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**Kitimat Museum & Archives**

# **ORGANIZATION MANUAL**

## **ORGANIZATIONAL MANUAL**

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## 1. INCORPORATION

- 1.1. Society Act Incorporation No. S008205
- 1.2. Date of Incorporation: December 15, 1968
- 1.3. Federal Charitable Business Number/Registration/Tax No.: 118983626 RR 0001

## 2. HISTORICAL PROFILE AND FUTURE PLANS

### 2.1. A BRIEF HISTORY OF THE KITIMAT MUSEUM & ARCHIVES

The Kitimat Museum & Archives finds its roots in the community dating back to 1965, as a project designed to celebrate Canada's Centennial Birthday in 1967.

In January of 1965, a Kitimat Centennial Project Committee, headed by Herbert (Bert) Lange, was established to select a project for Kitimat to pursue as a Centennial Project. The Provincial and Federal Governments were offering funding for Centennial Projects and Kitimat set itself on the road to find a project that fit within the funding guidelines.

Initially the Committee selected a proposal put forward by the Jaycettes. This proposal was to see a square and a pedestrian park constructed in City Centre. As planned the square was to feature two murals, commemorating both Kitimat and Canada, a fountain, benches, gardens and trees.

Municipal Council adopted this project and work began in bringing it together. However, by early 1967, Council reconsidered the square idea and decided that it would be preferable to develop something that could be used throughout the year. By August of that year the Park proposal had been abandoned and new plans were being considered.

The Lion's Club proposal for a Museum Information Centre was selected over all other suggestions. Among the other proposals was an observation tower for viewing Douglas Channel, a roof for the YMCA swimming pool, a sewage disposal plant, covered walkways for City Centre and a renovation of Hospital Beach.

Why was the Museum proposal selected over all the others? Council decided that it was the plan that would offer the most continuous public use. In the Lion's Club presentation to the Centennial Committee, then President John Walbergs said: "this fine building will not only stand in the centre of our town to mark this Centennial occasion, but it will also continuously serve the people and industries of the area and also provide a much-needed service to the visitors and tourists who come to Kitimat."

Walbergs went on to say that "As the town is a mere 14 years old, it is still possible to obtain items which will depict the story of Kitimat from its inception. Also, the town will continue to grow and in the coming years many historic occasions will be captured and preserved at the time they occur."

By October of 1967 an architect had been hired and in December the property had been purchased from Alcan. The building, originally planned to have a basement, was designed instead as a two-storey structure. The street level was to serve as an archives and information centre, with the upper floor serving as a display area and conference room.

In 1968, a construction contract was awarded and on October 9, 1969, the Museum was officially opened by Mayor Sam Lindsay. From its very beginning, the Museum (a registered non-profit society governed by a Board of Directors) elected from its membership.

When Mayor Lindsay officially opened the Kitimat Centennial Museum, the Centennial Committee presented the Museum with its first artifact - a four-foot totem pole carved by Haisla Artist Sammy Robinson. The pole, originally exhibited in Montreal during Expo '67, can still be seen on display in the Museum's gallery. Since that time the Museum collection has grown considerably in museological and archival holdings and the visual arts that together tell the story of Kitimat's natural and cultural history. The archival collection details many of the events of the Kitimat story. Within the archives is a large photographic collection.

Artifacts on display are accessible to the public, but each year additional steps are taken to increase access while maintaining museological standards as per custodial responsibility. Some artifacts have been added to the Museum's teaching collection. Access to the archives and photographs is provided through research requests submitted to staff for searches as to the Museum's holdings. Access is provided to information files, and the researcher is encouraged to review first hand search results – files, photographs, documentary materials. The artifacts for the most part are on permanent exhibit in the lower gallery. The remainder of the collection is in storage.

The permanent exhibits are designed to tell the story of the Power Project with construction of town and smelter. Visitors may also explore the arts and technology of the Haisla First Nation and early settlement of the Valley. Valley prehistory presented through fossils and geological specimens is coming soon. Visitors will be able to view the fossils that have allowed us to determine the age of the Valley and identify the geological processes that were involved in shaping it.

