

River & Sky Arts in the Woods 2022, 2023, 2024 AGM-Minutes

May 21, 2025

**Zoom Virtual,
Sudbury, ON**

6:30-8:45p.m.



Present: Peter Zwarich, Alana Malcolm, Cam Rowlands, Danielle Valcheff, Leslie Bochna, Daniel Rose, Abigail Cassio, Felix Hallee-Theoret, Lara Bradley, Yasmim Ferreira, Carrie Graham, Kristina Donato, Emily Granville, Bailey Cooke, Berchmans Keaney, Daniel Rose, Emma Tomoni, Jade John, Jamie Fogal, Matt Graveline, Renee-Claude Goulet, Roxanne Taillefer, Trevor Buchmann, Ramsay Alexander

1) Welcome and call to order – Peter Zwarich, Chair (2 minutes)

The meeting was called to order at 7:00 p.m.

Moved: Lara Bradley Seconded: Leslie Bochna. Carried

2) Approval of the Agenda

Be it resolved that the Agenda of the 2022, 2023, 2024 Annual General Meeting on May 25, 2025 be approved as circulated.

Moved: Leslie Bochna Seconded: Alana Malcolm Carried.

3) Approval of the 2021 AGM minutes (June 5, 2022) – Danielle Valcheff, Secretary (2 minutes)

Be it resolved that the minutes of the 2021 Annual General Meeting held June 5, 2022, be approved as presented.

Moved: Leslie Bochna: Seconded Alana Malcolm Carried.

4) Bylaw Amendments – Danielle Valcheff, Secretary (5-10 minutes)

General Membership was presented with 22 by-law change proposals:

1. *Defining a member in good standing for ONCA compliance*
2. *Clause for membership access to records for ONCA compliance*
3. *Simplifying bylaw language and process for membership dues*
4. *Adding member appeal procedure for ONCA compliance*
5. *Adding term limit for board of directors for ONCA compliance*

6. *Adding conflict of interest procedure for ONCA compliance*
7. *Simplifying language for board of directors meetings*
8. *Adding bylaw for deemed consent and dissent for records for ONCA compliance*
9. *Simplifying and modernizing record keeping practices for board meetings and AGM (2 items)*
10. *Simplifying AGM practices while remaining ONCA compliant (6 items)*
11. *Adding a bylaw outlining e-voting rules at the AGM*
12. *Reducing quorum from 10% of the membership to the lesser of 5% of membership or 10 people*
13. *Changing notice of bylaw amendment from 7 days to 10 days for ONCA compliance*
14. *Removing u-1 voting procedures and replacing it with majority voting system*
15. *Adding a bylaw on annual review of financial statements for ONCA compliance*

Be it resolved that all 21 proposed by-law amendments be accepted and approved as presented and that they shall come into effect at the next Board Meeting immediately following the Annual General Meeting.

Moved: Leslie Bochna Seconded: Cam Rowlands Carried.

5) Review of Finances – Cam Rowlands, Treasurer (10-15 minutes)

- Review of [2024 Financial Statements](#)– Cam
- [2023 Financial Statements](#) – available for members to view
- [2022 Financial Statements](#)– available for members to view

Floor open for questions and no questions raised.

Be it resolved that the General Membership accepts and approves the Financial Report for 2022, 2023 and 2024.

Moved: Felix Hallee-Theoret Seconded: Leslie Bochna Carried.

6) Appointment of Financial Reviewer (Cam)

Resolution to Authorize the Board to Appoint an Auditor or Reviewer

WHEREAS the Ontario Not-for-Profit Corporations Act, 2010 (ONCA) requires the corporation to appoint a public accountant annually unless the requirement is waived in accordance with the Act;

AND WHEREAS the members of *River & Sky Arts in the Woods, Inc.* wish to authorize the board of directors to obtain quotes and select a qualified public accountant to conduct the required financial review engagement for the fiscal year ending on October 31, 2025;

BE IT RESOLVED THAT the membership authorizes the board of directors to:

1. Waive the audit requirement and conduct a review engagement;
2. Solicit quotes from qualified public accountants for the purpose of conducting a financial review engagement; and
3. Select and appoint the public accountant deemed most appropriate and cost-effective by the board; and
4. Report the selection to the membership at the next Annual General Meeting.

