



Region of Waterloo Arts Fund

Minutes

Thursday, September 8, 2016

3:30 p.m.

Room 218

Regional Administration Building

150 Frederick Street, Kitchener, Ontario

Present were: Chair M. Scott, S. Clevely, B. A. Keller, P. Mulloy, R. Nixon, K. Seiling*, K. Sheehy and A. Thomas

Members Absent: E. Bolton, K. Redman and J. Wichers

Also Present: L. Legate

M. Scott prefaced the meeting with general comments about the importance of the board's role in setting policies which support the process of granting funds to artists and arts organizations. She thanked the members for their participation.

Declarations of Pecuniary Interest Under "The Conflict of Interest Policy of The Region of Waterloo Arts Fund"

None declared.

Approval of Minutes

Open Session – June 16, 2016

Moved by R. Nixon

Seconded by K. Sheehy

That the Region of Waterloo Arts Fund approve the open session minutes of the meeting held on June 16, 2016.

Carried

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Closed Session – June 16, 2016

Moved by B. A. Keller

Seconded by S. Clevely

That the Region of Waterloo Arts Fund approve the closed session minutes of the meeting held on June 16, 2016.

Carried

M. Scott advised that there are two additional items for review under Correspondence. She welcomed Liam Legate, Solicitor, Legal Services, and noted that he agreed to attend this meeting to respond to any questions related to the first several agenda items.

New Business

a) Meeting Participation by Other Communications – Policy Discussion

Stevie Natolochny provided an overview of the current best practices for approving slate grant approvals when quorum has been lost at a board meeting. Liam Legate, Solicitor, Legal Services, advised the board of the options available per the “Corporations Act”, including formalizing the current practice; he agreed with the practice in place and formalizing it as a board approved procedure.

Moved by B. A. Keller

Seconded by P. Mulloy

That the Region of Waterloo Arts Fund approve the policy, Meeting Participation by Other Communications, as presented, allowing the board to vote on urgent, time-sensitive motions via email communications.

Carried

L. Legate noted that the info provided to the board is not the policy but merely a backgrounder for the purpose of discussion. The backgrounder document will be revised and updated as a Procedure to be added to the Arts Fund Board manual.

b) Delegation of Authority – Policy Discussion

M. Scott introduced the issue noting the duties of the Chair and Vice Chair, per the Arts Fund by-laws. L. Legate gave an overview of the options available to the board to allow for the Chair and/or Vice Chair to act on behalf of the board on day to day issues. He quoted clause 5.02 of the Arts Fund By-law #1, which notes that the Chair is the chief administrative officer and is responsible to the board for the affairs of the Corporation. This includes signing contracts, and documents, for example. If there are more formal

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matters, a resolution is required. It is at the discretion of the Chair to determine what is considered a day to day matter; M. Scott provided an example of a day to day task in the instance of a third-party inquiry about a grant agreement, where she acted in a timely way on behalf of the board and provided updates on the activities and decisions she made without formal board approval.

Business Arising From the Minutes

a) Grant Applications from Minors – Policy Discussion

M. Scott introduced that matter and referred to the background document provided to the board. L. Legate defined “minor” and stated that a minor could void a contract (that is not a ‘necessity of life’) if so chosen. He summarized the potential impact for grants approved for applicants under the age of 18 years. He recommended that anyone under the age of majority have someone sign as a guarantor. L. Legate also noted that the board has the option to not allow applications from minors. The board discussed options and the need to revise the Grant Agreement, application forms and other documents, as required.

The board discussed who should receive the grant payment and agreed to deal with applications from minors on a case by case basis.

Moved by S. Clevely

Seconded by A. Thomas

That the Region of Waterloo Arts Fund approve a policy to take the following action with regards to grant applications being made by individuals under the age of 18 years:

- a) Request that the applicant’s parent or legal guardian sign the application and any other documents related to the application;
- b) Determine the grant payee for successful applications on a case by case basis.

Carried

b) Website Content Management System – Proposal

M. Scott provided a summary of the presentation made by Rob Matlow, REM Web Solutions Inc. to the Communications Committee and staff in July, specifically the REM proposal with options prepared for the board’s review and discussion.

