

OCFF Board Meeting

MINUTES

Date: Saturday, 12 April 2008
Start / Finish Time: 10:10 a.m./6:06 p.m.
Location: Grafton, ON

PRESENT: Aengus Finnan, Karen Flanagan McCarthy; Peter MacDonald;
Paul Mills, Ellen Hamilton, Richard Flohil;
Dan Kershaw; Nicole Rochefort; Candace Shaw; Jan Vanderhorst

BY TELECONFERENCE: Paul Loewenberg; Dennis Landry;

REGRETS RECEIVED: Suba Sankaran

	ITEM	ACTION
1	Welcome, Regrets, Quorum, Timekeeper, Conflicts (President)	
2	Adoption of Agenda (President)	
	Motion to adopt Agenda MOVED by Nicole Rochefort SECONDED by Jan Vanderhorst MOTION CARRIED	
3	Approval of Minutes (Secretary)	
	Motion to approve the 1 December 2007 meeting MOVED by Paul Mills SECONDED by Ellen Hamilton MOTION CARRIED	
4	Actions Arising from Minutes	

ITEM	ACTION
<p>C - COMPLETE / IP - IN PROGRESS / O - OUTSTANDING ABM – All Board Members</p> <p><u>Outstanding Action items from October 12th Minutes</u></p> <p>ACTION: Erin to ask Jennifer to post Oct 12th minutes to the OCFF's Internet site.</p> <p>(C) ACTION: Dennis to send electronic copies of Manitoba & Yukon Music Industry studies, if he has them.</p> <p>(C) ACTION: Ellen to send her NERFA Showcase report to all Board members;</p> <p>(O) ACTION: Showcase Committee to create process that details criteria;</p> <p>(O) ACTION: Showcase Committee: Review the guidelines for next year's conference. Questions: do these showcase line-ups go through the office? <i>Note: This is a key item for the conference vision committee.</i></p> <p>(C) ACTION: KFM to re-circulate the talking points re: Conference Location 2008 – 2010.</p> <p>(O) ACTION: PPG committee to investigate the creation of a policy re: tendering process</p> <p>+++++</p> <p><u>Outstanding Action items from June 2nd Minutes</u></p> <p>(O) ABM – let Erin know which festivals they'd like to attend.</p> <p>(O) Erin to e-mail a small number of EDs re: which date works for them re: paying for registrations</p> <p>(O) Erin to ask Julie to clarify the process of choosing honorary life members (Mark Palumbo, Magoo & Paul Klein) Report back to Board.</p> <p>(O) PPG – to address lack of process in choosing honorary life members;</p> <p>(O) ACTION: ABM to seek out more doodles;</p>	<p>ACTION: Erin to ask Jennifer to post Oct 12th minutes to the OCFF's Internet site.</p> <p>ACTION: Newly formed Conference Steering Committee to re-constitute a Showcase Subcommittee which will be mandated to review guidelines, criteria and process for showcase selections.</p> <p>ACTION: PPG committee to investigate the creation of a policy re: tendering process</p> <p>ABM – let Jennifer know which festivals they'd like to attend.</p> <p>Jennifer to e-mail a small number of EDs re: which date works for them re: paying for registrations</p> <p>ACTION: PPG Committee to establish process in choosing honorary life members.</p> <p>ACTION: PPG Committee to review which policies should be posted to the Web site;</p> <p>ACTION: Fundraising committee to assess whether the Folk-a-doodle-</p>

