

Minutes of the Annual General Meeting

Shuswap Theatre Society

Shuswap Theatre, 41 Hudson Ave. NW, Salmon Arm, BC
Tuesday, September 23, 2014 7:30 pm.

Attendance was taken at the door with 32 members signing in. The 2013/2014 Annual Report was posted on Shuswap Theatre's website in advance of the meeting, however, paper copies of the report were available at the door for those who preferred to have one in that form.

Chairperson: Joyce Henderson Recorder: Judith Skelhorne Parliamentarian: Dave Wood

Joyce Henderson called the meeting to order at 7:30 pm welcoming all to the meeting and apologizing for any confusion as to the meeting time as it had been advertised for two different times.

Agenda:

The agenda was presented and members were asked if there were any additions to be made. None were forthcoming.

Teresa McKerral moved that the agenda be accepted as presented. All present agreed.

2013 AGM Minutes:

Members were asked if there were any errors or omissions in the minutes. None were observed.

Glenda Marchand moved that the minutes of the September 24, 2013 AGM be adopted as presented. Carried.

President's Report:

Joyce Henderson stated that all reports for the meeting had been posted on Shuswap Theatre's website. She went on to acknowledge all the volunteers who help to make theatre happen in Salmon Arm and thanked Jake Jacobson for his hard work in organizing the highly successful Broadway Revue show in May of 2014. She also reported with regret that Julia Body would be stepping down from the board and presented her with a small gift of thanks.

Treasurer's Report:

There were no questions regarding the Treasurer's Report for July 1, 2013 to June 30, 2014.

Motion: *John Coulson/ Althea Mongerson* - That the 2014 Treasurer's Report be accepted as presented. **Carried.**

Annual Reports of Committees:

Committee reports were posted on the web and could also be found in the paper handout.

Artistic Committee – Julia Body – No questions

Membership – Patrick Benson – Absent but reports that memberships have increased.

Scene Shop/Set Construction – Randy Brogden – Added to his report that the space above the dressing room has been cleaned up and a full record has been made of what is stored there. He also suggested that old power tools be got rid of because they were unreliable and crews preferred to bring their own power tools.

Senior's Theatre – Monica Kriese – Doing well, no questions.

Publicity/Marketing – Monica Kriese – No questions

Building Manager – Cilla Budda – No questions.

Rental Manager – Cilla Budda – No questions.

Costumes – Cilla Budda – No questions.

Volunteer Co-ordinator – Kim MacMillan – Away, no questions.

Motion: *Julia Body/Teresa McKerral* - That all the Annual Reports from committees be accepted as presented. **Carried.**

Special Resolution re Revised Shuswap Theatre Society Bylaws:

John Coulson has worked for some months to rewrite the bylaws in simple English and to modify those which are in need of some rewording. He gave those present an overview of the highlights and the areas where bylaws should be updated in compliance with the B.C. Society Act. It was explained that these changes had been posted on Shuswap Theatre's website for the theatre membership to read and form questions ahead of time. The Board of Directors have given much consideration to the following Special Resolution to be presented at this Annual General Meeting, which reads as follows:

Re: Revised Shuswap Theatre Society Bylaws

Whereas Shuswap Theatre Society's bylaws have not been reviewed or updated in many years, and

Whereas some of our preferred practices have deviated from the original bylaws, and

Whereas we have learned of helpful practices used by other non-profits, and

Whereas the current bylaws are written in language which is unnecessarily complex and therefore harder to understand,

Therefore be it resolved that the Shuswap theatre Society replace its current set of bylaws with those listed below:

*(The bylaw changes are too long to be typed out in full in the minutes but they take into account: **Article 1** – Membership which includes categories of membership, voting, duty of members and termination of membership; **Article 2** – Membership Meetings which includes the Annual General meeting , Special Meetings, Notice of Meetings and Quorum; **Article 3** – Directors which outlines the number of directors allowed, election of directors, duties of directors, directors' meetings, theatre records, removal of directors and society officers; **Article 4** - Financial Considerations which cover borrowing powers, audit of accounts, and the society seal; **Article 5** – Bylaw Amendments. The full paper will be attached to the official minutes)....*

There was much discussion from the floor regarding Proxy Votes, timing for Nomination of Directors, length of time of Membership before taking a board position (14 days), Special Meetings and not allowing Nominations from the Floor.

