



**ANNUAL MEETING at Washington Town Hall  
January 26, 2025 beginning at 4:00pm**

**In attendance:**

**Board Officers:** Daphne Anderson Deeds - President, Rod Pleasants - Vice President, Joe Austin - Treasurer, Judy Jackson - Secretary

**Trustees:** Paige Boller, Woody Campbell, Andrew Craven, Krystyana Czeiner, Sam Funk, Michele James, Abbey Darer Rosenwald, Barbara Von Schreiber, Darryl Wright

**Trustee Emerita:** Elizabeth MacDonald

**New Trustees:** Vanessa Henderson, Jean Solomon

**Staff:** Simon Holt - Executive Director, and our Education & Exhibitions Coordinator

**Members:** Approximately 60 Washington Art Association Members

**March 4, 2025 Amendments** to 1/26/2025 Annual Meeting based on contemporaneous notes of 1/27/2025

**Amendment 1:** Observation: The president announced the results of the election without the votes submitted at the meeting having been counted. Furthermore, the results of the actual vote in terms of number were not reported or available at the meeting.

**Amendment 2:** Jean Hoening motion: Member pointed out that elements required in the by laws were not on the ballot. She further stated that officers were not on the ballot for vote by the membership. It was pointed out by former office manager and board member that this is not required in the by-laws.

Concerning the issue that the ballot did not have the info required by the laws [slate of officers, Chairs of Standing Committees, trustees at Large and their terms].

A motion was made to **“declare that the ballot was illegal”**. This was passed unanimously. Furthermore Woodrow Campbell and Ginger Nelson acknowledged that the ballot was illegal.

**Amendment 3:** President Deeds mentioned an intention to change the by-laws. John Simmons informed the meeting that required a vote by the membership. He put forth the following motion **“to form a Special Committee of members and Trustees to propose changes of the by-laws for**

**presentation to the membership and their approval by vote at a Special Meeting".** This motion was passed.

**Amendment 4:** Jamie Fellner motioned: **" All Board, executive Committee, and Standing Committee minutes and decisions, as well as all other records and books of accounts shall be open to inspections by members during weekday business hours with the exception of materials addressing confidential personal matters; and 2) all architectural and engineering plans, proposals , contracts, feasibility analyses, funding proposals and analyses, communications with the Town, Boars, and committee minutes, and all other materials addressing the possibility of renovating the existing facility or developing a new one shall be maintained together and kept up to date on a weekly basis at WAA's office and shall be open to inspection there by members anytime during normal business hours".**

Joe Austin recommended a "no" vote to protect confidentiality. The motion was voted. The voice vote was inconclusive. A head count was taken and determined that the motion passed.

**Amendment 5:** Karen Simmons motioned: **"that the Board of Trustees postpones all significant or binding actions relating to a new facility until the membership had been fully apprised of the research, details, feasibility. And cost studies, including those of the prior renovation proposal, after which the membership votes on whether to move forward with a new facility or stay in the existing facility".** The motion was approved.

**Amendment 6:** Karen Simmons motioned: **" The Board commits to fully comply with all aspects of our By-laws and procedures, in particular quarterly and special meetings and matters associated with "extraordinary business" and ensure that they are executed each year with appropriate notification and are open to the full membership for debate and eventual vote".** This motion was approved. Trustee noted issue with interpretation. Action tabled.

## **1. President's Welcome**

Board President Daphne Anderson Deeds welcomed attendees reading her report, as follows:

Good afternoon. My name is Daphne Anderson Deeds. I am the President of the Washington Art Association Board of Trustees, and I welcome you to the 2025 Annual Meeting. I ask the audience to please refrain from posing any questions until the end of this meeting.

It was the 4th century BC Greek philosopher Heraclitus who said, "There is nothing as constant as change". His declaration is as relevant today as it was 2,500 years ago and is certainly pertinent to the Art Association's current challenges. During the past two years, it has become clear that the Association is at a crossroads, and change is required to sustain our mission.

It is evident that our building is inadequate and in disrepair. When renovations were considered, the Police Department informed us that the fire code will not allow any egresses facing the Police Station, so any improvements would require an internal corridor, consuming valuable square footage, that would make the facility less accommodating and even smaller.