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5	President's Report	ACTION

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<p>President's Report (including Exec Committee activity updates)</p> <p>President welcomed ABM attending the meeting and thanked those who have been working so hard. This is a substantially more active time for the Board. It's a critical time...EC has increased its meetings to a weekly teleconference, as it is serving as Exec Level oversight, in the absence of an ED.</p> <p>Review of 3 year strategic vision:</p> <p>YEAR ONE (05/06) ORIENTATION 06 Term Review of Bylaws and Board/Staff Handbook 06 Conference Board/Staff Handbook adopted (including approved Bylaw amendments)</p> <p>YEAR TWO (06/07) CLARITY 07 Term Review of Committees, Terms of Reference, and all programs & deliverables 07 Conference Handbook to include updated Board committees, programs and deliverables</p> <p>YEAR THREE (07/08) INPUT 08 Term Stakeholder Research 08 Conference Handbook available to membership, Annual Report, Stakeholder Research results</p> <p><u>Review of past 2 years of activity:</u></p> <ul style="list-style-type: none"> • Clarification of the duties, responsibilities, operations and activity of the Board, • understand the governance needs and responsibilities, • established committees & define their activity and mandate (now listed in handbook), • reviewed and refined all the necessary and associated documentation, • comprehensive review and refinement of the Bylaws • Conducted review of the Board/Staff Handbook. • built capacity in order to engage membership in Stakeholder Research (Year 3) <p>The focus of last year's Board activity centred on two aspects: 1) deficit reduction strategy, 2) comprehensive review of the OCFF's Policy and Procedures manual (now in the Handbook).</p> <p>Standing Committees reminded that reporting formats have been developed so reports can be circulated in advance of each Board meeting. The Executive Summary will be included in Board Minutes. All committees will also prepare a year-end report for the September meeting, to then be compiled into an Annual Report to Members to be presented at the AGM.</p> <ul style="list-style-type: none"> • <p><u>Updates re: Executive Committee Activity on behalf of the</u></p>	

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6	General Manager's Report	
	<p>Jennifer Fornelli stressed how pleased she was to attend this Board meeting. It helps staff work more cohesively with the Board.</p> <p>GM duties - handles financials; have engaged a new accountant who does the audit; slight decrease in both SFTH & Showcase submissions;</p> <p>Questions raised about whether the announcements about SFTH & Showcase apps have been posted to various music industry list serves;</p> <p>EH – Stressed the importance that musicians should re-apply for the conference showcases even if they haven't been successful in the past;</p> <p>NR – what are the stats re: the number of bookings official showcasers get? That should be part of showcase marketing.</p> <p>Looking for three overall showcase jurors; a Francophone juror; political, childrens; humour; the mechanics of SFTH is now done in-house (CD recordings, etc.)</p> <p>Discussion re: grant application – APC 2007/2009 Arts Presentation Canada – supports our activities at the conference;</p> <p>RF - FACTOR getting \$7 million a year for seven years, as the result of the sale of Standard Broadcasting to Astral Media – 1.2 billion dollars.</p> <p><i>Motion to Accept GM's Report.</i></p> <p><i>Moved by: Richard</i> <i>Seconded by: Ellen</i> <i>Motion Carried</i></p>	<p>ACTION: JF will inform Board when the apps are sent out once more;</p> <p>ACTION - JF – will incorporate marketing suggestions;</p>
7	Treasurer's Report	

ITEM	ACTION
<p>Review of the Deficit Reduction Strategy - in-kind capture (more research done...ongoing) - weighing value of staff time RETHINK: treat as overhead in this transition period</p> <p>MOTION moved by Peter Mac: That the Board cease conducting the financial affairs of the OCFE under the umbrella of the December 2006 Deficit Reduction Strategy:</p> <p>Discussion: the DRS forced us to pay very close attention to the finances of the organization, at a time it was absolutely necessary.</p> <p>PMac – A Programs & Deliverables Review as the next priority would allow us to create a strategic plan.</p> <p>EH – Can we document the lessons learned from this DRS exercise so that future boards could benefit from our experience.</p> <p>CS - diligence & vigilance is now part of the Board culture;</p> <p>Motion seconded by Nicole; Carried</p> <p>Charitable status We are a not-for-profit organization, but we do NOT qualify for charitable status, based on the treasurer's review of our current corporate Objects</p> <p>Dennis L: a much more onerous, lengthy process that one might think. Probably not a good investment of time right now.</p> <p>AF: we still need to review Programs & Deliverables. Seeking charitable status is something we might want to investigate in the future. PMac agrees this issue should be kept on the strategic radar;</p> <p>- Board Professional Development in financial matters:</p> <p>- PPG development of tendering process and policy will affect timelines but will provide more transparency for membership HOPED for in 09/10 budget and strategic planning in a three-year budget scenario</p> <p>- since December, primarily working on review of actual spending, cash flow management and preparation of budget (Erin proposed a budget Dec. 7 but it was rushed and many things incorrect)</p> <p>- HQ space – undetermined implications on budget for a move</p> <p>- Re: DSR: was it excellent results in first year OR perhaps too vigorous or conservative (reactionary)?</p> <p>- grants in several cases have come in higher than expected (especially operational) which relieves some pressure</p> <p>- on an ongoing basis, any further savings or spending can only come from review of programs and deliverables (not budgeting)</p>	<p>ACTION: Create a 'lessons learned' document. (Note: not clear who was to do this.)</p> <p>ACTION – KFM to enter this process re: ED & budget in the BS Handbook.</p>

