

LCT Minutes from Board Meeting March 13, 2022

10am on Zoom

Zoom Link:

Present: Ana de Lara (she/her), Erica Petty (she/her), Tony Adams (they/he), Emilee Nimetz (they/them), Ingrid Moore (she/they), Monica Ogden (she/they), Jesse Deutscher (they/she)

Regrets: None

Chaired by: Erica

NOTE: Ana and Tony left at 12:00pm for meeting with Regina from Women in Film

Agenda

1. Call meeting to order - 10:19am

a. Territory Acknowledgement led by Erica Petty

- i. Today I am on WSANEC Territory, and acknowledge the Lekwungen Territory many board members are on. Reflecting on the Indigenous community on these lands, and parsing through colonization and violence on their homelands. Thinking about the long time caretakers of these lands and wanting to presence that, as we do this difficult work of creating new systems.
- ii. Monica - just thinking about everything going on globally and holding space for Ukrainian folks on this board and elsewhere, holding everything all at once is challenging. Reminds us that coalition work is the way forward. With the war going on, there is also rampant anti-Blackness occurring at the same time, in Europe and globally. This all comes back to the work we're doing, how some people are allowed to exist fully in this community and many others aren't due to systemic racism. What happens in our community is happening on a larger scale. It's global. What happens here happens everywhere, and it's not fixed by ignoring it.

2. Approve Agenda, motion by Ingrid, 2nd by Emilee

3. Approve Meeting Minutes. MOTION to accept meeting minutes from Jan 4, Jan 11, Jan 25, and Feb 26. Motion by Emilee, 2nd Tony (all in favour)

- a. Jan 4
- b. Jan 11
- c. Jan 25
- d. Feb 26

- i. *For Dec 28th meeting minutes, agenda item "staff", the minutes should read "discussion continued in-camera" . Please accept this as an official amendment to Dec 28th minutes. (all in favour)

4. Business Items (Productions, Membership, Operations, Staff, Rentals)

a. Productions

- i. Planning for 2022-2023 Season - prioritize diversity, equity, and inclusion in our programming
- ii. Discussion:
 - 1. BIPoC guests/BIPOC led and centered shows. Considering 4 show season. Open season Nov/Dec 2022 is the goal
 - 2. Also consider hosting/presenting a guest series of BIPoC led work from professional companies
 - 3. Thoughts on equity within the process? Empowering and acknowledging BIPOC leaders who are already doing this work in Victoria. Make space in auditorium schedule for BIPOC centred shows
 - 4. How do we proceed without a production chair?
 - 5. ACTION: Form a play selection committee to be chaired by Board members and assisted by GM
- iii. Monica shared report about The Black Pledge
 - 1. Collective in Toronto, Black artists working in a variety of forms but primarily theatre. As an organization, we can sign the Pledge and the collective will analyze our organization and provide oversight of the organization and their commitment to combating anti-Black racism and ongoing anti-racism work
 - 2. ACTION: Jesse and Monica to collaborate on reaching out to the collective

b. Membership

- i. Comms went out March 11 to address campaign of harassment from “Langham Theatre Supporters”
 - 1. Responses of support are being received
 - 2. BOD to monitor for any feedback and bring to the group
 - 3. Discussion continue in-camera
- ii. Discussion about membership list and new policy to protect members. It seems, the list has been shared casually in the past with members. The anonymous campaign shows that this all-access approach to sharing the list is harmful to the society and it’s members and does not honour the privacy and safety of members at large. We can restrict access to the list. The Societies Act gives certain scenarios when the list cannot be restricted.
 - 1. MOTION: That access to the membership list becomes restricted and subject to a formal process of request under the authority of the Board of Directors, within the bounds of the Societies Act
 - 2. MOTION: That the following policy be adopted:

Members who wish to inspect the membership list may submit their request in writing to the Board of Directors. The request must include the person’s name and their intended purpose for inspecting or using the list. The Board will discuss any requests received at the Board meeting that directly follows the date the request was received and give an answer to the request shortly thereafter. No reasonable request will be denied, only those that the Board believes could harm

the society or one or more of its members. This policy will abide by the Societies Act when considering the type of membership list requests that the Board cannot restrict.