So, we initiated discussions with the Town to consider the trade of our property for a four-acre parcel off Titus Road. We engaged GOA, an architectural firm in New Haven founded by Lisa Gray and Alan Organschi to consider our mission and our needs. Their conceptual plans situate a new building in a more expansive location, articulated to provide more and better classrooms, modern exhibition spaces in a green, sustainable structure. Both the Board of Selectmen and the Board of Trustees are unanimous in their support of the proposed relocation. Our Trustees are committed to conducting a Capital Campaign to raise the necessary funds. And we are eager to continue the Art Association's 111-year history by providing a locus for art in Washington for the next century. You will learn more about our efforts from Woody Campbell, Chair of the Building Committee.

Our esteemed Vice President, Rod Pleasants will report on the progress being made on renovating the Norman Sunshine Center so that the building meets all codes, allowing us to present audience-based programming in the near future. And our worthy Treasurer, Joe Austin will tell us about the fiscal health of the Art Association.

You will also hear from Executive Director, Simon Holt who has steered our program with intelligence and grace for nearly three years. He will soon be assuming the full-time role of Executive Director of Salt Marsh Opera, a thriving organization that he founded in 2000. We will miss his wit and daily contributions to our creative community. We wish Simon the very best and I know he will remain in touch with many of us here at the Art Association. A Selection Committee has been formed, and the Executive Director job description will be posted on our website.

Our new Education and Exhibitions Coordinator, has already overseen many new education initiatives and several successful exhibitions. We appreciate her great enthusiasm for our mission and our potential. She will give us compelling data about the increased demand for classes and workshops, and the growing number of members who come from all sectors of the community, many of whom have joined at very generous levels.

I am personally very grateful to our excellent Board of Trustees, all of whom share a vision for an Art Association built on the foundation of our exceptional past as we work to create a future for art learners and art lovers in Washington and greater Litchfield County.

Now I would like to thank outgoing Trustees Patty Fogle, Jon Riedeman and Jay Kaplan for their service and dedication to our mission. And I am pleased to welcome our newly elected Trustees Jean Solomon, Heather Nielson, Vanessa Henderson and Kathy Wenning. Nominating Committee Chair Judy Jackson will tell us more about these four accomplished women.

## **2. Introduction of Incoming Trustees**

Secretary Judy Jackson introduced the incoming trustees with the following report:

Vanessa Henderson has had a successful career on Wall Street before moving up here during the pandemic. She is very familiar with the Association, taking courses and meeting many members. Presently working for Sotheby's in Kent and living on Lake Waramaug, Vanessa has marketing talents that will serve us well as we grow our membership and publicize our programs.

Heather Neilson can't be here today as her one-person show in West Hartford opens this afternoon. Heather has been on the teaching staff at the Association and will chair the Education Committee, making us the beneficiary of her experience in organizing, mentoring and teaching.

Jean Solomon has been in the community for close to 20 years and has been on a number of boards here. She has extensive and celebrated experience in managing complex architectural projects. Her focus will be on making the Sunshine Center useable, accessible and a fine addition to the programs of the Association.

Kathy Wenning is presently on vacation. She has been on the Board of Gunn Library and presently sits on the board of ASAP. Kathy looks forward to serving on the board after a long career in film where she helped found New York Women in Film, an organization that has 2,500 members today. Using her administrative, organizing and creative talents, she will be a valued member of the board.

Member Jean Hoenninger challenged the vote, saying she had received an incorrect ballot and suggested the Annual Meeting be stopped and rescheduled. She suggested a new corrected ballot be sent out to the membership, which included the slate of officers so that members could cast their vote. Member Jamie Fellner read the By-laws to illustrate the flaws in the voting procedures. President Daphne Anderson Deeds acknowledged the need to revise the By-laws.

A motion to send out new ballots and have a new election was tabled. There was also some discussion as to the status of Washington Art Association as a non-profit and its 501(c)(3) not for profit status.

A motion was passed that a special committee of trustees and members be created that will work to amend the By-laws, so they are clearer and aligned with the way the Association functions. The By-laws will be presented to the membership for a vote. (A 2/3 majority is required.)

### **3. Review Minutes of the 2024 Annual Meeting**

The Minutes of the 2024 Annual Meeting were not reviewed.

### **4. Vice-President's Welcome**

Vice-President, Rod Pleasants, gave an update on the Norman Sunshine Center, including the installation of a new security system, the possible installation of small elevator and a new staircase. The Center would be used for lecture series and films and would be available for use by the community. New trustee Jean Solomon has agreed to chair the Norman Sunshine Center Committee and oversee upcoming improvements.

