

ROYAL CITY MUSICAL PRODUCTIONS INCORPORATED  
ANNUAL GENERAL MEETING  
May 30, 2007, 7 pm  
Three Willows United Church, Guelph  
*Draft minutes*

DIRECTORS IN ATTENDANCE

Tom Gould, Meeghan Nolasco, Marnie Jutzi, Jane Martin, Werner Eitzen, Laurie Garbutt ( on leave), Anita Macfarlane, Brenda Van Esch, Earlla Vickers, Matt Middleton

TOTAL ATTENDANCE

Approximately 32

1. Tom Gould thanked people for attending, and introduced the Board of Directors, explaining that Laurie Garbutt and Earlla Vickers will be on leave during production of the fall show, and Nora Endicott is on maternity leave.
2. Tom presented the agenda for the evening.
  - 1 Introduction of the Board of Directors
  - 2 Presentation and Approval of the Agenda  
**Motion to approve the Agenda**
  - 3 Approval of the previous AGM Minutes  
**Motion to approve the AGM minutes**
  - 4 Executive Reports
    - a) Year in Review
    - b) Treasurers Report
    - c) Membership and Communications Committee
    - d) Resource Development
    - e) Facilities Committee
    - f) Artistic Direction Committee
  - 5 Show Report Sound Of Music
  - 6 Show Report Iolanthe
  - 7 Show Report Fall 2007 Kiss Me Kate
  - 8 Constitution Review  
**Motion to approve the amended Constitution**
  - 9 Policy Review
  - 10 Ratification of Company Business  
**Motion to Ratify the Company business for 2006/2007.**
  - 11 Scholarship fund  
**Motion to establish a scholarship fund through Guelph Community Foundation for the purpose of awarding annual scholarships to an applicant who will be attending a theatre related course at a post-secondary level.**
  - 12 Nominations for Board of Directors 2007/2008  
**Nominations from the floor:**  
**Motion: That the names presented be elected to the Board of Directors for the 2007 – 2008 season.**

- 13 Any Other Business
  - 14 Adjournment
- Motion to adjourn the 2006/2007 AGM.**

**Motion to approve the agenda,** Laurie Garbutt  
**Seconded by,** Brenda Van Esch  
**Carried.**

- 3. Marnie Jutzi read the minutes of the AGM 2006, as prepared by Lin Chapman. Judy Steibelt asked if the financial report could be attached in future.

**Motion to approve the minutes as presented,** Jane Martin  
**Seconded by,** Earla Vickers  
**Carried.**

4. EXECUTIVE REPORTS

(a) ***Year in Review***

Tom Gould delivered the following report:

There was quite a bit of change in Board membership last year at the AGM. We started with a Board of 9 members. At the first board meeting we elected a new executive – myself as President, Laurie Garbutt as VP, Meeghan as Treasurer and Marnie as Secretary. This Board meeting also approved a budget – even though we were 4 months into our fiscal year at that point. The other major item of that board meeting was electing Anita as production coordinator for Sound of Music. This was a new position and one that was essential to our mandate of the Board being more active in the productions that we underwrite.

As we started the year, RCMPPI had enough money to last through only one more season. RCMPPI had lost money in its last 4 years to the sum total of over \$40,000 and it was critical, based on our track record, to take strong measures to turn that around. This meant getting organized and finding ways to cut costs. The previous year had seen several steps being taken including terminating the lease of the larger space at Crimea St, and the full benefit of this was only realized during this last year. We have continued to cut costs where possible. We also had to make some difficult choices with regards to the Sound of Music production and had to be firm on budget amounts.

I was also concerned that our policies and constitution were becoming irrelevant as we were not updating or reviewing these documents and we were not living up to the intent of several of them. We embarked upon an ongoing review of these documents – there will be reviewing and hopefully approving these this evening.

