

LCT Agenda, Board Meeting Dec 6 2021
7-8:30pm on Zoom

Present: Erica Petty, Tony Adams, John Crickman, Emilee Nimetz, Ingrid Moore, Monica Ogden

Regrets: None // President and VP: positions vacant as of 17-Nov-2021

Agenda

1. Call meeting to order - Erica offers to chair the meeting in absence of a President
(No objections. Called to order by Erica at 7:01pm)

Territory Acknowledgement from Erica Petty - *We gratefully acknowledge the lands and stewardship of the Lekwungen speaking people and our host nations, the Songhees, Esquimalt, and WSANEC nations. We are grateful to these longtime caretakers of the lands on which we live and work and we hold close that it is an honour to try to do good work on these lands, especially as we approach the work of anti-racism and healing within this society.*

2. Approve Agenda (Move Emilee, 2nd Ingrid)
3. Approve Nov meeting minutes (Move John, 2nd Erica)

4. Business Items (Productions, Membership, Rentals, Staff)
 - a. Year End (CRA and Societies)
 - i. Secretary duty to file year end with BC Societies by Dec 14
 1. ACTION: - Erica to file
 - ii. Accountant reached out to Erica. They need the Board List updated to complete the year end. Otherwise, year end is ready.
 1. ACTION: Erica to complete CRA BOD form. Erica also to connect Tony with Mike (past Treasurer) and Ashley (Accountant)
 - b. ICA anti-racism workshops are to begin in January. Doug (past Member at Large) sent Erica the info.
 1. ACTION: Monica will reach out to Paulina / sign contract / schedule 6 dates
 - c. Staffing/ Box Office Manager
 - i. The Box Office Manager is seeking relief from his interim GM duties immediately (volunteer position). He also wishes to retire from box office by June 2022 (staff position). (Discussion: John shared some context about BOM agreeing to a reduced GM role temporarily and voluntarily (norm full time, salaried position). Re: GM hiring process, HR committee was tasked by previous BOD to create a job description with reduced responsibility in order to lessen wages/ they may have created a job description. Can we give acting GM relief they've requested? Collectively: yes. Other staff asking for support? Collectively: Not yet, but let's check in on Costume loft and their contract. Emilee asked about the HR committee, are all committees convened post AGM?)
 1. ACTION: Erica will meet with BOM to discuss staff needs, as well as, to gain outstanding BOD onboarding training/institutional knowledge/access. Need access to:

shared calendar, google drive files, boardpresident@ email, accounting processes. Learn about processes for - box office comm duties, payroll. Erica will share this access with BOD. Provide BOM relief of GM duties, as requested, effective immediately.

2. ACTION: Emilee will look at bylaws to see if committees are convened, look into orientation guide for future communications with membership, ask members to join an HR committee

3. ACTION: Erica will speak with costume loft/ re: contract

d. Racism reported at AGM - *Names have been redacted by request of those making the report to ensure their personal safety.

i. Member A wrote to Langham board president email account to report racism that occurred at the AGM to their partner, Member B. Emilee provided a report for context to the communications timeline.

- Discussion: Racism occurred from fellow members sitting in the area they were seated, racial slurs were said about Member B, and they left the AGM because they did not feel safe. In their email they requested a refund for their memberships because they did not feel comfortable within the society. The email which reported the incident was sent to the box office email, board president email, and Emilee. Emilee intended to bring this to board meeting, but before they could, the recently resigned VP responded to their email (4 days after their BOD resignation). The VP response was unconstitutional, harmful to intervene in a serious report and cite a disciplinary process that she wouldn't be involved in, and resisted their request for a refund.

Discussion:

- The former VP involving herself is very concerning, and highlights the ongoing problems in the culture of the society. Former VP also emailed Erica to report that she had been investigating (asking other members who were present) to corroborate the racism reported.

-The initial racism and use of slurs, as well as the response from the former VP after their resignation was not ok. All board members present agreed that the former VP should not have responded.

-Our job as BOD is to believe people when they report racism, not corroborate/ disprove them.

-Full BOD weren't informed of the report before BO Manager and former VP responded without BOD knowledge or consent

-Society guidelines for respectful communication was not followed

-Process for escalating complaints/ also not followed.

Any Update on how Member A and Member B are doing?

-Ingrid followed up with them and reported back: After the newly elected board became aware of the situation, we immediately made contact and confirmed a refund, but when they came in to the box office to have it processed, they were questioned on what they had intended to do within the theatre when they joined anyways. They did not find the initial communication via email from the former VP and from the box office was respectful, and felt very unwelcome. They have expressed that when Monica and Emilee took over communications, and Ingrid followed up, they felt seen and believed, and

appreciated the new BOD's efforts to hear their experiences and to approve their refund. At the moment they do not wish to move forward with any actions against members, they just want to move on.

-John spoke about membership being uninformed, leadership sneaking matter under the rug in the past discrimination matter brought to the HRT, the "good ol boys club" tried to ignore it and let bygones be bygones. John urged GM at the time to take action needed to alert membership about the discrimination case, and urges this board to be transparent, and pass on news of this incident promptly.

-Collective: yes. Transparency with membership is important, but so is protecting the privacy of members who were harmed and experienced trauma. Informed consent is always needed and details cannot be shared without consent of members who report it.

-Important to address the harms and be accountable, prevent further harm to all people involved

ACTION: Ingrid will reach out to Member A and Member B to see how they would like this incident disclosed in the minutes.

