

<b>TO:</b>	<b>CHAIR AND MEMBERS INVESTMENT AND ECONOMIC PROSPERITY COMMITTEE AUGUST 14, 2012</b>
<b>FROM:</b>	<b>HARVEY FILGER DIRECTOR OF CORPORATE INVESTMENTS AND PARTNERSHIPS</b>
<b>SUBJECT:</b>	<b>MUSEUM LONDON BY-LAW</b>

<b>RECOMMENDATIONS</b>
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That, on the recommendation of the Director of Corporate Investments and Partnerships, the following actions **BE TAKEN** with respect to the governing legislation for Museum London:

- (a) The Museum London Report attached as Appendix "A" to this report **BE RECEIVED**. This Report outlines additional recommended amendments to the proposed Museum London by-law to revise the *London Regional Art and Historical Museums Act 1989*, S.O.1989 c. Pr24 from those that were recommended to Council on August 29/30, 2011; a certified copy of a Museum London Board Resolution for the approval of the Proposed Museum London By-law and Report; and an outline of the process followed to respond to the Council Resolution of August 29 and 30, 2011,
- (b) The draft Museum London by-law to revise the *London Regional Art and Historical Museums Act 1989*, S.O.1989 c. Pr24 attached as Appendix "B" **BE RECEIVED** and be referred to a Public Participation Meeting of the Investment and Economic Prosperity Committee on September 11, 2012.

<b>PREVIOUS REPORTS PERTINENT TO THIS MATTER</b>
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- Communication from Museum London with respect to a request for the passage of a by-law to upgrade Museum London's governing legislation as it relates to BILL Pr16, *An Act Respecting London Regional Art and Historical Museum - Community and Neighbourhoods Committee*, May 17, 2011.
- Museum London Bylaw Report to CNC July 19, 2011 which was referred to a public meeting of the CNC on August 16, 2011.

<b>BACKGROUND</b>
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*"At its meeting held on August 29, 30, 2011, Council resolved:*

*"7. That the proposed by-law to continue the London Regional Art and Historical Museums as Museum London, BE REFERRED back to Museum London to:*

- (a) *undertake additional consultation with the public and affected stakeholders; and,*
- (b) *consider the following direction based on the public submissions to the Community and Neighbourhoods Committee:*
  - (i) *the continued representation on the Museum Board and Nominating Committee from the Museum London volunteers and Canadian Artists' representation; and,*
  - (ii) *the terms under which appointed Members may be removed from the Board by Municipal Council, if required;*

it being noted that the Community and Neighbourhoods Committee (CNC) heard verbal delegations from the following individuals with respect to this matter:

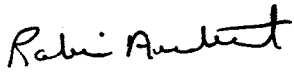

- M. Lake Collins, President, the Volunteer Committee to Museum London, and received a communication, dated August 8, 2011, as included as item 23(f) on the CNC added communications agenda;
- J. Hubbard, London Artist, 565 Leyton Crescent, and received the attached communication dated August 16, 2011, the attached petition signed by approximately 104 individuals, supporting the representation of artists on the Museum London's Board of Directors, (the entire petition is on file in the City Clerk's Office), as well as the points addressed in his submission as included as item #23(e) on the CNC added communications agenda; and,
- B. Meehan, Executive Director, Museum London;

it being further noted that the CNC received written communications from the following individuals with respect to this matter:

- S. Martin, 260 Sydenham Street;
- L. Brown, London Museum Volunteer;
- W. Thomas, Creative Art & Frame, 109 Fanshawe Park Road East;
- C. A. Leith, President of the Volunteer Committee; and,
- S. Hubbard Krimmer, CEO and Chief Librarian, London, Public Library. (7/14/CNC) "

Museum London wishes to update its legislation, which was passed in 1989 through the creation of a City by-law as provided for in Section 216 of the *Municipal Act* rather than using the previous private legislation approach. The Museum London Report attached as Appendix "A" to this report, outlines additional recommended amendments to the proposed by-law to revise the *London Regional Art and Historical Museums Act 1989*, S.O.1989 c. Pr24, which is attached to the Museum London Report as a result of the August 29/30 Council Resolution, as well as the process followed to respond to the Council Resolution of August 29/30, 2011. It also contains a certified copy of a Museum London Board Resolution for the approval of the Proposed Museum London By-law and Report.