### **5. Treasurer's Report**

Treasurer Joe Austin presented the following report:  
Account Balances (as of January 25):

Fidelity	1,553,050
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Union Savings Bank	56,072
NW CT Community Foundation	418,890
Total	2,028,012

I've included notes on our investments, revenues and expenses below. I have also included our results from 2022 to give everyone more perspective on the Association's performance over time.

#### Highlights:

1. Cash on hand is at over \$2 million. I remember when I joined back in 2019, we were financially stressed and worried about tapping into the endowment. We've come a very long way!
2. The current yield on our investment is at Fidelity is 4.25%, and dividends from this investment were \$70k last year. Our funds are held in two government money market funds.
3. The balance of our endowment at the Northwest CT Community Foundation is \$418k. Our investments are held in the Community Foundations main pool, which is approximately 80% low-fee S&P 500 index funds and 20% low-fee fixed income funds.
4. Artsales had their best year ever. The Elizabeth MacDonald show was the standout and generated some \$28k in revenues. **Thanks to Elizabeth!!** Last year's results included two good shows, Andrew Parker (\$15k) and the 70<sup>th</sup> Anniversary show (\$16k).
5. Education programs had their best year ever. \$153k in revenues and a contribution of almost \$40k to our bottom line. Thanks to everyone who made that happen.
6. Special events results were weak but there were some related art sales which happened afterwards. The money from these sales appears in the contributions line.
7. Member dues increased slightly. Contributions were way up, including \$29k from Give Local and \$33k from the end-of-year appeal. Grants were down, but last year's grants of \$103k included a \$65k ARPA grant from the Town of Washington, so the decline is not as dramatic as could be interpreted by the numbers as presented.
8. We also received our final distribution from the Von Goeben Estate in November in the amount of \$294k. For a more meaningful comparison of our results, I have omitted this from my P&L for the year. The \$51k contributions figure shown herein also omits the \$937k received from the Von Goeben estate that year.

9. In 2024, the Association's expense management was excellent, especially considering that the cost of everything is up. Overall expenses were down slightly vs last year and down significantly vs 2022.

10. The Association continues to cross revenue thresholds that trigger an audit requirement from the State of Connecticut. Thus, our 2023 financial statements were audited, and our 2024 results will be audited as well. This year, we received a clean opinion, also known as an unqualified opinion, meaning that our financial statements are accurate and comply with all applicable accounting standards. This is the most favorable outcome we can achieve as an audited company.

	2024		2023		24 vs'23		2022*
Art Sales	57,476		53,378		4,099		20,190
Exhibition Expense	23,362		21,445		1,916		18,006
Credit Card Fees (half)	5,220		5,627		(407)		4,572
Exhibition Net (Margin)	28,895	50 %	26,305	49 %	2,590		(2,388)
Education Revenues	153,923		122,894		31,029		102,989
Education Expenses	115,334		87,231		28,103		79,730
Education Net (Margin)	38,589	25 %	35,663	29%	2,926		23,259
Special Events Revenues	56,987		74,547		(17,560)		89,901
Special Events Expense	49,539		69,080		(21,101)		67,345
Credit Card Charges (half)	5,220		5,627		(407)		4,572
Special Events (Net)	2,228		(161)		3,948		17,984
Member Dues	37,085		33,525		3,560		46,235
Contributions	92,335		54,567		37,768		51,125

Total Grants	27,552		103,355		(75,803)		21,200
Dues and Fundraising	156,972		191,447		(34,475)		118,560
Total Revenues	226,683		253,254		(25,011)		157,415
<b>Expenses</b>							
<b>Salaries &amp; Wages</b>	127,847		154,719		(26,872)		163,973
Repairs & Maintenance	14,138		24,064		(9,926)		27,005
Professional Services	45,452		25,036		20,416		25,114
Utilities	19,036		9,963		9,072		19,223
Payroll Taxes	10,619		12,981		(2,362)		14,154
Insurance	16,723		14,927		1,796		11,988
Administrative	3,933		4,957		(1,024)		7,495
Advertising	4,704		744		3,960		5,777
Computer	11,412		9,779		1,633		5,746
Office supplies	4,679		3,180		1,500		5,199
Dues, Fees & Memberships	3,064		3,295		(231)		4,002
Postage & Printing	1,708		6,117		(4,410)		3,090
Total Operating Expenses	263,314		269,761		(6,447)		292,766
Revenues less Expenses	(36,631)		(16,507)		(18,563)		(135,351)
Dividend Income	70,025		65,176		4,849		8,116
Net	33,394		48,669		(13,715)		(127,235)
Memos							
Norman Sunshine Center Exp	34,707		15,222		19,485		-
Capital Campaign Expenses	87,618		7,500		80,118		-
Endowment Gain	40,021		53,912				(45,542)
Member Award (not disbursed)	3,500						