Beyond the permanent exhibits the Museum offers a regular menu of temporary exhibits, approximately eight annually. These range in scope from the Museum in the Classroom art by the elementary school students taking the Museum's visual arts program in their classroom, to an annual travelling exhibition, to a variety of visual artists showing their artwork and an in-house community history exhibition.

The Kitimat Museum & Archives is a community-based facility. In addition to the exhibit programs, the Museum offers a number of educational and extension programs designed to meet the needs and interests of the local residents. The main thrust of the educational programs is aimed at the elementary schoolchildren. Programs are designed to inter-relate the

schoolroom studies with the collections of the Museum. For adults the Museum hosts speakers on a wide variety of topics.

In 2009, the Kitimat Centennial Museum Association officially changed its name to the Kitimat Museum & Archives, and replaced the logo – a bentwood box design – with the current five-colour logo. The new logo – an expression of Mondrian and the Modern Movement, more accurately reflects the town's original vision and our shared community history.

## 2.2. LOOKING AHEAD: PLANNING FOR THE FUTURE

Building capacity is needed for the future, both increasing and improving upon the services provided to the public while maintaining professional standards and meeting goals with adequate staffing. Primarily because of the inadequacies of the museum building capacity building is not an easy task. We must recognize the seriousness of the problems that have to be overcome with physical space.

Steps are being taken to open a dialogue with District of Kitimat Council on the potential of having an improved museum facility in its community, pointing out what it could mean to Kitimat tourism but also identifying how the failings of the current facility fail Kitimat citizens and visitors.

The Kitimat Museum has over the years dealt with age-old museum problems – an increasing collections backlog with deaccessioning (disposal of artifacts not within the Museum's mandate) and computerized documentation required. The physical space - artifact storage areas and exhibition – also need attention. With increasing demands placed on staff time, collections documentation and storage are difficult to maintain and improve.

Currently, the collections, covering four areas – town history, early valley settlement including Haisla First Nation artifacts, natural history, and visual arts – are made increasingly inaccessible and put at risk by haphazard documentation, poor storage, and lack of display. Professional standards in collections management (policy, procedure, and storage) will be strengthened by this intervention on the management of key collections.

There is a great need to build Museum access to collections. Funding available through Canadian Heritage, Museum Assistance Program, Organizational Development provided the Museum with the funding to retain a museum contractor based in Terrace to tackle the backlog, get more on display, reorganize storage, and get documentation on its way. Work on storage and computerization is ongoing.

### 3. INTRODUCTION TO POLICY AND PROCEDURES

#### 3.1. Explanation of the Role of Policy

Policy making is a technique used by an organization to guide its decisions and to pursue consistency in its actions. Policy enshrines an organizations values and purposes, and determines how its concerns relate to the social environment. It informs individuals involved in an organization as to what the organizations functions are, and what is expected of them. In addition, policy identifies those areas excluded from an organization's interests.

A policy consists of a set of statements. These statements relate to further situations. However, policy is not prophecy. There will forever be a need to interpret policy in reference to ever-changing reality. A good policy, no matter how far-seeing, will need reasoned application and eventual revision or addition.

#### 3.2. Revisions and/or Additions

Revisions and/or additions will be recorded in the Appendix of the Manual. All original copy of the Policy and Procedures Manual will be maintained, for historical purposes and reference in the archives of the Kitimat Museum & Archives. All other copies of the Manual are to be updated as changes occur. The Board Chair is responsible for ensuring that the updating is carried out. The Curator is responsible for the mechanics of the updating.

The Policy and Procedures Manual will be distributed free of cost to members of the Board of Directors and Museum Staff. It will be made available, at a cost to anyone else. The cost will be determined by the Curator, in consultation with the Board Chair.

