dedicated email
 - eg. boardpresident@langhamtheatre.ca, gm@langhamtheatre.ca, boxoffice@langhamtheatre.ca
- **Sadie** - probably should get to the outstanding items before TA starts
- **John M.** - make sure new TA knows what is expected of them
- **Kathy** - website is going to be refreshed
 - possibly assign a Board member to respond to correspondence rather than a Panel

- **Sadie** - had suggested a Panel to give feedback to answering some correspondence to pass onto the Board so that they could then respond; Panel can look at with an extra critical mind as they are not the ones being 'attacked'

Highlights of discussion:

- better communication
- HR members are ready to go
- need more guidance
- relationship to staff? to volunteers? - responsibility to these two groups
- HR to send monthly written reports to Board and then Board to follow up if required

Round the room for further thoughts:

- **Sarah** - definitely want HR Committee input when time to hire TA
- **John C.** - with potential reduced income for future TA will need HR guidance to determine most important functions of the role
- Dick** - recognizes communication breaks down sometimes but, also sometimes things done for expediency; wouldn't do this for high profile matters
- **Kathy** - would like to go forward in hiring a TA and find an Ombudsperson as there is now a need for both
- **Sadie** - grateful for this time to chat and looks forward to follow up conversations

****SADIE & JOHN M. LEFT MEETING****

b. AGM - Nov.14/21

i. Nominations Chair - Geli Bartlett

Discussion:

- Geli has accepted position
- would like to use a flip chart or white board during elections
- discussed her role with her as per current Bylaws
- she will receive all nominations - candidate, nominator and seconder
- can also canvass some people to see if they're interested
- will confirm candidate is a member and if not, then ask them to pay membership fee in advance or at theatre just before AGM starts
- her name and email will be included on the Notice of AGM to be emailed to members before the end of the month so people know where to send nominations; the Notice will also include additional language to be provided by **Janine** (**Sarah** will prepare Notice)
- **Janine** has met with 6 new people and 5 are interested in running for the Board; the Notice will ask each candidate to provide written bio
- **Janine** will nominate the new people she's met and **Dick** will second

- nominations can be taken from the floor for officers & directors positions but, not the Production Chair
- only members will receive voting cards
- Geli will organize volunteers to help count votes -> scrutineers (at least two people)
- first position up for election is President; all those running for that position (including any nominations from the floor) are then asked to speak on their own behalf or have their nominator and/or seconder introduce them; after all nominees have spoken then the vote takes place; this process is repeated for Secretary, Treasurer, and Members at Large
- vote for Planning Production Chair(s) (PPC) position is last --> bylaws state that this position is closed for nominations a week in advance
- all running for PPC are then asked to speak on their vision for the Seasons they would be planning, if elected
- **Dick** will be sending out reminder at end of month to all those people whose memberships will be expiring soon
- Geli will also ensure that there is a quorum before start of AGM --> *25 members in good standing or 25% of the total voting members of the Society whichever is less*

****GELI LEFT MEETING****

- ii. **Written Notice of AGM to be sent to members**
 - **Sarah will draft and send to all Board members for review**
- iii. **Draft Agenda (Sarah) - review**
 - first 4 items are standard
 - welcome and overview will be given by **Kathy** as we don't have a President
 - reports - only 3 oral --> VP, Financial and Interim TA
 - all other reports will be submitted in writing
 - bylaw amendments - in 5.2(3)(k) and general housekeeping of bylaws as a whole for errors and omissions in formatting, paragraph numbering, and reference to paragraph numbers within the text, as well as page numbering references in the Table of Contents as last bylaw amendment done in 2018 did not capture these changes NOTE: there will be no change to the text
 - any Life Membership recommendations? **Sarah will contact Marilyn**
 - Judy Treloar Life Membership - vote on whether or not to revoke - this is an action item from HRT settlement agreement conditions
 - elections
 - new business - none at the moment
 - 2020 AGM minutes will be attached to Agenda