Motion made by Emilee and 2nd by Monica. All in favour. Motion passes

- iii. Next member comms to include update to 6 month work timeline presented.
- iv. Board minutes were requested by a member. The minutes have been accepted at today's meeting and will be posted later this week.
- v. Pro-Art Alliance has requested a report from Langham Board members about our anti-racism work and the anonymous campaign of harassment. ACTION: Monica and Erica will attend. Will offer arts leaders honorary memberships
- vi. Comms
 - 1.
 - 2. Comms to membership to advise we will be sending an official update to 6 month plan. Note that current approved minutes are available on website.
 - a. ACTION: Erica to draft update and include poll of dates for future ICA workshops, Ingrid to send to membership.
 - b. Larger comms needs drafting re: strategic planning to highlight ongoing issues to be reviewed through succession and strategic planning.

c. Operations

- i. Planning for a strategic directions survey for members, audience, and volunteers to participate in is still ongoing

d. Staff

- i. Interim admin support was requested from Finn and Denise (former GM's). They declined, but would like to continue to meet and support through consultation.
 - 1. ACTION: Emilee to reply with Denise and Finn to find time to connect, draft JD for GM

e. Rentals

- i. Jesse has taken on the duty of liaising with renters
 - 1. ACTION: Emilee to train Jesse on rental process.
- ii. Call from Joe at VAD Arts: passed along feedback to BOD that their organization feels incredibly respected, students used to feel scared in the building but are feeling safe and supported now.

5. Board / Society Items

a. Financial

- i. May we contact former Treasurer again, with a final list of requests? We have not received past budget or answers about specific financial systems, such as charitable donations/receipts

1. ACTION: Tony will reach out again and see if there is any chance to can connect
- ii. A revised 2021-22 budget has been started by Ana & Erica
 1. ACTION: Present revised budget at the next meeting
- iii. Insurance will be renewed soon which will be a large payment
- iv. Financial reviews
 1. At the Society's November 14, 2021 AGM, no auditor was appointed (only an appointment of accountant). This is contrary to the Bylaws and the Societies Act. The members also voted against conducting an audit.
 2. Can we come into compliance with bylaws and act? Past FS are at notice to reader level only. Discussion among the board to conduct a review engagement or full audit of the past 5 years. May support future succession planning.
 3. ACTION: Emilee and Erica to ask for some quotes and availability of accountants and report back to Board
- v. Tony and Ana will be meeting with Regina from Women in Film to consult about our revised budget for the 2021-22 season
- vi. Tony and Ana met with member David Biltek for consultation on experience on the finance committee

b. Building

- i. Fire Alarm went off on March 12 (renters were in building)
 1. Update: Emilee went to theatre immediately when advised by alarm company. Was a false alarm and the building remains secure and safe.
- ii. Need to find the title for the building

c. Committees

- i. Discussion about HR committee. In reviewing past minutes, there has been considerable confusion around the role of this committee. BoD strives to be leaders in employment practices. This is an essential time for the society to clear up hiring and management practices and center tools of equity.
- ii. MOTION 1: That all of the members of the Human Resources Committee be removed; and that the following persons be appointed to the Human Resources Committee Co- Chairs: Erica Petty and Ana De Lara
- iii. MOTION 2: That the following policy be adopted:

Human Resources Committee Policy

1. The Human Resources Committee (the "HR Committee") shall be comprised of members who are appointed by the Board of Directors. A member who wishes to volunteer to serve on the HR Committee may submit an application to the Board.

2. *The chairperson of the HR Committee shall be designed by the Board and must be a member of the Board. Under normal circumstances, the majority of the members of the HR Committee must be members of the Board.*

3. *The HR Committee shall exclusively meet in camera.*

4. *The HR Committee shall issue regular reports to the Board of Directors.*

5. *The HR Committee shall in all respects be subject to the supervisory authority of the Board.*

6. *The following matters fall within the authority of the Board:*

a. the appointment and dismissal of all employees;

b. the approval of all contracts with all employees, and any amendments or renewals thereto; and

c. the adoption, amendment, and repeal of all human resources policies.

iv. MOTION 1 made by Ingrid, Seconded by Erica. All in favour

v. MOTION 2 made by Jesse, Seconded by Erica. All in favour

d. Media

i. Anticipate media may request interview after membership comms addressing campaign of harassment from “Langham Theatre Supporters” went public. Ana and Erica can coordinate.

e. Legal -

i. In camera discussion

6. Any other business?

7. Next meeting date: Monthly meetings to resume. Sundays or Mondays?

8. Adjournment at 12:59pm - motion by Ingrid, 2nd Monica