

December 1, 2019 14:00 at VPH Office

Board Attendees:

Amanda Eagleson

Frankie McGee

Leslie Stark

Holden Wall

Staff:

Carol Shillibeer

Colleen Brown

Meeting Began: 14:16

Meeting End: 17:02

Motions:

- 1) Motion by Frankie to create general November 11th Meeting Minutes based on the transcription of the meeting. Seconded by Amanda. Carried
- 2) Motion by Frankie to approve the Sept 8th minutes (minus typos). Seconded by Amanda Motion carried
- 3) Motion by Amanda to approve the September 15th minutes (with changes to eliminate community member names and address typos) Holden 2nd . Motion Carries.
- 4) Frankie motion to approve to Oct 6th minutes minus typos. Amanda seconded. Motion carries
- 5) Amanda motion to move subpoint to Agenda Item 1 “delay in access to minutes” to Agenda item 6 Frankie Seconded. Motion Carried

6) Amanda Motion To accept the following as the VPH Hiring and Firing practice: The Board is responsible for the hiring of Tier 1 staff (Artistic Admin. Artist Director Financial Coordinator) . Tier 1 staff is responsible for the hiring and firing evaluation of all other staff.

*artist contracts being outside of this model. Leslie seconded. Motion carried.

7) Motion to read into the minutes all motions made on Basecamp made by Amanda. Frankie Seconded. Motion Carried

(8) Motion to have the Code of Conduct sent to Jackie Wong for outside consultation after having an in person meeting with Jackie and the board made by Amanda Leslie Seconded. Motion Carried

Action Items:

- 1) Frankie to post the submission details for the chapbook with graphics
- 2) Carol to add Frankie give them the permission to the WordPress site
- 3) Action Item for the Board: Draft and send Colleen Staff Review response.
- 4) Holden to sign Grant
- 5) Entire Board: To address Board Models and come up with a list “what can you not let go of”? A division of labor list
- 6) Everyone on board should choose one person to Direct Ask
- 7) Amanda to Contact Colleen regarding set-up (database) of membership and they are to work on this
- 8) Amanda to draft a Card with dates, email and donation information for membership sign-ups
- 9) Amanda to contact Jackie Wong

14:16 Meeting called to order (Frankie Chairs)

We Acknowledge that this meeting is taking place on the unceded Indigenous land belonging to the Musquem, Skxwú7mesh, and Tsleil-Waututh People.

Compassion Acknowledgement: “You think your pain and your heartbreak are unprecedented in the history of the world, but then you read. It was books that taught me that the things that tormented me most were the very things that connected me with all the people who were alive, who have ever been alive.”—James Baldwin

Agenda Item 1:

Brief recap of Sept 8-15th minutes which were gone over pre-meeting start time to identify corrections, privacy concerns, and typos

Missing minutes of the November 3rd meeting to be created as whole minutes using both Carol's and Holden's notes from that meeting.

Motion by Frankie to create a general November 11th Meeting Minutes based on the transcription of the meeting. Seconded by Amanda. Carried

Holden to save transcriptions material on the usb for the November 11th meeting. The actual minutes are to be available by request (as not in camera) saved in separate file.

Frankie: Motion to approve the Sept 8th minutes (minus typos). Seconded by Amanda motion carried

Amanda motion to approve the September 15th minutes (with changes to eliminate community member names and address typos) Holden 2nd . Motion approved

Frankie motion to approve to Oct 6th minutes minus typos. Amanda seconded. Motion carries.

Brief review of past Actions Items:

Themes: For chapbook. First poem to appear from a germinating seed (cotyledon). Submissions Period runs from. 1) Dec 15- Jan 31

Action Item(s): Submissions details to be Posted by Frankie with graphics. Carol to add Frankie to WordPress site.

Colleen offers to assist with social media

Action Item for the Board: Colleen Staff Review response.

Leslie: Has started grant work from Nov 3rd action item

Amanda motion to move subpoint to Agenda Item 1 "delay in access to minutes" to Agenda item 6 Frankie 2nd. Carried

Agenda Item 2:

Leslie: "Review engagement": Advisor. New books can be moved back to Glasshouse.

Complete Financial Report Attached (also appendix):

<https://docs.google.com/document/d/1seuX8P5WrwedZZeQ2w9WadhzXwaWYOsyZC60nosLWY/edit>

Action Item from Carol: Holden is to sign Grant (Jan 22 2019)

***Colleen will augment with our social media regarding fundraising 12th of Dec slam team and VPH loan payback

Overdraft Protection: Carol to go to bank (sat Amanda and Carol to go in) Saturday to bank.

