

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2018 Annual General Meeting of the Arts and Heritage Foundation of St. Albert will be held at the Art Gallery of St. Albert temporary location (6 Perron Street) on Thursday, May 17 at 7 pm for the following purposes:

1. To receive the Chair's Report and Annual Report
2. To receive the Audited Financial Statements for the year ending December 31, 2017
3. To appoint auditors
4. To elect trustees to the board
5. To consider a Special Resolution to amend the bylaws (see below)
6. To consider other business as may be properly addressed at the meeting

Join us for:

- Refreshments and tour of the gallery's current exhibition High Energy from 6–7 pm
- The AGM from 7–7:30 pm
- An overview and progress report of the Art Gallery of St. Albert barrier-free project

The Annual Report and AGM Package are available on our website: <http://www.artsandheritage.ca/about-us/annual-report/>. If you prefer to receive a printed copy, please contact Suellen Pineau by email at suellenp@artsandheritage.ca or by phone at 780.651.5739.

In order to ensure quorum and confirm numbers for catering, please RSVP to Suellen at 780.651.5739 or suellenp@artsandheritage.ca by Friday, May 11.



ANNUAL GENERAL MEETING

7:00 pm, Thursday, May 17, 2018

Art Gallery of St. Albert (temporary location)

6 Perron Street, St Albert

AGENDA

1. Call to Order
2. Approval of agenda
3. Approval of minutes of May 18, 2017
4. Reports
 - Report by Chair
 - Management Report
 - Secretary/Treasurer Report
 - Acceptance of Audited Financial Statements for year ended 31 December, 2017
 - Appointment of auditors for 2018
5. Election of trustees
6. Special Resolution to amend the bylaws of the Arts and Heritage Foundation of St. Albert
7. New business
8. Presentation of Honorary Life Membership
9. Presentation of gifts to outgoing trustees
10. Adjournment

ANNUAL GENERAL MEETING OF THE ARTS AND HERITAGE FOUNDATION OF ST. ALBERT

Little White School, 2 Madonna Drive, St. Albert, AB
Thursday, May 18, 2017 at 7 pm

Attendance: 40 total attendance (18 voting members)

1. Call to Order

Chair of the Board, Tom Thackeray, called the meeting to order at 7:03 pm.

2. Approval of Agenda

Peter Crerar moved to adopt the agenda. Joseph Yurkiw seconded. Carried.

3. Approval of 2016 AGM Minutes

Ann Conlin moved to adopt the AGM minutes held on May 18, 2016. Jennifer McCurdy seconded. Carried.

4. Reports

4.1 Chairman's Report

Chair of the Board, Tom Thackeray, noted that 2016 was a very good year for the AHF. Attendance was up at our community events and programs. Tom acknowledged the support from our partners; the City of St. Albert, the provincial government and the federal government. We are very appreciative of this support. The AHF is very thankful and excited that the City unanimously approved the funding requested to aid in the expansion of the AGSA. We are also grateful for the provincial and federal funding that will assist with the remaining costs of this expansion. Tom thanked the AHF staff, and noted that they continue to go above and beyond to exceed his expectations. Tom thanked his fellow board members for their dedication, and he also expressed his appreciation to the AHF volunteers. Tom noted that the total amount of hours worked by our volunteers during 2016 was equal to almost that of 2 full time staff positions.

4.2 Management Report

Executive Director, Ann Ramsden presented a slide presentation that reviewed the 2016 highlights for the AHF. Ann gave an update on the AGSA expansion, and noted that the architects are still reviewing the final plans for this expansion. Work will start in October of 2017, and the gallery will relocate to a temporary facility during the expansion process which is expected to take approximately 6-8 months. This temporary facility has not yet been determined, but we will be updating the AGSA website with that information. Work continues to take place at the Heritage sites, with the landscaping proceeding on Lot 24.

There will be a sneak peek of the completed work in October of 2017, and the area will be open to the public in May of 2018.

4.3 Secretary-Treasurer/Auditor's Report

Megan Hurley presented the 2016 audited financial statements. Megan acknowledged our auditors, Mowbrey Gill, and noted that 2016 was a strong year for the AHF. There was a drop in sales at our gift shops, as well as in the AGSA Rental and Sales gallery. However, there was an increase in revenue from community programming. The 2016 AGSA fundraiser also had an increase in revenue, and we continue to see growth at this event.

Megan Hurley moved that the Audited Financial Statements for the year ended 31 December 2016 be approved. David Frechette seconded. Carried.

Megan Hurley moved that the firm of Mowbrey Gil LLP be appointed auditors for 2017. Seconded by Peter Crerar. Carried.

5. Election of Trustees

The following slate was presented:

Ann Conlin:	3rd term	ending 2019
Tim McFetridge:	3rd term	ending 2019
Barry Bailey:	2nd term	ending 2019
Susan Jones:	2nd term	ending 2019
Najib Jutt:	2nd term	ending 2019
Lisa Albrecht:	1st term	ending 2019

Chair of the Board, Tom Thackeray, called for nominations. Tom Thackeray called for nominations twice more. Tom Thackeray moved that the presented nominations be accepted. Toby Ramsden seconded. Carried.

6. New Business

Tom Thackeray acknowledged two board members who will not be returning at the completion of their terms. David Frechette served on the board since 2015, and Tom expressed his appreciation for David's service and francophone background. Peter Crerar served on the board since 2013. Tom noted that he was very grateful for Peter's expertise and counsel during his years of service. Tom made a gift presentation to David and Peter and extended his best wishes to both.

