

## Richmond Art Center

### Minutes of Board of Directors-April 25, 2013

Location: RAC, Resource Room      Time called to order: 5:36 p.m.      Time adjourned: 7:59

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**Members Present:** Andrea Biren, Susan Brand, Jan Brown, Bob Connolly, Bernadette Jones, Sue Hartman, Yolanda Holley, Terry Kotsatos, Edric Kwan, Connie Tritt, Susan Wittenberg

**Members Absent:** Anna Blackman, Donna Brorby, Peter Dodge, Jerarde Gutierrez

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

**Others Present:** None

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Handouts Distributed or emailed prior to meeting:

1. Board Meeting Agenda for April 25, 2013
2. Minutes of Board of Director's Meeting, March 28, 2013
3. Treasurer's Report-March 2013(RAC Balance Sheet, P& L, Cash Flow Schedule)
4. Notes for Actual to Budget Reports
5. Form 990 (draft version) FYE 6/30/12
6. Executive Director's Report-April 25, 2013
7. Proposed Three Year Strategic Plan, FY 14-16
8. Proposed revisions to Form 990
9. Proposed revisions to By-Laws

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**1. Introduction/Announcements/Agenda Reviews-** The meeting was called to order by Board President, Andi Biren at 5:36 p.m. Yolanda Holley took the minutes in the absence of Secretary Donna Brorby.

- Andi Biren encouraged everyone to go on e-blasts and sign up for E news.
- Andi Biren reminded everyone to submit their volunteer hours. Give them to Dianne Wightman, Finance Director.
- Andi Biren announced Janie Nutt has resigned from the Board.
- Bob Connolly agreed to bring snacks to next meeting.

**2. Approval of the minutes of March 28, 2013 Board meeting.**

**MOTION:** *"It is moved that the Board approve the March 28, 2013 minutes as circulated."* **Motion Approved** ( Susan Wittenberg/Sue Hartman).

**3. Treasurer's Report-**Board Treasurer, Connie Tritt, presented the March 2013 financial reports, Profit and Loss, Balance Sheet, Cash Flow Schedule and Form 990 (draft version) FYE 6/30/12.

- Connie reported the status of Form 990 FYE 6/30/2012.
- Connie submitted Susan Wittenberg revisions for Form 990 (handout).
- Connie sending edited version Form 990 to everybody.
- Finance Committee reviewing information for upcoming budget.

**MOTION:** *"It is moved that the Board approve the submission of the 2011-2012 IRS Form 990 with the narrative provided by Susan Wittenberg, and the changes raised by Andi Biren and Connie Tritt and discussed at the meeting regarding voting members of the governing board and other issues. Motion Approved (Susan Brand/Susan Wittenberg)*

**MOTION:** *"It is moved the Board approve the following resolution."* Andi read the following resolution:

*The Board of Directors of the Richmond Art Center resolves that: 1) the Finance Director shall set up a checking and savings account at the Chase Bank; 2) two signatures shall be necessary for withdrawals and 3) the signatories on this account shall be: Andrea Biren, President of the Board of Directors; Connie Tritt, Treasurer of the Board of Directors; and Richard Ambrose, Executive Director. Further, the Board resolves that the account shall be set up immediately and the corporate seal on a typewritten copy of this resolution shall signify its authenticity in the absence of a signature from the Secretary of the Board of Directors. Motion Approved (Connie Tritt/Susan Brand)*

**4. Executive Session-**Board President, Andi Brien requested the Board go into Executive Session at 6:06 p.m. (**confidential, see separate attachment**).

**5. Committee Reports-**Presentation by Andi Biren, proposed By-Laws revision of June 2013 and Nomination Committee submissions.

a) Governance-Revision of By-Laws

**MOTION:** *" It is moved that the Board approve the By-law revisions for submission to the vote of the membership with the following changes: deleting all references to new directors serving out the remainder of a previous board member's term; in Article IV section 4, last paragraph, and "Any director may resign effective upon giving written notice to the president. If the president wishes to resign, written notice shall be given to the secretary of the Board;" and deleting the proposed change in Article IV section 3 (keeping the word "members" instead of replacing it with "directors.") Motion Approved (Susan Brand/Susan Wittenberg)*

b) Nomination Committee:

**MOTION:** *“It is moved that the Board approve 15 slots for Board directors for FY 2013-2014. In addition to new nominees submitted by the Nominations Committee and approved in May for submission to the membership’s vote in June, all current Board directors who have not been voted in within the last three years will be up for a vote at the membership meeting.”* **Motion Approved** ( Susan Brand/Susan Wittenberg)

6. **Strategic Plan-** Executive Director, Ric Ambrose presented a revised three year strategic plan. Discussions were made about additional changes to the strategic plan. It was agreed by all present that Ric will send out a revised Strategic Plan by email and that the Board will approve the motion below by email before the next Board meeting.
7. **Executive Directors Report-**Ric reviewed the ED report for April 2013.
8. **New Business-**The Board agreed to have a gala for RAC 80<sup>th</sup> year anniversary.
9. **Adjournment-**The meeting adjourned at 7:59 p.m. Motion moved by Susan Wittenberg and seconded by Susan Brand.

<b>Upcoming Dates:</b>	May 23	Board Meeting
	June 15-4 pm	Membership Meeting (very important that everyone attends) followed by Opening of Summer Exhibits
	June 27	Board Meeting
	June 20	Race for the Cup Reception /Live Jazz Vocalist
	July 25	Board Meeting

Agenda for April 25, 2013 Richmond Art Center Board of Directors Meeting

Resource Room, Richmond Art Center, 5:30 pm

**AGENDA**

- |   |                             |              |
|---|-----------------------------|--------------|
| 1. Introductions/Announcements/Agenda Review/<br>Water and snacks next time<br><br>Check your spam filter for the e-blasts from Constant Contact (RAC)<br><br>Introduce Teri Gardiner?<br><br>Volunteer Hours | 5 minutes                   | Andi         |
| 2. Approval of Minutes of March Board Meeting   | 5 minutes                   | Andi         |
| 3. Treasurer's Report<br><br>March Financials<br><br>990 MOTION NEEDED  | 30 minutes                  | Connie/Ric   |
| 4. Executive Director's Report  | 10 minutes                  | Ric          |
| 5. Executive Session re Salary Ranges<br><br>Teachers ' Salary Range MOTION NEEDED  | 10 minutes                  | Andi/Ric     |
| 6. Discussion re Strategic Plan Revisions<br><br>MOTION NEEDED  | 40 minutes                  | Ric          |
| 7. Committee Reports<br>Governance – Revision of ByLaws<br><br>Nominations Committee/Membership Meeting   | 40 minutes<br>MOTION NEEDED | Andi<br>Andi |
| 8. New Business<br><br>Should we have a Gala in the Spring?   |                             | Ric          |
| 9.. Adjourn – Motion Needed   |                             |              |

Upcoming Dates:

- May 23 BOARD MEETING
- June 15 - 4 pm Membership meeting and Opening of Summer Exhibits
- June 27 BOARD MEETING
- July 20<sup>th</sup> - 5:30 Race for the Cup Reception at the RAC – live jazz vocalist!