Carol addressed Changing the bank accounts (the need to merge accounts) for better control and transparency to funders (exceptions: pay pal/ square/ brown paper tix/ gaming---

Regarding the Slam Master position: Sam Peters workload is in line with Wordplay and Volunteer Coordinator. Recommendation to approve payment of \$800 a month as of January 1st, 2020. It has been 7 years since last increase to the positions pay. An important thing to note as \$400 to \$800 represents a doubling of pay.

Introducing Agenda Item 3 (regarding Hiring Policy:

All Staff Contracts are in need of review with a lawyer: Wordplay (liability issues with new programming expansions). Also currently year round (and short term) contract employees but moving towards being held to the ESA. Also regarding volunteers: there is a need for vetting etc. and a review of artist contracts

Colleen: Staff Meeting. We are heading towards but currently not under the Employee Standards Act. Taxes and Structure. Need to know: What we are allowed to offer staff, without falling into the category of Employment Standards Act.

Carol: The need to know where we are and what the rules are staffwise. And appropriate Rewording. We want to Offer training. And severance.

(Carol GST number etc.)—

3) Hiring Policy: Consisted mainly of reading survey points. Clarification regarding motion passed on Sept 15th. “Adopt triple custody system for hiring committee until such a time as funding can be found to hire external HR staff on a contractual basis A/B make recommendations to board”--- “triple custody: No hiring meeting can go forward without the same three persons from the board/ hiring committee.”

Survey Takeaways: Those who didn't participate names “Time Constraints” and “Uncertainty of Expectations” as the two reasons they didn't participate with fairly even distribution between these two reasons.

Most survey respondents did not find the process easy to adapt to their schedule.

Points regarding questions: "I would encourage candidates to submit a proposal for their vision moving forward with VPH and some programming ideas".

"More specific to artistic vision"

*Clearer prioritization and triple custody **"consider limiting the number of board members on the hiring committee. No more than X% of the hiring committee can be board members"**

The last point was discussed and overall was decided though it sounds like a good goal it doesn't realistically align with previous community response or capacity to be involved, and would not be effective in actually filling positions.

January 1st goals need to be set regarding hiring and Agenda Item Four

4) Board Models.. 1)What can you not let go of?—minimal list (training) *Action Item for board

Who are we going to seek out for Fundraising? Money needs to go into the organization.

--- Everything else could be the responsibility of staff....secession training (primary goal---plus calendar---laying out goals) --- Assessment: there should be a 4 year moratorium on change...This needs to be something we can live with and develop over the 4 year period.---

*By end of December

***Colleen: We need to agree how to hire Staff (AD graphic design and curatorial roles)

AA AD FC positions: hiring and firing, or to phrase another way: Tier 1 staff responsible for hiring of Verses/Tier 2 Staff (this has been agreed on previously but to put it in form of motion...)

Amanda made Motion: To accept the following as the VPH Hiring and Firing practice: The Board is responsible for the hiring of Tier 1 staff (Artistic Admin. Artist Director financial Coordinator) . Tier 1 staff is responsible for the hiring and firing evaluation of all other staff.

*artist contracts being outside of the this model. Leslie seconded. Motion carried.

15:51—16:00 brief break with meeting called back to order at 16:00 by chair.

5) Carol update (Guy Moss) GSuite. Email filing sorted Board emails in the future. Was discussed and overall decided on having separate email

Inhouse system Gsuite \$800- approximately

Colleen: get together force the filing system? Amalgamation of folders (example Verses by year...by tab)

Action Item board to discuss and decide on email situation specifically: If separate emails wanted. And the nature of amalgamation (by year or by tab example given above how do we want this organized)

6) Colleen: Already covered with book conversation earlier. Letter. Wordplay schedules (sessions). There is a need to reach out to lawyers. Touchstone training for lawyers transferable skills. Board fundraising and Carol idea reach out talent agency

Carol: Brought up reaching out to the film industry for specialized roles.

Approaching Agency highly skilled performances .

- Number of things: Wikipedia page – framework editing invite wiki – write a thon....(Shaun Ledding) patron page for organization and accessing those community members ()
- Everyone should choose one person to Direct Ask.

7) Membership: Google form needed this (regard) we welcome donation. There is a need to have a single centralized way to track the adding of new members (as they come in not just as entered on form) Colleen brought up Canada Helps instead.

