



**MINUTES
ANNUAL GENERAL MEETING
JULY 13, 2020 4:00 PM VIA ZOOM**

1. Introductory Remarks – Nathan Schissel

- Welcome to the MacKenzie Art Gallery's 35th Annual General Meeting and thank you for joining us. My name is Nathan Schissel and I am the president of the MacKenzie Art Gallery board of trustees.
- I'd like to begin by acknowledging and paying my deep respect to the Cree, Saulteaux, Dakota, Lakota, Nakota and Metis people, and elders and ancestors — past, present and future, and whose homeland, Treaty 4 territory, we are gathered on. I acknowledge and offer deep gratitude to this land and water that supports us, as we're gathered here right now together, and I invite you to join me in that acknowledgment, that respect and that gratitude.
- Before we begin I will give an overview of how to participate. Throughout the meeting we will be asking members to vote via the polling function available in Zoom. You will see a window pop up on your screen to vote on various motions. You'll see four options on each motion: I vote yea, I vote nay, I am a non-voting member or I am not a member, and I abstain from the vote. The third option is in place because this meeting is open to the public but only members are permitted to vote. Further, complimentary memberships do not come with voting privileges. Thank you Jonathan, you can take down the test motion.
- While the microphones and video feeds for all participants are turned off to limit disruptions you are welcome to bring forward any questions or comments in the chat throughout the meeting.
- I have received confirmation that we have achieved quorum and I would like to call this meeting to order.
- To begin I will invite Ashlee Langlois, the chair of the MacKenzie Art Gallery Governance Committee, to discuss the proposed changes to the by-laws.

2. Approval of Changes to the Bylaws – Ashlee Langlois

- Thank you, Nathan. I am pleased to bring forward the revised by-laws for ratification by the members. As outlined in your meeting package the governance committee is recommending two changes to the by-laws this year with regard to allowing for the AGM to be held virtually, and increasing the number of terms available to board members. We will be asking the members to ratify these

changes using two different motions. I will review the changes and then pause for any questions prior to the votes.

- Related to “Section 4 – Meetings of Members”, the Governance Committee has recommended the following changes:
 - Revision to the time and place of meetings
 - Removing the line that states the AGM must be held four months after the termination after the fiscal year
 - Removing “in person” text in Section 4.8 (Quorum of Members) and Section 4.10 (Voting Procedure)
 - Adding text to clarify how voting occurs either in person or virtually
- There were no questions from the attendees on the changes to the section 4.

MOTION TO RATIFY THE CHANGES TO SECTION 4 OF THE BY-LAWS

MOVED: J. Swystun

SECONDED: J. Salloum

CARRIED

- With regard to section 5.2 of the by-laws the Governance Committee has recommended the following changes:
 - Section 5.2 (Composition of the Board) be amended to allow for fourteen (14) trustees
 - Section 5.2 (Composition of the Board) be amended to allow for two (2) rather than three (3) spots allocated for ‘special purposes’
 - Section 5.4 (Terms of Office) be amended to allow for a trustee to serve up to four two-year terms
- There were no questions from the attendees on the changes to Sections 5.2 or 5.4.

MOTION TO RATIFY THE CHANGES TO SECTION 5.2 AND 5.4

MOVED: J. Salloum

SECONDED: J. Swystun

CARRIED

3. Approval of Minutes of Annual General Meeting – June 27, 2019 - Nathan Schissel

- N. Schissel asked the attendees to raise any questions about the minutes from the previous AGM. There were no questions or discussion from the attendees.

MOTION TO APPROVE THE MINUTES OF THE JUNE 27, 2019 ANNUAL GENERAL MEETING

MOVED: J. Salloum

SECONDED: A. Langlois

CARRIED

4. President’s Report – Nathan Schissel

- N. Schissel presented his report as President (reading from the annual report president’s message) and then invited A. Kiendl to speak.

5. Executive Director & CEO Report – Anthony Kiendl

- A. Kiendl read from his report included in the 2019-20 annual report.

6. Review of Audited Financial Statements – Jeremy Swystun

- J. Swystun presented the 2019-20 Audited Financial Statements on behalf of the audit & finance committee which were included in the meeting package.
- There were no questions from the attendees on the audited statements.

7. Review of Auditor’s Report – Valerie Watson

- Valerie Watson presented the Audit Report for the 2019-20 year noting that the audit was clean and there were no issues during the course of conducting the audit. Deloitte has provided an unqualified opinion, and the audit has been conducted in line with auditing standards for not for profits.
- There were no questions from the attendees.

8. Appointment of Auditors – Jeremy Swystun

- The Audit and Finance committee has recommended to the board that Deloitte be appointed as auditor for 2020-21 fiscal year. The board has agreed to present this recommendation for ratification by the members.

MOTION TO APPOINT DELOITTE AS THE AUDITORS FOR THE 2020-21 FISCAL YEAR.

MOVED: J. Salloum

SECONDED: A. Langlois

CARRIED:

9. Election of Trustees – Johanna Salloum

- J. Salloum thanked outgoing board member Ben Tingley for his service.
- The proposed slate includes three new board members: Asma Gehlen, Linda Allen-Hardisty, and Sanaz Dehghani. Current board member Anne Brochu Lambert is also up for re-election for her second term with the board.

MOTION TO APPROVE THE PROPOSED SLATE FOR 2020-21.

MOVED: J. Swystun

SECONDED: J. Salloum

CARRIED

10. Acknowledgements – Nathan Schissel

- This event would not have been possible without the support of the MacKenzie’s funders, donors, staff and volunteers. We are grateful for the support of our core funders: the South Saskatchewan Community Foundation; Canada Council for the Arts; SaskCulture; the City of Regina; the University of Regina; and the Saskatchewan Arts Board.

11. Adjourn – Nathan Schissel

- That concludes the business of the MacKenzie Art Gallery's 35th Annual General Meeting. Thank you to everyone who attended today and for the staff supporting our first ever virtual annual general meeting.