It is being recommended that the draft Museum London by-law to revise the *London Regional Art and Historical Museums Act 1989*, S.O.1989 c. Pr24 attached as Appendix "B" be referred to a public participation meeting of the Investment and Economic Prosperity Committee on September 11, 2012.

<b>PREPARED BY:</b>	<b>RECOMMENDED BY:</b>
	
<b>ROBIN ARMISTEAD MANAGER, CULTURE AND MUNICIPAL POLICY</b>	<b>HARVEY FILGER DIRECTOR OF CORPORATE INVESTMENTS AND PARTNERSHIPS</b>

## APPENDIX A

### REPORT REGARDING THE CHANGES TO THE *"PROPOSED REVISIONS TO MUSEUM LONDON'S ACT OF INCORPORATION (BILL PR 16)*

*30 July 2012*

A report was submitted to City Council by Robin Armistead and Jennifer Smout on August 29 and 30, 2011. City Council referred this report back to the Museum London Board of Directors for clarification and further consultation with the community. That consultation has taken place and this report is submitted with the following board recommended amendments to the draft Museum London By-Law previously submitted.

The consultation process that Museum London followed to respond to the Council Resolution included having the resolution reviewed by Museum London Board, reviewing the proposed bylaw with affected stakeholders who spoke to Council about proposed bylaw, and posting the proposed bylaw in our enewsletter, on our website and through the London Arts Council portal for public feedback. We received two responses and were able to provide satisfactory answers to those two individuals, one who asked about our 2001 name change and the other who was asking about the make-up of our board committees.

#### **4. Board of Directors**

The proposed revisions to this section originally stated that it was to include "removing the appointed seats on the Museum London Board (with the exception of the City Council seat) although the Museum will continue to recruit members from these constituencies".

This has changed to "removing the appointed seats on the Museum London Board of the London and Middlesex Historical Society, and the London Historical Museums Association". The London Historical Museums Association ceased operations in 1995 and can therefore no longer appoint Board members and the London and Middlesex Historical Society has asked to have a non-voting advisory role to the Board which would not be part of the Act.

The other appointed seats (one person from City Council, one person appointed by and from The London Public Library Board, one person elected by and from Canadian Artists' Representation, two persons elected by and from the Volunteer Committee of the corporation) would remain.

We have and continue to consult directly through one-on-one meetings with these groups regarding their relationship to the Museum London Board and to the Museum

and feel at this time that their continued presence on the Board is a valuable asset to the organization.

As well, it should be noted that the requirement that one of the Board members “shall be a professional artist who resides in the City of London or the County of Middlesex and who is not a member of Canadian Artists' Representation” will remain in effect as well.

#### **8. Nominating Committee**

The proposed revisions to this section, specifically Section 8.1, originally stated that “the board shall establish a nominating committee which shall consist of five members and shall include the chairperson of the board, the executive director of the corporation, the nominee of the City, and two directors designated by the board, one of whom shall be appointed chairperson of the nominating committee by the board”.

This has changed to “the board shall establish a nominating committee which shall consist of five members and shall include the chairperson of the board, the nominee of the City, and three directors designated by the board, one of whom shall be appointed chairperson of the nominating committee by the board”.

Additionally, regarding item 7 (ii) in the Council Resolution, we do not feel there needs to be any additional terms under which appointed members may be removed from the Board by Municipal Council.

Submitted by

Brian Meehan  
Executive Director, Museum London

**MUSEUM LONDON BOARD RESOLUTIONS  
FOR THE APPROVAL OF THE PROPOSED MUSEUM LONDON BYLAW AND REPORT**

**RESOLUTION ONE (March meeting)**

Brian Meehan advised the Board that the City required approval by the Museum Board of changes to the *"Proposed Revisions to Museum London's Act of Incorporation (Bill Pr 16)"*, the report originally submitted to the City Council on August 29 and 30, 2011 in order to move forward with the By-Law that changes the Act. He also advised that a meeting is scheduled for Friday, March 30, to discuss whether it was possible to include powers to transfer the endowment funds to the Foundation in the by-law. He circulated a document highlighting the changes as follows:

*Regarding the changes to the "Proposed Revisions to Museum London's Act of Incorporation (BILL Pr 16)", the report that you and Jennifer Smout originally submitted to the City Council on August 29 and 30, 2011, please note the following board recommended amendments to the draft Museum London By-Law previously submitted.*