Credit card charges (allocated above)	10,441		11,255		(814)		9,144
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*\*2022 results are “ballpark” comparable but not 100% due to some immaterial accounting changes over time.*

## 6. Executive Director’s Report

Simon Holt delivered the following report:

Last year, we saw growth in our three main areas of activity, **Membership, Exhibitions and Education**. During the year we held many events for our **membership** including several outdoor Summer and Fall Pop-Up Art Sales for our artist members and an opportunity to meet other members and exhibiting artists at our regular Friday morning *Coffee and Conversations*. In September we held *All That Jazz* at Spring Hill Vineyards attracting over 250 members and friends. The *Holiday Gift Shop* at the end of the year focused on our membership, providing an opportunity for artist members to sell their work while at the same time supporting the Association. We expect to see continued growth in our membership in 2025 as we look forward to an exciting future.

In 2024 we held several **Exhibitions** at the Association all of which were significant in bringing art lovers to the gallery. While our Coordinator will share more details about the exhibitions themselves it was good to see a modest increase in revenue from our exhibitions compared to 2023. There were many positive comments about our exhibitions this year and many happy faces at the Opening Receptions.

Our **Education** program continued to thrive and grow during 2024. Revenue increased to just under \$154,000 compared to \$123,000 in 2023 and several hundred students enrolled in our classes. While we were encouraged to see new students, it was good to see so many people re-enrolling semester to semester. While our Coordinator will share more of the details of our education program this year one can only imagine what more space will do for our program in terms of larger class sizes, more offerings in new mediums and a diverse array of workshops.

As I’ve mentioned our Coordinator twice so far in my remarks, I should say a little more about the staff changes that took place in 2024. As you may remember we welcomed Alicia Boisseau to the Association in September 2023. While Alicia oversaw membership and education Nanny Swoyer, who joined the Association in 2022, oversaw exhibitions. Both left the Association in 2024 and I sincerely thank them for all they did in helping advance their areas of responsibility. After an active search we hired our Education and Exhibitions Coordinator. Those of you who have met our Coordinator will appreciate how lucky we are to be working with her. She has thrown herself into all aspects of the Association, helping keep track of membership, enrolling students, overseeing our exhibitions, maintaining our website, and being the friendly face of the Association for all our visitors.

Finally, some fundraising news for 2024. The Art Association was the recipient of two grants



from the State of Connecticut: just over \$9,000 from the Supporting Arts in Place program and \$18,500 from the CT Arts Endowment Fund. We were also so grateful to our members and friends who generously gave almost \$35,000 to our end of year appeal, four times the amount received in each of the last three years. This support is invaluable and very, very much appreciated.

## **7. Education and Exhibition Coordinator's Report**

our Coordinator reported, as follows:

### Classes:

#### Winter 2024:

9 Winter Classes + Life Drawing

Total Students: 93 Class Students + Life Drawing Attendees

#### Spring 2024:

10 Spring Classes + Life Drawing

Total Students: 103 Class Students

#### Summer 2024:

10 Summer Classes + Life Drawing + 2 Summer Workshops

Total Students: 106 Class Students + 22 Workshop Students + Life Drawing Attendees

#### Fall 2024:

10 Fall Classes + Life Drawing + 5 Workshops

Total Students: 111 Class Students + 18 Workshop Students + Life Drawing Attendees

#### Mini Semester 2024:

6 Mini Semester Classes + Life Drawing

Total Students: 52 Class Students + Life Drawing Attendees

#### This Winter 2025:

11 Current Classes + Life Drawing + 9 Workshops

Total Students: 118 Class Students + 23 Current Workshop Students + Life Drawing Attendees

Takeaways: our educational offerings have increased as has our demand. So much so that we have increased:

26% in Winter Class Student since last year, and

51% in overall Winter Class and Workshop Students since last year

We also have 2 new class instructors since this time last year, and we have: 7 new workshop instructors since this time last year, including a workshop on oil and cold wax, a family candle making workshop, a Saturday morning children's pottery workshop, and a landscape painting workshop with David Dunlop, writer and artist on the Emmy

Award-winning PBS series Landscapes Through Time.

