

THE HELICONIAN CLUB

Meeting of the Board

February 26th, 2024

MINUTES

Present: Marg Wilson – President, Kye Marshall – Vice President (via Zoom), Laura Liu – Secretary, Angie Littlefield -- Treasurer, Vivian East – Director-at Large, Rosemary Tannock – Director-at-Large, Velma Ko – Director-at-Large, and Christine Arthurs (for Communications Committee report only)

Location: Vivian East’s home and virtually via Zoom

1. Call to Order

The President called the meeting to Order at 4:44 p.m.

2. Approval of the Agenda

Velma Ko made a Motion for approval of the Agenda, seconded by Angie Littlefield. Attached as Appendix “A” is the approved Agenda.

3. Approval of the January 22, 2024 Minutes of the Board

Marg Wilson requested clarification one item under 7.1 Membership Committee. Rosemary Tannock provided clarification and made a Motion for approval of the Minutes with revision and Velma Ko seconded it. Attached as Appendix “B” are the corrected approved Minutes.

4. Approval of the January 2, 2024 Minutes of the Special Meeting of the Board – Board Vacancy

Kye Marshall made a Motion for approval of the Minutes, seconded by Angie Littlefield. Attached as Appendix “C” is the approved Minutes.

5. Approval of the January 12, 2024 Minutes of the Special Meeting of the Board – Sponsorship Process

Marg Wilson made a Motion for approval of the Minutes, seconded by Velma Ko. Attached as Appendix “D” is the approved Minutes.

6. President’s Report

Marg Wilson circulated an assessment form from the *Nonprofit Leadership Lab* titled ‘The 14 Attributes of a Healthy Nonprofit’ to track how we are doing as a board. Board members are to take the assessment now and again at the end of the year.

Action: Board members to take nonprofit assessment

A strategic planning meeting is being planned to take place sometime in March to forecast the budget for the next year and election plans.

Meeting minutes will be made available to members on the website this coming April. Marg Wilson noted that the format of the Club Minutes, as they are done currently and, in the past, only document 'Motions' but no 'Resolutions.' Resolutions shall be used when it is deemed necessary to formalize a decision from the Board i.e. hiring the new accountant. Moving forward, the Board will be diligent to make this distinction in the Minutes.

Action: Laura Liu to ask Mairi Demings to prepare Resolutions for Minutes from this current year (from Oct 2023) to present.

Marg Wilson noted that the President's Award of Merit will be in effect this year [the award was not awarded last year] and an announcement for calls for nominations will be in the April Bulletin.

Action: Marg Wilson to announce the President's Award of Merit in the Bulletin

Marg Wilson brought up an appreciation lunch for staff, section heads, and committee chairs for mid-June.

Marg Wilson provided an update that the Trillium Grant application is underway. Three contractors were on site last Friday the 23rd of February for a walkthrough. Laura Liu noted the Building Committee (joint committee between members of the Foundation and the Heliconian Boards) are meeting on February 29th to review the bids that are due that day.

7. In Camera

There was discussion regarding the basis for expulsion, which occurred in Spring 2023 by the previous Board. Marg Wilson noted that there was no Resolution and therefore the expulsion is not valid. It was determined that the current Constitution is inadequate in providing a fair and due process, nullifying the expulsion. Vivian East made a Motion to nullify her expulsion, seconded by Angie Littlefield, and all approved. **Motion passed.**

Resolution: Be it resolved that the expulsion be nullified and her membership with the Heliconian Club to be effective immediately without remittance of membership fees for the remainder of the 2023-2024 year.

Action: Marg Wilson to send a letter to nullify her expulsion and welcome her back to the Heliconian Club.

8. Treasurer's Report

8.1 Banking/Signing Power

Angie Littlefield reports that the Club has two Heliconian accounts at Meridian. Angie Littlefield and Marg Wilson had visited Meridian and signing power is under way for them; the two other signatories, Kye Marshall and Laura Liu, will need to make an appointment to set up a profile.

Action: Kye Marshall and Laura Liu to set up profile with Meridian.

Angie Littlefield prepared a letter of direction to RBC to change the signing authority of the Club's account. The letter was circulated and signed by all Board members present and by Kye Marshall remotely. Angie noted she will be scoping out other banks walking distance to the Hall and make a recommendation on what bank to use moving forward.

8.2 Ontario Business Directory

Angie Littlefield noted she updated the Ontario Business Directory so that the names of the Board members are current and four are on another profile as officers. She said our profile on Ecore is also up to date.

8.3 New Accountant

Angie Littlefield reported that she met with CPA Maureen Wei, who is very knowledgeable in not-for-profits. Maureen Wei provided an estimate of \$4500 to do the assessment review and \$500 for the tax return, with a \$2500 retainer. Maureen Wei will need to work/liaison with the previous Club accountant, Stephanie Chung from Pennylegion Chung. Angie got in touch with Stephanie Chung on the phone and noted that she was very helpful.