Staff, Office and Board Members' copies will be updated immediately as changes occur. The updated version will include a new title page, reflecting the date of revision. Only the latest editions will be available for sale.

#### 3.3. Responsibility for becoming familiar with the Policy and Procedures

Members of the Board of Directors, the Museum Curator, and all other Museum Staff are expressly charged with having an in-depth knowledge of the contents of the Policy and Procedures Manual. All objectives, decisions and actions of the Association must either reflect the Policies, or result in revisions to the Policies to allow for otherwise excluded concerns. Future Board members and the Museum Curator will profit if they view the Policies and Procedures Manual both as a source of inspiration and as a tradition given ever new life by fresh interpretation and application.

This manual will prove also to be useful as an instrument of introduction and orientation for new members of the Board and for Staff.

## 4. CONSTITUTION AND BY-LAWS

### 4.1. How the Constitution and By-laws are Translated into Policy

Policy is a mediating device. It links the Constitution and By-Laws of the Association to actual operations.

The Constitution provides very broad statements on the purpose of the Association. Policy converts those statements into decisions and actions that can be carried out by the individuals. As well, policy is an interpretation of the intent of the Constitution. This interpretation may vary as time passes, while the Constitution remains as the Association's ultimate point of reference.

By-laws provide a quasi-legal framework for the conduct of the Association's business. They tend to shade into policy and administrative procedures.

### 4.2. Constitution and By-Laws

## CONSTITUTION (Revised May 24, 2016)

The name of the Society is "KITIMAT MUSEUM & ARCHIVES"

Incorporation Purposes (2, Society Act). The purposes of the Society are:

- a) To secure and preserve specimens illustrating the history of Kitimat and area;
- b) To collect and display anthropological material relating to the aboriginal races of the Kitimat area;
- c) To obtain information respecting the natural sciences relating particularly to the history of Kitimat and area, and to increase and diffuse knowledge regarding the same; and,
- d) To operate a museum, including archives.
- e) To operate a visual arts exhibition centre and collect visual arts for Kitimat.

## BY-LAWS (Revised May 28, 2019)

The operation of the Society is to be chiefly carried on in Kitimat, British Columbia.

Subject to the policies of the Board of the Kitimat Museum & Archives, hereinafter called the Board, membership in the Kitimat Museum & Archives, hereinafter called the Society, will be received upon acceptance of membership application and payment of fee. All members are in

good standing except a member who has failed to pay the current annual membership fee or any other subscriptions or debt due and owing to the Society, and is not in good standing so long as the debt remains unpaid.

- 1) Membership in the Society consists of Members in the following categories:
  - a) Individual Member. This category is open to adult individuals. This membership is entitled to all the benefits.
  - b) Student Member. This category is open to adult individuals who are full-time students of an education institution. This membership is entitled to all the benefits.
  - c) Senior Member. This category is open to individuals who have attained Senior Status as outlined in Province of BC Statutes. This membership is entitled to all the benefits.
  - d) Family Member. This category is restricted to a group of individuals consisting of one or two adults and one or more minors residing at the same address. Each individual of this membership is entitled to all the membership benefits.
  - e) Corporate Member. This category is restricted to a registered organization. Applications for corporate membership shall include the appointment by the organization of one of its members as their representative in the Society. The representative will hold title to the membership benefit on behalf of the Member.
  - f) Life Member. This category is restricted to individuals who are granted membership without payment of membership fees. This membership is entitled to all the benefits.
  - g) Honorary Members. This category is restricted to individuals and organizations that are granted membership without payment of membership fees. The membership benefits for this category exclude the right to vote and receive fee discounts.
  - h) Voting Member – in good standing shall be entitled to one vote. Application for approval is made to the Museum Board of Directors.

Annual membership dues are determined by the Board of Directors.

