

Kindle Art Society
Board Meeting Minutes - May 2, 2012

Time: 7:00pm

Where: 599 Pandora Ave

In attendance: Amara, Edd, Morgan, Steve, Jared

Quorum met? Yes

Chair: Jared

Secretary: Amara

Review of last meeting's minutes:

- Logo to be done in-house.
- Arts grant team to work on a mission statement. Not done - in progress.
- KindleArts bank acct. Now setup. We need to move forward with the incorp process in order to use it.

Board reports:

1. Treasurer: meeting with Carnivale producers to finalize event budget. Report should be done in a month. Steve suggests creating a guide to budgeting for event leads.

Special teams:

1. Carnivale team: final report expected by the end of May
2. Arts Grant team: one art grant applicant dropped out. 2 art grants in progress. Another is almost approved.

Special orders and/or motions via email:

April 25, 2012: MOTION: **To be placed on the website** To approve the process and verbiage proposed by Jared below:

- To be a member of the Kindle Arts Society you must volunteer at one of our events. The BC *Society Act* requires us to collect and register the snail mail address of all society members. Our use of your information is governed by the BC *Personal Information Protection Act*. This data will be securely stored on servers residing in the United States.
- If you do not wish to provide your address now, you will have another opportunity to do so. If you do not wish to become a member of the Kindle Arts Society, you're still welcome to attend and volunteer at all our events.

APPROVED:

- Amara
- Jared
- Steve
- Edd

April 25, 2012: Motion: proposed by Jared

Change section 39 from:

39. A resolution in writing, signed by all the directors and placed with the minutes of the directors, is as valid and effective as if regularly passed at a meeting of directors.

to:

39. A resolution in writing, approved by a majority of directors and placed with the minutes of the directors, is as valid and effective as if regularly passed at a meeting of directors.

APPROVED:

- Steve
- Edd

- Jared
- Amara

April 25, 2012:

Change section 7.b from:

b. by delivering his or her resignation in writing to the secretary of the society or by mailing or delivering it to the address of the society

to:

b. by delivering his or her resignation in writing or by email to the society

APPROVED:

- Steve
- Edd
- Amara
- Jared

April 25, 2012: Motion by Jared:

Counter proposal: We keep Section 65, and add an additional section in 66 -

1. A notice sent by mail is deemed to have been given on the second day following the day on which the notice is posted, and in proving that notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian post office receptacle.
2. A notice sent by e-mail is deemed to have been given on the second day following the day on which the notice is sent and a server bounceback notification has not been received. In proving that notice has been given, it is sufficient to prove the notice was properly addressed and sent, except where the intended recipient can provide relevant bounceback logs.

APPROVED:

- Jared
- Steve
- Edd
- Amara

April 25, 2012: Motion by Jared:

Remove section 36 from:

36. A director who may be absent temporarily from British Columbia may send or deliver to the address of the society a waiver of notice, which may be by letter, telegram, telex or cable, of any meeting of the directors and may at any time withdraw the waiver, and until the waiver is withdrawn,

APPROVE:

- Edd
- Amara
- Jared

April 27, 2012: Motion by Jared:

- Change section 64 from:

64. A notice may be given to a member, either personally or by mail to the member at the member's registered address.

to:

64. A notice may be given to a member, either personally, by mail to the member's address recorded in the register of members, or to an email address provided by the member.

- Then strike the sentence from section 1 because this is the only place "registered address" is used.

Approve:

- **Jared**
- **Steve**
- **Morgan**
- **Amara**

Unfinished business:

- KindleArts logo. Need to send a request for submissions and set a deadline. Needs to be done before Otherworld.
- Arts grant mission statement. In progress.
- Request for GVIAS Operations Manual. Email sent, waiting for reply. All board members need to look at other non-profit models. Research good and bad examples and bring suggestions to the table.
- Post-summit reports due from Morgan/Steve.

New business:

- Steve suggests that KindleArts match donations to CORE. Edd to bring to his team.
- Proposal from a burner on Salt Spring wants to throw an event. Does KindleArts want to support? Yes. We need to establish intention first and then ask her to fill out a event proposal. Edd questions whether to accept bids from people who are completely outside the community. They would need to have an amazing and complete application and KindleArts would decide on a case by case basis.
- Event proposal form. Jared suggests adding a description of how we evaluate a proposal.
- Edd suggests that we need to create a list of KindleArts priorities. Steve suggests that we add a to-be-reviewed-in-the-future at the end of board minutes.
- Amara suggests creating a Fire Team, which will cover fire safety, legal fire requirements, etc etc.
- **BYLAW TO BE DISCUSSED:**

Original Bylaw:

Part 3 — Meetings of Members

1. Notifications for General Meetings

- a. Notice of a general meeting must specify the place, day and hour of the meeting, and, in case of special business, the general nature of that business.
- b. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting

ORIGINAL Suggested bylaw (with amendments in blue):

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- b. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
- c. Notice of a general meeting must include the balance sheet from the preceding year, and the proposed budget for the following year.
- d. Notice of a general meeting must include the society's action plan. The action plan will list 1 year, 5 year, and 10 year objectives. These

plans should include a list of goals, requirements to complete these goals, proposed timelines for each requirement, and estimated times for completion. Members should be directed to submit proposals for items to be added to the action plans in writing before the AGM.

- e. Notice of a general meeting must include a solicitation for proposals to donate money to charities and non-profits who support the society's goals. Members and Directors should be directed to submit proposals for donations in writing before the AGM.
- Jared suggests removing Section 13: 3, 4, 5 and adding them to Section 15 as points C & D.
 - **APPROVED:**
 - Amara
 - Steve
 - Edd
 - Morgan

Actionable items:

- Ashes - SF Summit report; logo request; Joomla handoff to Jared; research board manuals
- Edd - Arts grant mission statement; research board manuals
- Morgan - SF Summit Report; budget template for event resource guide; research board manuals
- Jared - research board manuals
- Amara - get GVIAS Operations Manual; research board manuals

Next meeting: Weds, May 9 @ 5:30pm - Jared's house

Adjournment.