M. Scott brought forward the Committee’s recommendation that the board approve Option 2 involving a website re-design and re-build with three (3) add-on modules, the Banner; the Site Search; and the Form Builder modules. She stated that the Form Builder can be developed at a later date when the board is prepared to move forward

with online fillable grant applications. She added that it might take some years before the board is ready to move forward with a paperless application option and when it happens, it will take place in stages. She stated that the Committee will undertake to meet the various progress deadlines for additional discounts and she proposed that the overall project would not exceed \$6000, with a launch date of either January or July 2017. M. Scott advised that B. A. Keller has generously agreed to be the lead on this project.

The board discussed the various tasks and timelines required to facilitate a website redesign such as collecting visual resources and editing text. Most agreed that the homepage needs to be more visual and less text-based. M. Scott stated that the Deputy Clerk is most likely to sign the contract but that L. Legate will be asked to review it in advance. She summarized the HST costs and the REM Web Solutions Inc. monthly web-hosting/technical support fees.

In response to a question directed to staff about overall considerations of the proposal, S. Natolochny stated that staff would be thrilled with a re-design that is more user-friendly and would allow for board volunteers to be involved in content management and website maintenance. B. A. Keller added that when the Nominating/Membership Committee is recruiting for the board, they will be seeking a person with a technical and/or social media skillset.

Moved by B. A. Keller

Seconded by A. Thomas

That the Region of Waterloo Arts Fund approve Option 2 of the proposal from REM Web Solutions Inc., specifically the option to redesign and rebuild the current website and to approve the expenditure of no more than \$6500 for the website services.

Carried

* K. Seiling left the meeting at 4:25 p.m.

P. Mulloy and A. Thomas recently met to discuss Arts Fund opportunities for social media participation. A. Thomas recommended that the board limit itself to Facebook and Twitter given the simplicity of the platforms and the ability to post automatically. She suggested that the social media focus would be on celebrating and promoting events and that the Facebook page be set up as a 'visitor' page. She also recommended developing a social media policy for the board, especially for those members who would have access to post. P. Mulloy added that the content on social media would be celebratory and information based, with minimal maintenance and updating required of a board member. A. Thomas stated she's willing to assist with developing a social media policy, beyond the end of her term on the board. M. Scott asked for a written summary of the proposal so that it can be shared with the Communications Committee.

The board members discussed functionality and cost of applications used to broadcast messages to all platforms, such as Google Suite and Hoot Suite, and survey options on the website at a future date.

S. Natolochny advised that there's a policy at the Region about social media and that she can share a copy with P. Mulloy and A. Thomas. A draft social media policy will come back to the board at the next meeting and a final policy would be released at the same time as the redesigned website is launched.

In response to a board member's suggestion that it would be beneficial to have images of artwork from granted projects displayed on social media, A. Thomas said that the draft policy would address what items would be allowed for posting and that this could include artists' images.

The board took a recess at 4:45 p.m. and reconvened at 4:50 p.m.

c) 15 /150 Volunteer Appreciation Event – Update

B. A. Keller summarized the tentative plans for an event to celebrate the 15th anniversary of the Arts Fund. She's investigated options for catering and venues, including The Waterloo Region Museum and the main lobby at the Regional Administration building (AHQ). She estimates a total event cost of about \$1000-1500, including permits; a permit will be required if the board chooses to have a cash bar and the only venue where this is an option is at the Museum. She has tentatively booked the Museum for May 11, 2017 and asked staff to tentatively book the main lobby at AHQ. She will follow-up on this update with a recommendation and additional details at the October board meeting.

d) Grants for CDs and Albums – Policy Discussion

M. Scott led the discussion about the artistic cost and the technical cost of producing CDs and albums. B. A. Keller sought insight about costs from a Toronto recording studio owner; using a high level producer costs around \$1500/day or \$500/day for a local producer or sound engineer. The board agreed that \$500/day is a reasonable cost for a local band using a local studio and to review applications on a case by case basis. It was also suggested that this additional information be added to the current Guideline.

e) Forms Revisions – Update

M. Scott advised that the application forms have been revised to include information about the grant payee and have been formatted for simpler review and data inputting.