The board summer retreat this year gave a new Board some time to reflect on why we as individuals were part of this group and what we thought we could achieve during this year. We were all aware of our perilous financial position, but also of our challenges brought about by a lack of continuity between productions from year to year. Our goals were to be better organized and to show a balanced company budget by the end of the year.

Over the summer Steve Johnson tendered his resignation from the Board for time commitment reasons. We also welcomed Matt Middleton and Earla Vickers to the Board. To do this, two vacancies were created on the Board as allowed for in our amended constitution.

September heralded the fall show season and started, once more, with the Annual Corn Roast was again held at Bill & John's farm. A great time was had by all with the wonderful addition of hay rides this year and another helping hand from Mother Nature. As always we extend our thanks to Bill & John who we were very pleased to award Honorary Life Memberships – the first in several years and a very fitting tribute to two people who have contributed so generously and for so long to the success and spirit of RCMPPI.

In October the Artistic Committee's recommendations for the 2007 season were approved and work got under way on Iolanthe and Kiss Me Kate. Brenda Van Esch joined the Board.

November is show month and there was the normal flurry of activity. Once the dust had settled there were many tired people but, I hope, many happy memories. The success of Sound of Music can be measured in several ways. It was financially very successful, it helped draw new members to RCMPI – several of whom took part in the spring show, and it brought new audience members to our shows.

The Board strategic planning session in January was spent trying to put together an outline of our production cycle with the goal of better defining the individual tasks that go along with the production side of the show, when they should happen and which of the committees should be responsible. We ended up with a framework that we can hopefully add to in the coming years. It is a start, however, to providing some continuity for our shows and some real measurable goals for the Board.

We were then into the spring show and more work towards forming the production team for Kiss Me Kate. Over these couple of months, we took a hard look at the role of the Production Coordinator and the Board as producer and tried very hard to redistribute some of the tasks that Anita had performed for Sound of Music and Iolanthe in the role of Production Coordinator to change the emphasis of the role to make it more of a bridge between the Board and production team rather than one that had been perceived as authoritarian. I am pleased that Marnie has taken on this new role for the Kiss Me Kate production.

As many of you will know, Anita Macfarlane is leaving the Board. I would like to take a moment to thank her for her services on the Board over the last three years. She has been instrumental in ensuring our focus on financial restraint and has contributed in many ways towards making sure that RCMPI has a future.

After another year, I am happy to report to the membership that RCMPI is no longer teetering on the brink of insolvency and that we have new opportunities that we can take advantage of. In the business of theatre, especially when we put so much of our effort and financial capability into one show, it is incredibly important that RCMPI aims to be self sufficient from year to year. This will necessarily impact the shows that are selected to be performed, the amount of money that is spent on different departments and the amount of money that can be spent on theatre facilities. None of this should be taken for granted and it would be unfair to those who worked so hard during the last year, especially the production team for Sound of Music, if we did not make every effort possible each year to work towards the sustainability of RCMPI. I'd like to thank all those who did this last year and I look forward to working with everyone who will do so in the coming year.

(b) ***Treasurer's Report***

Meeghan Nolasco delivered the following report:

- Changed our fiscal year from March 1 to February 28, to January 1 to December 31. This was to assist in our grant application process.
- The 2006 financials are based on a 10-month period, starting from March 1, 2006 and ending December 31, 2006. From a show stand point this covers H.M.S Pinafore and Sound of Music. We had a fantastic year and reported a Net Profit of \$28, 007.87.
- Switched phone companies from Bell to Rogers. This cut our monthly costs in half.
- Submitted for 2 years of GST rebate. Rebate was received in 2007.
- 2007 Budget was created. Conservative approach taken to maintain the financial stability of the company.

