

**MINUTES**  
**CATR/ACRT ANNUAL GENERAL MEMBERSHIP MEETING**

Thursday May 31, 2018

12:15-2:15pm

Studio, Isabel Bader Centre for the Performing Arts

Recorded by Secretary Kim McLeod

**Attendance:**

Lisa Aikman, Natalie Alvarez, Art Babayants, Roberta Barker, Brian Batchelor, Christine Bellerose, Susan Bennett, Kelsey Blair, Andrew Bretz, Claire Carolan, Sandra Chamberlain-Snider, Eury Chang, Sheila Christie, Selena Couture, Heather Davis-Fisch, Moira Day, Giorelle Diokno, Natalie Doonan, Katrina Dunn, Natalia Esling, Barry Freeman, Karen Fricker, Kathleen Gallagher, Alana Gerecke, Benjamin Gillespie, Rebecca Harries, Stephen Heatley, Julia Henderson, Gabrielle Houle, Erin Hurley, Shauna Janssen, Stephen Johnson, Kirsty Johnston, Sasha Kovacs, Ric Knowles, Peter Kuling, Sylvain Lavoie, Tabia Lau, Stephen Lawson, Laura Levin, Nevena Martinovic, Ashley McAskill, James McKinnon, Kim McLeod, Ursula (Ulla) Neuerberg, Nicole Nolette, Jacqueline Omstead, Jimena Ortuzar, David Owen, Anna Paliy, Wes Pearce, Ginny Ratsoy, Natalie Rewa, Kim Richards, Emily Rollie, Phoebe Rumsay, Marlis Schweitzer, Nikki Shaffeeullah, Kimber Sider, Kim Solga, Jenn Stephenson, Jacquy Taucar, Tamara Trojanowska, Craig Walker, Jessica Watkin, Robin Whittaker, Kailin Wright, Tracy Zhang

1. Call to Order

- Meeting called to order by President Marlis Schweitzer

2. Approval of the agenda, minutes of the last AGM and matters arising therefrom

- Marlis Schweitzer notes a slight adjustment in the order of agenda items (moving #9 to after #11)
- Tamara Trojanowska moves to approve the agenda
  - o Laura Levin seconds
  - o Motion carries
- Stephen Johnson moves to approve the minutes of the 2017 AGM
  - o Dave Owen seconds

- Motion carries

### 3. Report of the President

- President Marlis Schweitzer thanks the 2018 conference organizing team and notes the tremendous work done to make everything proceed so smoothly. Schweitzer formally acknowledges Jenn Stephenson, Craig Walker and their programming teams as well as the Isabel staff.
- Schweitzer highlights the board's priorities in 2017-2018:
  - Implementing recommendations from Emerging Scholars Task Force (including the Emerging Scholars Seminar, mentorship meetings and website updates)
  - Strengthening the CATR/ACRT community beyond the annual conference with the implementation of CATR grants, CATR Working Groups
  - MOUs with SQET and University of Toronto Press
  - New: Communications officer, Translation policy, Committee on Conduct
  - Ensuring flexibility around conference hosting. We now have a flexible structure in place to host with or without Congress
  - Moving towards incorporation with new by-laws and motion to incorporate

### 4. Report of the Secretary

- No report

### 5. Report of the Treasurer

- Treasurer Sasha Kovacs thanks past co-treasurer Stephen Johnson
- 2017 finished with a \$171.03 deficit, which should change into a surplus once we get our GST rebate. In 2017 there were several administration expenses, including consulting for the incorporation process, translation costs (including for incorporation documents), teleconferencing (which will be lower in 2018 due to move to Skype for Business)
- We are in a strong financial position thanks to conference organizers, robust membership numbers and donations (thank you to those who responded to our recent donation drive and to the regional representatives who helped)

- We saved money in 2017 due to our move away from Congress, which allowed us to maintain our activities, including high levels of graduate student support.
- 2017 donations were \$3,479.00 and CATR provided \$9,291.78 in awards and grants (including \$5291.78 for graduate student travel subsidy). So donations now no longer match need. To keep this funding, we have now dedicated a portion of every full registration to student travel.
- 2018 budget projections mostly match 2017 but have a higher conference revenue. It is projected to be balanced. There will be some ongoing expenses if we vote to incorporate.
- Question from Ashley McAskill: You mentioned translation. Are we just talking about French translation? McAskill suggests A/V, sign translation, live note taking
  - o Marlis Schweitzer clarifies. The translation policy and expenses here are regarding English to French translation. The conference budget is separate and this year included funding for accessibility, which included forms of translation. We plan to continue this going forward (including next year at UBC)
- Comment from Sheila Christie: The donations projection is higher for 2018 than it was in 2017.
  - o Sasha Kovacs clarifies. The fiscal year is January 1-December 31 so these projections are based on some things that have already happened. We just completed a fundraising drive that went really well, so we know that that number will be higher.
- Treasurer Sasha Kovacs: we are required to have a public accountant if we vote to incorporate. Kovacs has researched public accountants that work with theatres and not for profit organizations, and advises the association to employ Hogg, Shaine and Scheck Professional Corporation.
- **Motion:** Sasha Kovacs moves that Hogg, Shain & Scheck CPAs be appointed as the public accountant if CATR/ACRT is incorporated in the fiscal year 2018, and that the Board of Directors shall determine remuneration.
  - o Heather Davis-Fisch seconds
  - o Question from Claire Carolan: What was the process for vetting accountants?