Moved: Kristina Donato Seconded: Felix Hallee-Theoret Carried.

5) Highlights from 2022-2024 – Abigail Cassio, former ED (10 minutes)

2022 Highlights	2022 Challenges
<ul style="list-style-type: none">- Reached pre-pandemic revenues and attendance- 42 acts, 18 vendors, 20 workshops, 6 food vendors and 3 art installations- Glampsites sold-out in under 10 minutes- Received funding through OTF's- Resilient Communities Fund- Accessed funding for full-time salary for our Executive- Director through the Ontario Trillium Fund's Community Building Stream.- 2 year-long, full-time interns through NOHFC's Workforce Development Stream- Received double the funds from OMIF than ever previously received- 29% of satisfaction survey respondents were new to the festival- 146 volunteers	<ul style="list-style-type: none">- Supply-chain issues caused by COVID-19 made certain things more difficult and/or expensive to access, ie. security & first- aid, generator rentals, etc.- Volunteer food supplier misquoted us and charged us a lot more than anticipated without any time to find someone else within budget- Use of CEBA loan to cover these unexpected food costs- Unreliable weather air quality low due to wildfires and flooding causing the banks of the river to recede- Health & Safety plan—underdeveloped Staff burnout

2023 Highlights	2023 Challenges
<ul style="list-style-type: none">- Increase in ticket and merchandise revenue- Diversity in headliner (Indigenous,	<ul style="list-style-type: none">- Erosion caused collapse of integral road at the venue- Repairs on structures at the venue

<p>Racialised & Francophone artists)</p> <ul style="list-style-type: none"> - Partnership with Ormuir Organics resulted in 750 lbs of organic waste diverted from landfills - Kept the artist budget the same as previous years while staying on budget - Parking & loading process was refined - Despite having no Canada Summer Jobs staff for the venue as in previous years, volunteers expertly handled the maintenance, preparation and upkeep of the venue <p>-175 volunteers</p>	<p>became necessary and rendered some structures unusable</p> <ul style="list-style-type: none"> - Discontinuation of previously accessed grants - Unforeseen year-end costs (payroll related) - Issues with bookkeeping resulting in delayed year-end statements, costs and late HST filing fees
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2024 Highlights	2024 Challenges
<ul style="list-style-type: none"> - Featured 40 acts, including fourteen emerging artists, nine local acts, ten BIPOC acts, and six Francophone acts. - Introduced a new, interactive stage/art installation by Allison Roberts, funded by the Ontario Arts Council. - Sponsorship with Cooper Equipment Rentals brought down our rental costs significantly - Reintroduction of Volunteer Food Crew resulted in major reduction of food budget - Held more workshops with higher attendance than recent years - Partnership with Ormuir Organics continued and successful Introduced of new “Fisher’s Fee” went smoothly and didn’t negatively affect ticket sales - Merch sales highest to date - Over 200 volunteers and members 	<ul style="list-style-type: none"> - Inability to sustain NOHFC positions, resulting in less full-time staff - Our artist budget remaining stagnant amidst fees resulting in less slots being filled - Missed/less funding opportunities - CEBA Loan repayment deadline solidified for end of year - Continued erosion of the riverbank - Timeline/scheduling challenges with other events held at the venue

6) Plans for 2025 – Peter Zwarich, Chair (10-15 minutes)

- Hiring staff/leads – Deadline May 22
 - 67 memberships sold so far for 2025
- Launching volunteers
- Tackling debt
 - 5 year repayment plan
 - \$14000-\$15000 annual repayment
 - Try to sell more tickets
 - Current ticket sales are moving
- Working with Fishers to build on former glampsites
- 300 artist have submitted to perform at the festival
- Working with Indigenous artist to increase booking and looking to bring Indigenous youth to the festival

7) Thank You to Retiring/Retired 2024-25 Board Members and Staff– Peter Zwarich, Chair (5-10 minutes)

- **Board Members:** Carrie Graham, past Chair, Alana Malcolm, Vice Chair, Erin Danyliw, past Treasurer, Cynthia McNichol, Spencer Shewen, and Deniz Frick
- **Big thank you to:** Abigail Cassio, Executive Director

8) Election of New Board Members – Kristina Donato, Chief Returning Officer (10 minutes)

2 of the 4 board applicants are not in attendance and did not express their regret for attendance of the AGM (Genevieve Olivia Kiessling, Meghan Willoughby). The board will reach out to Genevieve and Meghan to see if they are still interested in joining the board and will invite them to the next board meeting.