- 2) The majority of Directors of the Kitimat Museum & Archives, hereinafter called the Society, shall have attained adulthood. The Society may wish to have an individual who is 16 or 17 years of age as a director or senior manager so long as the majority of the directors are individuals who are at least 18 years of age.
- 3) The annual membership fee of the Society for all categories shall be established by a majority vote of the Board and shall be payable every 12 months.
- 4) Members shall be entitled to receive a copy of the constitution and by-laws.
- 5) The District of Kitimat Council and the Haisla Nation Council may each appoint a representative to the Board and will observe the following:
  - a) There is no set term for either appointment.



- b) The Haisla Nation Council position is voting, providing a voice for the Haisla Nation regarding Museum operations including collections. Annual dues will be paid for voting status.
  - c) The District of Kitimat Council position is advisory but non-voting given potential conflicts of interest regarding financial issues.
- 6) A voting membership in the society shall be terminated:
- a) Upon acceptance of a member's resignation by the Board;
  - b) On the member's expulsion by the Board for any reason in the interests of the Society;
  - c) In the case of a Corporate Membership, on dissolution of the organization;
  - d) On having been a member not in good standing for six (6) consecutive months.
- 7) Upon fourteen (14) days' notice in writing to the Secretary of the Society, a member is entitled to inspect the books of the Society, at a time and place to be fixed by the Secretary of the Society. The time will be within 14 days of receipt of the notice.
- 8) The Board of Directors of the Society shall consist of no more than seven (7) members and no fewer than five (5), to be elected from the voting membership of the Society. In the Society, the Board President shall be known as the Board Chair, the Board Vice-President shall be known as the Board Vice-Chair, and the Board Secretary shall be known as the Recording Secretary. The Board Treasurer is the fourth executive position.
- 9) A Director will serve for a term of two (2) years, but no person may hold office for more than four (4) consecutive years with one exception – the Board Chair will sit in the position of Past Board Chair for one (1) additional year for transition. A Director may stand for re-election after one year off of the Board.
- 10) The Directors of the Society shall choose a Chairman, Vice-Chairman, Recording Secretary and Treasurer from among themselves at the first meeting after the Annual General Meeting at which the election of the Board of Directors took place.
- 11) In the event that a Director should leave the Board, the Board of Directors may appoint a member of the Society to complete the term.
- 12) A majority of the Board of Directors shall constitute a quorum at a meeting of the Board.
- 13) The Board shall meet not less than four (4) times a year and may meet as often as is deemed necessary to conduct the affairs of the Society.
- 14) The Board of Directors shall:
- a) Select the officers of the Society;
  - b) Conduct the affairs of the Society subject to the by-laws;
  - c) Appoint all committees and supervise their activities and delegate to such Committees and/or the Executive Director such powers as may be deemed necessary;

- d) Remove any officer from the office by majority vote at a special meeting of the Board called for such a purpose;
- e) Employ, dismiss and determine the remuneration of the Executive Director; and,
- f) Purchase, lease, rent or otherwise acquire such equipment, goods and chattels as may be required to carry out the objects of the Society.

15) The Chairman shall:

- a) Preside at all meetings;
- b) Be a signing authority for all disbursements;
- c) Represent the Museum before any group requesting the presence of the Museum or delegate a representative; and,
- d) Prepare and present an annual report to the membership.

16) The Vice-Chairman shall:

- a) In the absence of the Chairman, perform the duties of the chairman; and,
- b) Be a signing authority on disbursements.

17) The Treasurer shall:

- a) Oversee the financial records of the Museum;
- b) Be a signing authority on disbursements;
- c) And ensure a financial review is performed on the Museum financial records prior to the Annual General Meeting.

18) The Recording Secretary shall:

- a) Take minutes of general meetings and director's meetings. In the absence of the secretary from a meeting, the Board must appoint another individual to act as secretary at the meeting.

19) The Secretary to the Board:

- a) The Executive Director shall act as Secretary to the Board;
- b) Shall keep a list of the members of the Museum;
- c) Conduct the correspondence of the Museum as directed by the Chairman; and,
- d) Maintain the records of the Museum.
- e) Issue notices of the general meetings and directors' meetings.
- f) File the annual report of the Society and make any other filings with the Registrar under the Act.
- g) Be a signing authority on disbursements.