#### Spring 2025:

We hope to have more than 12 Classes + 10 Workshops, and many new medium offerings! Our aim is to have over 160 Total Students next season.

#### Exhibitions

Our past shows are now all accessible on our website, including featured pieces, of which some can still be purchased.

#### 7 Exhibitions in 2024:

*About Printmaking* Curated by Anthony Kirk: January 20 - February 25

2024 Members Show: March 9 - April 20

Elizabeth MacDonald *Finding My Way*: April 20 - May 26

Our Litchfield County Landscape: June 8 - July 28

Lonning & McDowell: August 10 – September 15

*The Divinest Sense*: June Glasson, Jonathan Brand & Bevan Ramsay: October 5 – November

15 Holiday Gift Shop: November 29 – December 24

#### 7 Upcoming Shows in 2025:

Faculty Show: January 18 - March 1

Members Show: March 15 - April 26

Washington Montessori School on Winfred Rembert: April 28 - May 8

K-8 Student Show: May 10 - June 21

A Sculptural Ceramics Curated Group Show: July 5 - August 16

A Jon Riedeman Sculpture Show: August 30 - October 11

The schedule and planning of these shows have yet to be set in stone. We'd like to squeeze some more in during the times between the scheduled shows, and we have yet to finish planning the year's shows.

#### Website:

We've taken control of our website. We now have a calendar for volunteers to book their time slots to gallery sit on a Sunday. We have over 300 member artists on our new Member Artist Directory on our website, with their name, an image of one of their pieces, and a link to their social media or website. You can also purchase donated artworks on our 'other works for sale' section on our website.

#### Social Media:

We've taken control of our social media and have 100 new followers in the last 90 days.

We've started a Member Artist Showcase Series consisting of 3 posts a week advertising 2 of our member artists per post. We are going to start a monthly member Artist interview video to advertise these selected members on our YouTube channel and other social media.

#### Other:

We're going to have Biweekly Pop-Up sales for our member artists, in the summer and fall, with the occasional winter one in the gallery. We had two Washington Photography Salons led by Rich Pomerantz and well attended. We also had our first Instructors social gathering this month. We hope this will create a sense of family and belonging, particularly as we add to the faculty body. We had our first intern this month, Tessa Hilford, a sophomore studying Marketing and Graphic Design at WestConn learning about our donor database, e-marketing and general running of gallery and studio spaces. Her grandmother lives in Washington and Tessa reached out to the association. We would like our next intern to also have ties to our community, be in the arts, and either be in or have graduated from film school, as we see this as an opportunity for them to start our monthly selected member artist interview videos. We're going to be holding poetry readings and art lectures in the gallery space, and a theatre production in the Norman Sunshine Center to kick off its opening to the public in the Spring. The deadline to submit your piece into our members show is on March 1st, see our website for more details.

## **8. Membership Committee Report**

Membership Committee Chair, Barbara von Schreiber shared the following statistics regarding membership:

We have 466 current members, broken down as follows:

312 Individual Members

106 Family Members

19 Patron Members

11 President's Circle Members

8 Student Members

7 Benefactor Members

3 Champion of the Arts Members

There are 154 lapsed members and 104 members are currently taking classes

## **9. Building Project Update**

Woodrow Campbell, Building Committee Chair, reported as follows:

The Ad hoc Building Committee is as follows:

Woody Campbell

Abbey Darer Rosenwald

Sam Funk

Judy Jackson

Rod Pleasants

Darryl Wright

Many thanks to Jim Brinton for his always constructive leadership.

Our architects, GOA, have played a key role in our planning. I can't overstate the importance of their contributions.

Let's start with some technical aspects of the Bryan Plaza building:

- It is built to the lot line – there is a waiver from zoning of setback requirements.
- The

ceramic studio is built hard up against Canoe Creek. Under current regulations required setbacks from Canoe Creek would render any building on the site impractical without an environmental waiver. The upshot: there is limited or no opportunity to expand on the current site.

