

Kindle Arts Society



Board of Directors Meeting - Handover & On-Boarding

Kindle Arts Society

September 27th, 2021

Time: 5:15 - 7:15 pm

Where: Liam's House

In attendance: Edward, Liam, Dee, Cameo, Lorne

Chair: Liam

Secretary: Edward

Start time: 5:25 pm

End time: 8:25 pm

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|------------------------|----------|
| Agenda | 2 |
| Meeting Minutes | 3 |

Kindle Arts Society



Agenda

1. **Approval of current Agenda**
2. **Approval of previous Minutes**
3. **Action Items from previous meeting**
4. **Director's positions**
5. **On boarding: Emails, directors@, info@, Slack, G drive, Van City - minutes, Annual report to bc societies?**
6. **Term lengths**
7. **Directors Code of Conduct**
8. **Website review**
9. **Annual General Meeting: Debrief**
10. **Facebook Thread - Burningman Victoria page**
11. **Further Business**

Kindle Arts Society



Minutes

1. **Approval of current Agenda:** Approved - unanimous.
2. **Approval of previous Minutes:** Approved - unanimous.
3. **Action Items from previous meeting:**
 - **Action: (Liam)** Contact Jeff Young. Vaccination policy
 - **Action: (Liam)** Contact Insurance brokers. Vaccination policy
 - **Action: (Liam)** Contact Greg Adams to confirm OW dates for 2022 (3rd week June, 2022).
 - **Action: (Liam)** Consult Marlene as parliamentarian. Bylaws
 - **ACTION (Dee):** Contact Grants lead to update addresses in QB.
 - **ACTION (Liam & Dee):** Contact members to moderate AGM, and run the voting process.
 - All actions completed.
4. **Directors positions**
 - Chair:** John (Cameo)
 - Vice-Chair / Secretary:** Edward
 - Treasurer:** Dee
 - Communications:** Lorne
 - Website:** Liam
5. **On boarding: Emails, directors@, info@, Slack, G drive, Van City - minutes, Annual report to bc societies?**
 - Passwords for google drive/mail accounts reset; defunct email accounts disabled; Chair becomes account administrator.
 - New folder in drive - Website Review
 - Discussion on social media accounts & filing the Annual Report.
 - **ACTION:** Login for Wordpress?
6. **Term lengths:**
 - Directors have the option of up to three year terms; new board agrees to a minimum of a year, with discussion around longer terms as responsibilities are divided.

Kindle Arts Society



7. Directors Code of Conduct:

- **ACTION:** Review for next meeting; Board will all sign a single copy once review is complete.
-  Code of Conduct for Board Members 2020
- **ACTION:** Review code of conduct for membership; consequences for abusive, unprofessional, or otherwise unethical behaviour.
- **ACTION:** Directors to review the Bylaws, Constitution, and active policies for next meeting:
<http://societiesact.ca/directors-roles-and-responsibilities-clarified/>
- **ACTION:** for future - review and revise roles / responsibilities of the Board.

8. Website review

- **ACTION:** All Directors to review the website and make suggestions on future functions, content, etc. for the next Board meeting.
- **ACTION:** Create Requests for proposals for website construction and site maintenance. Paid professional work; community members may apply for contract; terms of service must be honoured.
- **ACTION:** RFP for internet/website architecture
- Laptop and mobile to contain the same information.
- Constitution and Bylaws not listed on mobile - Why?
- Review and update content. Who? When?
- Why the link to Burningman Victoria? Discussion about the role of Burning Man Regional Contact and reframing links.
- Why no link to Otherworldians? Discussion on intellectual property and trademarks.
- What links should be supported? Draw up bilateral agreements with owners of social media pages?
- *“The Kindle Arts Society is a not-for-profit society serving the Victoria, BC, Burning Man Community.”* (About section on website - revise in light of our stated purpose and mission).
- *“In 2011 the Victoria area Burning Man community, BurnVic, recognized the need to become more formally organized. Over the course of several months, community leaders and interested participants met and discussed the needs and values of the community. In January of 2012 they elected a board of directors to form a society based on those needs and values.”*

Kindle Arts Society



- In 2017 by order of the provincial government the constitution and bylaws of all societies were rewritten. The new and current constitution states: “*The purpose of the Society is to nurture creativity in everyone and to help kindle it into a fire of artistic self-expression by: SPARC.*”
- Kindlearts does not exist to serve only Burners; however, it acknowledges its beginnings in the culture and the ethos of Burning Man.
- The five principles of Kindlearts are different from Burning Man, they do not include - radical self expression (violence) or - radical inclusion (sex offenders) and importantly do include - Consent.
- Discussion of post-board communications, newsletter, announcements, etc, to the website on a communications page (blog page?). Looking for connection - now with 5G - Board and Beers?