ITEM	ACTION
<p>Nominating Committee Jan Vanderhorst, Chair</p>	
<p>January 10th - Notice to spark interest in Board elections printed in January e-news. Resulted in one inquiry from the Windsor area.</p>	
<p>January 13th - Initial "Call for Nominations" written and submitted to Paul for clarification and guidance.</p>	
<p>February 11th - Final version of "Call for Nominations" written and submitted to EC.</p>	
<p>February 27th - Final version of "Call for Nominations" approved by EC and posted on website "About" page.</p>	
<p>March 14th - Write-up for Spring issue of Folk Prints written and submitted to Paul for input and guidance.</p>	
<p>Showcase Suba Sankaran, Chair</p> <p>Report rec'd; CSC responded that the recommendation to shorten the showcases was considered and the decision was made not to accept the recommendation at this time;</p>	
<p>Personnel, Policy & Governance Dennis Landry, Chair</p>	
<p>Has a parking lot of 7 items; expects to have documentation on some of those within the next week or so</p> <ul style="list-style-type: none"> a) OT Policy b) Benefits amendment for the BS Handbook c) Tendering & purchasing policy d) Cell phone policy e) ED spending f) Honorary lifetime members – process g) Which policies shld be listed on website h) Quorum percentage – AGM motion for October; 	
<p>Communications Committee Ellen Hamilton, Chair</p>	
<p>The OCFE Communications Committee continued to review, and make recommendations on improving the way the OCFE communicates at all levels. A protocol was recommended for informing the public, the media and membership about important announcements. A report recommending revisions to the OCFE website was submitted to the Board and it was recommended that the focus and frequency of Folk Prints be reviewed by the Board and stakeholder research.</p>	

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<p>Green Committee Ellen Hamilton, chair</p>	
<p>Three major 'green initiatives' that might be introduced at the 2008 conference were discussed;</p> <ol style="list-style-type: none"> 1. Selling water bottles as a fundraiser; CSC had suggested travel cups, rather than bottles; GC said no. 2. Showcase issue: 'Green Showcase' featuring environmentally responsible songs or practices. 3. Providing promotional material on flash drives, rather than paper-based promotional kits. The efficiency and waste reduction of this option was discussed. If 32 artists bought space on the flash drive at \$75 each, we would cover the costs of 200 flash drives. <p>\$75 would buy: 1 page of text; 1 photo and 3 songs. The template would be created by the GC. It would also be responsible for downloading and copying the material to each of the flash drives.</p> <p>The GC also reiterated its request to establish a Green Page on the OCFF web site.</p>	<p>ACTION: Ellen to discuss with staff the possibility of putting a 'green page' on the OCFF Web site.</p>
<p>Estelle Klein Award Paul Loewenberg, chair</p>	
<p>FP article written and submitted; submission deadline 9th May;</p> <p>AF asked Paul to submit all material to the EC and staff before it is sent to the public;</p>	
<p>Fundraising Nicole Rochefort, Chair</p>	
<p>Chair has set as a priority her commitment to populate this committee by April 30th; to hold its 1st meeting by 2nd May; to meet monthly reporting timelines.</p>	<p>ACTION: populate committee by April 30th; 1st mtg by 2nd May;</p>
<p>Initiatives and Diversity Candace Shaw & Suba Sankaran, co-chairs</p> <p>No report tabled. Co-chair Candace admitted she was unclear on the reporting process; Most thoughts on this topic centre on the Conference – workshops re: programming diverse music ideas; I&D committee must communicate with CSC committee.</p>	<p>ACTION: I&D Committee to collaborate with CSC Committee re: ideas for 2008 Conference.</p>