Also, a Word format of the 15/150 Grant applications were created as a result of access issues of the PDF format.

Correspondence

a) Rufus John (S15-72), Re: Request for Project Extension

The Board discussed the request received and directed staff to send written notification of the Board's decision.

Moved by B. A. Keller

Seconded by A. Thomas

That the Region of Waterloo Arts Fund approve the request for an extension from Rufus John, Album: Gone But Not Forgotten (S15-72) until January 31, 2017, at which time a Final Report will be due;

And that this will be the final extension granted for this project.

Carried

b) Dwight Storning (S16-12), Re: Update / Request for Project Extension

The Board discussed the request received for an extension on the deadline for signing the Grant Agreement and agreed to provide additional time for the return of the signed Grant Agreement until October 31, 2016. Staff was directed to send written notification of the Board's decision.

Moved by K. Sheehy

Seconded by S. Clevely

That the Region of Waterloo Arts Fund approve the request for an extension on submitting a signed Grant Agreement from Dwight Storning, Film: Finding John Lingwood (S16-12) until October 31, 2016;

And that the Final Report due date for this project also be extended until October 31, 2017.

Carried

c) Ryan Brohman (S15-71), Re: Request for Project Change

The Board discussed the information received for a modification to the release strategy which would include timing and going digital rather than producing an album. The board agreed to allow the change and request that the Final Report be submitted by September 30, 2016 or earlier so that it can be included in the review taking place at the September 28th Final Reports Review Committee (FRRC) meeting. Staff were directed to send written notification of the Board's decision.

Moved by S. Clevely

Seconded by P. Mulloy

That the Region of Waterloo Arts Fund approve the request for the proposed change in the project from Ryan Brohman, Album by Local Collective (The LoFi Mind) (S15-71);

And that the Final Report be submitted no later than September 30, 2016.

Carried

d) Jonah Fortin/Trenchcoat Productions (S15-25) Re: Request for Extension

The Board discussed the request received and directed staff to send written notification of the Board's decision.

Moved by P. Mulloy

Seconded by K. Sheehy

That the Region of Waterloo Arts Fund approve the request for a Project Extension from Jonah Fortin/Trenchcoat Productions, Film: Charlie (S15-25) until December 31, 2016, at which time a Final Report will be due.

Carried

e) Dave and Natasha Mansell (S15-56) Re: Request for Extension

The Board discussed the request received and directed staff to send written notification of the Board's decision.

Moved by A. Thomas

Seconded by R. Nixon

That the Region of Waterloo Arts Fund approve the request for a Project Extension from Dave and Natasha Mansell, Framing Motion: Extending the Kinesphere Through Cinematography (S15-56), until December 31, 2016, at which time a Final Report will be due.

Carried

f) Peter Hatch S16-52

M. Scott provided background information about this conditional grant and the options available to the board: lift the condition, enforce the condition or enforce the condition but extend the timeline until March 2017 to allow for funding confirmation of Ontario Arts Council (OAC) funding. The Board discussed the request received for an extension on the deadline for signing the Grant Agreement, agreed to maintain the condition but

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extend the deadline for receiving the signed Grant Agreement, and directed staff to send written notification of the Board's decision.

Moved by R. Nixon

Seconded by S. Clevely

That the Region of Waterloo Arts Fund approve the request for an extension on submitting a signed Grant Agreement from Peter Hatch for his project, Entanglement (S16-52) until March 31, 2017.

Carried

New Business (Continued)

a) 2017 Promotional Postcard and Other Promotional Items

M. Scott led the board discussion on the options for design of the 2017 promotional postcard. She advised the typical annual cost and process for production. The board agreed to use the 15/150 logo, update the current postcard design with a new background colour and dates for 2017.

Moved by B.A. Keller

Seconded by A. Thomas

That the Region of Waterloo Arts Fund approve an expenditure for the design and production of the 2017 promotional postcard not to exceed \$500.

