



Imperial Theatre Inc.

Théâtre Impérial Inc.

NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS

The Annual General Meeting of the Members of Imperial Theatre Inc. will be held

Thursday, October 25, 2018

5:00 p.m.

**Imperial Theatre
12 King Square South**

Saint John, New Brunswick

Enclosed please find:

- the Agenda for the meeting
- Minutes of the Annual General Meeting of October 26, 2017
- Nomination form
- [Corporate Members only] a Proxy form

Complete audited financial statements will be available at the meeting.

The Nominating Committee will propose candidates for election as Directors to fill vacancies on the Board. Should you wish to make an additional nomination, please note that it must be received by the Theatre no later than 5pm on Friday, October 19, 2018.

While there is no need to attend this meeting, you would be more than welcome! If you have any questions in advance of the meeting, please don't hesitate to call.

Please **R.S.V.P.** to **674-4121** or admin@imperialtheatre.ca

if you plan to attend the meeting

Imperial Theatre Inc.
ANNUAL GENERAL MEETING OF MEMBERS

Thursday, October 25, 2018

5:00 p.m.

AGENDA

1. Call to Order
2. Approval of Minutes of the Annual General Meeting of October 26, 2017
3. Business arising from the Minutes
4. President's Annual Report
5. Treasurer's Annual Report
6. Review and Approval of the 2017-2018 audited financial statements
7. Appointment of Auditors
8. Executive Director's Annual Report
9. Nominating Committee Report
10. Election of Directors
11. Other Business and questions from the Members
12. Adjournment

**Imperial Theatre Inc.
Annual General Meeting of Members
Thursday, October 25, 2018 5pm
Imperial Theatre – Upper Lobby**

Call to Order

The meeting was called to order at 5:03pm by Mr. Bishop, who chaired the meeting.

Approval of Minutes

RESOLVED that the minutes of the 26 October 2017 Annual General Meeting be approved as presented [Flarow/Riven]

CARRIED

Business Arising from the Minutes

None.

President's Annual Report

2017-2018 was another successful year, and eventful year for the Theatre – work on the Façade was completed, roof repairs were done, planning for future improvements are underway, and our first contract with our newly certified union was negotiated.

I will leave the details of the financials to our Treasurer, Peter Gaulton, to present, but I do take pleasure in stating that we came in almost right on budget.

I will also leave discussion of the details of the year for presentation by our Executive Director, Angela Campbell. But I take pleasure in reminiscing about the great shows that took place at Imperial in the past year – many that I know personally, as I attended them, but also from the stories and feedback I heard about the shows that I didn't attend.

Where I will spend a little bit of time is in saying thank you:

- Thank you to all of our donors and sponsors – we definitely couldn't manage to run the operation that we run, nor maintain that beautiful building as we do, without your assistance.
- Thank you to all of those who have attended events at the Imperial. Everything we do is to Enrich, Engage, and Inspire our community and I hope that you feel that way when you attend events at the Imperial.
- Thank you to the staff and volunteers of Imperial. Not only are you the face of the Theatre, but also the heart that keeps it running smoothly.
- Thank you to three of our Board members who are stepping down from board of directors this year: Li-Hong Xu, Barb Keir and Gary Caines
- And finally, I would like to thank and congratulate our Executive Director, Angela Campbell, on a very successful first year in the role.

Submitted by Derrick Bishop, President

Treasurer's Annual Report

A brief review of Imperial Financial statement to June 30, 2018:

- Presenter revenue was down slightly to \$379,000 but rental revenue increased to \$335,000.
- Total revenue up from \$1.829 million to \$1,884 million, an increase of 3%
- Total expenses up from \$1.754 million to \$1,873 million, an increase of 1%.
- Government grants make up 32% of Theatre income; Foundations 8%, including \$137,000 from Imperial Theatre Foundation; Sponsors 7% and Donations 3%.
- A bank Line of Credit was reduced from a temporary \$500,000 to the original \$50,000 with the completion of façade repairs.
- Statutory remittances were reviewed and found to be in order.
- The job of the Treasurer is made easier by the quality of the accounting controls in place.
- Auditors Teed Saunders Doyle put no qualifications on this year's audit.
- Few year-end adjustments were required.
- Thank you to the Board and Committee members.

Submitted by Peter Gaulton, Treasurer

Appointment of Auditors

**RESOVLED that Teed Saunders Doyle be appointed as auditors for 2018-2019 [Gaulton/Derek Oland]
CARRIED**

Executive Director's Annual Report

For the 2017-2018 Season, Imperial Theatre was in use with generated revenue: 186 days, which includes 134 public performances, 23 private events and 37 technical set-up and rehearsal days.

- Focus on building subscriber base is showing results:
 - 2014-2015 – 151
 - 2015-2016 – 165
 - 2016-2017 – 206
 - 2017-2018 – 220
- Presenting a season of 39 public shows, 4 school shows and 12 Retro Films. It was a diverse season including musical theatre, jazz, circus, dance and music from around the world and Canada, enabling us to reach a wide range of audiences.
- Mystery Concert "Rosie and the Riveters" year three continues to be a popular choice selling 276 tickets with 272 staying.

