

Calgary Arts Academy Society

Board Minutes for the Regular meeting held at Eau Claire Market in Frankie Thomas' Art Gallery on September 17, 2011

Frankie is Board Director who has graciously offered this space for the meeting.
Thank you Frankie!



Present:	Todd Hirsch	co-Chair
	Rob Roach	vice-Chair, Treasurer
	Lynn Renner	School council
	Patti Wardlaw	School Council
	Heather Campbell	Director
	Ken McNeill	Director
	Frankie Thomas	Director
	Al Wahlstrom	Director
Staff:	Dale Erickson	Superintendent
	Garry Schock	Secretary-Treasurer
	Josh Van Beers	Principal
	Kevin Loftus	Communications / Registrar
Guests:	Lori Abernethy	CAA Foundation member 9:40
Regrets:	Pat Cavill	co-Chair
	Teri Basi	Board Secretary
	John Gulak	Director
Meeting Scribe:	Garry Schock	

This meeting is a subset of the Board Retreat scheduled for the day.

1. Call to Order

A quorum was present so the meeting was called to order at 09:50 by Todd Hirsch.

2. Approval of Agenda – approved as circulated

3. School Presentation – None

There will be a presentation by one of our Educators later in the day as part of the retreat, of their trip to China this past summer where they taught English as a Second Language through Arts Immersion.

4. Consideration of Consent Agenda

MOTION: that the Consent Agenda be filed
Moved by: Rob
Carried

5. Decision Items

a) Date for AGM and other Regular Board meetings

- Oct 18, 2011 Regular Board Meeting
- Nov 22, 2011 Regular Board Meeting & AGM
- Dec 20, 2011 Board celebration
- Jan 17, 2012 Regular Board Meeting
- Feb 28, 2012 Regular Board Meeting
- Mar 20, 2012 Regular Board Meeting
- Apr 17, 2012 Regular Board Meeting
- May 15, 2012 Regular Board Meeting
- Jun 19, 2012 Regular Board Meeting
- Jul 2012 no meeting planned
- Aug 2012 no meeting planned

6. Reports submitted at meeting

- #### a) Treasurer's Report Filed
- Yearend Financials not yet ready, written report only
 - Audit field work scheduled for the week of Oct 12-17
 - A question was raised by a Director about the School's/ Board's procedures when procuring major assets e.g. portables just put in at Knob Hill; whereas the Board was asked to approve \$40k from reserves to acquire the portables and whereas CAA's final contribution will be around \$70k, the Director was wondering about the Board's accountability to the initial process of approving the scope of work and budgeted dollars; would like to see better due diligence up front.

b) Board Committee Reports

- i. Facilities Committee - to be addressed later in the day as part the Retreat.

7. Discussion Items

a) Consolidated financial statements: Society & Foundation

Instructions from AB. Ed. in regards to completing the Audited Financial Statements

- ...“**Note disclosures for foundations:** Foundations need to be disclosed in the notes to the financial statements in accordance with CICAHB Section 4450 for reporting of controlled and related entities by not-for-profit organizations. The disclosures may include: whether the foundation is a controlled entity, whether it is consolidated, and the reasons for not consolidating the foundation.”

Two reasons for consolidating:

- Readers of the financials want to know who is a related entity to determine if there might be some off Balance Sheet accounting, i.e. values that should be on the true owners financial statements but might be parked on the others which wouldn't give a true picture.
- The other difficulty by not consolidating is the same transaction might be reported twice e.g. the Foundation raises \$20k and passes it on to the School, the Foundation would report \$20k in revenue and so would the School; the purpose of consolidating is to eliminate one of the flow through entries so you end up with only one set of values.

In the above example, if a reader were looking at both Financial Statements side by side, it would appear as if a total of \$40k were raised, but in reality it was the same \$20k going through both entities. Consolidating the statements would eliminate one of the entries so that the sum of both financial Statements would only show the \$20k once which is the reality.

Reasons for not consolidating:

- It is a lot more work to consolidate which increases costs and time,
- In the short term, there would be an increase to the auditing time and costs because it would include auditing both entities, (in the long term the Foundation would probably be audited on its own accord anyway),
- May take autonomy away from the Foundation until it changes its bylaws.

The Auditor will help us make a decision which direction we choose as part of the audit exercise.

8. Other Information

- a) Cinq-a-Sept has been booked at Cantos for October 20, 2011. It was pointed out that this is the same night as the social of the opening night of the Alberta Charter School conference. This information was known at the time of the booking.

9. Adjournment – 10:30

(To be APPROVED at the October 18, 2011 meeting)

Teri Basi, Board Secretary _____ ORIGINAL SIGNED _____

Todd Hirsch, co-Chair _____ ORIGINAL SIGNED _____