Members vote yes or no. There are currently 5 vacancies and 4 applicants.

- **Daniel Rose (he/him), Timmins**

I am a trained facilitator and owner of a small business that works with clients to develop and implement strategy. Visioning, co-creating and collaborating are my skills. along with turning vision into project plans and action.

Why: I feel passionately about the event and its values and what it stands for. I want to do my part to help ensure its ongoing resilience and growth.

- **Emily Granville (they/she/kwe), Manitowaning**

I am Odawa-Cree, I grew up on Manitoulin Island where I spent most of my life in the small rural town of Manitowaning. My mom is Odawa from Wiikwemkoong Unceded Territory on Manitoulin Island, and my dad is Swampy Cree from remote Moose Factory along the Hudson Bay. I am graduating from my Bachelor of Music at Wilfrid Laurier University with an Indigenous Studies minor. My research focuses on Indigenous archives, and honouring oral knowledge as a legitimate form of knowledge as opposed to the privilege of the written word. I am happy to say that I will be continuing into my graduate studies in Music with an Emphasis on Ethnomusicology at the University of British Columbia in the fall.

I have experience working in a governance setting and within the non-profit sector. I worked for Weengushk International Film Festival as a Festival Assistant, and then transitioned as Marketing Coordinator the following summer. I have adjudicated for organizations such as MusiCounts for the MusiCounts Band Aid Program for over 4 years, and have recently joined the Youth Advisory Committee for the Ontario Indigenous Youth Partnership Programs Makakikeda, Let's Build a Basket grants this year, where I adjudicated over 50 grants and helped determine the allocation of funds.

I am currently employed by non-profit Indigenous-led organization We Matter as the External Community Relations Liaison. At We Matter, I meet with communities and uphold reciprocal relationships; write grants, such as successfully securing four positions for Canada Summer Jobs positions and funding with Indigenous Services Canada; audits, and more. Alongside this, I have ended my term as the President of the Indigenous Students' Association at Laurier where I oversaw 9 executive members, helped secure external funding for two large successful workshops, and started the Laurier Name Change Campaign committee.

Why: I am interested in being on the River and Sky board as it aligns greatly with my ambitions as a musician, curator and scholar. I enjoy talking about subjects that align with my values, especially within the Indigenous community, regarding accessibility and diversity. I think that River and Sky could benefit from having a voice like mine, someone who has lived experience growing up rural on Manitoulin Island, with little to no access to music growing up.

- **Genevieve Olivia Kiessling (she/her), North Bay**

I'm a career graphic designer in the process of getting my Bachelor of Fine Arts (Hon) at Nipissing University. I also have a few decades of kitchen experience under my belt including working at North Star Diner. I take a personal interest in community building, food insecurity and rescue, and Indigenous Sovereignty and environmental sustainability. I identify as queer and disabled.

Why: I would love to be part of the back end of this incredible Northern Festival.

- **Meghan Willoughby (she/her), Sudbury**

I'm a 3rd year BScN student, BLS / CPR certified, and experienced in the silviculture industry. (Happy to help set up - I can deal with bugs!)

Why: Contributing to health and safety of the festival. This is my 9th year!

BE IT RESOLVED THAT the membership of *River & Sky Arts in the Woods, Inc.* hereby accepts the results of the election held on May 21st, 2025 and confirms the appointment of the following individuals to the board of directors for the terms specified:

- Daniel Rose (2 years)
- Emily Granville (2 years)

AND BE IT FURTHER RESOLVED THAT the board of directors is duly constituted and empowered to carry out the governance and affairs of the corporation in accordance with the bylaws and the Ontario Not-for-Profit Corporations Act, 2010.

Moved: Danielle Valcheff Seconded: Cam Rowlands Carried.

9) Questions – 15 minutes

The membership was given the opportunity for questions and comments, and was encouraged to get in touch with the festival any time throughout the year.

Resources for getting in touch with the festival were provided.

10) Adjourn

Peter thanked everyone in attendance.

Be it resolved that the meeting adjourns at 8:24 p.m.

Moved: Lara Bradley Seconded: Leslie Bochna Carried.