Kye Marshall made a Motion to hire a Maureen Wei as our new accountant. Seconded by Vivian East, and all approved. **Motion passed.**

Resolution: Be it resolved that Maureen Wei CPA be hired as the accountant for the Heliconian Club.

Action: Angie Littlefield to contact Maureen Wei and onboard as new accountant.

8.4 Insurance

Angie Littlefield reported her progress on obtaining a better insurance rate for the Club. She has been in touch with John Thomas who works with Ontario Historical Society members to obtain a reduced rate for non-for-profit. She also met with Daniel Disshaw Executive, Director of Ontario Historical Society for more information.

8.5 Trillium Grant

Angie Littlefield noted she is working with the Foundation on the grant writing. She has attended a webinar and will be on two "coaching calls" to ensure we are on track with the deliverables. The deadline is March 6th.

8.6 Legal Fees WeirFoulds

WeirFoulds, lawyers retained by Jan Garvey in July of 2023, have not appeared in any Board Meeting Minutes as approved by the Board. After Angie Littlefield assumed the Treasurer position, she has been working to sort out any monies owing and now reports that WeirFoulds has invoiced the Heliconian Club a total of \$10,893.20 for services rendered.

Jan Garvey had paid a retainer of \$10,000 into a trust account at WeirFoulds. There is an invoice for \$10,893.20 dated October 17, 2023. There is an amount owing of \$129.95 from a final invoice dated December 21, 2023. All Board members agreed the amount owing is to be paid to WeirFoulds.

Angie Littlefield made a Motion to pay the outstanding balance of the WeirFoulds account. Seconded by Laura Liu, and all approved.

Resolution: Be it resolved that the outstanding balance of the WeirFoulds account be paid.

Action: *Angie Littlefield to pay balance to WeirFoulds.*

8.7 Restructuring/Checks and Balances

Angie Littlefield noted that when she spoke to accountants Maureen Wei, Darren Lee and Stephanie Chung, they all noted that we have not been meeting accounting standards regarding internal controls i.e. checks and balances. With some advice of the accountants, Angie Littlefield presented what the checks and balances could look like as follows.

Internal Controls - Separation of Financial Operations

Bookkeeping, Payroll (and perhaps General Ledger) – outsourced

General Manager – cash custody, rental contracts, wild apricot

Facilities Manager – Honeybooks and rental contracts but with two signatures

Treasurer – banking and cheques

Accountant – Review Assessment and Tax Return

Rosemary Tannock made a Motion to restructure the human resources with the “Internal Controls – Separation of Financial Operations.” Seconded by Kye Marshall, and all approved.

Motion passed.

Resolution: Be it resolved that human resources is restructured according to the “Internal Controls – Separation of Financial Operations” and the needs of the Club as determined by the Board.

9. Club Committees

9.1 Membership Committee

Rosemary Tannock noted that two more members have joined the committee and now they have representation from each section. She explained a new system that allows VA applicants who also wish to be exhibiting with the Club to become members immediately while their exhibiting status is pending until the Exhibiting Committee reviews their credentials. Rosemary reports that membership is at 102, three applicants just need to pay the dues and ten more are in various stages of the process. She also notes the 'welcome package' will be ready soon and will be reviewed by the Communication Committee as a final step.

9.2 Planners Committee

Marg Wilson noted this can go on the Agenda for the strategic planning meeting in March

Action: Laura Liu to put on the Agenda for the Strategic Planning meeting.

9.3 House Committee – March Agenda

9.4 Constitution Review Committee

Marg Wilson reports that the committee have been working on the following items: expulsion, nominating committee, artist-in-residence, and junior membership. Also, there will be an info session for the Constitution with the Board and the beta reviewers.

9.5 Outreach Committee

Vivian East noted that there is a floral event in Yorkville the Club could have participated in except the fees were \$3500 and so not feasible. She notes that concurrent with her solo art show in May she is working on planters for the outside of the Hall as part of her solo exhibition. The committee is also gathering contacts, including renters, which may be used when considering a promotional discount for return renters of the Hall.

9.6 Communications Committee

Christine Arthurs joined the meeting to report updates from the Communications Committee.

Mission and Vision Statement

She noted that back in 2019 the committee decided it wanted to improve the mission statement and vision statement that is currently used by the Club, which currently reads as follows:

Mission: "Women supporting, championing and providing inspiration in the arts."

Vision: "The Heliconian Club is a hub of arts-based activity and appreciation that reveres quality, respects tradition and welcomes innovation. It plays an active role in wider community initiatives and maintains multiple outreach programs."

A new mission and vision statement was being worked on by a subcommittee from the Literature section in March 2020. While this was presented to the Board, the item was tabled for a 'retreat', which did not end up happening.