**RICHMOND ART CENTER**  
**Balance Sheet**  
**As of March 31, 2013**

	March 31, 2013	March 31, 2012	\$ Change	% Change
<b>ASSETS</b>				
<b>Current Assets</b>				
<b>Checking/Savings</b>				
Total Mechanics Endowment Fund Accts	\$ 31,115.15	\$ 31,989.65	\$ 874.50	-2.73%
10-1004 · Mech Bank, checking, COR Match	\$ 42,979.00	\$ -	\$ 42,979.00	100.0%
10-1005 · Mechanics Bank Checking - 9901	\$ 159,261.92	\$ 27,460.71	\$ 131,801.21	479.96%
10-1006 · Mechanics Bank Savings - 7335	\$ 88,465.56	\$ 144,949.54	\$ (56,483.98)	-38.97%
10-1008 · Mech Savings, COR Loan	\$ 161,266.25	\$ -	\$ 161,266.25	100.0%
1049 · Petty Cash/Change Drawers	\$ 365.00	\$ 235.00	\$ 130.00	55.32%
<b>Total Checking/Savings</b>	<b>\$ 483,452.88</b>	<b>\$ 204,634.90</b>	<b>\$ 278,817.98</b>	<b>136.25%</b>
<b>Accounts Receivable</b>				
1200 · Accounts Receivable	\$ 105,812.61	\$ 650.00	\$ 105,162.61	16,178.86%
<b>Total Accounts Receivable</b>	<b>\$ 105,812.61</b>	<b>\$ 650.00</b>	<b>\$ 105,162.61</b>	<b>16,178.86%</b>
<b>Other Current Assets</b>				
1105 · Scholarship Transfers	\$ 165.00	\$ -	\$ 165.00	100.0%
1122 · Active Network Online A/R	\$ (113.98)	\$ (113.98)	\$ -	0.0%
1107 · Prepaid Expense	\$ 666.00	\$ -	\$ 666.00	100.0%
1125 · Suspense Account	\$ (200.00)	\$ -	\$ (200.00)	-100.0%
Total 1126 · Prepaid Insurance	\$ 6,485.24	\$ 2,280.71	\$ 4,204.53	184.35%
<b>Total Other Current Assets</b>	<b>\$ 7,002.26</b>	<b>\$ 2,166.73</b>	<b>\$ 4,835.53</b>	<b>223.17%</b>
<b>Total Current Assets</b>	<b>\$ 596,267.75</b>	<b>\$ 207,451.63</b>	<b>\$ 388,816.12</b>	<b>187.43%</b>
<b>Fixed Assets</b>				
1115 · Furniture and Equipment	\$ 84,288.58	\$ 83,439.58	\$ 849.00	1.02%
1116 · Accumulated Depreciation	\$ (66,691.00)	\$ (61,714.00)	\$ (4,977.00)	8.07%
<b>Total Fixed Assets</b>	<b>\$ 17,597.58</b>	<b>\$ 21,725.58</b>	<b>\$ (4,128.00)</b>	<b>-19.0%</b>
<b>Other Assets</b>				
1140 · Inventory	\$ 745.00	\$ 745.00	\$ -	0.0%
<b>Total Other Assets</b>	<b>\$ 745.00</b>	<b>\$ 745.00</b>	<b>\$ -</b>	<b>0.0%</b>
<b>TOTAL ASSETS</b>	<b>\$ 614,610.33</b>	<b>\$ 229,922.21</b>	<b>\$ 384,688.12</b>	<b>167.31%</b>

**RICHMOND ART CENTER**  
**Balance Sheet**  
As of March 31, 2013

	March 31, 2013	March 31, 2012	\$ Change	% Change
<b>LIABILITIES &amp; EQUITY</b>				
<b>Liabilities</b>				
<b>Current Liabilities</b>				
<b>Accounts Payable</b>				
Total Accounts Payable	\$ 554.00	\$ (479.27)	\$ 1,033.27	-215.59%
<b>Credit Cards</b>				
2002 - Mechanics Bank VISA Bus Card	\$ -	\$ 14,043.27	\$ (14,043.27)	-100.0%
Total Credit Cards	\$ -	\$ 14,043.27	\$ (14,043.27)	-100.0%
<b>Other Current Liabilities</b>				
2210 - Reserve Fund	\$ 100,000.00	\$ -	\$ 100,000.00	100.0%
2001A - Accrued Vacation	\$ 8,001.14	\$ 10,717.99	\$ (2,716.85)	-25.35%
2003 - ActiveNet Credit on Account	\$ 1,152.42	\$ -	\$ 1,152.42	100.0%
2013 - City of Richmond Loan 2012	\$ 161,200.00	\$ -	\$ 161,200.00	100.0%
2150 - Payroll Clearing	\$ 1,175.86	\$ -	\$ 1,175.86	100.0%
2200 - Sales Tax Payable	\$ 450.00	\$ 28.48	\$ 421.52	1,480.06%
2203 - Misc Temp Restricted Funds	\$ 4,494.50	\$ -	\$ 4,494.50	100.0%
Total Other Current Liabilities	\$ 276,473.92	\$ 10,746.47	\$ 265,727.45	2,472.7%
Total Current Liabilities	\$ 277,027.92	\$ 24,310.47	\$ 252,717.45	1,039.54%
Total Liabilities	\$ 277,027.92	\$ 24,310.47	\$ 252,717.45	1,039.54%
<b>Equity</b>				
<b>3001 - Permanently Restricted Funds</b>				
3002 - Restricted Endowment Funds	\$ 31,080.80	\$ 33,688.85	\$ (2,608.05)	-7.74%
Total 3001 - Permanently Restricted Funds	\$ 31,080.80	\$ 33,688.85	\$ (2,608.05)	-7.74%
Total 3003 - Temporarily Restricted Funds	\$ 176,641.70	\$ 295,413.61	\$ (118,771.91)	-40.21%
3105 - PY Unrestricted Fund Balance	\$ (7,450.99)	\$ (67,472.14)	\$ 60,021.15	-88.96%
Net Income	\$ 137,310.90	\$ (56,018.58)	\$ 193,329.48	-345.12%
Total Equity	\$ 337,582.41	\$ 205,611.74	\$ 131,970.67	64.18%
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>\$ 614,610.33</b>	<b>\$ 229,922.21</b>	<b>\$ 384,688.12</b>	<b>167.31%</b>