***Note added Jan.4: Member A and Member B responded to Ingrid on January 4/2020 and approved the minutes as written as long as their names are redacted for their safety and privacy.**

4. Emilee shared these links during discussion:

- a. <https://www.langhamtheatre.ca/wp-content/uploads/2019/09/Guidelines-for-Respectful-Communication.pdf>
- b. <https://www.langhamtheatre.ca/wp-content/uploads/2020/10/Langham-Court-Theatre-Society-Harassment-and-Discrimination-Policy.pdf>
- c. <https://www.langhamtheatre.ca/wp-content/uploads/2020/10/Complaints-Process-Flowchart.pdf>
- d. ACTION: Docs out of date. Essential to update these immediately and offer member training on how to use. Discuss next meeting.
- e. ACTION: Confirm that former VP will not access Board president email, and will cease communications on behalf of society. Also ask who she spoke to while investigating (which members?), good to know to protect privacy of the members who reported
- f. ACTION: Accountability process to include investigating what happened in the box office interaction, what happened internally and how can we be accountable to Member A & B

- d. 2021-22 Productions/ Season - how to move forward
 - i. COVID safety plan - What's currently in place?

1. John gave update: people must be fully vaccinated in order to enter the building, no worksafe plan in place that we are aware of, typically following provincial health officer's mandate, nothing written formally for staff or audience guidance
Discussion: isn't a work safe plan legally required? Monica: also an outbreak policy is required. Erica: Can we legally have folks working in the building without worksafe?
2. ACTION: Tony, look at worksafe requirements and monitor cases in BC, new Omicron variant is of concern
- ii. Code of conduct - Erica: is there one? (Collectively: we don't think so)
 1. ACTION: Erica to share respectful arts workplaces Code of Conduct with BOD, for consideration
 2. ACTION: Emilee to investigate bylaws re: what does adopting a code of conduct take? How do we obligate ALL members or people in the building to work under this code of conduct?
- iii. Capacity and legal risks to Board as legal entity
 1. Discussion: what are the risks? Board insurance is the norm, Do we have Board insurance? John: I don't think so, but we could ask the former Treasurer. Erica: Need to ask a broker for quote, it's different for every society

Some discussion:

-Glaring liabilities that we're identifying today. It doesn't seem safe to continue business as usual.

-Covid plan hasn't been updated since cancellation in 2020.

-We don't want to put members at risk especially if they are immunocompromised.

-Don't think we can guarantee safety. There's been additional reports of intimidation and aggressive behaviour post-AGM towards BIPOC community members beyond the incident at the AGM discussed earlier. (Consent has not been granted to share details for the person's safety. They have requested Monica to follow up to share more details and their needs.) We need to do our due diligence to create systemic reform, as membership trusted us to do.

-It's an investment into the society to do this work well. Pausing is looking out for everyone's best interest - their health, the future of the theatre sector, and for society itself

--Urgency is to contact the director of Hilda's yard

MOTION: To pause the season and do policy development and safety consultation with current season's production teams (3 plays). (Motion by Emilee, 2nd by Erica. 5 of 6 votes in favour).

2. ACTION: Emilee and Ingrid will reach out to directors, consult on their plans and processes, seeing what's in place for safety, what are the impacts to pausing or cancelling their productions? If we are satisfied with consult and safety plans, season may continue
3. ACTION: consulting a society's lawyer - what's impact of cancelling a season? Emilee to investigate and start a conversation

5. Board Items
 - a. Appointment of new President and VP
 - i. Any Nominations? (Collective: No. May we discuss and bring forward folks at the next meeting?)
 - b. Bank - current BOD needs signing authority
 - i. What do bylaws say about this? Emilee shared bylaws: president, vp, secretary, treasurer have sign authority.
 - ii. ACTION: Tony and Erica to connect, make appointment at bank
 - c. Payroll - who runs the payroll? What are our responsibilities? (Erica will ask at meeting with BOM re: process)
 - d. Correspondence - Report from Erica: The box office manager sent out an email to the membership and signed that email on behalf of BOD without any board members knowledge or consent. This was unauthorized and caused quite a bit of harm / confusion / fall out with membership. The BOM emailed to ask Erica's permission then did not wait for Erica to give consent or a response (only waited 2-3hours). A member at large reached out and asked that the BOM not send communications signed as the Board of Directors without our explicit permission in the future. BOM then expressed that they would only be willing to receive Board communications via the secretary and would not communicate with the rest of the board. Erica: Willing to take that communication on, however I may not have capacity to commit to that request full term, ask we re-visit in future. Discussion: Communication from BOM was concerning as it was unprofessional and exhibited transphobia by misgendering a member of the board. Can we seek clarity around what the box office's role is in communications? For future hiring practice? General note about all BOD voices being respected both as people and employers. Agree, this request wasn't said in an act of good faith/ to create a healthy board-to-staff relation, and it limits the ability for all BOD to have equitable power/ involvement with the society
 - i. **Motion: that Secretary acts as voice of Board of Directors in absence of President, takes on president email duties.** (Erica consents. Motion by John, 2nd by Ingrid. All in favour 6 of 6 votes)
 - e. Email / onboarding transition - Erica report: we have still not been given access to BOD email accounts and the google drive space for file access. The passwords given are incorrect. Erica was given some access and training by past Secretary but there are still barriers she could not resolve. Erica is currently the only board member with any institutional access, however still very limited (Discussion: We need to gain better understanding with committees and processes, etc. Who is involved? What runs the newsletter/comm system with members? How can we reach membership?)
ACTION: Erica to speak with BOM to get essential access points by Dec 7
6. Any other business? (no)
 - a. Next meeting date: Tues Dec 28th at 4pm
7. Adjourn meeting -- motion to adjourn by Emilee, 2nd by John (9:01pm)