(c) ***Membership and Communications Committee***

Tom Gould delivered the following report:

Membership and Communications had a relatively easy year. Sound of Music was an easy sell and did not require a lot of advertising. After taking an ad in the River Run Centre brochure, our main focus was on

free listings and program inserts, press releases and the web site to get the message out along with some direct mailings to seniors facilities and this was all that was required. We specifically did not spend money on radio ads and only had a couple of newspaper ads. For the spring show, our main publicity thrust was a direct mailing postcard that went out at the beginning of April. This was well received by those who commented, and seems to have been sufficient to carry the show. Probably more could have been done – there was no Stone Road Mall presence this year for example – but the show was running behind from a rehearsal stand point and this idea was not pursued to try to limit the demands on the cast at that point.

On the membership side, our main accomplishments were a more rigorous collection and compilation of membership information. We continue to produce our quarterly newsletter. The Membership and Communications committee was originally formed to try to manage 'Communications' – both internal and external – and it is felt that with the workload of show communications the membership side may not have received the attention it could have this year. It is hoped that with some new committee members this year, there can be a renewed focus on our membership – especially during a period that will be preparing for our 30<sup>th</sup> anniversary season.

(d) **Resource Development Committee**

Werner Eitzen delivered the following report:

The Resource Development Committee was established in February 2005. It was setup to help the company achieve fiscal sustainability. There were three areas that this committee was to focus on:

1. Create a comprehensive yearly budget for the company
2. To find areas where we could decrease expenditures
3. To increase revenues

The company has moved to a yearly budget instead of just breaking down the budget into show budgets. This helps us get a better handle on the overall financial outlook of the company. During the past year, it was determined that it would make more sense to move the budget financial period to an annual time frame from the present time period which begins April 1st. This was achieved and the 2006 and 2007 budgets were revisited with this in mind.

At the past annual retreat, we also developed an annual timeline to try and keep all committees on track. We hope to be able to follow those timelines which will hopefully make us more efficient.

During the past year we also reviewed all administrative areas to try and reduce our expenses. For example, we have been able to reduce our telephone costs. We were also able to come in on budget on show expenditures which has helped keep us in the black this year.

On the revenue side, areas that were focused on were writing grants to the Ontario Arts Council, which we were declined for as we are not a professional organization, the Imperial Grant, which we did not receive, the Meridian Grant which was declined because we did not meet their profile. We were able to land increased funding from the City of Guelph.

We were able to gain income through our program advertising which was used to offset costs of the program production and also helped bring in a bit of revenue. We received money from Individual donors. A corporate sponsorship package was completed and we were able to secure funding from Linamar and Sleeman via this process. We will continue to use this package to contact more corporations in hopes of receiving additional sponsorships. A Gala is planned for the Fall show and we hope to be able to create fundraising opportunities through this event.

Other grant possibilities in the works are through McNeil, ING and the Trillium foundation.

Our committee also felt that the company should also try and provide community outreach by making donations ourselves. This type of activity is sometimes seen as a positive by the organizations who offer grants so we may want to focus a bit on this aspect. And we will also be discussing an opportunity through the Guelph Community Foundation later in this meeting.

Thank you, and if you feel that you can contribute to our committee, please feel free to contact me.

(e) **Facilities Committee**

Marnie Jutzi delivered the following report:

- Committee membership is currently Laurie Garbutt, Jane Martin, Matt Middleton, Marnie Jutzi. Laurie, who has been chair, but is now on leave.
- Our meetings have been mainly achieved electronically, but we have been working diligently.
- Our biggest accomplishment this year has been a major clean-up and inventory of the barn, which continues, under Laurie's leadership.
- We are still renting the Crimea St site for costume storage and mailing address, but have relinquished rehearsal/build space there.
- We no longer have the use of the Shortreed space.
- Our biggest concern right now is build space for **KissMeKate**. Matt Middleton has been pursuing several leads re this. We have some excellent build personnel and are anxious to keep them. They want to get started now and finish at least 80% by summer's end.
- If anyone can help us with information, by joining the committee or the barn crew, please inform Marnie. (Barn work to happen in approx 3 weeks)
- Rehearsal site for **KissMeKate** has been procured - see show report.