**RICHMOND ART CENTER**  
**Profit & Loss**  
July 2012 through March 2013

			Jul '12 - Mar 13	Annual Budget	Actual as % of Budget (75% into year)	Dollar Variance
Income						
	4000 · Memberships					
	Total 4000 · Memberships		\$ 18,537.06	\$ 24,000	77%	\$ 5,462.94
	4010 · Education Income					
		Total 50-4001 · Studio Prog	\$ 184,123.46	\$ 180,100	102%	\$ (4,023.46)
		50-4012 · Art Tour Fees	\$ 1,485.00	\$ 1,200		
		Subtotal-Oper	\$ 5,755.85	\$ 3,500		
		50-4045 · Studio Program A	\$ 850.00	\$ 340		
		50-4025 · Locker Rentals	\$ 1,153.55	\$ 800		
		51-4010 · Sales - Items/Materials				
		Total 51-4010 · Art Supplies	\$ 743.70	\$ 1,300		
		80-4010 · Education - Schol	\$ 3,500.00	\$ 8,500		
	Total 4010 · Education Income		\$ 197,611.56	\$ 198,240.00	100%	\$ 628.44
	4012 · Outreach Program Income					
		20-4012 · Outreach Program	\$ 3,955.00	*1* \$ 10,000		
		4012 · Outreach Program -	\$ 1,635.00	*2* \$ -		
	Total 4012 · Outreach Program Income		\$ 5,590.00	\$ 10,000.00	56%	\$ 4,410.00
	4015 · Exhibition Income					
		60-4012 Sponsorships	\$ 1,181.86	\$ 1,000		
		61-4015 · Entry Fees	\$ 119.31	*3* \$ 3,500		
		62-4015 · Artwork Sales, ne	\$ 14,209.42	\$ 4,232		
		63-4015 · Gift Store	\$ 1,086.02	\$ -		
		Admission Donations	\$ -	\$ 1,500		
	Total 4015 · Exhibition Income		\$ 16,596.61	\$ 10,232	162%	\$ (6,364.61)
	4050 · Rental Income (Space)					
		10-4050 · Facility Rental	\$ 2,839.00	\$ 2,800		
	Total 4050 · Rental Income (Space)		\$ 2,839.00	\$ 2,800	101%	\$ (39.00)

**RICHMOND ART CENTER**  
**Profit & Loss**  
 July 2012 through March 2013

			Jul '12 - Mar 13		Annual Budget	Actual as % of Budget (75% into year)	Dollar Variance
	4060 · Income - Miscellaneous						
		10-4060 · Admin/General O	\$ 911.90	*4*	\$ -		
		60-4060 · Exhibition Misc'l	\$ 1,000.00	*5*	\$ -		
	Total 4060 · Income - Miscellaneous		\$ 1,911.90		\$ -	0%	\$ (1,911.90)