20) Should the Chairman and Vice-Chairman not be present, the Board may elect a Chairman from among themselves for that meeting.

21) A Director shall disclose any conflict of interest and shall disqualify him or herself from voting or in any way determining an outcome or a course of action that the Society shall take in such business transactions.

- 22) A Director shall cease to hold office if at any time the Director:
  - a) Ceases to be a member of the Society;
  - b) His or her term of office expires unless he or she is re-elected;
  - c) That Directors' conduct is detrimental to the interests of the Society in the opinion of the Board, at which time the Board, by unanimous vote (not including the vote of the Director in question) expel the director;
  - d) A Director ceases to be a resident in the Province of British Columbia;
  - e) A Director presents a notice of resignation which is accepted by the Board; or,
  - f) A Director misses more than three consecutive meetings. At such time, the Board shall review directorship.
- 23) Directorships in the Society shall be unpaid. However, Directors shall be entitled to be reimbursed for any expenses incurred in service to the Society that have been approved by the Board.
- 24) General and special meetings of the Society may be held when considered necessary by the Board or when requisitioned in writing by ten percent (10%) of the membership. In such cases of member requisition, the steps set out in the Society Act, *Requisition of the General Meeting (75)* will be followed. Such special meetings shall be called by the Board within sixty (60) days of the Board receiving the requisition. If, within twenty-one (21) days after the date of the society's receipt of a requisition, the directors do not call a general meeting, a majority of the requisitionists may call the meeting.
- 25) The Board may enter into any contract or agreement that will be in the best interests of the Society.
- 26) All decisions made by the Board shall be by a simple majority, except as otherwise provided for in these By-Laws.
- 27) The Annual General Meeting of the Society shall be held in May of each year.
- 28) A quorum at an Annual, General or Special Meeting of the Society shall consist of three (3) voting members or 10% of the voting members, whichever is greater.
- 29) Notice of Annual, General or Special Meetings of the Society shall be given to each member, fourteen (14) days in advance of the meeting at the address given by the member on the Society's records. Notice shall also be published in a local newspaper and posted in the Museum fourteen (14) days in advance of such a meeting.
- 30) Voting by proxy is not permitted.
- 31) Notice of a general meeting must include the text of any special resolution to be submitted to the meeting.

- 32) The Society may borrow or otherwise raise funds necessary to carry out the objectives of the Society.
- 33) Any resolution regarding the borrowing of funds up to the amount of five thousand (\$5000.00) shall require the approval of seventy-five (75%) percent of the Board. For amounts over five thousand (\$5000.00) dollars, a special meeting must be called and will require the approval of seventy-five (75%) percent of the members present. No debenture shall be issued without sanction of a special resolution.
- 34) Any funds borrowed by the Society shall be used to further the objectives of the Society or to pay any debts incurred by the Society.
- 35) There shall be an annual financial statement of the Society's books, for which the voting membership shall appoint a professional Accountant at the Annual General Meeting. The financial statements shall be presented at the Annual General Meeting of the Society for adoption by the members present.
- 36) The Society shall keep all minutes of meetings and all financial records relating to the Society's operation. The office of the Museum shall maintain this file.
- 37) Any changes in the By-Laws of the Society must be passed by seventy-five (75%) percent of the members present at an Annual General or Special Meeting. Written notice of proposed changes to the By-Laws shall be mailed to members of the Society, not less than fourteen (14) days prior to the date of the meeting. At least ten (10) days before the date of each annual general meeting, the Society must send each member a copy of the financial statements that are to be presented at the meeting.
- 38) The Board may make such policies as may be necessary for the orderly and proper operation of the Museum.
- 39) The Society's fiscal year shall be from the first (1<sup>st</sup>) of January until the 31<sup>st</sup> of December of each year.
- 40) The Society will not lend money.
- 41) Upon the dissolution of the Society, all interest in and title to all property and assets of the society shall pass to the Corporation of the District of Kitimat, and this provision shall be unalterable.
- 42)

## 5. INSTITUTIONAL PLAN

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### 5.1. Statement of Mission

The Mission of a cultural institution is an objective statement of the underlying rationale for its existence. This is broader and more fundamental than the statement of the purpose in the Constitution, conveying the reason why the Museum exists at all. A Mission Statement should inspire.