(f) **Artistic Direction Committee**

Marnie Jutzi delivered the following report:

- The AD committee is now a standing committee of the board. Prior to this year, we formed ad hoc committees to choose plays and directors, and to review post-production reports.
- The AD committee is currently co-chaired by Stephen O'Connell and Marnie Jutzi. Members are Ruth Ralston, John Attwell, Bill Unser, John Allen, Earla Vickers, Tom Gould, Nora Endicott, Jane Martin, Werner Eitzen. Our mandate is to oversee show production from inception to completion.
- We will now plan our shows in "seasons", over a full calendar year. This is a useful structure when applying for grants.
- The committee will review criteria for show selection and select shows to recommend to the board.
- The committee will review policies that affect show and director selection, casting etc. For example, we have recently begun to review audition procedures with an eye to establish consistency through a firm policy.
- We will announce shows, advertise for directors and production co-ordinators, form an interview committee to process applicants and bring recommendations to the committee who will make recommendations to the board.
- We have instituted a comprehensive dossier to be presented to directorial candidates, containing sample contracts, show budgets, policies and other pertinent information to be considered before signing on with us. This proved to be a useful tool at interview time, well received by applicants.
- We are trying to institute an improved timeline for the show process, having the Production Co-ordinator in place early, signing directors' contracts in the spring. I recommend that the Production Co-ordinator be a member of the AD Committee whenever possible.
- After each show it has been the custom for an independent committee to review Post-production reports submitted by directors, stage manager, production co-ordinator etc. This will now fall to the AD committee, in its mandate to take full responsibility for the success of a given show.
- Next year will be our 30<sup>th</sup> anniversary, so we hope to make it a special year. Planning needs to begin now.
- Because "the show" is the heart of what we do and of primary interest to our membership, we hope there will be wide interest in this committee among the membership. We want to encourage non-board members to join - please indicate your interest to Marnie.

5. **Show Report - Sound of Music**

Anita Macfarlane delivered the following report:

- The success of Sound of Music has been covered in several ways already (box office revenues, reviews, etc.) and this speaks for itself.
- That success was the result of a very dedicated production team who were passionate about the show and a cast that was fun to work with.
- Everyone involved should be very proud.
- I'd like to thank everyone for their support: the Board, committees, production team and everyone who helped.

6. **Show Report - Iolanthe**

Jane Martin delivered the following report:

- Iolanthe did extremely well considering one of the lesser known of the G&S canon. Even with smaller box office receipts than usual, we still turned a profit on the show.
- Thanks to everyone who stepped in to help ensure the ongoing success of the show despite Earlla's sudden departure, this truly showed that we as RCMP are a family and that we can all pull together faced with adversity. I was very proud of the whole cast and glad that all is well with Earlla's health now.
- Wonderful job on costumes from Melissa with all those fairy frocks being made to measure for each lady, they looked awesome.
- Great music from the orchestra as always.
- Great feedback from the audience and staff at the RRC.

7. **Show Report - KissMeKate (fall 2007)**

Marnie Jutzi delivered the following report:

- In the fall of 2006, the Artistic Direction Committee chose KissMe,Kate as our fall show for 2007, to join in the spirit of the Shakespeare Festival in Guelph.
- I will be Production Co-ordinator for the show. The board is producer, the PC is liaison between show and board.
- On January 29 this year, the board approved the show directors: Laurie Garbutt, Marion Guyatt and the Unsinkable Earlla Vickers.
- In the month of May we acquired Luisa Lago as SM.
- The ball is now rolling. The Directorial team has had two meetings in May. We are in the process of putting together a stellar team including Bill Unser as designer, Gary Chapman as TD, Gladys Phillips and Helen Dumoulin, Corrine Saunders, Brenda Reynolds among others.
- Auditions take place the weekend of June 2 and 3 at Ed Video. Callbacks June 10. Anne Norris has once again done a stellar job on the phone.
- We currently have over 85 people booked for auditions. It's going to be an exhausting weekend but we have high hopes for a great cast.
- We will rehearse on Sunday afternoons and evenings, and Wednesday evenings at Norfolk United Church. While we liked the Three Willows facility, we were not able to book it again as the cost went up considerably.
- Rehearsals will begin right after Labour Day, as usual, and the Annual Corn
- Roast will hopefully take place the following weekend (unconfirmed)
- We are looking for lots of help behind the scenes. Currently we are most in need of lighting design, costume head, sound design, and especially build space.
- Marion Guyatt suggested that, in light of what happened to Earlla during Iolanthe, we all recertify in CPR!
- Steve o and Jane M indicated that St John Ambulance are usually in the audience.

