

OCFF BOARD MEETING

Saturday, October 3, 2009

By Teleconference
10:00 a.m.-12:05 p.m.

IN ATTENDANCE:

Board Members: Paul Mills, Dennis Landry, Tina DesRoches, Ellen Hamilton, Dan Greenwood, Dan Kershaw, Larry LeBlanc, Paul Loewenberg, Jan Vanderhorst

Past President: Aengus Finnan

Staff: Peter MacDonald (Executive Director)

Regrets: Richard Flohil, Nicole Rochefort, Tamara Kater

*Note: All motions carried by unanimous vote in favour unless otherwise noted.

1. WELCOME

Jan volunteered as timekeeper
No conflicts were declared

2. APPROVAL OF AGENDA

MOTION TO APPROVE AGENDA

Moved: Dan K
2nd: Dan G
Carried

3. APPROVAL OF JUNE 6, 2009 MINUTES

NEW ACTION: Ellen to make changes as discussed and re-circulate minutes.

MOTION TO APPROVE JUNE 6, 2009 BOARD MEETING MINUTES

Moved: Paul
2nd: Larry
Carried

4. ACTION ITEMS FROM JUNE 6 MEETING:

- **Board:** All Board members to contact Jan regarding potential new members of the Board. The Board is in the midst of a succession crisis with four EC members ending their term this year. Jan and Paul will contact individuals.

COMPLETE: The Board members were successful in identifying a very strong slate of candidates.

- **Peter Macdonald** to summarize the Hill Strategies Report for the membership. The entire document will be made available upon request.

COMPLETE

- **Ellen:** Clarification on OCFF's involvement with Maplepost was referred to the Communications Committee.

ONGOING: Ellen will add this to Communications Committee Annual Report as a ongoing for next year's Committee.

- **Dennis:** A meeting will be arranged between Dennis, Paul & Peter to activate the Finance Committee and discuss issues connected to Finance.

DEFERRED: Many meetings were held however during this period to discuss financial issues but no official Committee meeting was called.

- **Nicole/Peter:** Peter will make Request to the chair of the Fundraising Committee about why they have not reached their goal of raising \$4,000.

INCOMPLETE

- **Ellen:** Ellen will ask Nicole to clarify the Executive Summary, as it is unclear.

COMPLETE: Ellen has clarified the Summary and will add this to newly revised June 6 minutes and revise the Fundraising Committee's report for the third quarter.

- **Board, Jan, Paul:** Board to discuss by email the attributes of potential Board members. Jan and Paul will put forth a profile and float to the Board for feedback within one week. The potential Board members will be sent to Peter.

INCOMPLETE: However, there was a very rewarding discussion at the June meeting regarding nominations and this year's candidates are strong.

- **Peter:** An E-News announcement will be made to encourage Board nominations and volunteers.

COMPLETE: All E-Newsletters have included Board nomination announcements.

- **Tamara:** A Code of Ethics will be circulated to Board for feedback and inclusion in the Handbook.

INCOMPLETE

- **Ellen, Tamara:** Ellen will make revisions to the Handbook in consultations with Tamara and Board members will be emailed changes.

ONGOING: Ellen will forward the Board and staff Handbook changes that have been approved by the Board.

NEW ACTION: Ellen will consult with Peter about the logistics of printing out the Handbook for the new Board.

- **Peter, Paul:** Peter will report back to the Board on strategies for dealing with concerns raised during the Board's discussion about the 2011 conference. He will submit the report to Paul who will distribute to the Board and deal with the concerns raised. At that time, he will make a motion for the Board to vote on.

ONGOING

5. PRESIDENT'S REPORT: Paul Mills (see attached)

Summary: Since the last Board meeting, the Executive Committee met three times to discuss various matters including staffing changes, negotiations with Folk Alliance International re the 2011 Conference, and the Strategic Plan. In addition I was extremely active on both the Conference Steering Committee and the Strategic Planning Committee. I also worked closely with the Chair of the Nominating Committee to ensure a good slate of candidates for the upcoming Board election. The summer was rounded out with my attendance at a number of Ontario festivals.

MOTION TO ACCEPT THE PRESIDENT'S REPORT

Moved: Ellen

2nd: Larry

6. ED REPORT: Peter Macdonald (see attached)

MOTION TO ACCEPT THE ED REPORT

Moved: Jan

2nd: Paul L.

CARRIED

Discussion: Paul congratulated Peter for an excellent report and a great job this year. He showed courage navigating difficult staffing issues. Conference registration has increased.

2011-2014 conferences are still being planned and locations are still being identified.

NEW ACTION: Peter will correct typos in report and send to Ellen for re-circulation.

NEW ACTION: Larry will work with Peter on planning panels for upcoming music industry events.