Carried

M. Scott and B. A. Keller provided an overview of other promotional items for the board's consideration, including, generic magnetic name badges for the directors to wear when attending funded events, a banner and sandwich boards, to use at Arts Fund granted project events. The name tags would include the logo and "Board Director".

B. A. Keller advised that until the logistics are worked out, such as who picks up and returns the banner and boards to the Arts Fund, she's recommending that the board take no action at this time. One of the board members noted that the onus is on the project to advise that the Arts Fund has provided financial support.

Moved by B. A. Keller

Seconded by A. Thomas

That the Region of Waterloo Arts Fund approve the following expenditures for promotional items, to be purchased in 2016:

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- i) 14 Name Badges for board members at a cost not to exceed \$200.00.

Carried

Staff will arrange for the ordering of the name badges and B. A. Keller will coordinate the order for the banner and sandwich boards at a later date, should the board decide to move forward with those items.

- b) Conditional Funding – Policy Discussion

M. Scott summarized the challenges that both she and staff have had in resolving outstanding issues related to Spring 2016 conditional grants. The board discussed the options available to the board, the impact of approving conditional funding and possible best practices. The board agreed to maintain the status quo but to take what has been learned from the Spring 2016 round and to move forward with the increased insight.

- c) 2017 Draft Schedule of Meetings

M. Scott stated that a draft schedule of meetings has been prepared and aligns with past years; the schedule will come back for approval at the October meeting. There was general agreement to maintain the status quo with regards to the meetings being held on Thursdays and the earlier start time of 1:00 p.m. for application review meetings.

- d) Membership Update

M. Scott advised the board of the membership vacancies for the year end. She advised that S. Clevely has submitted his formal resignation; his last meeting will be December 15, 2016. The Committee will present an update on recruitment to the October meeting.

Other Business

- a) Fall 2016 Open House – Feedback

M. Scott and the other members who had attended the August 9, 2016 Open House provided feedback on the session, noting that Regional Councillor Elizabeth Clarke attended and accepted an invitation to attend the October board meeting.

It was agreed to continue with the same schedule for 2017 Open House sessions. Staff will prepare a doodle poll with possible dates for both the Spring and Fall 2017 sessions and an update will be provided at the October meeting.

- b) Grants Writing Information Session – Feedback

M. Scott and B. A. Keller attended the August session where Isabella Stefanescu lead the session and they provided a summary of the information shared.

c) Final Reports Review – Update

M. Scott advised that there are no outstanding issues with any files. She suggested that another board member is welcome to attend the next FRRC meeting on September 28th to learn about the process and to potentially fill the vacancy left by S. Clevely. K. Sheehy, A. Thomas and P. Mulloy indicated an interest in attending a meeting; staff will send them the meeting details.

The board agreed to the suggestion made by S. Clevely that when the FRRC reviews and has concerns with a complex Final Report, the details be shared with the board as a whole prior to taking any actions or making decisions about how to proceed.

d) Registry Theatre event

M. Scott reminded the members of the invitation extended to the board to attend the Registry Theatre season preview event.

e) Mail Folder

The contents of the Mail folder was distributed to the members for review and included:

- Cambridge Times article/photo, The Art of Entertainment, featuring board member E. Bolton, dated June 21, 2016
- The Record article, Celebrating Confederation and Culture Here, dated July 8, 2016
- The Record article, Grand Social Website Has New Home with Regional Tourism Group, dated July 13, 2016
- Email copy from Deputy Minister of Tourism, Culture and Sport Re: The Ontario Culture Strategy: Telling our stories, growing our economy, dated July 21, 2016
- Street Art Festival, August 13, 14, 2016 brochure
- Letter of Resignation from S. Clevely, dated September 8, 2016

Next Meeting – October 13, 2016

(Review of Fall 2016 Stage 1 and 15 / 150 Applications)

Adjourn

Moved by A. Thomas

Seconded by P. Mulloy

That the meeting adjourn at 6:23 p.m.

Carried

Board Chair, M. Scott

Corporate Clerk, S. Natolochny