9. Annual General Meeting: Debrief

- Policy - How to do an online AGM - written by Liam
- Discussion of conduct of the meeting; discussion of possible resolution to conflict of interest.
- Reviewed mail from membership re AGM. Discussion of the necessity for distinctions between *fund-raisers* and *community events*; explanation of *revenue*; creation of policy guide; swag and merchandise - donations to the society; adherence to bylaws. Address concerns in future communications.
- For future AGM, include relevant bylaw requirements/constitution in announcements.
- Discussion of a synopsis of minutes; provide regular communications of what the Board is up to, directions and discussions, and how people can be involved.
- Make the distinctions between Kindle Arts / Otherworld and Burning Man clearer. Expand on what Kindle Arts does, with specifics - consent, expression, community. Possible community survey: What made OW 2019 such a positive experience? How does KA support that experience?
- Fund-raisers create revenue for community events; The Board is non-production and invites proposals for community events from the membership. Clarify what is the portion of society funds available each year for community events; funds for community events should not jeopardize the financial well-being of the society.

Kindle Arts Society



- **ACTION:** Clarify all terminology used by the Board (write a thesaurus).
- **ACTION:** AGM Minutes done by next Wednesday, October 6th, for filing of the Annual Report.

10. Facebook Thread - Burningman Victoria page

- Policy - Directors are advised not to engage in contentious discussion in public forums regarding the business of the society. [See code of conduct point 1]; formal responses must come from the Board, not from individual directors.
- Use Kindle Arts Facebook page to drive any interest directly to the website and to announce events but go to the website for details.
- Suggestions to have a full list of existing policies available for review by the membership.
- Clarification of the following issues: the difference between bylaws and policy; fiscal policies around justifiable expenses such as per diem, mileage costs, etc for site visits, board meetings, the annual retreat and so forth; conflicts of interest and resolving erroneous spending; the use of honorariums and spending limits on one-time payments;
- A Member suggested that there be a differentiation between *community events* which don't raise money and have a greater intended purpose to facilitate art and expression, and *fund-raisers* which raise enough revenue surplus throughout the year to cover community events. Suggestion for policy that community events are able to happen, as long as there is enough revenue surplus to cover the operating costs of the society and retain a minimum \$50,000 float to cover the costs of deposits for OW including venue, security, medical, etc.
- Discussion of the need to emphasize the importance of a float and why we retain \$50,000+ for large events. The float may need to increase if deposit costs increase, etc. The float should be revisited regularly to ensure there is enough to cover OW costs.
- We need some resolution around the honorarium given to a Producer.. Past decisions should be discussed with those previous board members. We have a policy (that expired at the 2021 AGM) of not providing amounts of over \$500 to individuals without consultation with society members.
- We need clarity around what our proposed \$1,000 policy limit is, and what items are allowed to be purchased. Perhaps all honorariums need to have



Kindle Arts Society

consultation with the membership?

- Discussion over clarifying changes with Apocalypse Meow / Mythos / Floating World merchandise. Suggestion to move everything over to the artist, and she can make the choice if she wants to make a donation back to the society? Board also needs to ensure that we emphasize that “profit-sharing” was the incorrect term, and that we split the revenues from Tee Public with the artist for *her art* so she could retain ownership over her work.
- Discussion on effectively communicating to society members how decisions are made. Every board member votes on decisions after discussion; most votes are unanimous. Additionally, every single cheque needs 2 signatures to be cleared. Ergo, Directors do not have the ability to just write blank cheques to ourselves without consultation with the rest of the board.

11. **Further business** - delayed to next meeting.

Next meeting: October 14th, 5:30 - 6:30 pm at Cameo's home.

Meeting Adjourned: 8:25 pm