

## Richmond Art Center

### Minutes of Board of Directors-January 22, 2015

Location: RAC Resource Room. Time called to order: 5:38 p.m. Time Adjourned: 7:48 p.m.

**Members Present:** Andi Biren, Anna Blackman, Susan Brand, Donna Brorby (arr. 5:57), Inez Brooks-Myers, Sue Hartman, Yolanda Holley, Matt Jacobson (left. 7:30), Connie Tritt, Ellengale Toki-Oakley, Susan Wittenberg

**Members Absent:** Bob Connolly, Peter Dodge, Bernadette Jones, Edric Kwan, Terry Kotsatos

**Staff Present:** Richard Ambrose- Executive Director

**Others Present:** None

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Handouts Distributed or emailed prior to or at the meeting:

1. Agenda for January 22, 2015 Board Meeting (emailed prior to meeting)
2. Draft Minutes of Board of Director's Meeting, December 18, 2014 (handout)
3. Executive Director's Report January 2015 (attached)
4. Treasurer's December Financial Reports (handout)
5. Kato's Memorial Program (draft)
6. Exhibition Calendar (handout)
7. Executive Directors Goals December 2014-June 30, 2015 (executive session handout)

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**1. Introduction/Announcements/Agenda Reviews-** Matt Jacobson, Board Vice President, opened the meeting at 5:38 p.m.

**2. Treasurer's Report-** Connie Tritt, Treasurer, announced that the bank balances are reconciled now. She reviewed the December 31, 2014 balance sheet and Profit & Loss comparison reports with the board. Connie explained that the reports reflect actual income and expenses for 6 month period from July through December 2014. Comparing the December 31, 2014 figures against prior year December 31, 2013 figures. The Balance Sheet shows the Art Center is ahead by \$59k .

Board members were updated about the petition for amnesty from the IRS for back taxes and penalties which might have been levied because of our decision to make all independent contractor instructors into casual employees. The petition for amnesty was granted for a sum of \$1200. The IRS auditor reported a clean report for 2011-2012, but the final written report has not been received.

Sandy Reinhardt, CPA, will be handling the 990 and Carolyn will do the CDP reports through June 30, 2014. The cost is \$1800. Ric sent out a draft narrative of the 990 noting activities and accomplishments.

The loan forgiveness has not been documented. The City Attorney is reviewing the matter to provide documentation of the loan forgiveness from the City of Richmond.

**3. Approval of Minutes of December 18, 2014 Meeting** – Donna Brorby, Board President, directed members to the draft minutes of the December 18<sup>th</sup> meeting. Donna instructed members to read the minutes and subsequently asked if anyone had corrections. Minor typing errors and omissions were amended. Members approved the minutes as corrected.

Inez Brooks-Myers made the following:

**Motion:** *“I move that the Board approve the draft minutes of December 18<sup>th</sup> board meeting as corrected.”*

Susan Wittenberg seconded. It passed unanimously.

**4. Executive Director’s Report-** Ric Ambrose, Executive Director, presented his report for January 2015. It is attached. The following points were addressed:

- **IIPP Program** (Injury & Illness Prevention Plan)-Ric announced there was a meeting with Du All Safety Co regarding safety issues at the Art Center. He is looking for another bidder so that there are choices. May discuss the issue with Michele Seville since the City is paying for the service already. IIPP is a legal requirement and the Art Center must comply with the regulations.
- **Kato-** Ric and board members discussed in depth about Kato’s passing on December 28, 2014. The Art Center is working with Kato’s family to coordinate a public memorial on February 15<sup>th</sup> in memory of Kato. \$4000 was received to establish a scholarship fund in Kato’s name. Some suggestions for other ways to recognize Kato’s contribution to the Art Center were raised and discussed.

Andi made the following:

**Motion:** *“I move that the board approve a name change of the education wing to the Kato Jaworski Education Wing denoted by a plaque.”*

Connie seconded it. 9 ayes, 2 opposed. It passed.

Andi made the following:

**Motion:** *“I move that we explore the possibility of a workday in the spring to beautify the garden space.”*

Sue Hartman seconded it. It passed unanimously.

- **Lesher Foundation-** Ric announced that the Lesher Foundation has given the Art Center 20 tickets to sell for Robert Edsel, author of *Monuments Men*, the final speaker in the speaker series at the Lesher Center in Walnut Creek on March 24<sup>th</sup>, a sold-out event. The Lesher Foundation will also offer the Art Center a private reception for the ticket buyers and fund and arrange for a KTVU 2 minute video about the Richmond Art Center to be shown to the entire audience to acquaint them with the Art Center's work.

## 5. Committee Reports-

**a. Development/Sustainability-** Matt Jacobson, committee chair, is planning to purchase all the tickets at \$150 per ticket for the Lesher Foundation event, and will offer some of them to our major donors.