- Sasha Kovacs: If we incorporate it is federally, but the head office will be in Toronto. So the accountant should be in Toronto. Kovacs asked artistic directors of several theatres who they used and narrowed it down to 3 options. Kovacs got references for the firms. Also Hogg, Shain & Scheck offered a lot of advice for free.
  - Question from Peter Kuling: Is this a term appointment?
  - Sasha Kovacs: It is for 1 year. The public accountant has to be appointed at every AGM for a 1 year term.
  - Vote: motion carries
- Treasurer Sasha Kovacs: Budget forecasts for 2018 put us under \$100,000. According to section 5.7 of the Attorney General's Not for Profit guide, this means we can be exempt from a financial audit if membership agrees in writing. Kovacs notes that a vote at this meeting stands for agreement "in writing."
  - **Motion:** Sasha Kovacs moves that in the case that CATR/ACRT becomes an incorporated entity, the members consent to the exemption from a financial audit in respect of a year of the corporation when the corporation's annual income is less than \$100,000.
    - David Owen seconds
    - Question from Craig Walker: How does the language of "in writing" allow us to vote in person?
      - Sasha Kovacs notes that this follows the advice of the accountant and legal consultants. The minutes count as the writing.
    - Vote: motion carries
  - Treasurer Sasha Kovacs: our current by-laws stipulate that the CATR board needs to approve the budget projections. But if we approve the new bylaws today this will change and it will require full membership approval. In anticipation of this change, Kovacs is bringing forward a motion for approval.
  - **Motion:** Sasha Kovacs moves that CATR/ACRT accept the 2018 budget projections
    - Peter Kuling seconds
    - Vote: motion carries

## 6. Report of the Elections Coordinator

- President Marlis Schweitzer reports for Elections Officer Kirsten Sedeghi-Yekta

- Voting took place from March 1-15, 2018 and 58 members voted. (versus 53 in 2017 and 64 in 2016). Six positions were filled:
  - o President: Erin Hurley
  - o Quebec: Shauna Janssen
  - o Alberta and the Territories: David Owen
  - o Representative-at-Large: James McKinnon and Benjamin Gillespie
  - o Graduate Student Representative: Mariel Belanger
  
- The CATR board has been talking about recruitment. We want a robust board membership and full slates of candidates. If you are interested in running, talk to a board member. There is also a sign up sheet at the board table. Positions to be filled are: Vice President, Atlantic Region, Ontario, Prairie Region, British Columbia, Francophone Representative, Member at Large (1 position), Graduate Student Representative
  
- Schweitzer formally thanks the departing board members (or board member shifting position): Jill Carter (Representative-at-Large), Patrick Finn (Alberta and the Territories), Erin Hurley (Quebec), Sasha Kovacs (Graduate Student Representative), Marlis Schweitzer (President)
  
- Question from Jacquy Taucar: Is it possible to add a position? Right now there is no position to cover early career researchers—those working full time as sessional/contract/precarious labour.
  - o Marlis Schweitzer notes that the new by-laws allow the board to appoint additional directors until the next AGM (so a position could be temporarily filled and then added to the election slate)
  - o **ACTION ITEM:** The board will discuss this suggestion at their September board meeting.

## 7. Report of the Membership Coordinator

- Membership Coordinator Barry Freeman notes membership numbers are steadily growing. As of today there are 243 members
  
- Freeman has been working with the conference organizing team to figure out how to work outside of Congress. The association is now set up to move between meeting with Congress and separately.

- Freeman outlines the association's ongoing relationships with *TRiC*, *CTR*, *SQET*:
  - o *TRiC* and *CTR* are switching to digital only options
  - o We still have a double membership option with *SQET*. Communications between associations has been slow. Double members are entitled to the benefits of both associations. Let Barry Freeman know if any problems come up.
- Freeman thanks to conference organizers for being so diligent.