**RICHMOND ART CENTER**  
**Profit & Loss**  
July 2012 through March 2013

			Jul '12 - Mar 13	Annual Budget	Actual as % of Budget (75% into year)	Dollar Variance
	4110 · Fundraising - Special Events					
		12-4110 · Fundraising - Spe	\$ 17,052.07	\$ 17,000		
		12-4111 · Fundraising - Special Events, ?				
	Total 4110 · Fundraising - Special Events		\$ 17,052.07	\$ 17,000	100%	\$ (52.07)
	4100 · Fundraising - Annual Drive					
		10-4102 · Spring Campaign	\$ 1,711.68			
		10-4135 · Art Partnership	\$ 5,484.65			
	Total 4100 · Fundraising - Annual Drive		\$ 7,196.33			
	4120 · Fundraising - Misc/Other		\$ 2,250.00		*6*	
	Total 4130 · Donations - Individual/Board		\$ 56,042.01			
	4140 · Donations - Business					
		10-4140 · Admin/General O	\$ 3,550.00		*7*	
	Total 4140 · Donations - Business		\$ 3,550.00			
	4150 · Donations - Community Groups					
		10-4150 · Admin/General O	\$ 1,095.75		*8*	
		60-4150 · Exhibition	\$ 100.00		*9*	
	Total 4150 · Donations - Community Grou		\$ 1,195.75			
	4170 · Donations, AN transaction fees		\$ (48.00)			
		Partnership C	\$ 70,186.09	\$ 80,000	88%	\$ 9,813.91
		School Distric	\$ -	\$ 3,350	0%	\$ 3,350.00
		Sponsors	\$ -	\$ 4,000	0%	\$ 4,000.00
	4200 · Grants - Foundations					
		10-4200 · Admin/General O	\$ 10,000.00	\$ 16,710	*10*	
		50-4200 · Education - On-Si	\$ 6,500.00	\$ 29,650	*11*	
		60-4200 · Exhibition	\$ 41,708.64	\$ 65,000	*12*	

**RICHMOND ART CENTER**  
**Profit & Loss**  
July 2012 through March 2013

			Jul '12 - Mar 13		Annual Budget	Actual as % of Budget (75% into year)	Dollar Variance
	Total 4200 · Grants - Foundations		\$ 58,208.64		\$ 111,360.00	52%	\$ 53,151.36
		50-4210 * Education On-Site	\$ 14,000.00	*13*	\$ 14,000		
	Total Grants - Business		\$ 14,000.00		\$ 14,000.00	100%	\$ -
	4240 · Grants - City						
		10-4240 · Admin/General O	\$ 206,250.00	*14*	\$ 253,590		
		60-4240 · Exhibition	\$ 6,945.83	*15*	\$ 8,000		
	Total 4240 · Grants - City		\$ 213,195.83		\$ 261,590	81%	\$ 48,394.17
Total Income			\$ 615,728.76		\$ 736,572	84%	\$ 120,843.24