**4. Board of Directors**

*The proposed revisions to this section originally stated that it was to include "removing the appointed seats on the Museum London Board (with the exception of the City Council seat) although the Museum will continue to recruit members from these constituencies".*

*This has changed to "removing the appointed seats on the Museum London Board of the London and Middlesex Historical Society, and the London Historical Museums Association". The London Historical Museums Association ceased operations in 1995 and can therefore no longer appoint Board members and the London and Middlesex Historical Society has asked to have a non-voting advisory role to the Board which would not be part of the Act.*

*The other appointed seats (one person from City Council, one person appointed by and from The London Public Library Board, one person elected by and from Canadian Artists' Representation, two persons elected by and from the Volunteer Committee of the corporation) would remain.*

*We have and continue to consult directly through one-on-one meetings with these groups regarding their relationship to the Museum London Board and to the Museum and feel at this time that their continued presence on the Board is a valuable asset to the organization.*

*As well, it should be noted that the requirement that one of the Board members "shall be a professional artist who resides in the City of London or the County of Middlesex and who is not a member of Canadian Artists' Representation" will remain in effect as well.*

**8. Nominating Committee**

*The proposed revisions to this section, specifically Section 8.1, originally stated that "the board shall establish a nominating committee which shall consist of five members and shall include the chairperson of the board, the executive director of the corporation, the nominee of the City, and two directors designated by the board, one of whom shall be appointed chairperson of the nominating committee by the board".*

*This has changed to "the board shall establish a nominating committee which shall consist of five members and shall include the chairperson of the board, the nominee of the City, and three directors designated by the board, one of whom shall be appointed chairperson of the nominating committee by the board".*

**11. Powers of the Board**

*In clause (e) language has been included ("(e) to permit the transfer of endowment funds to the Museum London Foundation Board") that gives Museum London the ability to transfer endowment funds from Museum London to the Museum London Foundation, as the Foundation didn't exist when the current Act was established.*

*It is our intention to ask that this language be added to the Act and we will be meeting with City administration on March 30, 2012 to review this matter.*

*Regarding item 7 (ii) in the Council Resolution, we do not feel there needs to be any additional terms under which appointed members may be removed from the Board by Municipal Council.*

*The proposed changes to our Act will be advertised in our enewsletter and through the London Arts Council portal for public feedback.*

MOVED by Adam Caplan

SECONDED by Helen Pearce

That the changes to the "Proposed Revisions to Museum London's Act of Incorporation (Bill Pr16) as set-out above be approved

An amendment to the motion to vote separately on the changes related to the transfer of the endowment funds given the uncertainty as to whether they can be included in the by-law be voted on separately was

MOVED by Adam Caplan

SECONDED by Greg

Ludlow

CARRIED

MOVED by Adam Caplan

SECONDED by Greg Ludlow

That the changes to the "Proposed Revisions to Museum London's Act of Incorporation (Bill Pr16) related to Board of Directors (4)as follows:

*From "removing the appointed seats on the Museum London Board(with the exception of the City Council seat) although the Museum will continue to recruit members from these constituencies" to " removing the appointed seats on the Museum London Board of the London and Middlesex Historical Society, and the London Historical Museums Association",*

and related to Nominating Committee (8) as follows:

*From "the board shall establish a nominating committee which shall consist of five members and shall include the chairperson of the board, the executive director of the corporation, the nominee of the City, and two directors designated by the board, one of whom shall be appointed chairperson of the nominating committee by the board" to "the board shall establish a nominating committee which shall consist of five members and shall include the chairperson of the board, the nominee of the City, and three directors designated by the board, one of whom shall be appointed chairperson of the nominating committee by the board".*

MOVED by Adam Caplan

SECONDED by Greg Ludlow

That language be included in the Act to permit the transfer of endowment funds to the Museum London Foundation Board.

CARRIED

MOVED by Helen Pearce

SECONDED by Kadie Ward

That the report of the Policy Committee be accepted.

CARRIED

## **RESOLUTION TWO (June meeting)**

*That the Board approve the London Middlesex Heritage Society request to remove their appointed Board seat and to assume an advisory role regarding heritage matters and Museum London.*

MOVED by Kadie Ward

SECONDED by Helen Pearce

that the London Middlesex Heritage Society request to remove their appointed Board seat and to assume an advisory role regarding heritage matters and Museum London be approved.

CARRIED