8. **Constitution Review**

Presented by Tom Gould:

During our review of the constitution it was apparent that the vast majority of the constitution was sound and relevant. One point that was not up to date was the process for mid-term board appointees. Over the last 4 years there have been several mid-term appointments made by successive Boards without any clear constitutional process for doing so. All of these mid-term appointments have been subsequently ratified by the AGM, but it was felt that there was a need to provide a process to allow the Board to take advantage of volunteers who come forward during the course of the year, but also to provide the membership some certainty that the Board cannot have a free hand in self appointing a Board that has not been sanctioned by the membership at an AGM. This has been done by allowing the Board to declare up to four vacancies on the Board over the course of their term and to fill these vacancies in accordance with the existing processes for filling vacancies.

Steve O asked about members on leave - should they be replaced?

Answer: No, Board members on leave are on leave and not leaving the Board. There are several reasons for taking a leave – currently we have Board members on leave due to directorial commitments and ‘parental’ leave. They are entitled to return when they can resume their duties. To replace them would place the new board member in an awkward position and may result in a situation where there might be allegations of a ‘proxy’ vote for the Board member on leave.

## Proposed Changes:

### ***Vacancies – Board of Directors***

#### SECTION TO BE ADDED:

Vacancies on the Board of Directors may occur due to the resignation or removal of a Board Member. The Board may also declare a vacancy on the Board of Directors when deemed necessary to properly fulfill the mandate of the Company. The Board may declare up to 4 vacancies during its term.

### **Vacancies on the Board of Directors may be filled two ways.**

#### SECTION TO BE MODIFIED FROM:

a. As long as a quorum of Directors remains in office, Directors may vote in a qualified member of the Corporation.

TO:

a. As long as a quorum of Directors remains in office, Directors may elect a qualified member of the Corporation to the Board.

### **Motion to ratify the amended constitution, Henry Peeling**

**Seconded by, Steve O’Connell**

**carried**

## 9. ***Policy Review***

Tom reported that several standing policies of the board have been reviewed and revised this year, namely:

- 1 – **Selection Of Board Of Directors** (April 2002) – an existing policy from 2002
- 2 – **Payment of Honoraria** (30-Aug-2006) – an updated policy that sets out our current policy on honoraria. This new policy basically allows the Board to set honoraria that are in line with needs of the production and within the financial constraints of the company. This was to allow more flexibility to provide the flexibility to honoraria to different departments and to respond to different situations.
- 3 – **In-camera Procedures** (April 2002) – an existing policy from 2002.
- 4 – **Selection of Show Directors For The Fall Show** (April 2002)
- 5 – **Budget Review Procedure** – an existing policy from 2004.
- 6 – **Use Of Personal Information Policy** (11-Aug-2005) – an existing policy from 2005.
- 7 – **Third Party Borrowing Policy** (28-Feb-2006) – an existing policy from 2006.
- 8 – **Email Voting Policy** (11-Jul-2006) – a new policy that sets out the process for allowing the Board to conduct business with out a physical meeting. This was deemed necessary to provide a timely way of taking decisions at the Board level. To date this process has not been necessary.

