

NOC Annual General Meeting (AGM)
Virtual Annual General Meeting due to Covid-19 Pandemic
Wednesday, December 16, 2020

MINUTES

1. Call to Order and welcome to NOC Members and Guests – Ken Noronha

Meeting called to order at 6:35 pm welcoming members and guests. Meeting protocols were established, show of hands to be acknowledged and manage participation. It was mentioned that the meeting would be recorded, as part of this virtual forum.

2. Due notice of meeting

In tabling the notice, and declaring the virtual meeting opened, Ken Noronha recognized a good turnout of members (25 at meeting start). A quorum of at least 12 members is required which was exceeded.

3. Approval of 2019 AGM package and minutes – Ken Noronha

Motion:- to approve the minutes of the last AGM, Aug 28, 2019 as written was requested, with reference to package provided, which included the Ratification of Acts of the board of directors 2019-2020, a summary of which is attached to the agenda issued prior to meeting

It was moved by David Kuhnke and seconded by Marie Narini. “That the package and 2019 AGM minutes be accepted”. Motion carried

4. Ratification of Acts of Board of Directors

The **Ratification** of Acts of the Board of Directors 2019-2020 addressed, underscoring some of the items listed in the document. A duplicated entry was identified and the extra entry will be removed. (*Decision to review the contract payment schedule and revise. The contracts, and fee etc.....*)

Motion: - to adopt that all acts taken or purported to have been taken by the Directors and Officers of the NOC as disclosed be approved, ratified and confirmed

It was moved by Susan Irwin and seconded by Marie Narini. Motion carried

5. Bingo Fundraising and Attendance – Marie Narini.

Bingo continues to be a significant and valuable line item in NOC financials. It helps to offset member fees which allows those fees to be the lowest in Northumberland.

There are currently only 2 Bingo teams. (Marie Narini – Fri session, Marion Castleton – Sun session), still a draw of approx. \$600 /month.

Adjustments have been made to the routine, as a result of Covid-19 to ensure continued health and safety of all. Teams no longer are required to be on the floor, as the Bingo staff will perform those functions. Recognizing, that it is perfectly understandable for those members who are uncomfortable and hesitant to participate during these time. Volunteers still encouraged.

Marie Narini and Marion Castleton were recognized for their service

NOC masks are selling quite well. The cost is \$10, (cost distribution - \$5 to the organization, \$5 to cover costs and supplies) the contact to purchase is Marie Narini

6. 2020/2021 Season - Music Director - John Kraus

2019/2020 - recapped the concert season and the adjustments (and finally the cancellation) that had to be made as a result of the Covid 19 pandemic.

2021/2022 – introduced the proposed program to the group, highlighting collaboration with Matt Dusk, Brahms Requiem, and Song. The full drafted program, available on the NOC website, will be formally presented to membership when approved.

Availability of the vaccine and the need for NOC members to be inoculated discussed, as safety of membership is the priority.

Matt Dusk special performance a possibility around mid-May to line up with his tour.

Facility safety a concern – consider alternate locations as proper spacing for audience/choir and orchestra must include a Plan B.

ACTION: - Best Western Ballroom, currently available for free – for consideration and a follow-up necessary (Ken/Francine)

7. Vice-President presentation - David Kuhnke

Reported on the status of the choir director selection. Preliminary interviews completed, there are now 5 finalists from a group of 12. Before the final selection, multiple meet and greet sessions will be scheduled (January/February) with choir members to ensure a good fit on both sides.

We are supplementing the use of MailChimp with Gmail, due to simplicity and ability to send attachments. Campaign Monitor will continue to be used for external patrons & subscribers, until the list can be consolidated into MailChimp. Members are encouraged to open email when received, share with others who do not directly have a computer, send all email changes to David Kuhnke (dkuhnke1@gmail.com) to keep mailing contact list current.

Concern re: improving communication with members, follow-up phone call will be used to fill gap, particularly with those with limited internet access.

8. Financial Review –By law and comments – President - Ken Noronha

a) 2019/2020 financial review Formal Charity Financial Statement available, the 1st in 3 years. Statement prepared by The Ford Group Professional Corporation. Expect to retain them for future products, like the income tax report filed recently. Approximately \$450.00 per year The various reports (Balance Sheet/ Income Statements) were presented, Members took the opportunity to review and query line items on the reports especially the Income statement – Budget 2020-2021. Budget numbers are ‘best guesses due to the cancelled season. Seeking to raise NOC profile (upcoming program include MattDusk)

Motion: - of adoption of the Financial Statements, along with the Treasurer’s report, for the fiscal year ended May 31, 2020, as printed and circulated to the members.

It was moved by Susan Irwin and seconded by Bill Cross. Motion carried

Motion: - to approve changing the fiscal year end of the corporation from May to September

This change should make the organization year end more meaningful and allow proper time for the financial statements, filing the required taxes with CRA

It was moved by Francine Nesbitt and seconded by Susan Irwin. Motion carried

Motion: -that Michael Ford be re-appointed as Auditor of the NOC until the next AGM or until a successor is appointed, at a remuneration to be fixed by the Board of Directors, the Board being hereby authorized to fix such remuneration

It was moved by Susan Irwin and seconded by David Kuhnke. Motion carried

b) 2020/2021 Season Cancellation Rationale

The difficult decision to cancel the season was made out of an abundance of caution due to the Covid 19 pandemic. Tickets were refunded, other bills paid. Work underway to position ourselves for reopening.

Member suggestion that we take a look at other musicians and how they handle their programs virtually as they connect and entertain, something we could model.

c) Payment of Orchestra principals

Contracts for paid principals honored and paid to end of March.
With market place standards information gathered, discussions continue.

d) Change of Year End and Bylaws

The work done by Alex Scanlon, Director, to streamline and update the document was recognized.
The by-laws will be reattached to the constitution and circulated. A special meeting will be held to introduce the updated document

9. Nominations of Directors and call for other nominations

The list of nominees for the returning Directors was introduced, the floor was opened for new nominees to the board. No further nominee received from the floor.

Members were asked to signify their acceptance of the slate proposed by raising their hands Request passed, which therefore declared those members subject to the provision of the by-laws. The slate of directors as presented, is elected.

10. Other Business

John Kraus request that members of the NOC board contact Victoria Hall and obtain written assurance as to the renovation plan and future use of space at the hall, Some are of the opinion that the current spaces are being converted into office space , however there has been no confirmation or communication from the Town

Susan Nakamichi request information regarding the practice session offered to NOC by Oriana. Program focuses on Broadway stage style music; runs from January to April, cost to participate \$100. 5 rehearsals for the Brahms' Requiem are included in the program. David Kuhnke to forward request from Jeff Pudwell, President, Oriana Singers.

John Kraus is open to another trivia night

Marion Castleton asked to be provided with the names of the Orchestra principals, and the amounts paid to each principal. Names and positions of all principals were provided, but Marion was not provided with payment information as the NOC considers that confidential information. Marie Narini noted that only the string principals are paid.

New webmaster, Patricia McCaw of eTextImage services, in Port Hope has been retained.

11. Adjournment

There being no further business from the floor, it was moved by Marie Narini and seconded by Marion Castleton "That this NOC Annual General Meeting (AGM) of Wednesday December 16, 2020 be adjourned" at 8.30pm

Motion Carried.

12. Date and Place next meeting

TBD