7. Adjournment

Ann Conlin moved to adjourn the 2017 Annual General Meeting. Carried. The meeting was adjourned at 7:24 p.m.

NOMINATIONS TO THE BOARD

CRAIG CAMERON

Craig Cameron has a passion for developing strong, vibrant communities. He is especially interested in giving a voice and platform to often-overlooked aspects of community that are essential to quality of life. Through his work and travel, Craig has come to embrace the critical role that arts and heritage play in shaping, preserving and challenging our cultural identity. Craig works in Edmonton, as a senior recreation liaison for the Alberta Recreation and Parks Association, the Faculty of Kinesiology, Sport, and Recreation at the University of Alberta, and the Ministry of Culture and Tourism. However, he and his family chose to live in St. Albert, attracted to the city by its botanical arts image and noticeable community pride. Craig looks forward to sharing his knowledge of the culture sector, governance experience, and passion for team building with Arts and Heritage St. Albert as it continues its mission of offering exceptional arts and heritage experiences.

JENNIFER MCCURDY (RE-ELECTION)

Jennifer McCurdy joined the board in 2014, and she is standing for her second term. Jennifer is passionate about ensuring St. Albert is a thriving community for both residents and businesses. As Vice President of Operations at the St. Albert & District Chamber of Commerce, she oversees the operations of the organization, membership and events as well as the St. Albert Visitors Welcome Centre. She believes strongly in not only the continued preservation of St. Albert's unique history, but in ensuring these assets are showcased for both residents and visitors alike.

She is also passionate about "Shopping St. Albert first" and spent 2013 shopping local and blogging about it. She believes in giving back to her community and is a member of the St. Albert Rotary Club. She enjoys Pilates, reading, doing stained glass work and being a Nana to her two grandsons.

MEGAN HURLEY (RE-ELECTION)

Megan Hurley joined the board in 2014, and she is standing for her second term. She holds a Bachelor of Commerce degree from the University of Alberta and her Six Sigma Black Belt from Caterpillar University. Megan has worked for the University of Alberta, OEM Remanufacturing and General Dynamics Land Systems – Canada. She has led many successful interdepartmental projects to improve efficiencies and streamline processes. The arts have always held an important place in her life, from dance to theatre to visual arts.

SPECIAL RESOLUTION

Whereas:

- A. it is in the best interest of the Arts and Heritage Foundation of St. Albert to amend the Bylaws;
- B. the Arts and Heritage Foundation of St. Albert Board of Directors has passed a resolution approving the amendments to the Bylaws; and
- C. the amended Bylaws will be presented to the members at the Annual General Meeting of the Arts and Heritage Foundation of St. Albert, held on May 17, 2018

Therefore be it resolved that the Bylaws of the Arts and Heritage Foundation of St. Albert be amended as presented below:

4.2 BOARD COMPOSITION

The Board of Trustees consists of:

- i. A maximum of ten (10) voting members;
- ii. A minimum of six (6) eligible Voting Members elected as Trustees at the Annual General Meeting or Special General Meeting;
- iii. Up to four (4) additional Trustees appointed by the Board from the community at large;
- iv. The Immediate Past Chair –
 - (a) If the Immediate Past Chair's term as a Trustee has expired, then for a period of one (1) year from the date of his/her becoming Immediate Past Chair, he/she may serve as an ex-officio member of the Board with no voting privileges and he/she will not be counted for quorum.
 - (b) If the Immediate Past Chair has time remaining on his/her term as a Trustee, then he/she shall hold the position of Immediate Past Chair with voting privileges and be counted for quorum until his/her term as Trustee expires or for a period of one (1) year from the date of appointment as Immediate Past Chair whichever happens first.

4.3 TERMS OF THE TRUSTEES

The Trustees will be elected or appointed for a two (2) year term for a maximum of three (3) consecutive terms. A Trustee who has served on the Board for three (3) consecutive terms is eligible to serve as a Director after a period of one (1) year since they last served as a Trustee.

4.7 OFFICERS

4.7.1 The Officers

The Officers of the Foundation shall be:

- i. Chair
- ii. Vice-Chair
- iii. Secretary / Treasurer
- iv. Immediate Past Chair

Chair, Vice-Chair and Secretary/Treasurer shall be elected annually from within and by the Board at the first meeting following the Annual General Meeting.

5.1 THE ANNUAL GENERAL MEETING

5.1.1 Time and Place

The Foundation holds its Annual General Meeting at a place, day and time established by the Board.

5.1.2 Notice of the Annual General Meeting

A notice is mailed, delivered or sent electronically to each Voting and Non-Voting Member at least thirty (30) days before the Annual General Meeting. This notice states the place, date and time of the Annual General Meeting, and any business requiring a Special Resolution.

5.1.3 Notice of Nominations

A notice is mailed, delivered or sent electronically to each Voting Member at least thirty (30) days before the Annual General Meeting. This notice states the place, date and time the prescribed nomination forms are to be received.

5.2 SPECIAL GENERAL MEETINGS OF THE FOUNDATION

5.2.2 Notice of a Special General Meeting

A notice is mailed, delivered or sent electronically to each Voting and Non-Voting Member at least thirty (30) days before the Special General Meeting. This notice states the place, date, time and purpose of the Special General Meeting.