

Federation of Canadian Artists 2024 AGM

April 28, 2024 (via Zoom)

Members Present

Directors:

Jennifer Heine, *President*; Kim Dibb, *Treasurer*; Warren Oneschuk, *Secretary*; Maria Josenhans, *Director-at-Large*; Ann Willsie, *Director-at-Large*

Staff:

Kristian Clarke, *Executive Director*; Margaret McNeil, *Interim Executive Director*; John Villamin, *Office Manager*

In-Coming Board Members:

Chris Block, Kevin O'Toole, Emma Russell, and Bill Stephenson

Members in Attendance:

Ron Czemerer (*Secretary, Standards Committee*); and 45 members in attendance

Regrets:

Dene Croft, *Past President*; Shirley Claire Williams, *Standards Chair*

Minutes

1. Call to order

- Jennifer called the meeting to order at 11:13 a.m.
- Jennifer confirmed a quorum.

2. Approval of previous minutes

- Jennifer moved to approve 2023 AGM minutes; all attending approved; motion carried.

3. Approval of 2024 Agenda

- Jennifer moved to accept agenda; all attending approved; motion carried.

4. President's Report (*See Report for narrative*)

Summary:

- The Federation has come through a period of intense revitalization with the tremendous efforts of staff, the Board and our Interim Executive Director Margaret McNeil.
- Margaret guided the reconfiguration of operations to form a solid foundation for expansion.
- Now fully staffed with a talented team who have effected changes:
 - new and robust financial systems – streamlined and transparent for accountability,
 - new processes and policies for staff and operations,
 - refined bylaws for better compliance with the Societies Act, and
 - efficient operation of the gallery, education programs, and the studio.
- Gallery involvement is growing sustainability, similar to typical years before COVID.

- Office staff worked collaboratively to:
 - ensure smooth operations while new people were hired,
 - manage their workloads, train each other and new personnel, and
 - produce all the exhibitions and programs, mentorships, classes, and the annual retreat.
- The Board has been generous with their time and guidance:
 - New Board members have a broad range of experience and expertise.
 - Their energy and ideas bring exciting developments with:
 - greater engagement and representation nationally, and
 - new initiatives, and more community involvement.
- On-going rigorous Board development to include individuals who bring a range of professional expertise.
- Geographical diversity reflects our position as Canada's largest member service visual arts organization:
 - Bill Stephenson – an accountant and experienced Board member in Toronto.
 - Kim Dibb – an accountant and our Treasurer (Cowichan area of Vancouver Island).
 - Shirley Claire Williams – appointed Standards Chair; will be assisted by Ron Czemerer (Calgary) as Standards Committee Secretary.
 - Chris Block – an architect and partner in a Vancouver architecture firm.
 - Emma Russell – a Vancouver lawyer.
 - Kevin O'Toole – a Vancouver managing real estate broker; his family has a long history with the Federation.
 - Ann Willsie – (Member-at-Large) continues on the Board from the North Okanagan.
 - Maria Josenhans – (Burnaby) continues as Member-at-Large.
 - Warren Oneschuk – (North Vancouver) continues as Secretary.
- Kristian Clarke, our new Executive Director, brings experience running national not-for-profits which will benefit the Federation in its development while mentoring and providing senior guidance to staff.
- I have been honoured to serve as President these past two years, and plan to oversee the Federation's transition in an advisory role as Past President.
- We have seen the addition of 357 new Supporting members, 126 new Active (now called Exhibiting) members, 20 newly elected AFCAs and 8 newly elevated SFCAs.
- We want to grow conservatively to maintain the high standards that make recognition a sought-after mark of distinction.
- The Federation aspires to lofty goals which harken back to our founding concept – to promote national cooperation, advocacy, and to provide educational and professional opportunities for artists across Canada.

5. Interim Executive Director's Report (*Margaret McNeil*)

- Came into the role in July of 2023, half way through the fiscal year.
- Grateful for staff's attention to creating the foundations for a strong organization with integrity and accountability.
- Resilient staff dealt with the significant changes and kept core operations moving forward.
- Staff continued to provide all the programs and services.
- Hired a full complement of staff.
- Completely re-envisioned the financial systems:
 - more streamlined, robust, efficient, and transparent, and
 - better tracking and monitoring tools to enable greater accountability to our members, and to the Board.
- Developed new internal staffing policies:
 - an HR manual with job descriptions for each staff person,
 - established a system of cross-training to ensure greater stability and continuity, and
 - infrastructure is much stronger employing best practices for transparency, equity and accountability.
- Completely revamped the computer systems.
- Granted 24/7 access for artists in the Federation Studio space.
- Succession planning for the Board:
 - strengthened with candidates with varied backgrounds, and
 - to ensure robust oversight in our governance.