There was discussion regarding the statements and one word change was made. The proposed new mission and vision statement reads as follows:

Mission: "Supporting, Inspiring, and Championing Women Living in the Arts"

Vision: "The Heliconian Club, one of the oldest associations of its kind in Canada, brings together women living and working in the arts and letters for their artistic, intellectual, and social interaction. It plays an active role in wider community initiatives and maintains an outreach program."

Rosemary Tannock made a Motion to approve the new mission statement and vision statement. Seconded by Kye Marshall, and all approved. **Motion passed.**

Resolution: Be it resolved the acceptance of the new mission statement and vision statement for the Heliconian Club.

Website Overhaul

Christine noted that the committee has made significant updates to the 'Foundation' and 'rentals' pages on the website. She notes that changes to the website have been funneled through to Mairi because Christine does not have administrator status.

Marg Wilson made a Motion to allow the Chair of the Communications Committee full administrator status on the website. Seconded by Rosemary Tannock, and all agreed. **Motion passed.**

Christine Arthurs also noted that the website does not look professional i.e. there is language and visuals that do not meet the Club's artistic standards and does not represent the Club well to the general public. There was discussion about the need to vet the content of the public part of the website before changes occur.

Laura Liu made a Motion that all changes to the public part of the website must be reviewed by the Communications Committee in order to guarantee they meet professional standards. Seconded by Angie Littlefield, and all approved. **Motion passed.**

Proposed Communications Budget

Christine Arthurs noted that public events receive a Facebook boost that was paid for by the Club but there was never a clear layout for how this was done from the data she collected. Marg Wilson asked Christine Arthurs to prepare a proposed budget for the following 2024-25 year to be reviewed at the Strategic Planning Meeting in March. Christine noted she is already working on gathering info with Mairi and is preparing a budget.

Action: *Christine Arthurs to prepare a proposal for the Communications Budget*

9.7 Human Resources Committee

This item was tabled for the next Board Meeting.

Action: *Laura Liu to put on the Agenda for the March 25 2024 Board meeting.*

9.8 Artists-in-Residence Committee – March Agenda

9.9 Nominations Committee – March Agenda

10. Other Business

10.1 Fundraiser for new chairs

Kye Marshall noted the event planning is in progress and the promo is up on the website.

10.2 Open House

Kye Marshall noted each section head is preparing a blurb for the event. There will be a time of Q&A with the section heads and refreshments. She is also asking section heads to prepare their contacts for who to invite.

10.3 Fundraiser with Foundation

Marg Wilson noted that the event is set for June 14th. In addition to the guest speaker Chrystia Freeland the event will be a dinner and music by a string quartet. Marg Wilson noted that the Club is looking after the money for the event. Angie Littlefield noted that if the Club manages the money, they will not be able to issue a tax deductible receipt however it would be possible if the Foundation managed the money.

10.4 International Women’s Day Event

Rosemary Tannock noted that she received a package from the organizers of the IWD film. There is a URL link for the film however it has not been opened yet as she is unsure if it can only be played once. More volunteers are still needed to help out. Angie Littlefield noted Lillian Allen has not confirmed her guests but is working on it. Marg Wilson noted that we have wonderful door prizes lined up for the draw prize; ‘Collected Joy’ has provided a charcuterie board and there are also 2 t-shirts, mugs and glasses.

10.5 Ramp Railing

Laura Liu noted the ramp railing is included in the scope of work for the Trillium Grant. We have the latest drawings and estimate from 2020 from the architecture consultant of the project.

10.6 Bar/Smart Serve

This item was tabled for the next Board Meeting.

Action: Laura Liu to put on the Agenda for the March 25 2024 Board meeting.

10.7 Asset Inventory

Angie Littlefield noted that the asset inventory is part of the taxes as it accounts for the depreciation. She believes an asset inventory may already exist.

Action: Angie Littlefield to ask Amos Boratto for asset inventory of IT

10.8 Holiday Dinner – March Agenda

10.9 Rental Sponsorship Application by Opera Queens

This item was tabled for the next Board Meeting.

Action: Laura Liu to put on the Agenda for the March 25 2024 Board meeting.

11. Actions List

Actions List was not reviewed at the meeting. Laura Liu has updated the list.

Attached as Appendix “I” is the updated Actions List from the January 22, 2024 meeting.

12. Next Meeting

The next meeting is scheduled for March 25, 2024 by zoom from 1-3pm.

Laura Liu noted that she will be starting a new full time job on March 12th and will need the meeting times for the remainder of the Board meetings to be changed in order to attend.

