

## Neptune Board 2018-2019

	<b>Name</b>	<b>Position</b>
1.	Rebecca Hiltz LeBlanc	President
2.	Paul Laberge	Vice President
3.	Virginia Jones	Secretary
4.	Charlene Milner	Treasurer/Chair – Audit
5.	Rodney Belliveau	Chair – Programming Committee
6.	Mary Clancy	Chair – Advocacy Committee
7.	Pete Clive	Chair – Development Committee
8.	Chuck Homewood	Chair – Community Engagement Committee Proposed New Director
9.	Kelly Boudreau	Reoffering
10.	Kate Mullen	Reoffering
11.	Catherine Bagnell-Styles	Reoffering
12.	Sara Scott	Reoffering
13.	Tracey Jones-Grant	Reoffering
14.	Leslie Hawco	Proposed New Director
15.	Raymond Sewell	Proposed New Director
16.	Shafin Mafuz	Proposed New Director
17.	Anna Grue	Proposed New Director
18.	Krista Grant	Proposed New Director

## PROPOSED BY-LAW AMENDMENTS

Pursuant to by-law 66, the Foundation may amend by-laws at the AGM. By-law 66 reads as follows:

***66. The Foundation may, by special resolution, make new by-laws or amend or rescind these by-laws in a manner not inconsistent with the Societies Act or with the Memorandum of Association. Seven days' notice of the Special Resolution shall be sent to Members.***

The Board of Directors of the Neptune Theatre Foundation proposes the following by-law amendments for consideration at the 2018 AGM:

### 1. Current By-Law 58:

***58. The Foundation shall at each Annual General Meeting appoint an auditor or auditors to hold office until the next Annual General Meeting and such auditor or auditors shall have the qualifications of a chartered accountant or equivalent.***

Proposed Amendment

***58. The Chair of the Audit Committee shall, at each Annual General Meeting, make a recommendation to the Foundation regarding the appointment of an auditor or auditors until the next Annual General meeting. Such recommendation can include an undertaking to seek out a qualified auditor with the qualification of a chartered accountant, or equivalent, within 90 days of the Annual General Meeting, with the recommendation to be brought forward to the Audit Committee within those 90 days.***

***58. b. The Audit Committee shall exercise due diligence in its selection of an auditor or auditors and shall have the authority to appoint an auditor or auditors to hold office until the next Annual General Meeting of the Foundation.***

### 2. Current By-Law 34:

***34. A Director shall not be elected to more than four (4) successive terms as a Director unless he/she is a Member of the Executive Committee in which event he/she may be elected to no more than two successive terms as a Director following the term in which he/she was last a Member of the Executive.***

Proposed Amendment

***34. A Director shall not be elected to more than six (6) successive terms as a Director unless he/she is a Member of the Executive Committee in which event he/she may be elected to no more than two successive terms as a Director following the term in which he/she was last a Member of the Executive.***

### 3. APPENDX C - Neptune Theatre Foundation Board's Committee Structure

#### **Current paragraph 1:**

***This Committee shall consist of the Past-President, the President, the Vice President, Secretary-Treasurer, Chair of the Development Committee, Chair of the Programs Committee, and a Member-at-large (who is also a Director of the Foundation).***

Proposed Amendment

***This Committee shall consist of the Past-President, the President, the Vice President, Secretary, Treasurer, Chair of the Development Committee, Chair of the Programs Committee, Chair of the Advocacy Committee, and Chair of the Community Engagement Committee. If, in the opinion of the Nominating Committee, the separate roles of Secretary and Treasurer are not required, these two positions can be combined into a single Secretary/Treasurer position.***

Proposed Addition to Appendix C:

#### ***Community Engagement Committee***

***The Board of Directors of the Neptune Theatre Foundation has identified community engagement as a key goal for future audience development.***

***The governance mandate of the Community Engagement Committee is to develop, monitor, oversee and make recommendations to the Board of Directors related to Neptune Theatre Foundation's community engagement strategy and engagement approach.***

***The committee shall seek out opportunities within the broader community to engage subsets of our population who have not historically been engaged with Neptune Theatre, and to develop a model to facilitate community engagement.***