The Mission of the Kitimat Museum & Archives is to foster among residents and visitors a deeper appreciation and understanding of the natural splendour of the Kitimat area, the civilisation of its indigenous inhabitants and the subsequent history of its settlements and development as a unique community;

And to offer Kitimat residents a window on the world of art, science and history.

### 5.2. Statement of Mandate

The mandate, as distinguished from the Mission, is the role that the Museum has taken, or has been given, either implicitly or explicitly in the community. It is useful to articulate that mandate publicly, as the basis for its relations with governments, with other museums, and with other organizations.

5.2.1. The mandate of the Kitimat Museum & Archives is the natural and cultural history of the Kitimat Valley, associated coastal regions and the interior affected by the Kitimat Project.

5.2.2. The Museum shall exercise its mandate for Haisla heritage and culture only on a basis of consultation with the Haisla people and the Kitimaat Village Council, and respect for their aspirations for repatriation and control of their heritage.

5.2.3. The Museum's cultural history mandate includes the contemporary culture of Kitimat residents and the Museum's participation in that culture through exhibitions of art, science and history from around the world.

### 5.3. Statement of Purpose

5.3.1. The purpose of the Kitimat Museum & Archives is to collect, document, preserve, study, display and interpret to residents of the Kitimat area and their visitors the natural and cultural heritage of the Kitimat region, together with associated coastal and interior areas, from its geological origins through

to present-day and future development;

- 5.3.2. And to display and interpret to Kitimat area residents temporary exhibitions of the art, science and history of as wide a spectrum of times and places as possible.

## 6. ORGANIZATIONAL STRUCTURE

### 6.1. General Overview

The Museum is operated and governed by the Kitimat Museum & Archives, a non-profit organization. The Constitution of the Museum provides for a Board of Nine Directors elected by the membership, plus one representative to be appointed by each of the Municipal Council of the District of Kitimat and the Kitimaat Village Council.

Elections and appointments to the Board are annual, with a four-year limit of tenure. Directors select the Chair, Vice Chair, Secretary, and Treasurer annually at the first meeting of the Board of Directors following the Annual General Meeting.

The Board is generally concerned with Policy and Planning, and delegates to the Museum Curator the professional administration of the Museum within the limits of those approved Policies and Plans.

The Curator is hired by the Board of Directors and reports to the Board on the Administration. All other museum staff are hired by and report to the Curator only. The Curator serves as the sole formal link between the staff and the Board.

The Board's role in such a structure is:

- 6.1.1. to set policy and approve long range plans;
- 6.1.2. to receive and evaluate reports on the implementation of these policies and plans, and to decide on recommended changes to them;
- 6.1.3. to ensure that the Museum is financially viable;
- 6.1.4. to raise funds on behalf of the Museum;
- 6.1.5. to hire and evaluate the Curator; and,
- 6.1.6. to develop an advocacy role on behalf of the Museum with government bodies and the wider community.

As such, the Board's function does not extend to the responsibility for daily operations of the Museum and no Board member should make curatorial or programming decisions. Policy recommendations and plans should normally originate from the Curator, for the consideration of the Board; once approved it is the Curator's responsibility to implement the Board's policies and plans. The Curator should be the only one delegating work to staff.

In order to better coordinate and facilitate the working operations of the Board, a number of permanent Board Committees have been established and provision exists for the formation of other non-permanent or ad-hoc committees as required.