The dates for the remainder of the Board meetings are as follow:

March 25, 2024, 1–3pm via zoom - **TBD**

April 22, 2024, 1 – 3pm at the Hall - **TBD**

May 27, 2024, 1 – 3pm at the Hall - **TBD**

June 24, 2024, 1 – 3pm at the Hall - **TBD**

13. Adjournment

The meeting adjourned 7:57pm

Appendices of Attachments

Appendix A – Approved Agenda of February 26, 2024 Board Meeting

Appendix B – Approved Minutes of January 22, 2024 Board Meeting

Appendix C – Approved Minutes of Special Meeting of the Board – Board Vacancy, January 2, 2024

Appendix D – Approved Minutes of Special Meeting of the Board – Sponsorship Process, February 12, 2024

Appendix A – Proposed New Sponsorship Process

Appendix E – Updated Actions List from the January 22, 2024 Board Meeting

TORONTO HELICONIAN CLUB
Board of Directors Meeting
Monday, February 26, 2024

4:30 – 6:30 p.m.

Agenda

1. Call to Order – Marg Wilson
2. Approval of Agenda
3. Approval of January 22, 2024 Minutes of the Board
4. Approval of Minutes of Special Meeting of the Board – Board Vacancy, January 2, 2024
5. Approval of Minutes of Special Meeting of the Board – Sponsorship Process, February 12, 2024
6. President’s Report
7. In Camera
8. Treasurer’s Report – Angie Littlefield
 - 8.1 Banking/Signing power
 - 8.2 Ontario Business Directory
 - 8.3 New accountant
 - 8.4 Insurance
 - 8.5 Trillium Grant
 - 8.6 Legal fees Weir Foulds
 - 8.7 Restructuring/Checks and Balances
9. Club Committees
 - 9.1 Membership Committee – Update, Rosemary Tannock
 - 9.2 Planners Committee – Update, ToR – Velma Ko
 - 9.3 House Committee – Update, ToR – Marg Wilson - **March Agenda**
 - 9.4 Constitution Review Committee – Update – Marg Wilson
 - 9.5 Outreach Committee – Update Vivian East/Laura Liu
 - 9.6 Communications Committee – Christine Arthurs
 - 9.6.1 Facebook boost for International Women’s Day Celebration
 - 9.6.2 Posting External Events on HC website
 - 9.6.3 Yorkville/Annex Magazine Article
 - 9.7 Human Resources Committee – ToR
 - 9.8 Artists-in-Residence Committee – Update - **March Agenda**
 - 9.9 Nominations Committee – Board Discussion - **March Agenda**
10. Other Business
 - 10.1 Fundraiser for new chairs
 - 10.2 Open House

- 10.3 Fundraiser with Foundation (guest speaker Chrystia Freeland)
 - 10.4 International Women's Day Event
 - 10.5 Ramp Railing
 - 10.6 Bar/Smart Serve
 - 10.7 Asset Inventory
 - 10.8 Holiday Dinner – **March Agenda**
 - 10.9 Rental Sponsorship Application by Opera Queens
- 11. Actions List
 - 12. Next Meeting
 - 13. Adjournment

THE HELICONIAN CLUB

Meeting of the Board

January 22nd, 2024

MINUTES

Present: Marg Wilson – President, Kye Marshall (via Zoom) – Vice President, Laura Liu – Secretary, Angie Littlefield -- Treasurer, Vivian East – Director-at Large, Rosemary Tannock – Director-at-Large, Velma Ko – Director-at-Large - and Mairi Demings, Communications and Office Manager (to the end of her report)

Location: Heliconian Hall and virtually via Zoom

1. Call to Order

The President called the meeting to Order at 4:54 p.m., and read the Land Acknowledgement.

2. Prior to the meeting, Kathleen Lapointe from the Heliconian Foundation did a presentation at 4:00 p.m. Kathleen Lapointe, President of the Heliconian Hall Foundation presented background information on the Foundation and its work. Handouts were circulated including the Foundation’s Constitution, amendments to the Constitution, and a memorandum of agreement between the Heliconian Hall Foundation and the Toronto Heliconian Club.

Kathleen also presented a report, entitled Building Condition Review, Heliconian Club, August 2023, prepared by architect, David Sin, a fellow board member of the Heliconian Hall Foundation. Kathleen noted that the roof replacement will be the next project the Foundation will focus its fundraising efforts on.

While the relationship between the Foundation and the Heliconian Club has previously been at ‘arms length’ according to Kathleen, a discussion followed that a ‘building committee’ with members from both the Foundation’s and the Heliconian Club’s boards would be beneficial, especially with the current project to replace the roof. However the committee could remain in place as a standing committee moving forward. Angie Littlefield and Laura Liu agreed to serve on this committee on behalf of the Heliconian Club. Kathleen Lapointe noted David Sin and Eve Guinan would be excellent members from the Foundation’s board.

Angie Littlefield noted we can apply to the Trillium Grant for capital improvement projects. The grant offers \$10k – 200k with the upcoming deadline on March 6, 2024. The Foundation and Heliconian Club can work together on the priorities of the capital improvements with the application being submitted by Heliconian Club as it is a not-for-profit.

3. Approval of the Agenda

The President requested two additional items be added to the agenda under Other Business: 1) Missing Minutes Pre-Election and 2) Ramp Railing. Two additional items were proposed to be put on February's agenda: 1) The Bar/Smart Serve and 2) Holiday Dinner.

