

**VARLEY- MCKAY
ART FOUNDATION OF MARKHAM
TUESDAY, APRIL 10, 2012
4:00 P.M. – 6:00 P.M.**

MINUTES

Attendance:

Board of Directors Present:

Councillor Don Hamilton, Mahesh Chokshi, Drew Gerrard, Susan Gray, Sid Karsh, Sammy Lee, Paul Keeling, Beverly Kelly, Patty Loveland, Terrence Pochmurski, Ernestine Tahedl and Edie Yeomans

Staff:

Francesca Dauphinais, Development Officer; Francine Périnet, Director, Varley Art Gallery; John Ryerson, Director of Culture and Laura Gold, Council/Committee Coordinator

Regrets:

Karen Chadwick, Rosemary Donegan , Edward Mariani and David Tsubouchi

Item	Discussion	Action
1. CALL TO ORDER OPENING REMARKS	The Varley-McKay Art Foundation of Markham convened at 4:05 p.m. with Terrence Pochmurski presiding as Chair.	
2. DISCLOSURE OF PECUNIARY INTEREST	No pecuniary interest was declared.	
3. CHANGES OR ADDITIONS TO THE AGENDA	There were no changes or additions to the agenda.	
4. APPROVAL OF MINUTES	The following words were omitted from section (8) of the March 13, 2012 Board minutes:	Amend Minutes – Laura Gold

Item	Discussion	Action
	“It was noted that the Board’s Signing Officer needs to be changed and that the Donation Policy needs to be reviewed and possibly changed by Council”. Moved by Councillor Don Hamilton Seconded by Ernestine Tahedl That the Minutes from the March 13, 2012 Varley-McKay Art Foundation of Markham be adopted as presented. CARRIED.	
5. BUSINESS ARISING FROM MINUTES	Review of Action Items: <u>Update on Outstanding Donation</u> This matter is still being investigated. <u>Update of Providing the Development Officer with a Credit Card</u> This matter is still being investigated. <u>Chair of the Fall Palette</u> Terrence Pochmurski confirmed that in accordance with the Foundation’s by-law or Memorandum of Understanding, the Chair of the new event committee is required to be a member of the Board of Directors. It was thought that this responsibility could be delegated to a member of the committee. <u>Art Acquisition</u> The Director reported that of the one of the (2) Varley artworks discussed at the last meeting was sold and that the other will be discussed at the next art acquisition meeting. <u>Changing of the Signing Officer</u> This is currently in progress.	

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	All other action items were completed.	
6. DIRECTOR'S REPORT	Ms. Périnet, Director, Varley Art Gallery, provided her Director's Report. A copy of the report was circulated to the Board.	
7. SUB-COMMITTEE REPORTS	A. <u>Building and Long Range Planning Committee</u> There was no report on this item. B. <u>Art Acquisition Committee</u> There was no report on this item. C. <u>Fall Palette</u> There was a discussion on the proposed date for the Fall Palette event and whether it would be a conflict of interest to schedule the event on the same day as another Town event. Councillor Don Hamilton declared a Conflict of Interest as he is the Councillor Liaison on the Doors Open Markham Committee, which is holding an event on the same weekend the event is being proposed to be held on. The Board agreed that the Fall Palette event will be held on September 21 and 22, 2012. As it felt that the target audience is different than the other Town events being held that weekend. The Board requested that the appropriate staff and the Councillor Liaisons associated with the events be advised of the scheduling conflict and the rationale for the Board scheduling the Fall Palette event on the same weekend. Moved by Susan Gray Seconded by Paul Keeling That the Board approve that the Fall Palette event be held on September 21, and 22, 2012; and,	Advise the appropriate staff and Council Liaison's associated with the other events being held on September 21 and 22 of the scheduling conflict and of the Board's rationale for scheduling the Fall Palette event on the same weekend – Director of the Gallery

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	That the Board acknowledge in its promotion of the Fall Palette event, the Applefest event being held that weekend. D. <u>Art Auction</u> CARRIED. Mr. Paul Keeling provided an update on the Art Auction. Councillor Don Hamilton was thanked for assisting with obtaining sponsorship for the event. Tickets were circulated to the Board of Directors for them to sell. E. <u>Development Officer Report</u> There was no report provided. F. <u>Sphere</u> Ms. Beverly Kelly reported that the Sphere direct mail campaign went out last week and that its speaker series had begun. The budget for the 2012 Sphere events was reviewed by the Board of Directors. Moved by Beverly Kelly Seconded by Sid Karsh That the Board provide up to \$2000 for the 2012 Sphere events. G. <u>Gala Committee</u> CARRIED. Ms. Susan Gray reported that the Gala event will be called Crystallized and that all of the Gallery's public space, excluding the exhibition areas, will be used for the event. The food for the event will cost \$78 per person and the sponsorship package for the	

