



MCPA Board of Governors
Annual Meeting for 2018-2019
THURSDAY, MARCH 5, 2020.
9:15 P.M.
Conservatory Campus, Room 15

DRAFT MINUTES

Governors Present: Will Webster (Chair), Olga Milosevich, Mark Laing, Kurt MacLeod, Lynn Loder, Robert Gilbert, John Murray, Diana Rutherford, Susanne Brown, Edie Hancock, Andre Pretzel, Tirene Padget.

Regrets: Chris McCulloch (Lynn Loder Proxy Governor), Jack Bennett

1. Call to Order: The meeting was called to order at 10:15 p.m.
2. Approval of Agenda as circulated. By consensus.
3. Minutes of the Last Annual Meeting. It was MOVED (Kurt, Lynn) that the minutes of the Annual Meeting for 2017-2018 be APPROVED. MOTION CARRIED (with abstentions by those who had not attended that meeting).
4. Audited Financial Statements. It was MOVED (Kurt, Lynn) that the audited Financial Statements for 2018-2019 be approved. Christine Wilson of the National Bank joined the meeting and discussed the Conservatory's investments during the past year. MOTION APPROVED.
5. Appointment of Auditors for 2019-2020. Three financial audit firms were considered by the Finance Committee. Based on good pricing, a good presentation and good networks, it was MOVED (Kurt, Lynn) that MNP be appointed as auditors for 2019-2020. Kurt provided full disclosure of some minor and non-continuing relationships with the auditing firm, MOTION CARRIED.
6. Governors and Officers:
 - i. The Chair of the Board, Will Webster, announced his resignation from the Board, effective at the end of the meeting, for personal reasons related to health issues that have arisen. This decision follows from his *in camera* disclosure at the January Board meeting of his health situation and the advice he has been receiving to step away from significant volunteer activities at least until those issues are resolved.
 - ii. No nominations for new Board members were brought forward because of the understanding by Board members that until the completion of the Governance and Management Structure Review, as few changes as possible should be contemplated for policy and personnel matters.

- iii. One nomination had been received for the Chair position. Following the approved Board Officer election procedures (approved by the Board on March 5, 2020), Mark Laing was elected Chair.
 - iv. Two nominations had been received for the position of Vice-Chair. Following from the approved Board Officer election procedures, Rob Gilbert was elected Vice-Chair.
 - v. No formal nominations had been received for the position of Treasurer. Following discussion by the Board, and following the approved Board Officer election procedures, Kurt MacLeod was elected as Treasurer.
 - vi. No formal nominations had been received for the position of Secretary. Following discussion by the Board, it was AGREED the position would remain unfilled for the time being and that recording secretary duties would be rotated through the Board membership.
7. There being no other business, meeting adjourned at 10:40 p.m.

Following from past practice, the formal Annual Meeting of the Board will be followed at a later date (tentatively April 5, 2020, 6:00-8:00 p.m.) by an open Public Meeting with the Conservatory community. The results of the Annual Meeting of the Board will be reviewed, and an invitation made to guests to comment on or ask questions or otherwise engage in discussion about aspects of the Conservatory.