Action: Laura Liu to put on the Agenda for the February 26th 2024 Board meeting.

Rosemary Tannock made a Motion for approval of the Agenda as revised for the meeting, seconded by Angie Littlefield. Attached as Appendix "A" is the approved Agenda.

4. Approval of the December 11th, 2023 Minutes of the Board

Laura Liu made a Motion for approval of the Minutes and Rosemary Tannock seconded it. Attached as Appendix "B" are the approved Minutes.

5. The Communication and Office Manager's Report

Mairi Demings noted she has sent out the media consent form, internal and external communications, and two public newsletters. She has met with Christine Arthurs, Chair of the Communications Committee and they would like to revive Member Highlights on social media. She also noted that the Board could post internally and share the Minutes from board meetings on the website.

6. Treasurer's Report

Angie Littlefield had circulated the Treasurer's Report to the board via email prior to the meeting. Attached as Appendix "C" is the Treasurer's Report.

She noted, having very carefully gone through the excel spreadsheet from the former treasurer, it is unclear where discreet items are being entered as well as what some of the items refer to, i.e. item entered as "Deferred Contribution Recognition" appears to be the "Capital Improvement Fund".

There was a discussion regarding the issue of checks and balances. Two areas identified that need attention are as follows:

- 1) HR – Due to the nature of events at the hall, which run during the daytime as well as evenings and late nights, staff are often working after hours and are banking overtime hours. The issue was raised that there is currently no system to track the overtime hours. Additionally, the rentals calendar only indicates when the hall is 'busy' and needs to be more detailed to track the rentals and activities at the hall. Vivian East made a Motion to put a hold on staff overtime until the time banking system is reviewed, Marg Wilson seconded it, and all approved.

Action: Marg Wilson and Angie Littlefield to review time banking system

- 2) Angie Littlefield raised the issue that there is currently no accountability for the cash being handled at the club (i.e. at the bar, entrance fee, rentals, etc.). A process where two signatures on cash envelopes with the total amount sent to the Treasurer by email within two business days would put the club on track to have accurate accounting of cash.

Additionally, there needs to be an accounting of monies spent i.e. for purchasing alcohol for the bar to create the checks and balances. Velma Ko, with her experience with the bar offered to work on the protocol for managing the bar.

Action: Velma Ko to prepare protocol for the bar

There is a need for an asset inventory- to be discussed at next meeting.

Action: Laura Liu to put on the Agenda for the February 26th 2024 Board meeting.

Angie Littlefield provided an update that the club is in the process of hiring an accountant. She spoke to Darren Lee, who was recommended by Velma, and informed us that Darren's services did not meet the scope of services the club would need. However, Darren offered to send two recommendations for an accountant who would be a better fit for the reporting required.

Angie Littlefield noted that she is still awaiting passwords of the club's accounts from Emma Walker, who is working as a consultant until the end of the fiscal year this April. Signing power will be given to the four executive members of the Board, Marg Wilson, Kye Marshall, Laura Liu, and Angie Littlefield.

7. Club Committees

7.1 Membership Committee

Rosemary Tannock noted that in their upcoming meeting on January 24th, they will be working on drafting a template to improve communications with new applicants to reduce the timeframe to complete the approval process. Applicants currently are waiting many months to hear back. She also mentions there are three member applications in process, two of which are under review by the exhibition committee and fees need to be paid for all three. There are a total of 14 applications in process.

Angie Littlefield raised the idea of providing online programs to attract out of town members i.e. workshops. It was agreed that the Communications Committee should work on this.

Action: Laura Liu to contact Christine Arthurs on suggestion of online programming

7.2 Planners Committee

Joan Woodward has provided the draft Terms of Reference, which was circulated to the Board prior to the meeting. It was discussed and agreed that Board members would review it and put it on the Agenda for the February 26 2024 Board meeting.

Attached as “Appendix D” is the draft Terms of Reference for the Planners Committee.

Action: Laura Liu to put on the Agenda for the February 26th 2024 Board meeting.

7.3 House Committee

Marg Wilson noted that she is setting up a meeting for the committee to meet. About the replacement of the chairs, Mairi Demings noted that there are currently 76 chairs in the hall. Laura Liu researched and presented options for chair replacement. Marg noted she will be visiting the Cobourg Community Centre before the next Board meeting and can report back about their chairs, which may be another option.

Attached as “Appendix E” is the Terms of Reference for the House Committee.

Attached as “Appendix F” are chair options.

7.4 Health and Safety Committee

This committee has a TOR, which Jan Garvey had circulated to the Board; however it needs to be revised to comply with ONCA. It was agreed that this can wait until Amos Boratto returns from his vacation.

