

CRAIGDARROCH CASTLE®

Craigdarroch Castle Historical Museum Society

ANNUAL GENERAL MEETING

Wednesday June 08, 2022 – 6:00pm

In-person in the Visitor Centre and online on Webcast Canada

Minutes

Directors: Moira Dann, (President) Stephen Lyons, (Vice- President)
Kevan King, (Treasurer) Hans Pellikaan (Secretary) Cheryl Hebb,
Barbara Armstrong, Patricia Foster, Paula Carey

Members: Mauro Azzara, Lindalee Brougham, Colleen Hoggarth, Julie Murtha,
Nancy Reason, Monica Reekie, Margaret Klatt, Mary Kennedy,
Sandra Hudson, Valerie Holden, James Tirrul-Jones, Larry Scott,
Darcy Grendus, Rodney Fields

Agenda / Decisions	Action Required and Motions
<p>The meeting started at 6:00 pm with an introduction to the meeting's voting procedure and how to ask questions. The information was given by the Society's executive director, John Hughes, who explained that, for convenience, the names of mover and seconder would be taken from those attending in person. John then introduced President Moira Dann.</p> <p>Ms. Dann welcomed members and thanked them for taking the time to join us in-person and online. Moira acknowledged that we are meeting this evening on the traditional territories of the Lekwungen people, also known as the Esquimalt and Songhees Nations. She said that we have a quorum and called the meeting to order at 6:05. President Dann then asked for a motion to approve the meeting's agenda.</p> <p>Moving on to item two on the agenda, Ms. Dann asked for a motion to approve the minutes from the 2021 AGM. She reminded members that they were approved in principle at that meeting, and subsequently reviewed and approved by the Board.</p> <p>President's Report</p> <p>It's amazing how even a pale, winking light at the end of a</p>	<p>Motion to approve the agenda</p> <p>Moved: Paula Carey Seconded: Stephen Lyons Carried</p> <p>Motion to approve the minutes from the 2022 Annual General Meeting</p> <p>Moved: Paula Carey Seconded: Stephen Lyons Carried</p>



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tunnel of uncertainty can keep you moving forward. While last year at Craigdarroch Castle may have been, (like a tale of two cities) both the best and worst of times, this year has offered gradual two-steps-forward-one-step-back improvement as we saw the pandemic threat diminish and our abilities to welcome visitors expand.

Despite the constrictions imposed by COVID-19's public health requirements, Craigdarroch was able to stay open to limited numbers of visitors Friday, Saturday, and Sunday throughout much of the pandemic. We were also able to welcome some film and video projects wanting to shoot in the Castle and to continue our HeritageBC-backed revitalization of the Craigdarroch kitchen.

Board member Robin Adair conceived and executed the creation of video vignettes, featuring board members talking about their favourite features of the Castle. This wonderful material will be used to communicate and promote Craigdarroch's many stories.

The work of the task force for Equity, Inclusion, and Diversity commenced and continued this past year. Among other things, we arranged for the wider use of appropriate territorial acknowledgments and selected EDI training to be offered to staff and volunteers. Discussions continue about creating appropriate programming that considers Dunsmuir engagement with the Indigenous and Asian communities of that era, and providing a forum for other stories that aren't ours to tell.

Staff continued with the development of new programming in the form of (for example) virtual tours contributed to the National Trust offerings. I was lucky enough to be the beneficiary of a new tour developed based on the book I wrote for Touchwood Editions, Craigdarroch Castle in 21 Treasures. So, while it might be slower than we'd like, Craigdarroch Castle continues to move forward, attracting all manner of interest and many visitors.

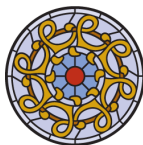
I would like to thank: my fellow board and task force members for their engagement, generosity, and hard work to keep the Castle alive and thriving. I must say goodbye and thank you to Hans Pellikaan, Cheryl Hebb,

Motion to approve the President's report

Moved: Barbara Armstrong

Seconded: Paula Carey

Carried



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and Crystal Cook who are ending their time on the board.

I thank the core Craigdarroch staff (John Hughes, Bruce Davies, Giovanni Malcolm, Barb Bergstrom, Neil Garneau, and Frank Tosczak) for their hard work and ingenuity in the recent, most difficult pandemic times. I'd also like to welcome returning and new staff. I would like welcome back and thank our gradually returning volunteers.

I thank Castle Executive Director John Hughes for his forward-looking and insightful leadership and steady hand directing Craigdarroch through rapidly changing times.

Most of all, I thank Craigdarroch Castle, and the Historical Museum Society formed to support it. The Castle inspires us to continue our work making the past relevant to people today and inspiring a new-look future.

President Dann asked for a motion to approve the President's Report then, confirming the vote had passed, Ms. Dann asked treasurer Kevan King for his report.

Treasurer's Report:

Mr. King began by expressing his thanks to the Society's staff and executive director John Hughes for their wonderful, dedicated service to our historic landmark building during a difficult 2-year period. Mr. King said that 2021 had been a much better year thanks to staff efforts to control costs and allow access to as many visitors as possible. He said that a number of facility rentals and substantial government grants allowed the Castle to operate at essentially a break even basis in 2021.

Mr. King said that happily, 2022 will see greatly increased activity accompanied by improved financial results.

