



## AGENDA

Board of Directors Meeting # 6b /2014  
Library Room

June 11, 2014

8:00 PM

Frank Pulumbarit, Chair

1	Motion to Approve Agenda	All
2	Statements of Conflict of Interest	All
3	Welcome and introduction of New Directors	Frank Pulumbarit
4	Welcome and introduction of Anuja Varghese, new Community Investment Manager	Laura
5	<p>Nominating Committee presentation of slate of Officers</p> <p>Election of Officers</p> <p><b>MOTION</b></p> <p>That the following slate of Officers, presented by the Nominating Committee, be approved to serve as Officers of the Board of Directors for a term of one year.</p> <p>President: Bonnie Kraft  Vice President: Craig Mather  Treasurer: Heidi Franken  Secretary: Karin Allan</p>	Frank Pulumbarit on behalf of the Nominating Committee
6	Introductory Orientation	
7	Other Business	All
8	Confirmation of next Meeting Date – July 9, 2014	All
9	Motion to Terminate Meeting	All



## Minutes of Meeting

June 11, 2014 #6b-2014 8:00 PM

### Aurora Cultural Centre Board of Directors

Present	Bonnie Kraft Heidi Franken Levon Yazejian Eric Acker	Frank Pulumbarit Carol Mather Mukhlis Mutlag Laura Schembri	Councillor John Abel Janet Thacker Gabriela Dragomir
Absent	Karin Allan, Craig Mather, Lindsay Ablett, Mayor Geoff Dawe		

1. **MOTION** to approve Agenda as amended to add Governance Item #9 from earlier 6:30PM Meeting Agenda

Moved: Janet Thacker

Seconded: Carol Mather

**CARRIED**

2. Statement of Conflict of Interest

No Conflict of Interest was reported.

3. Welcome to New Directors – Frank Pulumbarit

Frank welcomed new Directors, Eric Acker, Mukhlis Mutlag and Gabriela Dragomir to the Board of Directors and invited each to introduce themselves to the table.

Laura welcomed our new staff hire, Anuja Varghese, Community Investment Manager, funded through a three year Ontario Trillium Foundation grant. Anuja then provided background of her experience to the Board.

4. Governance Committee Update – Janet Thacker

Janet presented formal acknowledgement that the Board of Directors have reviewed the 2014 Imagine Canada Compliance Report that was provided to members at the May 14<sup>th</sup> meeting.

Janet then gave the Board an update on the Board Policy Manual; a comprehensive, living document, and acknowledged the excellent work of committee member Susan Shaw. The Governance Committee will bring the draft of the Board Policy Manual to the Board. The committee is reviewing the Board self-evaluation document and researching a plan for Board learning.

5. Nominating Committee presentation of Slate of Officers – Frank Pulumbarit  
Election of Officers

**MOTION**

That the following slate of Officers, presented by the Nominating Committee, be approved to serve as Officers of the Board of Directors for a term of one year.

President: Bonnie Kraft  
Vice President: Craig Mather  
Treasurer: Heidi Franken  
Secretary: Karin Allan

Moved: Levon Yazejian  
Seconded: Frank Pulumbarit

**CARRIED**

Frank asked for Nominations from the Floor three times and there being none, the slate of officers was acclaimed by the Board of Directors.

Bonnie Kraft, as new President, then took the Chair. She thanked the Nominating Committee, and acknowledged the contribution of Past President Frank Pulumbarit for his insight and leadership.

6. Introductory Orientation - Levon Yazejian, Laura Schembri, Bonnie Kraft

- Levon provided an overview of the Finance Committee
- Laura presented a comprehensive summary of the Centre's Compliance and Reporting Requirements.
- Bonnie provided a review of our relationship with the Town of Aurora


7. New Business  
None

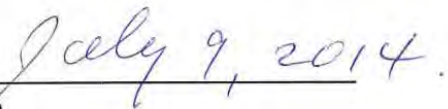
8. Confirmation of next Board Meeting on July 9 and date of next Public Meeting (#3) on September 10.


9. MOTION to Adjourn 9:00 pm

Moved: John Abel  
Seconded: Frank Pulumbarit  
**CARRIED**

Minutes recorded by President, Bonnie Kraft for Secretary, Karin Allan.

  
\_\_\_\_\_  
Bonnie Kraft, President

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Karin Allan, Secretary

  
\_\_\_\_\_  
Date



## COMPLIANCE & REPORTING REQUIREMENTS

### MONTHLY

#### **Financial**

Third Party book keeper reconciles financial activity each month and creates financial statements that are reviewed by Treasurer and ED.

Statement of Account for Current Source Deductions (and payment) made to CRA

#### **Operational**

ED creates monthly operations report and presents to Board of Directors, once approved this is posted to the public website.

### QUARTERLY

#### **Financial**

Treasurer creates GAAP quarterly financial report based on book keeper's statements. This is reviewed by the Finance Committee and presented to the Board. Opportunity for questions from Directors. Once approved ED provides this report to the Director of Parks & Recreation at the Town of Aurora as per our Agreement (and to the Mayor and CAO as a courtesy). In the past this was also provided to each Councillor, however the Agreement has streamlined this process for us.

#### **Operational**

ED creates a Managerial Commentary reporting on activities during the quarter in question. This is presented to the Board. Once approved ED provides this report along with the Quarterly financial Report to the Director of P & R (and Mayor and CAO). This report is also posted on public website.

#### **Oversight**

ED provides a compliance statement to the Board stating that all payments have been made and all areas of the Centres compliance responsibilities have been met.



Annually continued...

Third Party Audit undertaken annually even though not legally required until our budget reaches 1Million\$.

Our financial standing is publicly posted annually on the websites of both the CRA and Imagine Canada. And also our own public website.

## ONGOING

Ontario Corporations (ONCORP)

- Must file changes of Directors with them within 15 days of a change (leaving or joining)

Town of Aurora

- Must file changes of Directors with the Town within 30 days of any change
- 3 times per year, must meet with the Director of Parks & Recreation for a Joint Initiatives Committee meeting
- ED must ensure all terms of the Agreement and our lease are consistently met

Banks

- Must file change of Directors with our Banking partners

Insurance

- Must file change of Directors with Insurance Broker to keep D & O insurance current.
- We provide insurance values of works of art on display

Canadian Anti-Spam Legislation (CASL)