Mairi Demings provided an update of building improvements. Non-slip grip treads have been added to the front steps to the building and a second non-slip tread will be added soon for added safety. She also reports that the health and safety training is scheduled for February 17th and there are six people registered (a total of 11 people can be registered).

7.5 Constitution Review Committee

Marg Wilson noted that the writing committee for the Constitution is made of Leslie MacIntosh, Patty Stamp and Marg Wilson. She reports they have a work plan and copies of previous constitutions of the club.

7.6 Outreach Committee

Vivian East noted that the committee had its first meeting and reviewed their goals for this year and is working on a few events. There is an opportunity to participate in Nuit Blanche under their ‘Major Institution Program’ and Vivian noted she will be able to join the session to learn more.

Action: Vivian to attend the session and report back to the Board.

International Women's Day is also in the works with Toronto Poet Laureate, Lillian Allen, and a film screening from 'Women's Adventure Film'. Angie Littlefield will find out if we need to pay an honorarium and how much. It was discussed that if the cost is too high, we can consider reducing the program. The film costs around \$400.

Action: Angie Littlefield to find out info on honorarium

7.7 Communications Committee

There was a discussion about purchasing a used laptop for use by Amos Boratto and for meetings at the hall by committees and the board. Marg Wilson has a source she can contact for a refurbished used laptop.

Action: Marg to source cost of computer and report back.

Vivian noted she is redoing the Heliconian postcard. There was a discussion about the official name of the club per the constitution and the name it may be referred to in a colloquial sense. Marg Wilson said she will research the club's name.

Action: Marg to research Club's name and report back.

Christine Arthurs will be joining the February 26 2024 Board meeting and providing an update then.

7.8 Human Resources Committee

The TOR for the committee was circulated prior to the meeting. Rosemary Tannock noted she will make edits and have it put on the Agenda for the February 26, 2024, Board meeting.

Attached as "Appendix G" is the draft Terms of Reference for the HR Committee.

Action: Laura Liu to put on the Agenda for the February 26th 2024 Board meeting.

7.9 Artists-in-Residence Committee

Leslie MacIntosh has provided the draft Terms of Reference, which was circulated to the Board prior to the meeting. Angie Littlefield made a Motion to approve as an ad hoc committee, and Marg Wilson seconded the Motion. Motion was passed.

Attached as "Appendix H" is the approved Terms of Reference for the Artists-in-Residence Committee

Action: Marg Wilson to inform Leslie MacIntosh that the Terms of Reference for the Artists-in-Residence Committee have been approved.

7.10 Nominations Committee

This item is to go on the Agenda for the February 26 2024 Board meeting.

Action: Laura Liu to put on the Agenda for the February 26th 2024 Board meeting.

8. Reports from Sections

8.1 Music Section

Velma Ko reports that the section will discuss the concerts coming up in March and April in their next meeting

8.2 Humanities Section

Velma Ko reports that their next meeting is on January 30th when they will go through the calendar and outings for this year.

9. Other Business

9.1 Fundraiser for new chairs

Kye Marshall notes the event planning is in progress and that she will be asking people to donate food, run the bar, and set up ticket sales. There was a discussion about ticket pricing at \$25 for members and \$30 for the public. Kye requested this item be on the February agenda.

Action: Laura Liu to put on the Agenda for the February 26th 2024 Board meeting.

9.2 Open House

Velma Ko and Rita Greer are on the committee and notes they have notes from the last open house.

9.3 Neighbours of Yorkville & the Annex, March Issue

Marg Wilson notes we are awaiting the draft of the article to come back to us. We will receive 10 copies of the publication and additional copies are \$3 each. There was discussion about ordering a copy for each member and Marg Wilson said that she would see if she could negotiate a bulk deal with the publisher.

Action: Marg Wilson to negotiate a bulk deal with the publisher.

9.4 Donated painting by club member M. Child

Laura Liu brought up a correspondence to the club regarding a painting that the owners wish to donate. The owners and artist of the painting are former members of the club. Angie Littlefield raised the issue of insurance, storage, tax receipt if the club is to receive artwork. It was discussed that the Board needs to develop protocol for donations.

Action: Board to prepare protocol for donations to the club.

9.5 Missing minutes pre-election

The item was brought up that we are missing some pertinent Minutes from 2022-2023.

Action: *Marg Wilson to ask Mairi to track down the missing Minutes.*

9.6 Ramp Railing

There was a high and low estimate of the cost of the railing; it was discussed that we will proceed with the design that included an etched section, which would be more expensive. The Board requires an updated quote for the railing.

Action: *Mairi Demings to get updated quote on ramp railing.*

10. Actions List

Board members reviewed the Actions List updated from the last meeting.

Attached as Appendix "I" is the updated Actions List from the December 11th, 2023, meeting.

11. Next Meeting

The next meeting is scheduled for February 26, 2024 at Vivian East's house and also by zoom from 4:30 p.m. to 6:30 p.m.