#### 8. Theatre Research in Canada Report

- Editor Kim Solga reporting for Managing Editor Cassandra Silver
- The journal is the work of a team, including editorial assistants Jessica Watkin and Allison Leadley. Thanks to former editorial assistant Kelsy Vivash who exited in the fall
- *TRiC* has a new on-demand printing model—so you need to opt in to get a print copy. The main reason is financial. Digital and open access models are preferred by funders. Printing documents in a primarily PDF driven age is a less good investment than spending on people and new connections. *TRiC* wants to shift funds to people, architectures and good editorial and research work. Members can still choose print, but please stop and think when you do. If you choose digital access it will help the journal and the environment.
- There is a new issue on pedagogies and practices of mentorship. Coming up: Ric Knowles' issue on festivals in international contexts, an issue on border crossings, an issue on theatre and youth and a general issue in the autumn
- For this next general issue the team tried something new and issued a call. This seems to have reminded people that *TRiC* exists so there were lots of submissions and the journal is very robust on the research front.

#### 9. Motion to approve new by-laws – discussion and vote

- **Motion:** Roberta Barker motions for *CATR/ACRT* to approve and adopt new by-laws prepared in accordance with the Canada Not-for-profit Corporations Act
  - o Natalie Alvarez seconds

- President Marlis Schweitzer discusses rationale for new by-laws. We need to change the by-laws first and then can vote to transition into incorporation. In our current context, we are an unincorporated not-for-profit with charity status. Part of the legal consulting was to make sure we keep our charity status.
  - In the spring of 2017 the board voted to pursue incorporation. This past Monday the board approved the new by-laws and affirmed this decision to move to incorporation
  - Why incorporate? Main reason is liability. We are currently a group of individual members, which puts every member in a precarious legal position—in cases of personal injury, defamation, financial loss members (and particularly the board) would be on the hook. Incorporation protects individual members and makes CATR its own legal entity. As heard in the Treasurer’s Report, it provides specific government mandated structures (which allows for knowledge transfer and protects the organization). The association and its purposes do not change. Many theatre companies and community-based groups are incorporated.
  - The board strongly encourages membership to approve the new by-laws. If approved and the membership votes to incorporate, the board will again vote to approve the new by-laws and will take steps to incorporate. The new by-laws will then come to the membership for a vote again at next year’s AGM—this time as the by-laws for the incorporated association.
- Vote: motion carries

#### 10. Motion to incorporate – discussion and vote

- **Motion:** Kim Solga moves to instruct the Board of Directors to change CATR/ACRT’s status to an incorporated not-for-profit corporation with charitable status.
  - Laura Levin seconds
  - Question from Ursula Neuerberg: What are the pitfalls of incorporating?
    - Marlis Schweitzer notes the process is expensive—as we wanted to keep our charitable status there were costs to prepare the documents carefully. It has also been time consuming.
    - Follow up question from Neuerberg: Are there ethical questions? E.g. in relation to the move towards the neoliberal university?

- Schweitzer acknowledges that the language might seem to suggest this but it really is just about our legal status and ensuring that board members are protected. We cannot in good faith recruit board members right now. It is our ethical obligation to ensure that directors and members are protected.
- Jenn Stephenson supports the motion and points out that the conference budget was tens of thousands of dollars. And the organizers had to put money out. If something unexpected happened there would be a massive debt. What does an association do if something like that happens?
- Kim Solga: is on the board of a theatre company with a deficit. Board members have pledged amounts to cover the debt. It is untenable to ask people to serve this community without protection.
- Vote: motion carries

## 11. Report of the Committee on Conduct

- Report from Erin Hurley, Chair of the Committee on Conduct
- The committee was formed in January 2018. Thanks to other members Kim McLeod and Roberta Barker. Also to Marlis, Jill and the whole board for their assistance and support.
- The committee planned two events at this year's conference. Thanks to Jenn for accommodating this as the request came fairly late and the conference organizers made room in the schedule and gave us safe spaces. Yesterday we had a workshop with Shayna Hadley. Tomorrow we have a roundtable.
- At Monday's board meeting, the CATR Board affirmed the following statement: "We, the Board of Directors of CATR, will strive to raise awareness of misconduct in the workplace by providing a workshop on this topic on an annual basis for a minimum of 3 years, keeping the conversation active and giving people the confidence to make changes in our working cultures where necessary.

We will develop and communicate a CATR Code of Conduct clearly and in writing to all members of CATR and to those with whom the Association works (e.g., invited keynote speakers, university hosts, food services, etc.) at the point of joining the association and/or the point of registration for any CATR event or activity."