ITEM	ACTION
<p>Programming and Deliverables Review Paul Loewenberg, Chair</p> <p>No report tabled. PL asked for discussion at the full Board and staff level re: Programming & Deliverables.</p> <p>AF – suggested Paul pull from the Handbook a list of the deliverables and programs and ask for input from ABM and staff</p>	
<p>Search Committee (ED) Paul Mills, Chair</p> <p>Committee Chair recapped the ED search process and results of the first round of interviews. The Committee refined the job posting and reposted it in mid-March. A discussion followed re: the caliber of applicants, interview schedule, etc., also the possibility of engaging the services of a headhunter firm.</p> <p>Discussion re: timeline: what do we do if we're left without an ED for several months? We've rec'd inquiry from a company that offers strategic assistance to help us through this transitional period. This could help us clarify our strategic direction. Hopefully, we'll have someone in place by early June.</p> <p>It was suggested that it might be useful to do some research in the cultural sector (e.g., discussions with former program officers) re: who is out there?</p> <p>Also – if we can't offer a high salary; what can we offer in terms of experience? The possibility of bringing someone less experienced into the job was discussed, also the fact that some people have expressed interest in job, but they are not interested in moving to OTT.</p>	<p>ACTION – DK to draw up list of potential contacts within the industry and meet with them to discuss availability of potential applicants;</p> <p>ACTION – ABM to continue to look for possible applicants;</p>

ITEM	ACTION
<p>Stakeholder Research Committee Aengus Finnan, Chair</p> <p>Has met with external stakeholder researcher of Hill Strategies Research ...first round of questions have been sent out. The target is to engage the Ontario Folk Festival community, with an on-line survey of as many festival attendees as possible to reach 2K FF attendees that address their spending habits, interests, etc.</p> <p>A comparable artist survey is planned;</p> <p>Also in the works: Very specific and enhanced surveys of six folk festivals, based on a report of those willing to communicate; this would require volunteer support. The question was raised re: what the festivals might want in return, for that level of involvement.</p> <p>AF stressed that the result of this work, particularly this survey, would be a reflective document that would help serve our advocacy work. The townhall meetings have been delayed, but the plan to hold them remains.</p> <p>Kelly Hill's research is broader research. This is initial interest on two different concepts that merge at the conference. We'll need an agenda.</p>	
<p>Conference Steering Committee Paul Mills & Dan Kershaw, co-chairs</p> <p>The CSC has met five times since December meeting. One of its proposals is to increase value for festival participants by offering space in the exhibition hall to six festivals each year.</p> <p>The decision was made to no longer have a Thursday evening 'venture' at the annual conference, but to have a Sunday keynote speaker or event, which would increase the value of Sunday programming.</p> <p>Conference programming should consist of two main threads: artist and festival administrators (logistics of operating a festival).</p> <p>Part of the CSC's committee work has been to give the Green Committee feedback on its proposals.</p>	
<p><i>Motion to accept all committee reports</i> <i>Moved by: Dan Kershaw</i> <i>Seconded by: KFM</i> <i>Carried</i></p> <p>Note: Richard Flohil, Nicole Rochefort and Jan Vanderhorst left the meeting at approx. 5 p.m.</p>	

	ITEM	ACTION
10	New Business	
	<p>a) APC Funding: JF had a meeting w Carole Logan, our program officer of Arts Presentation Canada (Cdn Heritage). Traditionally, APC provided funding for the presenters retreat; and conference support. CL suggested we look at other items for which we can apply for funding, e.g., professional development for staff and a year-round Art Beat;</p> <p>MOTION: moved by Paul that the scope of the APC grant app be expanded beyond the scope of previous applications to include items as recommended by the staff Seconded by Candace Carried</p> <p>b) Quorum at AGM: Referred to PPG – write a motion to change the bylaw to ensure that meeting quorum is met at our AGM.</p>	<p>ACTION: PPG Committee – write a motion to change the bylaw to ensure that meeting quorum is met at AGMs</p>
11	Adjournment	
	<p>MOTION to adjourn Moved by: Paul Mills Meeting ends: 6:06</p>	

Submitted by: Karen Flanagan McCarthy

Date: 30 May 2008