The dates for the remainder of the Board meetings are as follow:

February 26, 2024, 4:30pm – 6:30pm at Vivian East's house via zoom

March 25, 2024, 1–3pm via zoom

April 22, 2024, 1 – 3pm at the Hall

May 27, 2024, 1 – 3pm at the Hall

June 24, 2024, 1 – 3pm at the Hall.

12. Adjournment

The meeting adjourned 8:03 p.m.

Appendices of Attachments

Appendix A – Approved Agenda of January 22, 2024 Board Meeting

Appendix B – Approved Minutes of December 11, 2023 Board Meeting

Appendix C – Treasurer’s Report, January 2024

Appendix D – Draft Terms of Reference for the Planners Committee

Appendix E – Terms of Reference for the Planners Committee

Appendix F – Chair Options, January 2024

Appendix G – Draft Terms of Reference for the Human Resources Committee

Appendix H – Approved Terms of Reference for the Artists-in-Residence Committee

Appendix I – Updated Actions List from the December 11th, 2023, meeting

THE HELICONIAN CLUB

Special Meeting of the Board – Board Vacancy

January 2, 2024

MINUTES

Present: Kye Marshall – Vice President, Marg Wilson – Secretary, Angie Littlefield – Treasurer, Vivian East – Director-at Large, Rosemary Tannock – Director-at-Large, Laura Liu – Director-at-Large

Location: Virtual Call via Zoom 5:00pm

1. President Jan Garvey's unexpected resignation effective January 1, 2024. Discussion.
2. Vote on new positions within the Board. Discussion.
Marg Wilson as interim president. Moved by Rosemary Tannock; seconded by Laura Liu; vote unanimous.
Laura Liu as interim secretary. Moved by Vivian East; seconded by Kye Marshall; vote unanimous.
3. Vote to ask Velma Ko to become Director-at-large. Moved by Angie Littlefield; seconded by Marg Wilson; vote unanimous.

ACTION: Marg Wilson to ask Velma to join the board.

ACTION: Laura Liu to provide minutes for approval of Special Meeting at Feb. 26, 2024 Board Meeting.

Meeting adjourned 7:00 p.m.

THE HELICONIAN CLUB

Special Meeting of the Board – Sponsorship Process

February 12, 2024

MINUTES

Present: Marg Wilson – President, Kye Marshall – Vice President, Laura Liu – Secretary, Angie Littlefield – Treasurer, Vivian East – Director-at Large, Rosemary Tannock – Director-at-Large, Velma Ko – Director-at-Large

Location: Via email

1. Rosemary Tannock requested a Special Meeting of the Board for approval of “New Sponsorship Protocol for New Member’s Application.” Attached as Appendix “A” is the proposal. Moved by Marg Wilson, seconded by Velma Ko; Rosemary Tannock recuse herself from the vote. Six members voted “yes.” Motion passed.

Appendices of Attachments

Appendix A – Approved Proposed Changes to the Sponsorship Process

Proposed Changes to the Sponsorship Process:

To expedite the application process for new members, we are requesting Board approval for a change in the sponsorship component of the process. We do so because we are aware that this new procedure might be seen to deviate from the Constitution [Bylaw 2b], although each new applicant will still have the necessary two sponsors.

Rationale

Specifically, each proposed new member must be sponsored by two members of the Club [as stated in the Constitution [Bylaw #2b], one of whom will act as a mentor/buddy during the first year to shepherd the applicant into the Club.

Existing Process

Currently, the following steps are required:

- a) Membership Committee must secure two members from the relevant section to act as sponsors, with one agreeing to be the primary sponsor & act as mentor . This step can take considerable time.
- b) Both sponsors are required to review the candidate's application form, meet with the applicant, complete the sponsorship form and submit it to the membership committee.
- c) After approval by the Membership Committee, the Committee submits the application form plus two sponsor forms to the Board for ratification
- d) Following Board approval, the Chair of the Membership committee sends the applicant a welcome letter of invitation to join the club...by paying the dues.
- e) Upon receipt of dues, the Office Manager then adds the applicant's name to the Member Directory.
- f) N.B. The Constitution also states that 'the name of new members shall be announced in the monthly Bulletin'. (We are not aware this has been done routinely.)

It is unclear in the current procedures, at what stage the Section Head is notified of the approval of the new member,

Proposed New Process

We are requesting changes to the first 2 steps [a, b].

a) Membership Committee to secure 1 sponsor from the relevant section to act as mentor/buddy; the Section head will act as the second sponsor.

b) Only the primary sponsor will meet with the applicant and complete the sponsor form. The Section head will review the Applicant's Form plus the completed Sponsor Form, to ensure the applicant meets the criteria for that specific section as well as for the Heliconian Club.

The Section Head will then email the Membership Committee, the primary sponsor's completed form, along with a written explicit statement confirming that she [section head] has reviewed the two forms and approves the applicant as a member in the section.