- iv. **Membership renewals in advance of AGM?**
 - some expire soon; Dick will send notice to those people so if planning to renew then can be done in advance of AGM
 - v. **Copy written reports, financial statements, etc., prepare sign in sheet and ballots**
 - Sarah will request and collect reports from Dept. heads and Committee Chairs and then compile for package
 - copy package handout in advance of AGM (a couple of hours ahead of time) and set up chairs, etc. - all can help
 - c. **Bylaw Amendment --> Board to appoint Planning Production Chair rather than be voted in by membership at AGM - Don working on wording for this potential new bylaw**
 - Sarah to follow up with Don
 - d. **Production Chair guidelines to be updated (Don & Dick); discuss first draft**
 - table to next meeting as Don away
 - e. **Part-time Costume Loft Administrator - job description updated? (Linda)**
 - Deanna Milligan hired
 - Sarah to follow up with Linda --> may be written into new contract
 - f. **African Art and Cultural Society concert at LCT (Dec.17th & 18th) - LCT tech assistance ready to go?**
 - Janine will get in touch base with Pulcherie to see what technical assistance she needs and how much rehearsal time is required
 - they will need to get insurance
 - also will need to sign contract (Mike has them)
 - dates will be changed to Spring as more availability in theatre calendar and gives more time to organize
 - g. **Final results from Life Members' poll re: photos hanging in lounge**
 - 28 voted to leave photos up
 - 11 voted to take photos down
 - 4 abstained or didn't reply
5. **Committee Reports**
- a. **Human Resources (HR) (Rosemary)**
 - no report

- b. Membership & Volunteers (vacant Chair)**
 - no report
- c. Community Outreach (COC) (Janine)**
 - going in person to see Songhees Nation; want a representative to come to theatre and help celebrate opening of season
- d. Education (Don)**
 - Inter-Cultural Association Workshop modules will launch October 18th
 - Module #1 - Why Now? A Case for Equity Note: we have already completed this one
 - Module #2 - How Organizations Can Implement Equity Frameworks
 - Module #3 - Organizational Equity Audity (Pre-audit workshop, Audit which includes all staff & Board survey and in person interviews, analysis of results and areas of greatest need/concern)
 - Module #4 - Cultivating Cultures of Inclusion & Anti-Racist Practices in the Workplace
 - Module #5 - Bystander Training 1 & 2: Practical Strategies that Interrupt Incidents of Hate & Discrimination
 - a suite of Educational EDI Workshops to fill in any knowledge gaps will be offered eg. What True Allyship Looks Like, Inter-Cultural Intelligence, Understanding Micro-Aggressions, The Importance of Intersectionality, etc.
 - **Kathy** thinks one module will be organized before each show throughout the season (probably attend via zoom); and new Board will need to give commitment to ICA that these workshops will be attended; **Don** can probably assist in transition to whoever takes over as Education Chair
 - **Rosemary** thinks that once a person completes a module there may be a Certificate which will confirm you've attended
- e. Artistic Direction/Production Planning Committee (ADPPC) (Jon & Sylvia)**
 - no report
- f. Safety (Don)**
 - no report
- 6. Treasurer's Report**
 - in **Mike's** absence **Sarah** checked online balances of all accounts --> Total: \$216,206.13
- 7. Correspondence**
 - a. Email dated September 27, 2021 from Drew Shand (life member) sent to Board President email; Toshik replied on Oct.1st**

8. New Business:**a. Front of House Manager & ushers**

- **Dick** arranging 'super ushers' for first show who will help him check people in (one in lobby and two in lounge)
- there will be no Front of House Manager for first show
- territory acknowledgement will be pre-recorded for first show

b. Bar Manager

- not needed for first show as there will be no bar plus there's no intermission

c. Document Clean Up

- **Sarah** will ensure all 2020 minutes are complete and move them to Google Drive; will then ask **Dick** to remove copies from website
- **Sarah** will also obtain a working copy of the current Bylaws

9. Next Meeting(s):

- a. Regular Board Meeting - **Monday, November 8, 2021** at 7pm

10. Adjournment: 9:24pm

/si