There are other issues:

- Egress through the side doors (works of art and material) is problematic. The road between the Association and the State Police building is a fire lane with no parking on the Association side. Whatever we do to the building, the fire authorities will not permit doors on the wall facing the police building.
- Septic. There is a small septic field under a portion of the open area between the Association and Canoe Creek. In most scenarios the septic field would have to be moved at very substantial expense to the small triangular parcel that we own of the far side of the creek.

We learned that only regulatory waiver that we have as of right is the zoning setback. On all other issues we need to make applications once plans are substantially developed. Preliminary discussions were polite but non-committal. In summary, it's effectively impossible to add any material space to a building on Bryan Plaza site.

Let's turn to programing objectives.

The Association's building needs were last assessed in the 2016-17 timeframe. Then the Washington community was characterized by its aging population. For example, Steep Rock's decision to purchase the Johnson Farm property (a few years later) was prompted in part by its perception of a need to furnish level, accessible walks for a "naturally occurring retirement community". That was the Association's audience then. COVID changed everything, bringing an influx of younger families.

The Association has an opportunity, and the Committee believes that it has a responsibility to respond to the community's changing needs. The success of the enhanced program at Gunn Memorial Library suggests a new direction for the Association.

Some further thoughts on programming needs:

- For painting and sculpture we need more storage; there is a critical need to alleviate substantial set-up and clean up burdens on the teaching staff. Easy access to the outside to facilitate moving large works of art.
- For ceramics, we need better storage, a second sink, a second kiln, and a less elongated space better adapted to teaching. Also, better access to the outside.
- Exhibitions: higher ceilings and natural northern light. At least a much linear wall space as the existing building but more would be better. Better access to move work in and out.
- Two bathrooms, one ADA compliant
- A new galley kitchen
- Accessible administrative offices with sight lines to the front door.

Desired additions:

- A digital program

- Children's programming
- Casual "community" space for meeting and discussions

The committee concluded (reluctantly at first) that these needs cannot be met on the existing footprint. Under the Committee's direction over 16 months GOA explored over a dozen alternative design proposals for the Bryan Plaza site. In every case, fully meeting any one program need compromised the others because of limited space.

We considered alternatives that expanded the building into the parking spaces to the North of the building (the end of the building that houses the painting studio). We had constructive discussions with the town, but we believe that residents will have serious objections to any loss of parking spaces. Also note that this plan produced an elongated building with serious issues on internal circulation.

Both painting and ceramics objected strongly to the lack of entrances along the long East wall.

Bringing north light into the gallery results in a saw-toothed roof line that some viewed as inconsistent with the surroundings.

We've found no economically viable solution for the septic field issue.  
Our conclusion: there's just not enough space in the Bryan Park site.

Last summer we started discussions on the Titus Road site – as we explored it the advantages became apparent. Titus Road is a green field. Setbacks and other technical issues are manageable. GOA has done very preliminary planning, blocking out the program spaces. (This is what was presented at *All That Jazz*.) All of our programmatic needs can be met on the site subject to raising the funds to build our dream building.

There's a floodplain issue that based on GOA's work and prior surveys we believe that we can design around this issue. There is an "out of sight out of mind" issue at Titus Road. Simon has strong anecdotal evidence that the Association has very few walk-ins from the Plaza. We believe that the public will be able to find us on Titus Road for openings, other events and for classes, particularly if we provide adequate parking and signage.

The Building Committee and full Board's conclusion: we enthusiastically support completing the architectural and planning work to construct a new home for the Association on the Titus Road site. Subject of course to negotiating appropriate terms for the swap transaction, and subject to fundraising.

A motion was passed that requires that the Board of Trustees increase transparency, so that all Board and Committee meeting minutes, architectural plans, studies, analyses and communications with the town be available in the office for viewing or be posted on our website.

A motion was passed that the Board of Trustees postpones all significant or binding actions relating to the facilities until the membership has had access to all the studies, costs etc. of both

renovating our existing Building and moving to another site, after which the membership will vote on any proposal.

Towards the end of the Annual Meeting a final motion was made that the Board of Trustees was in breach of the By-laws. It was pointed out that quarterly meetings and all Board meetings must be open to the membership, and that the membership must be informed appropriately in advance, and the membership can vote, assuming there is a quorum. Although the motion was seconded there was some uncertainty regarding the accurate reading and understanding of the relevant sections of the By-laws. The motion was subsequently tabled.

The meeting ended at 6:45pm.

Minutes respectfully submitted by Judy Jackson, Secretary