- Year 5 of the Retro Film Series continues to be popular. We continued our sponsorship with the Sea Dogs again this year, and we partnered with SNB and Open Arts on a Halloween film – Nosferatu with a live Orchestra. It was very well received with 214 tickets sold.
- We continued our partnership with SNB and SJTC to include them in our subscription series. This is proving to be advantageous for all three organizations in terms of sharing advertising as well as increasing options for patrons and enhancing customer service.
- Season 24 was also the year of the Canada 150 celebrations. Imperial took part in the Atlantic Presenters Association Canada 150 Touring Series which provided grant opportunities to expand our programming to include a series of shows that specifically represented all the provinces in the country, told our history, celebrated our diverse cultures and shone a light on the indigenous artists in our nation.
- We continue to build our education and outreach activities including intergenerational events, dance, theatre and music workshops, post-show kitchen parties and “conversations with inspiring artists”. In addition to all of these incredible activities we continue to expand on our education series and continue to work the PALS program.
- Overall it was an excellent year for ticket sales with many shows hitting or surpassing budget. A few shows did not perform as well as expected.
- We had a total of 47 Rental clients use the facility last season using a total of 112 days, 30 of which were local groups or companies. Clients like Symphony NB and Saint John Theatre Company use multiple days and most clients saw exceptional ticket sales. We also had many new corporate clients such as BMO and Civilized, who rented the theatre for a town Hall with Chelsea Handler in June with great success. Many big name professional tours came through last season including Chris Hadfield, Jim Cuddy, Alan Doyle and Jeff Tweedy, all selling out and with high-ticket prices.

STAFF: Restructuring – At the beginning of the season as I began my role as Executive Director, I met with all Department Head Managers to collectively build a plan to restructure the management staff and their responsibilities. Most of this was in an attempt fill the gaps left with me moving in the job of ED.

As part of the plan we created a sponsorship coordinator position to fill one of the major tasks I was previously responsible for. Sarah Mackie was hired in August of 2017 and did an excellent job in sponsorship recruitment and management of the sponsorship and advertising programs.

A major part of the year was spent actively negotiating the terms of the Collective Bargaining Agreement with the Stage Crew who unionized under the IATSE 680 Local. The process was long and continued into the summer of 2018, with the Final Agreement finally being signed in Sept 2018.

I'd like to take this time to express thanks to all of the staff of Imperial for their trust and enthusiasm in embracing the change not only of new ED but also of some of the large organizational changes we've made over the last year. The staff of Imperial are the reason this organization has been able to maintain its operations so successfully for over 24 years.

FUNDING: I'd like to acknowledge the following Foundations and thank them for their support this season in helping fund our education and outreach programs:

James Venner Russell Foundation

McMurray Foundation

NB Children's Foundation

UCT Jack Kidd Council 775

Rotary Club of Saint John

Capital Projects:

Roof – Leaking became an issue in the fall of 2017, when it was determined that the storm drain membranes of each of the theatres roofs needed to be replaced. Dowd Roofing was engaged and funding secured from the Regional Development Corporation, ACOA and Imperial Theatre Foundation. The repairs were fully funded at just over \$109,000, and completed in the spring. I'm happy to report that the leaks have stopped.

New Stage Cloth and Sound Consoles – Cultural Spaces provided a funding grant to help replace the current stage cloth and main curtain and well as the failing sound boards. The new stage cloth will not need to be treated for with fire retardant as the previous cloth did, saving the Theatre tens of thousands of operational dollars over the next 25 years not having to pay for these services.

Marquee – Imperial worked with EXP Architects to develop and design a new marquee for the front of the building and to complete Phase Three of the restoration project. The Saint John Heritage Board has approved the design and also approved a technology upgrade to digital signage. Moving to a digital sign that can be programmed from inside the building will eliminate a major safety concern, as the current marquee requires a staff member to go out on a ladder and physically change the magnetically letter frequently – often daily. Fundraising plans are now begin developed.

Main Lobby – Imperial is also working with EXP to redesign and update the lobby. The main deficiencies being addressed are: New placement of the Box Office to the rear of the lobby to better serve clients and direct traffic; relocate the Concession on the main level to the side and to install hand wash stations and sinks; purchase industry standard equipment for the Concession stands; increase washroom sizes to meet accessibility standards; and refresh paints and floors. Rendering and architectural plans are complete and development of fundraising strategies is understood.

Submitted by Angela Campbell, Executive Director

Joint Nominating Committee Report

Mr. Bishop presented the Joint Nominating Committee Report:

RESOLVED that, there being no nominations from the floor, it is MOVED:

THAT Michelle Flarow be accepted as the appointee for Grand Bay-Westfield for a term to be determined by Brand Bay-Westfield;

THAT Nancy Riven be nominated as a director for a 3-year term expiring at the AGM in 2021;

THAT Derrick Bishop be nominated as a director for a 3-year term expiring at the AGM in 2021;

THAT Robert Young be nominated as a director for a 3-year term expiring at the AGM in 2021;

THAT Nick Doyle be nominated as a director for a 3-year term expiring at the AGM in 2021;

THAT Chelsea Seale be nominated as a director for a 3-year term expiring at the AGM in 2021;

THAT Scott Thomas be accepted as the appointee for Rothesay for a term expiring on 31 October 2020;

THAT Tiffany Hodge be nominated as a director for a 3-year term expiring at the AGM in 2021;

THAT Eleanor Austin be nominated as a director for a 3-year term expiring at the AGM in 2021;

THAT Robert Young be appointed as the Theatre’s representative on the Imperial Theatre Foundation’s Board

THAT for the ensuing year, expiring at the 2019 AGM, the Executive Officers of the Theatre be as follows (and comprise the Executive Committee): President – Derrick Bishop; Vice-President – Dr. Joanna Everitt; Secretary – Nancy Riven; Treasurer – Peter Gaulton [MacDonald/Copeland]

CARRIED

Other Business and Questions from the Members

None.

The meeting was adjourned at 5:45pm.

Minutes taken by
Ralph MacLean
25 October 2018