Amanda to Contact Colleen regarding set-up (database) of membership and they are to work on this

VIP membership options discussed

A Card with dates ---- email --- donation information Action item for board for membership

Members renewed prior to AGM (Verbal Renewal): **Sho Wiley, Daniyah Shamsi, Sammy Bassam, Frankie McGee, Andrew Sutherland**

Members renewed at Slam (in October) **Jano Klimas**

Membership requested via admin email : **Rudi Leibik**

8) Motion to read into the minutes all motions made on Basecamp made by Amanda. Frankie Seconded. Motion Carried

(a) Motion to have the Code of Conduct sent to Jackie Wong for outside consultation after having an in person meeting with Jackie and the board made by Amanda Leslie Seconded. Motion Carried

9) Leslie “need to address backlash around actions in the past week” what came out of meeting with RC: We need to Let staff know what’s going on. Address with staff // background // putting out information in terms of the organization in a positive professional way

10) Briefly went over <https://vancouver.ca/parks-recreation-culture/culture-shift.aspx>

Appendix

Financial Report

[Leslie Stark, Treasurer](#)

[Carol Shillibeer, Financial Coordinator](#)

[Board Meeting: December 1, 2019](#)

Review Engagement, Glasshouse

It's time to begin preparing for the 2019 Review Engagement.

Since the past Review Engagement settled the past financial record, and that VPH now has robust internal financial reporting tools, we can move the new books back to Glasshouse.

Doing this will make it easier to complete future Review Engagements and it will make it easier to hire the next Financial Coordinator or Operations (should we receive the Enhanced Capacity Grant we've asked for).

Carol is currently in preparation for handing the books back to Glasshouse and will report again at the next board meeting.

Grants

In November we received \$4500 from Canadian Heritage. This is a one-time supplemental payment.

Colleen and Carol are currently completing the City of Vancouver grant for Verses 2020. They both attended an information session held in Woodward's to learn about the new portal system the City has made available.

Financially, the grant is well funded and we are able to increase our ask this year up to \$20K. The due date is December 4. It will be in before that.

Travel Funding

In the previous report it was noted that the 2019 CFSW team owes VPH \$930.03 and that these funds are due in December. No payments have been made yet.

The 2019 team is holding a fundraiser in the month of December. The board will be updated at the January 2020 meeting.

Change of Signatories

Amanada has reported that the signatory changes have been completed.

Overdraft Protection

Overdraft protection will be applied for once the change of signatories is complete.

Changing Bank Accounts

With the books going back to Glasshouse, and the now functional in-house financial tools, it makes sense to rethink VPH bank accounts.

A proposal is to

- merge the organization and programs account
- delete the membership account
- merge the eft account into the organization
- restructure the organization account so that eft payments are possible
- make the changes early in January 2020

This would leave us with one active account that does everything we need it to do.

Reasoning includes:

- With better financial control mechanisms and an outside expert to view our books, as well as an annual stamp of approval with the Review Engagement, we no longer need multiple accounts to keep money separate. In the past different accounts let the program officers have some sense of what money they had to spend on their programs. We now do that quite differently through budgets and a consolidated financial system.
- We do not need a savings account, which is what the membership account was created for. We also no longer take membership fees, which fed that account. Finally, having the account may cause problems later if we are asked to explain what our intentions are for that money. Carol intends to follow up with this possible problem in the next Review Engagement and with Glasshouse.
- We need to make email transfer payments. It has been a very successful change, but that can now be done with the 2-signature accounts. Once that system is active, then the single-signature account becomes a liability. It is safer to always require 2 signatures.

Unbudgeted Upcoming Expenses

- The slammaster position has been poorly paid for years. The salary has been \$400 a month. At \$20 per hour that covers only the slam itself and 1 hour a week for everything else. At the last staff meeting Carol asked that staff begin to keep records of the time they actually spend to complete their job duties. The first to come in was from Sam Peters. A record of that time spent report is in the HR folder. What was reported shows that the slammaster job should be paid in alignment with what the WordPlay Coordinator and the Volunteer/Active Listener Coordinator makes. This means doubling the current salary. Some funds had already been allocated to a 50% increase, but these figures mean that the staff will need to adjust the budget to allow for a 100% increase, or another \$200 a month in addition to the planned \$200.
- To ensure the legality and completeness of new contracts being created to allow for coming changes with respect to VPH and how it handles contractual relationships, a lawyer will need to be consulted to vet new contracts. When rates are known this will be reported to the board.