6. Treasurer's Report

- Financial statements are posted on FCA website – for fiscal year: January 1 to December 31, 2023.
- PACE Accounting has formally reviewed our financial statements.
- Statements have been submitted to CRA.
- Surplus built up during COVID was reinvested into reorganization and financial restructuring resulting in expenditures exceeding revenues by \$136,000.
- Our net worth is \$100,000.
- 5 years prior COVID, our net worth average was \$80,000.
- Cash (amount in the bank) at December 31, 2023 was \$244,000.
- In years prior to COVID, cash average was \$176,000.
- Jennifer made motion to appoint PACE Accounting as our accountants for fiscal 2024.
- Motion approved by everyone in attendance; motion approved.

7. Resolution #1 – Revised Bylaws

Be it resolved that the membership of the Federation of Canadian Artists (FCA) hereby approves the following:

Bylaws of the Federation of Canadian Artists (the "Society"), Version 19, approved by the Board of Directors on April 9, 2024.

- Jennifer made a motion to accept the Resolution.
- Seconded by Kim; a 28 count in favour, there were no objections; motion approved.

8. Resolution #2 – Revised Naming of Artists' Designations

Be it resolved that the membership of the Federation of Canadian Artists (FCA) hereby approves the following:

*That the members currently referred to as "Active" will be henceforth known as "Exhibiting";
That the members currently referred to as "Senior" will be henceforth known as "Signature"*

- Discussion on renaming:
 - A member wondered if the word Exhibiting suggested a more senior level, and if the name also implied non-active.
 - The Board's rationale for the change was explained, that there was strong support for renaming, and that the topic was discussed at the 2023 AGM under Other Business.
- Kim made a motion to accept the Resolution.
- Seconded by Warren; a 30 count in favour, there were no objections; motion approved.

9. Election of Board Directors for 2024

- Terms are for two years.
- Jennifer commented on the qualifications of new members, and about succession planning.
- Kristian presented the slate and made a motion to accept the slate:
 - Warren Oneschuk (current Secretary)
 - Chris Block, Kevin O'Toole, Emma Russell and Bill Stephenson (all new to the Board)
- Jennifer Heine continues as President, (and as Past-President in the future)
- Kim as Treasurer
- Maria Josenhans and Ann Willsie continue as Members-at-Large.
- Voting – a 29 count in favour, there were no objections; motion approved.

10. Special Presentation

- In recognition of his dedicated work on the Board, Fred Osther (former Treasurer and Vice President for 7 years) was elevated to Signature status at a presentation during a recent Gallery show opening.
- Fred's status also recognizes his work with staff and accountants to streamline FCA operations in 2023.

11. Introduction of Kristian Clarke

- Jennifer introduced our new Executive Director – Kristian Clarke – as an experienced not-for-profit manager for over 20 years in the Canadian arts sector.
- Kristian holds a Master of Arts in History of Art and Architecture from the University of Leeds, and a Post Graduate Certificate in Cultural Management from Humber College,
- Kristian has held senior roles with organizations with national scope such as CARFAC Ontario and Dancer Transition Resource Centre.
- Kristian's comments:
 - Acknowledged Margaret McNeil's FCA legacy for hiring a tremendous staff.
 - Excited to bring his expertise in fund raising and community building to the FCA.
 - Excited to work with corporate partners in supporting the FCA.
 - Sharing his knowledge with staff so that they gain these skill-sets.
 - Looking forward to developing:
 - relationships with public funders and foundations, and
 - a robust sponsorship and fund raising strategy, and increasing private donors support.
 - Taking the FCA to become a truly national entity.

12. Questions

- From a member in attendance:
 - Q:** Does the name change affect AFCAs ability to jury shows?
 - A:** There is no change to benefits and responsibilities of all the levels of membership

13. Adjournment

- Being no further business, Jennifer adjourned the meeting @ 12:00 p.m.



Warren Oneschuk
Secretary