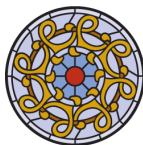
Kevan thanked the members for their continued support and said he would entertain any questions before asking for a motion to approve his report. There being none, President Dann asked for a motion to approve the treasurer's report.

Motion to approve the Treasurer's report

Moved: Sandra Hudson

Seconded: Stephen Lyons

Carried



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<p>Moira Dann noted that the motion passed unanimously and asked for a motion to approve the audited financial statements.</p> <p>President Dann noted that this motion also passed unanimously and asked for the executive director's report.</p>	<p>Motion to approve the Audited Financial Statements.</p> <p>Moved: Stephen Lyons Seconded: Barbara Armstrong Carried</p>
<p>Executive Director's Report</p> <p>Mr. Hughes said he echoed Moira and Kevan's words on the outstanding effort put forth by the board and staff during these challenging times. He also noted that leading through difficult times can often be a lonely experience but not in this case. John said that he had enjoyed the support of members, the Board, and staff and that if he had to navigate difficult times this was the group to do it with.</p> <p>He echoed Kevan's sentiment that this year was showing signs of great improvement, noting that the Castle had had its busiest day since 2019 with 591 visitors. Mr. Hughes said that volume is reminiscent of a typical summer day and although not a regular occurrence, was certainly a step in the right direction.</p> <p>Mr. Hughes said he had nothing further to add and passed the meeting back to President Dann.</p> <p>Ms. Dann called for a motion to approve the executive director's report then noted that it had passed unanimously</p> <p>Bylaw Amendment:</p> <p>The Craigdarroch Castle Historical Museum Society is governed in our operation by the legislation of the Province of British Columbia's Society's Act. The organisation is led by a volunteer Board of Directors. Directors are elected to a maximum of two 3-year terms and are chosen for their varied skills to provide organisational governance and to support the executive director and staff in the daily operation of the museum.</p> <p>In order to support succession planning goals and to</p>	<p>Motion to approve the Executive Director's Report</p> <p>Moved: Patricia Foster Seconded: Stephen Lyons Carried</p>



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improve board flexibility, the Board of Directors is proposing a change to the Society's by-laws to adjust the size of the Board. This change is intended to provide the Board with the ability to engage with volunteer directors in a different way. As Article 28 b in the Society's by-laws is currently written, the Board shall have twelve (12) directors. Over the years the organisation has heard from potential volunteers that they are interested in joining the board but are more interested in doing so to support specific projects rather than ongoing governance. By adjusting the size of the board to allow for a minimum of eight (8) and maximum of twelve (12) directors, the Society will be able to meet organizational governance requirements while being able to engage volunteers for special initiatives by increasing or decreasing the size of the Board as needed.

The Board of Directors recommends making the amendments to the current by-laws as outlined in purple on the document included below. A vote on these recommendations will take place at the June 8, 2022, AGM. The Society's Bylaws, Part IV -Proceedings at General Meetings, requires that a vote on a special resolution at a meeting have 75% approval in order to pass.

President Dann then read the current and proposed changes for Article 28b, and Article 30 followed by a request to approve the amendment.

Election of Directors:

President Dann said that she was moving on to the election of directors and reminded everyone that they had received the nominees' information in the AGM Package. Ms. Dann asked for a motion to approve nominees, Lindalee Brougham, Patricia Foster, Colleen Hoggarth, Kevan King, Julie Murtha, and Nancy Reason.

President Dann said that the motion had passed and welcomed the new directors to the board.

Motion to Approve the Bylaw amendment as presented.

Moved: Barbara Armstrong

Seconded: Paula Carey

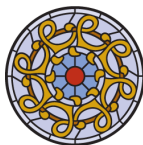
Carried

Motion to approve nominees Lindalee Brougham, Patricia Foster, Colleen Hoggarth, Kevan King, Julie Murtha, and Nancy Reason

Moved: Sandra Hudson

Seconded: Barbara Armstrong

Carried



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Ms. Dann noted that the meeting was nearing its end and asked if members had any questions for her, John or Kevan.

John said that Valerie Holden had asked if our fees would remain the same. He explained that admission fees had been increased from \$14.25 to \$20.65 during Covid to help with added safety and sanitizing costs and that there was no plan to increase them again in 2022/23. He said there has not been any push back on the cost to tour the castle.

Mr. Hughes asked Moira to pause for a moment as it appears the online audience has lost the feed. He noted that Webcast Canada was working on the problem, so Ms. Dann suggested that the new directors in the room introduce themselves. After a few minutes John welcomed the online audience back and explained that they had not missed any of the meeting during the technical difficulties.

Moving on to the last item on the agenda, President Dann requested a motion to approve, in principle, the minutes of tonight's meeting.

As the vote was being tallied, John told Moira that there was a comment from a member hoping that we can return to in-person meetings next year. John said that that is indeed the goal however there may well be an ongoing online option as it does allow members in other countries and elsewhere in the province to attend.

With no further questions, Moira thanked Kevan and John, the team from Webcast Canada, and members for attending the AGM. She then adjourned the meeting.

Motion to approve in principle, the minutes of the 2022 Annual General Meeting

Moved: Colleen Hoggarth

Seconded: Nancy Reason

Carried

Adjourned at 6:42 pm