**b. Nominations Committee-** Donna, committee chair, reported the nominating committee is developing a plan for recruiting new board members, officers, and is specifically seeking a CPA and attorneys, and people with fundraising and networking expertise.

**c. Exhibition Committee:** Inez Brooks-Myers, committee chair, distributed the new exhibitions calendar for 2015-2016. She stated the committee held their first meeting on January 12<sup>th</sup> to discuss the calendar of events.

## 6. Old Business

**a. Staff/Board Party** –The date for the Staff/Board Party is rescheduled for March 28, 2015 at 5:30-7:30 p.m., at Susan Wittenberg's home. It was suggested that party attendees should carpool to Susan's home.

**7. New Business-** Board members are providing refreshments for Kato's memorial on February 15, 2015 from 3:00 p.m. to 5:00 p.m.

**8. Closed Executive Session-** The Board President referred members to the closed executive session minutes of December 18, 2015. The minutes are not open to the public.

Andi made the following:

Motion: "I move that the board approve the closed executive session minutes of December 18<sup>th</sup>."

Inez seconded it. It passed unanimously.

**9. Meeting Adjourn-** 7:48 p.m. Snacks next time, Andi Biren.

**Upcoming Dates-**

February 7 2:00 p.m. – 5:00 p.m. Reception for Winter Exhibition Day  
February 14 11:00 a.m. -12:00 p.m. Board Donor Thank-a-Thon  
February 15 3:00 p.m. – 5:00 pm. Celebration in Honor of the Life of Kato Jaworski  
February 24 1:00 p.m. – 3:00 p.m. Jazz Art Workshop  
February 27 The Art of Living Black exhibition closes

## Executive Director Report for January 2015

The past month has been difficult for the staff, students, supporters and friends of long time education leader, Kato Jaworski, who passed away Sunday, December 28<sup>th</sup>. I would like to thank the board members and volunteers who contributed many hours of their time to meet and greet our students and faculty in order to inform them about Kato's great contributions to the Art Center. This provided staff with valuable time and privacy to grieve while maintaining their busy schedules during the first two weeks of winter classes. The generosity and support has been incredible. Michele Seville, Katy Curl and Sue Hartman provided fresh flowers and food for the visitors to our memorial wall and expressed their sincere wishes to the staff. The public memorial for Kato is scheduled for Sunday, February 15<sup>th</sup> from 3 to 5 pm at the Art Center (see attached draft of the program agenda for the event for details). In addition to greeting our guests, I am asking the Board to assist with organizing the food and beverages for the event. We expect several hundred friends, colleagues and supporters to be in attendance.

In addition to establishing a youth scholarship fund in her name, I recommend to the Board of Directors, that we dedicate the Education Wing (the Studio Wing of the Art Center) in the name of Kato Jaworski. During her ten years of leadership for the studio program (one of the longest tenures in Art Center's history), thousands of kids, teens and adults from the Richmond community and the Bay Area, experienced our art programs. Her unwavering dedication to ensure that art remains accessible, affordable and fun even during difficult financial times was indeed inspiring. Her unwavering enthusiasm and creative spirit impacted the faculty and colleagues who shared her passion and embraced Hazel Salmi's vision that ". . . in every person lies an artist." If approved, a ceramic plaque will be designed and placed on the right wall by at the 25<sup>th</sup> Street Entrance to recognize her timeless efforts. I would like to make this announcement during her public memorial.

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With the first full week of classes, the enrollment for winter classes/workshops is at an all-time high with 441 registrations, grossing \$77,000 with more registrations expected for future workshops. The combination of an engaging new website, improved marketing techniques and increased visibility due to the high attendance for our fall programs and exhibitions, have propelled new students to register for classes/workshops. To ensure higher enrollment per class requires maintaining existing or purchasing new equipment. For instance we had to replace two aging potter's wheels in the ceramic studio to serve 14 students in two classes at a cost of \$2,100.

The in-school Art in the Community program at Washington Elementary School is underway despite a week's delay while we waited for the district to sign the contract. We are also slated to work with Latina Community Center to work with students to create two floats for the Cinco

de Mayo celebration on May 5<sup>th</sup>. Additionally, the Art Center has also been asked by the school district to have students create a mural for the meeting hall at the Richmond High School.

The search for the new Exhibit Director is well underway. I have narrowed the applicant pool from 45 applicants to 7 semifinalists. My hope is to make the selection by the second week of February.

Our application to the IRS's Voluntary Classification Settlement Plan has been approved by the federal agency with a modest penalty payment of \$1,256. The VCSP is an amnesty program for paying back employer taxes for faculty. The fee was based on FY 2013 faculty payroll. As new casual employees, the faculty will receive the first payroll check at the end of January and are scheduled to be paid monthly instead of on the two-week payroll schedule used for staff and AIC teachers.

I am planning to contract out the development of the IIPP (Injury & Illness Prevention Plan), which will contain prevention and safety practices and establish a regular schedule of safety training programs for staff, students and faculty on use of equipment and materials, etc.