- 9 – **Babes In Arms Policy** (11-Jul-2006) – a new policy that was required by the River Run Centre that basically states that RCMPPI will not normally allow babe in arms to attend performances.
- 10 – **Honourary Life Membership Policy** (30-Aug-2006) – a new policy that outlines the Boards right to award life memberships and provides some points for consideration during any such deliberations.
- 11 – **Complimentary Ticket Policy** – a new policy that outline RCMPPI's policy towards complimentary tickets. Each year, we provide quite a few complimentary tickets to people who have provided services to RCMPPI, press, corporate sponsors and publicity events. RCMPPI does not generally give complimentary tickets to cast and crew on the simple grounds that our cast and crew are so big that to do so would involve a very large number of tickets. This policy attempts to state this and provides the Production Coordinator some discretion in the distribution of complimentary tickets.

The policies are available online.

10. ***Ratification of Company Business***

**Motion to ratify company business for 2006/7, Matt Middleton seconded by, Laurie G carried.**

11. Scholarship Fund

- Tom presented the board's proposal to invest in an endowment fund, with an eye to awarding scholarships to students pursuing Theatre Arts studies in post-secondary education.
- Our assets have increased from \$12,000 to \$40,000. The board proposes to invest \$10,500, to award \$500 annually. This principal, once invested, would no longer be accessible to the board.
- Much discussion followed. Some points were: why so soon after recovering from deficit? Why give away \$ then have to go asking for it? Why not give by offering opportunities to perform? This would give RCMPPI a positive image in the community. Maybe the people we invest in will bring their gifts back. Puts us in better position to seek grants. Show participants who have to pay the participation fee may question this generosity.
- Tom sensed reluctance but some support for the endowment fund.

**Motion that the Board establish a Charitable Endowment Fund through the Guelph Community Foundation to provide funds that can be used to award an annual scholarship for theatre-related post-secondary education, Tom Gould.**

**Seconded by, Tim Clayton defeated.**

Tom modified the motion:

**Motion to request the board to establish an endowment by investing \$10,500 in a fund controlled by the board, Tom Gould**

**Seconded by Judy Steibelt, carried.**

**Motion to form a committee to establish criteria for awarding the scholarship, the information to be communicated to the membership electronically, feedback requested, and the board to be empowered to act upon the committee's recommendations, John Attwell**

**Seconded by, Jane Martin, carried.**

12. Nominations for Board of Directors

The slate of candidates presented by the Board were: Karen Allen, Nora Endicott\*, Sheila Douglas, Werner Eitzen, Laurie Garbutt\*, Tom Gould, Marnie Jutzi, Sarah Kenny, Jane Martin, Matt Middleton, Meeghan

Nolasco, Bette Stoddart, Judy Steibelt, Brenda Van Esch and Earlla Vickers\*.

Nora, Laurie are currently on leave. Earlla will be commencing a leave of absence to Direct the fall show starting after the AGM.

There were no nominations from the floor.

**Motion to elect the new board members for 2007/8, Corrine Saunders**

**Seconded by, Margaret Bauer  
carried.**

(xiii) Other Business

Tom thanked Three Willows for the use of their wonderful facilities.

Discussion ensued re the participation fee for show participants. There were strong feelings on both sides of the issue.

- The original purpose of the fee is to support show costs that provide services to the cast. In the past money was collected separately for such items as t-shirts. Collecting fees has replaced fundraising for such items.
- This year the fee will be applied only to performers, not crew.
- Some feel that the fee of \$50 is too high on top of membership fee \$30, and should be reduced or eliminated. There have been complaints about it during the last two shows.
- Supporters of the fee liken it to membership in a club.
- Some feel that people would accept it more readily if they recognized good value: it needs to be explained more clearly.
- The Resource Development Committee will review the \$50 participation fee before the fall. Meanwhile the audition forms for June2/3 will indicate that a fee of up to \$50 will be charged for cast members.

(xiv) Adjournment

**Motion to adjourn the 2007 AGM, Brenda Van Esch,**

**Seconded by, Margaret Bauer,  
carried.**