7. Treasurer's Report: Dennis Landry (see attached)

It has been beneficial to the Treasurer to work with an ED who has financial and Board expertise. There were some changes to the fiscal budget due to unforeseen events such as the departure of a staff member. The audit is mostly completed and has gone well. There will be a deficit, but overall the deficit has been dramatically decreased and there should be a surplus by 2010. More funds than usual have been deferred (\$32,000.)

NEW ACTION: Dennis will forward the final financial documents to Paul by Oct. 9 who will forward to the Board for review and E-vote approval.

NEW ACTION: The Board will review the documents and respond to the motion by the morning of Tuesday, October 13th.

MOTION TO ACCEPT THE TREASURER'S REPORT

Moved: Ellen

2nd: Dan K

CARRIED

8. APPROVAL OF AUGUST 23 MEETING MINUTES

MOTION TO APPROVE AUGUST 23 MINUTES

Moved: Paul L.

2nd: Jan

9. Annual Committee Reports (See Reports Attached)

*Note: Fundraising Committee Report and PP&G were not available for this meeting.

Standing Committees:

- Communications: Ellen
- Finance: Dennis (included with Treasurer's Report)
- Nominating: Jan

NEW ACTION: Jan will add a note to his report about Board's active and successful involvement with nominations this year.

NEW ACTION: Jan will circulate a polling station schedule for Board members who have not signed up yet.

NEW ACTION: Paul L. will assist Jan in counting votes after the election.

NEW ACTION: Jan will invite potential nominees (who did not stand) to join Committees next year.

- **CSC: Dan K.**

Peter pointed to the work of the CSC as being fundamental to the increased conference registration this year. The Committee's workload increased due to staff departures.

NEW ACTION: Dan K. and Peter will develop talking points for the Board about the Starmaker's Fund and the OCFF sponsorship of artists and Paul will forward to the Board by Tuesday, October 13.

NEW ACTION: Dan K. will provide a plan for clarification of the CSC's role for next year's Committee.

- **Estelle Klein Award: Paul L.**

Ad Hoc Committees:

- **Strategic Planning: Dan G.**
- **Green: Tina**

MOTION TO APPROVE ALL COMMITTEE REPORTS

Moved: Dennis

2nd: Ellen

CARRIED

9. AGM Agenda: Paul

Karen Flannigan-McCarthy will forward minutes from the last AGM to Paul who will forward to Board for review.

NEW ACTION: Paul will ensure the notice of the meeting, agenda and minutes are forwarded to the members within 10 days of the AGM.

NEW ACTION: Peter and Ellen will arrange for the minutes of the AGM to be recorded (due to the absence of the secretary at the AGM.)

NEW ACTION: Peter and Dennis will meet to arrange the presentation of the Treasurer's Report at the AGM.

MOTION TO APPROVE THE AGM AGENDA

Moved: Paul L

2nd: Dan K

9. New Business

- a) **Approval of the OCFF Strategic Plan**

A great deal of work has gone into the Plan; Paul and Dan G will present a summarized plan at the AGM and a more detailed file on the Plan will be made available to members who wish more information. An E-vote by the members will be carried out in the weeks following the conference. All members of the SPC were congratulated for their efforts and success in developing the OCFF Strategic Plan. In particular Dan Greenwood was praised for bringing the OCFF to a new level of professionalism through his work on the Plan.

MOTION TO APPROVE THE OCFF STRATEGIC PLAN

Moved: Dan G

2nd: Larry

CARRIED

***Note:** Jan left the meeting but quorum was maintained.

b) APPOINTMENT TO FILL THE BOARD VACANCY

Candace Shaw has resigned from the Board leaving her position for the remainder of her term (one year) vacant. Paul has expressed an interest in continuing on the Board next year after his term ends. The current EC will lose most of its members this year.

MOTION TO REQUEST PAUL MILLS TO FILL CANDACE SHAWN'S VACANCY ON THE BOARD FOLLOWING COMPLETION OF HIS CURRENT TERM

Moved: Ellen

2nd: Paul L.

CARRIED

c) PROCEDURE FOR ELECTION OF NEW OFFICERS

The newly elected Directors will meet on Sunday of the conference and elect officers.

d) FINAL MEETING OF THE 2008-2009 BOARD

It was agreed that there is no reason to meet again as a Board prior to the AGM. An informal meeting will occur at 4:45 at the Executive Suite, the room number will be provided to Board members upon registration. After the gala dinner, an Alumni gathering, organized by Karen Flannigan-McCarthy will be held in the Executive Suite.

NEW ACTION: Executive Committee will develop suggested dates for the upcoming 2009-2010 Board meetings.

Thanks to and from Ellen and Dennis for participating as members of the Board and EC. This is their final meeting as their terms expire at the AGM.

MOTION TO ADJOURN THE BOARD MEETING (12:05 p.m.)

Moved: Paul

NOTE: It was later decided in a post-Board meeting consultation of members of the EC that a formal Board meeting would be required in order to approve minutes and set the time-table for the next year's Board.