Once the applicant's membership application has been ratified by the Board, the Membership Committee will ask the Office & Communications Manager to add the name to the Directory of Members, and ask the relevant Section Head to also add the name to the Section Email List

We believe this change in procedure will not only expedite the process, but also will involve the section head much earlier in the process, so that she is aware of the applicant and her volunteer interests, as well as being actively involved in the approval process. We do not believe this new responsibility is onerous for the section heads.

We have sent a notification of the proposed change to all Section Heads for their information, review, and agreement. **We have received agreement from all Section Heads:** Deb Cotton - Humanities; Caitlin Holland - Music; Christine Arthurs - Literature; Brianna Caryl Visual Arts; & Jane Spooner - Dance & Drama.

We have conducted a test-trial of this process with 3 applicants and are delighted with the simplicity and rapidity of this process. Pending the Board's approval of this new sponsorship process, we will be able to forward these applications to the Board for ratification.

Submitted to the Board by the Membership Committee, February 12, 2024

Jocelyn Paul: Chair
Donna Wootton
Rosemary Tannock

THE HELICONIAN CLUB

Board Meeting February 26, 2024

Action Items Carried Over from Nov. 27th, 2023

#	Agenda Item	Topic	Accountability	Action	Done	Comments
1.	4.1	Board Member replacement - Treasurer	Board	-seek out names for replacement member on Nominating Committee	Not Done	March Agenda
4.	9.	Planners Committee	Joan Woodward	-prepare draft ToR and submit to the Board for review	Not Done	March Agenda

Action Items Carried Over from Dec. 11, 2023

#	Agenda Item	Topic	Accountability	Action	Done	Comments
1.	10.1	Ramp Handrail Update	Mairi Demings	-get feedback from Foundation about request	ongoing	Scope included in Trillium Grant
2.	10.2	Stacking Chairs	Mairi Demings	-obtain quotes from 2 companies	ongoing	March Agenda
3.	10.	ToR – House Committee	Marg Wilson	-forward ToR to Board members		Marg to follow up with Mary Perdue

Action Items Carried Over from Jan 22, 2024 Board Meeting

#	Agenda Item	Topic	Accountability	Action	Done	Comments
2.	6.	Time banking system	Marg Wilson, Angie Littlefield	- review time banking system		
3.	6.	Bar	Velma Ko	- prepare protocol for bar		March agenda
5.	7.1	Online programming	Laura Liu	- Contact Christine Arthurs on suggestion of online programming	Done	
7.	7.6	Nuit Blanche	Vivian East	- Attend info session and report back	Close	Not pursuing this year
8.	7.6	International Women's Day	Angie Littlefield	- find out honorarium for speaker	Done	
9.	7.7	Computer for Amos	Marg Wilson	- source cost of computer and report back		
10.	7.7	Communications	Marg Wilson	- research name used for club		
12.	7.9	Artist-in-Residence	Marh Wilson	- notify Leslie MacIntosh of approved ToR	Done	
15.	9.3	Neighbours of Yorkville & the Annex	Marg Wilson	- negotiate bulk deal with publisher	Done	
16.	9.4	Protocol for donations to club	Board	- prepare protocol for donations to club		
17.	9.5	Missing minutes from 2022-23	Marg Wilson	- ask Mairi to track down missing minutes	Done	
18.	9.6	Ramp Railing	Mairi Demings	- get updated quote for railing	Close	See Action Item Dec 11 2023 #1

Action Items February 26, 2024 Board Meeting

#	Agenda Item	Topic	Accountability	Action	Done	Comments
1.	6.	Non-profit assessment	Board	- Take nonprofit assessment		
2.	6.	Resolutions	Laura Liu	- Ask Mairi to prepare Resolutions from Minutes from current year (Oct 2023-present)		
3.	6.	President's Award of Merit	Marg Wilson	- Marg to put announcement in Bulletin		
4.	7	Sara Craig Expulsion	Marg Wilson	- Marg to send letter to Sara Craig		
5.	8.1	Banking	Kye Marshall, Laura Liu	- Set up profile with Meridian		
6.	8.3	New Accountant	Angie Littlefield	- Contact Maureen Wei and onboard new accountant		
7.	8.6	Legal Fees WeirFould	Angie Littlefield	- Pay balance of legal fees to WeirFoulds		
8.	9.2	Planners Committee	Laura Liu	- Put on Strategic Planning Meeting	Done	
9.	9.6	Communications Budget	Christine Arthurs	- Prepare budget for committee for Strategic Planning Meeting		
10.	9.7	ToR – Human Resources	Laura Liu	- Put on March Agenda	Done	
11.	10.6	Bar/Smart Serve	Laura Liu	- Put on March Agenda	Done	
12.	10.7	Asset Inventory	Angie Littlefield	- Ask Amos for asset inventory of IT		
13.	10.8	Rental Sponsorship- Opera Queens	Laura Liu	- put on March Agenda	Done	