

**Learning Unlimited  
Board of Directors Meeting  
Minutes  
March 11, 2022**

**Present:** John Willson, Deb Forsyth–Petrov, Rich Bailey, Audra Hudek, Judy McCormick, Roger Tessier, Rosemary Tessier, Glenn Yaffee.

**Regrets:** Yash Sthankiya

- 1. Call to Order:** 1:30 P.M.
- 2. Motion:** Approval of the minutes of the Feb. 11, 2022, Board meeting.  
Moved by Deb, seconded by Judy. Approved.

The Board adopted this policy regarding the sharing of links:

*Purchased links are to be shared only within a household. If it appears that his policy is being violated, the Registrar can communicate this policy to the registrant. If it is determined that the policy is being violated, LUE reserves the right to cancel the registration without a refund. We recognize that some of our clientele may be elderly, or infirm or disabled and such factors may cause us to relax our policy in individual cases.*

This policy statement will be added to the FAQ on the website.

- 3. Correspondence:** no formal correspondence.
- 4. New Business**

**4.1 Updates flowing from our meeting of Feb. 11, 2022:**

- 4.1.1 Recruitment:** Glenn tabled the Nominating Committee Report. Two excellent candidates volunteered to join the Board: Jane Botsford for a Director-at-Large position and Betty Horton for Treasurer. Both were interviewed and both interview panels unanimously recommend that they stand for election at the AGM. For the rest of the slate, Roger will be the chair of the Technology Committee, and Audra will continue as Social Convener. The remaining positions will remain as they have been for the past year, except for the Registrar position. We have vacancies for the Registrar and another Director-at-Large. This coming week, the MC's will ask if anyone listening would be interested in the Registrar's position. It was noted that the job description for Registrar should be updated. Rich recommended that everyone on the slate meet the legal requirements. Roger moved and Rich seconded that we approve the slate as defined in the Nominating Committee report. It was unanimously approved.

It was noted that the by-laws state the slate should be approved at the AGM. However, if vacancies occur between AGM's, the Executive can appoint new members to the Board, and this is confirmed at the A.G.M.

**4.1.2 Board member mentoring:** John will mentor the new Treasurer. Since the new Director-at-Large expressed interest in the Curriculum Committee, Judy offered to mentor her.

**4.1.3 Board Member Testimonials Update:** Glenn reported that this project has been much more work for him and Len Klohek than they expected. He also now has some reservations about its usefulness.

**4.2 AGM Planning:** the by-laws require us to give the members 3-weeks' notice before the AGM. We do not want to send out that notice before we know when we will be ready. However, we want to schedule this meeting as soon as possible so we have a reasonable chance of attracting a quorum (20 members). The previous president, Glenn, noted that the previous recording secretary prepared the materials for the AGMs, so the responsibility for this must be Rosemary's. We realized that the Minutes for last year's AGM are not posted on the website. Rosemary will talk to the previous Secretary, Ann McElhinney about the AGM Minutes and the rest of the materials needed for the 2022 AGM. An ad-hoc committee for AGM preparation, consisting of Rosemary, Roger, John and Rich was appointed.

We know we need the year's financial statements for this meeting, and these must be reviewed. Deb knows someone she can ask to do this. John and Deb will meet off-line to set out what we need from the reviewer.

Roger identified a set of documents he has that appear to have information from the last AGM. He will forward these to Rich.

**5. Treasurer's Report:** John reported that the annual financial statement has been prepared but needs to be reviewed for the AGM. We do not need a full audit, but we do need a qualified person to review the statements and sign off on them. As noted above, Deb knows someone who may be qualified and might be willing. John and Deb will collaborate off-line to define what the reviewer would need to do.

Our financial position is excellent, but we may need to spend considerable amounts to replace the software needed for registration and to subsidize attendance at Fairfield.

**5.2 Small/recurring payment policy approval:** We rely on our volunteer members to pay these amounts and await reimbursement from LU. We considered using a credit card, or debit card, or post-dated cheques to handle, e.g., ZOOM monthly payments. We settled on an e-transfer system that John and the new Treasurer, Betty, can work out.

## **6. Committee Reports:**

### **6.1 Technology:**

Roger tabled the report, with input from Len. Roger asked for and received agreement that there be a private area on the website that would act as a repository for documents for Board members to read and a place for discussion. Roger proposed individual Zoom sessions to introduce Board members to this feature. This idea was accepted.

### **6.2 Curriculum:**

Judy tabled the report. The Winter 2022 series is almost finished. Surveys will be done at the final lectures and results will be available at the next Board meeting. MC's will continue to ask for volunteers. Fall 2022 lecture series are now on the website. Preparation for the Winter 2023 series is on-going.

**6.2.1 Live lectures at Fairfield:** there are many issues to address. We need to either pay for a new customized registration system or pay for something like Eventbrite. We need to find out exactly what the capacity at Fairfield will be. That will define what we would charge and if we should subsidize this first time. We will definitely need more volunteers for an in-person presentation. Perhaps offering a priority position for registration would attract volunteers. Audra will check with Fairfield about serving refreshments possibly in the cafeteria and/or the library.

One of the speakers for the Fall 2022 series, Mike Daley, is willing to present either in person at Fairfield, or on-line with ZOOM. He is likely our choice if we do try an in-person this fall. In that case, we will undertake to have him present on the Beatles again on ZOOM in a later series.

We agreed we would have a final vote on this issue at the April board meeting.

**6.2.2 Copyright Letter:** the main issue is the removal of the indemnity clause. Legal opinion is divided on the wisdom of this. The Committee feels we do not have enough information yet to rewrite our letter. We have changed the name to Speakers' Agreement.

### **6.3 Registration:**

The report was tabled by Yash, who was unable to attend the meeting. The final registrant total for the Winter 2022 series was 681.

It was emphasized that LUE currently does not have a registration system, since Aborg removed the old system. This would be an issue if we try a return to in-person at Fairfield.

### **6.4 Corporate Secretary:**

Rich tabled a report. He is concerned about our privacy practices and if they might conflict with our privacy policy on occasion. He will write up a proposed Policy change and send it first to Roger.

He also reported on the requirements in the by-laws for the timing of the AGM: not more than 15 months after the one of the preceding year. A special provision because of Covid extended the period to 18 months. He also noted that the by-laws require us to give the membership notice of the AGM 3 weeks before it is held. This was noted in the section above: AGM Planning.

**6.5 Third Age Network:** LU concerns about the possible new Speakers' Agreement are mentioned above, under Copyright Letter.

Deb attended a TAN planning meeting. She reported the plans are good, but they do not have the resources to implement them. Deb requested permission to share this plan with our fellow members. Permission was denied. Permission will be granted at a future date once more detailed information becomes available.

**7. Next Board Meeting:** Friday, April 1 at 1:30 p.m.

**8. Adjournment:** 4:00 p.m.