- The committee is working on a code of conduct. The committee researched practices and policies in this area (predominantly in Canada but also international models), and the feasibility and legality of using these existing models in CATR. We have been in contact with peer groups: Actors' Equity, PACT, the Federation for the Humanities and Social Sciences and Canada Council (3/4 groups are interested in ongoing conversations and joint activities). We have also been in consultation with a lawyer.
  - o The committee has set a deadline of the end of September for a draft code (in time for the September board meeting)
  - o Until such a code is established we will do our best to support members as we can. You can contact the committee members via their institutional email addresses or at [catr.conduct@gmail.com](mailto:catr.conduct@gmail.com)
  - o We welcome feedback on events and the committee's work, as well as general thoughts on how the association should be addressing issues in this area
  
- Question from Ashley McAskill: Are you looking at areas beyond sexual conduct?
  - o Erin Hurley: We began focusing on that one area but of course these things are concentric circles. We have been focused on what might be called professional misconduct (which includes bullying). There are legal questions that come up with how to address a range of issues.
  
- Question from Ursula Neuerburg: Can the committee play an advisory role if a member experiences something at their home institution?
  - o Erin Hurley: The committee is a resource. But because of different jurisdictions it is probably unwise for us to make recommendations. We can accompany and support members though.
  - o Ursula Neuerburg: Concordia is currently working on a code. It would be great if other schools could post what they have.
  - o Erin Hurley: The committee has been trying to gather these but please send us any you have. This is work that a lot of people are doing locally—the committee can be one means of bringing these conversations together.
  
- Question from Nikki Shaffeeullah: What feedback mechanisms might exist within the association?

- Erin Hurley: That's been part of step two for us. We have to own what happens at our own events (including both what is hosted and funded by CATR e.g. CATR Grant events). Part of our process is figuring that out. For the moment we are separating out what happens at home institutions (which we want to be resource for) and what happens in our spaces. We want to address conscious raising and preventative measures as well as mechanisms for addressing concerns. Contacting the committee is an interim solution as we don't have official policies and procedures yet approved.
- Marlis Schweitzer: This is also something we were thinking about when developing the new by-laws—anticipating these kinds of issues and embedding them into the association's policies.
- Question from Claire Carolan: Are you concerned about lack of diversity on the committee?
  - Erin Hurley: Yes—right now it is just based on who was on the board and able/willing. This also relates to larger issues about diversity of board makeup and membership. Hurley notes she will be exiting the board as she is the incoming president to avoid conflict of interest.
- Question from Jessica Watkin: What about power dynamics and the precarity of being a graduate student (there is a nervousness in telling those in power)? Have you thought about how to hail students and emerging scholars? Is an anonymous survey possible?
  - Marlis Schweitzer notes Actors Equity did an anonymous survey so there is a model in place
  - Erin Hurley notes the committee has talked about having one in a second stage, but perhaps this is something to think about in the committee's first stage of work.
- Question from Kim Solga: Does the committee need to be current board members?
  - Marlis Schweitzer: For now, yes, because of issues of liability and fiduciary responsibility. We kept it limited to board members for this initial stage. We also consciously only included tenured and tenure-track faculty. But are also mindful of wanting to make emerging scholars heard.
  - Kim Solga: It is also a question around labour—sharing the load.

## 12. Other Business

- Scholarly Awards Coordinator Roberta Barker has an update from the O’Neill committee. This committee has a recurring challenge (every two years) due to the nature of edited collections of essays. It is difficult to have a committee with members not in the nominated collections. This year was particularly difficult as it was an exceptional year for publishing in our field. Barker asked 6 individuals to chair, but was turned down mostly due to concerns about conflict of interest. Finally Susan Bennett agreed to chair. The committee followed the normal process of having members recuse themselves from discussions of any collections they contributed to—and more than one member had to recuse themselves from more than one collection. Barker joined as an ad hoc committee member so there would always be 3 votes.
  - o Bennett has made 2 suggestions for this committee going forward:
    - 1. That the membership be increased to 4
    - 2. Inviting at least one member working outside of Canada (but who has a knowledge of Canadian theatre)
  - o The committee is going to try these changes for the next round and will report back to the membership. If anyone has any concerns, please let Roberta Barker know.
  
- Representative to the Federation for the Humanities and Social Sciences Peter Kuling notes he is not in Regina for Congress so has no report.
  
- Robin Whittaker moves to thank Marlis for all the hard work she took on as president, and the amount of care she has had for this association and the people in it
  
- Jenn Stephenson thanks those who donated books to the book raffle, encourages us to buy raffle tickets (the donations go to the graduate student travel fund)

### 13. Adjournment

- Kim Solga motions to adjourn