



MINUTES

Participants: Alejandro Gomez (Board President), Hamid Ayoub (Board Member), JP Melville, Yasmina Proveyer, Vladimir Frolov, Vyaleneslav Morozov, Aramis Mortezaei, Simbu Delay, Maria Gomez

Introductions

Each one of the member introduced himself/herself

Volunteer to chair the AGM

JP volunteered to chair the AGM

Verify quorum

There are 2 board members and 7 members of CNCAC. At least 10% of the members need to be able to vote. There is quorum for the AGM to pursue. 5 members sent their support and excuses for not attending.

Attendance sheet

Sheet was circulated for each participant to write name and email address

Minutes of previous AGM

The minutes for the previous AGM of October 10, 2013 were read individually. The minutes are approved on condition that the list of participants is attached.

President's report

Alejandro made a summary of the achievements of CNCAC in the last year.

With the anti-spam law CNCAC had to request the members to re-register. From 550 previous members, 112 registered. This means a reduction in numbers but an increase in quality of service, in terms of interest in the information the newsletter offers. This has been measured in data such as amount of traffic and number of clicks.

CNCAC has benefited with the support of Carolyn Andrew, director of Centre of Governance of Ottawa University. Golbon Moltaji, a Masters in Education student, has been in charge of the monthly newsletter since June 2014.

CNCAC had technical difficulties with the website: the portfolio section was a separate body from the general website and they were not properly connected. Thank you to the volunteer work of Gisele Richard the difficulties were solved.

CNCAC has an agreement with the City of Ottawa to have free access to the office space and the studio for three years (2014, 2015, 2016). CNCAC is ending the first year: CNCAC meetings and belongings are organized in the office and the second artist is enjoying the use of the studio space.

CNCAC has an agreement with the City of Ottawa to manage an exhibition space at Richcraft Recreation Complex in Kanata during three years (2014, 2015, 2016). CNCAC is finishing the first year of agreement, having had four art shows. The next show will be the current artist in residence in the CNCAC studio.

Last summer six CNCAC artists were able to show and sell work at The New Art Festival, invited by the organizers of the festival, in exchange for art workshops. TNAF organizers questioned if the workshops were well organized and properly offered.

Alejandro met with Victoria Steele, CEO of Arts Ottawa East, to discuss how to work in partnership in the near future, and to build long-term collaboration and support.

Financial report (treasurer)

No financial movement since June 2014. The December statement showed \$5,256. The exact amount today will be verified.

A cheque of \$50 by one of the artists who sold work was sent by mail to the office in June 2014, but was not deposited. The other artists who sold work did not give the 10% of their sales to the organization because they had other expenses. CNCAC has had difficulties tracking financial work, and help is needed in this respect.

CNCAC needs to renew the annual insurance policy with ARCCO for \$1,400. Members questioned the need for this insurance. Is CNCAC serving artists by charging them to participate in the shows, and asking them to pay percentages to contribute for insurance?

CNCAC should also renew memberships to cultural organizations that are important CNCAC partners: CARFAC, AOE, SAW, CAO.

Members concerns:

- What were the results of CNCAC's grants in capacity building?
Not all The OTF final report is publicly available on the CNCAC website. final



- Were the objectives of the OTF grant met?
The grant objectives were revised and adjusted to the needs of the Coalition. Details were properly discussed, analyzed and approved by the funding agency.
- Is there transparency with regards to the use of CNCAC funds?
Yes. Decisions were all discussed and agreed with Board, staff and volunteers at the time.
- Were the reports written and handed in?
All reporting was timely delivered. CNCAC is in good standing with OTF.
- Why has the participation of board of directors been unstable?

Registration of CNCAC

The deadline for re-registration (transition) of all federally registered non-profit organizations under the new Canada Not for Profit Corporations Act passed on October 17th, 2014. The CNCAC had not yet re-registered and would lose its legal status if it did not re-register immediately, provided that the grace period still applied. There did not appear to be any documentation or letter from Industry Canada indicating the grace period or actual current status. This would have to be determined by someone immediately. JP clarified the new rules for non-for-profit corporations. There are two types of organizations: soliciting and non-soliciting. CNCAC is a soliciting corporation, considering in the past it had received public and/or government funds superior to \$10,000. This means simply that the CNCAC must provide a financial report annually to the government and that a minimum of three board members must be elected to govern the organization.

Organizations work best when the commitment and passion of a core group are present.

Following discussion, questions, and information provided by the members present at the meeting, the Chair requested the addition of one more point on the agenda: the continuation or dissolution of the organization.

CNCAC Board Structure

Alejandro handed out description of responsibilities of CNCAC Board Members, as a result of the 2012 strategic planning.

The board needs to have minimum 3 members, and ideal of 5 members.

Hamid cannot continue as board member, and Alejandro doesn't want to be president but to help with communications.

Members were asked to volunteer to step up for board positions. None of the present members could commit at this point. With no persons present able to join the CNCAC Board, the question of continuance or dissolution of the CNCAC arose.

CNCAC Continuation or Dissolution

It was agreed that a prolongation of voting for the Board of the CNCAC would be extended for a period of up to three weeks, following the date of distribution of the AGM 2015 January 13 minutes (this current document). From date of distribution, a minimum two weeks notice would be provided to the membership to nominate, attend, and vote for a new Board of the CNCAC. The balance of funds from the above financial report was deemed to be: 1) just sufficient to continue the CNCAC if a new board were elected, provided the organization could continue on a wholly volunteer basis for 2015, or 2) just sufficient to dissolve the organization with no financial liabilities.

A cover letter would be distributed to the active membership, with these minutes attached, inviting them to the meeting.

Adjournment at 10:30 pm

Addendum:

An online search was performed and the CNCAC is still actively registered with Industry Canada, but must re-register (transition) immediately.

Information on re-registration (transition) and dissolution of a federally registered non-profit is available at the following websites:

Transition

http://corporationscanada.ic.gc.ca/eic/site/cd-dgc.nsf/eng/h_cs03925.html

Dissolution

<https://www.ic.gc.ca/eic/site/cd-dgc.nsf/eng/cs05167.html>