Item	Discussion	Action
	event is being finalized. Details regarding the sponsors, food, music, speeches, gifts and the raffle were provided. It was recommended that there be some seating areas at the event. It was noted that a table will be set up at the Art Auction to sell tickets to the Gala. The Board was requested to take shifts manning the table. H. <u>Development Committee</u> No Report was provided. I. <u>Volunteer Committee</u> No Report was provided.	Ensure there are seating areas at the Gala event – Susan Gray Take shifts selling tickets to the Gala at the Art Auction – Board of Directors
8. FINANCIAL REPORT	<u>Review of Donation Policy</u> The Board reviewed the proposed change to clauses (26), (27) and (28) of the Donation Policy. The Board discussed the possibility of removing the following clause added to the policy in September 2008: <i>“(*) The Board of Directors recommended to the Town that receipts not be issued with a value less than \$10,000 [September 2008].”</i> Moved by Councillor Don Hamilton Seconded by Sid Karsh That the Board refer changes to clauses (26) and (27) of the Donation Policy to the lawyer who created the policy for her legal opinion. CARRIED.	Obtain a legal opinion on the proposed changes to the donation policy – Sid Karsh and Drew Gerrard

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	<u>Business Plan</u> Mr. Sid Karsh, Treasurer, presented the final version of the 2012 Business Plan. The changes to the Plan were reviewed by the Board. It was confirmed that in 2012 the revenue generated from the Sphere event will show under sponsorship and other income. Then in 2013, the revenue will show under Sphere. The Treasurer advised that revenue is reported by event rather than function, as it would otherwise be too broad and difficult to determine if financial targets were being met. Moved by Sid Karsh Seconded by Councillor Don Hamilton That the 2012 Varley-McKay Art Foundation of Markham Business Plan be approved as presented. CARRIED.	
9. NEW BUSINESS	A. <u>2012 Annual General Meeting Date</u> Moved by Councillor Don Hamilton Seconded by Susan Gray That the Board approve that the 2012 Annual General Meeting be held on June 19, 2012, at 4:00 p.m. at Markham Civic Centre in the Canada Room. CARRIED.	

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	B. <u>Use of the McKay House</u> John Ryerson, Director of Culture, asked for the Board's endorsement to lease a room in the McKay House to the Unionville Business Improvement Area (UBIA) for \$340 per month for a (1) year term. Moved by Councillor Don Hamilton Seconded by Ernestine Tahedl That the Board endorse the Town of Markham leasing a room in the McKay House to the UBIA for \$340 per month for a (1) year term. CARRIED.	
10. NEXT MEETING DATE	The next meeting of the Varley-McKay Art Foundation of Markham will be held on Tuesday, May 8, 2012 at 4:00 p.m. at the Gallery.	
11. ADJOURNMENT	That the Varley-McKay Art Foundation of Markham Board Meeting adjourn at 6:12 p.m.	

Varley-McKay Art Foundation of Markham - Action Item Tracking

Action Item	Meeting Date	Responsibility of Staff/Committee Member	Meeting Date to be Completed By	Status
Provide an update on the outstanding donation of \$15,000	March 13, 2012	Councillor Don Hamilton	May 8, 2012	
Discuss with Finance the possibility of issuing a Credit Card to the Development Officer	March 13, 2012	Councillor Don Hamilton and Francesca Dauphinais	May 8, 2012	
Change the Board's Signing Officer	March 13, 2012	Terrence Pochmurski and Sid Karsh	May 8, 2012	
Present the final version of the financial statements at the May 8 Agenda	March 13, 2012	Sid Karsh	May 8, 2012	
Amend March 13, 2012 Minutes	April 10, 2012	Laura Gold	May 8, 2012	Completed
Advise the appropriate staff and Council Liaison's associated with the other events being held on September 21 and 22 of the scheduling conflict and of the Board's rationale for scheduling the Fall Palette event on the same weekend	April 10, 2012	Director of Art Gallery	May 8, 2012	
Ensure there are seating areas at the Gala event	April 10, 2012	Susan Gray	May 8, 2012	

Action Item	Meeting Date	Responsibility of Staff/Committee Member	Meeting Date to be Completed By	Status
Take shifts selling tickets to the Gala at the Art Auction	April 10, 2012	Board of Directors	May 8, 2012	
Obtain a legal opinion on the proposed changes to the donation policy	April 10, 2012	Sid Karsh and Drew Gerrard	May 8, 2012	