Motion to allow proxy votes. Defeated – 13 for; 17 against.

Motion to allow nominations from the floor. Defeated

Motion that 14 days membership should be increased to 30 days. Defeated – 13 yes; 15 no.

Question of whether information is mailed to members who do not have a computer.

Answer in the affirmative.

Motion: *Monica Kriese/Glenda Marchand* - That the bylaw changes be accepted as amended.
Carried. (23 affirmative; 4 negative)

Suggestion from the floor that the wording regarding voting should be changed to show clearly that each member of a family has a vote = one person/one vote.

Revisit Motion Made at Extraordinary Meeting January 14, 2010:

At the extraordinary meeting in 2010 a two-part motion was made to endorse the vision to “*build a theatre ...with an estimated construction cost of \$6 – 7 million*” and... “*that the Theatre Building Committee be empowered to spend up to \$25,000 for conceptual drawings.*” Joyce explained that the motion was passed believing the need to do conceptual drawings for the theatre was imminent. Now the responsibility for building a new theatre no longer rests with Shuswap Theatre, but with the new Shuswap Society for the Arts and Culture. That motion essentially ties up the financial reserves that the theatre has and prevents them being used for other purposes. It is not our intention to spend those reserves but only to have them available in case a pressing need develops.

Motion: *Jake Jacobson/Marcia Beckner* - That the motion regarding endorsement of the then Theatre Building Committee's vision to build a theatre and be empowered to spend up to \$25,000 for conceptual drawing made at the Extraordinary Meeting of January 14, 2010 be rescinded. **Carried.**

Election of the Board:

Returning Officer: Julia Body **Scrutineers:** Teresa McKerral and Denise Green
Nominees: Sherry Bowlby; Peter Budda; John Coulson, Shannon Hecker; Joyce Henderson; Bea Kirkwood-Hackett; Kim MacMillan, Glenda Marchand; Althea Mongerson; Judith Skelhorne; Marcus Smith; Ruth Thomas.

Special Speaker:

Joyce introduced Dave Wood from the Shuswap Community Foundation who explained the growth of the foundation in the community and what it is about. He explained how original funds endowed to the foundation by groups/corporations are invested by the directors and the interest earned comes back to those organizations. He went on to say that the original fund is stable and has been proven to be a worthwhile form of earning money. There were several questions put forth by members who seemed to feel this would be a safe way to invest theatre funds.

Motion: *Randy Brogden/Marcus Smith* - That the Shuswap Theatre Society establish an agency endowment fund with the Shuswap Community Foundation (SCF) entitled the “Shuswap Theatre Society Endowment Fund.” The Society will begin the fund with \$1,000 that has been donated to the Society for this purpose. Earning from the investment of this fund will be distributed to the Shuswap Theatre Society by SCF at the rate determined by SCF directors annually and said distribution of funds will be used for the purposes to be determined by the directors of the Shuswap Theatre Society. **Carried.**

Election Results:

The new board for 2014/2015 will include: Sherry Bowlby, John Coulson, Shannon Hecker, Joyce Henderson, Bea Kirkwood-Hackett, Kim MacMillan, Glenda Marchand, Althea Mongerson, Judith Skelhorne, and Marcus Smith.

Motion: *Randy Brogden/Julia Body* - That the ballots for this election be destroyed. **Carried.**

Joyce thanked everyone for coming to this very productive meeting and adjourned the proceedings.

Refreshments were available in the lobby.

Judith Skelhorne, Recorder

Joyce Henderson, Chairperson