**RICHMOND ART CENTER**  
**Profit & Loss**  
July 2012 through March 2013

			Jul '12 - Mar 13	Annual Budget	Actual as % of Budget (75% into year)	Dollar Variance
Expense						
	10-0000 · Admin/Genl Ops					
		10-6001 · Allocated Support	\$ 58,006.59	\$ 77,176	75%	\$ 19,169.41
		10-6010 · Payroll Taxes	\$ 5,792.54	\$ 7,290	79%	\$ 1,497.46
		10-6015 · Payroll Processing	\$ 1,709.17	\$ 2,250	76%	\$ 540.83
		10-6030 · Medical Dental	\$ 9,838.16	\$ 12,636	78%	\$ 2,797.84
		10-6040 · Staff Development	\$ 2,100.64	\$ 2,000	105%	\$ (100.64)
		10-6045 · Board Development	\$ 65.00	\$ 3,000	2%	\$ 2,935.00
		10-6050 · Insurance, Liability	\$ 2,790.60	\$ 6,000	47%	\$ 3,209.40
		10-6060 · Website Manager	\$ 2,692.87	\$ 2,000	135%	\$ (692.87)
		10-6061 · Membership Mair	\$ 911.25	\$ -	0%	\$ (911.25)
		10-6070 · Telephone/Intern	\$ 638.83	\$ 900	71%	\$ 261.17
		10-6090 · Hardware/Softwar	\$ 5,319.84	\$ 6,000	89%	\$ 680.16
		10-6100 · Equipment/Fixture	\$ 1,119.95	\$ -	0%	\$ (1,119.95)
		10-6101 · Equipment Lease	\$ 1,338.39	\$ 4,600	29%	\$ 3,261.61
		10-6110 · Maintenance/Rep	\$ 299.61	\$ -	0%	\$ (299.61)
		10-6120 · Supplies - Office/	\$ 3,102.53	\$ 5,000	62%	\$ 1,897.47
		10-6131 · Meeting/Receptio	\$ 718.69	\$ -	0%	\$ (718.69)
		10-6150 · Dues & Publicatic	\$ 556.00	\$ -	0%	\$ (556.00)
		10-6160 · Postage & Delive	\$ 2,194.41	\$ 3,500	63%	\$ 1,305.59
		10-6170 · Printing & Copies	\$ 2,677.73	\$ 2,500	107%	\$ (177.73)
		10-6270 · Bank & CC Merch	\$ 985.13	\$ -	0%	\$ (985.13)
		10-6350 · Recruiting	\$ 643.00	\$ -	0%	\$ (643.00)
		Taxes, Licens	\$ -	\$ 1,100	0%	\$ 1,100.00
		Travel/Mileag	\$ 31.10	\$ 250	12%	\$ 218.90
		Video & Softw	\$ -	\$ 500	0%	\$ 500.00
		10-6600 · Audit	\$ 2,400.00	\$ 5,400	44%	\$ 3,000.00
		10-0000 · Admin/Genl Ops	\$ (50.00)	\$ -	0%	\$ 50.00
	Total 10-0000 · Admin/Genl Ops		\$ 105,882.03	\$ 142,102	75%	\$ 36,219.97
	11-0000 · Facilities					
		11-6001 · Facilities Allocate	\$ 5,480.74	\$ 9,809	56%	\$ 4,328.26
		11-6000 · Facilities Direct P	\$ 6,725.00	\$ 7,725	87%	\$ 1,000.00

**RICHMOND ART CENTER**  
**Profit & Loss**  
July 2012 through March 2013

		Jul '12 - Mar 13	Annual Budget	Actual as % of Budget (75% into year)	Dollar Variance
	11-6010 · Facilities Payroll	\$ 1,262.14	\$ 1,656	76%	\$ 393.86
	Equipment & Furniture	\$ -	\$ 12,000	0%	\$ 12,000.00
	Maintenance & Repair	\$ -	\$ 4,000	0%	\$ 4,000.00
	Facilities Evaluation & Plan	\$ -	\$ 1,000	0%	\$ 1,000.00
	<b>Total 11-0000 · Facilities</b>	<b>\$ 13,467.88</b>	<b>\$ 36,190</b>	<b>37%</b>	<b>\$ 22,722.12</b>
	<b>12-0000 · Fundraising</b>				
	12-6000 · Salaries-Fundrais	\$ 2,500.00	\$ -	0%	\$ (2,500.00)
	12-6001 · Allocated Support	\$ 25,700.36	\$ 40,994	63%	\$ 15,293.64
	12-6010 · Payroll Taxes	\$ 2,849.53	\$ 3,872	74%	\$ 1,022.47
	12-6040 · Staff Recruiting	\$ 75.00	\$ -	0%	\$ (75.00)
	12-6120 · Supplies - Office/	\$ 665.58	\$ 1,000	67%	\$ 334.42
	12-6175 · Networking Exper	\$ 250.00	\$ -	0%	\$ (250.00)
	12-6200 · Conf/Mtgs/Recep	\$ 72.78	\$ 1,000	7%	\$ 927.22
	12-6210 · HAF Art Sales Co	\$ 2,263.60	\$ -	0%	\$ (2,263.60)
	12-6250 · Fundraising-HAF	\$ 1,756.55	\$ -	0%	\$ (1,756.55)
	12-6261 · Fundraising Even	\$ 157.93	\$ -	0%	\$ (157.93)
	12-6280 · Merchant Charge	\$ 43.59	\$ 3,788	1%	\$ 3,744.41
	12-6300 · Contract Services	\$ 3,037.50	\$ 4,000	76%	\$ 962.50
	12-6400 · Volunteer Progra	\$ 391.46	\$ 1,000	39%	\$ 608.54
	12-6500 · ActiveNetwork Pr	\$ 121.78	\$ 466	26%	\$ 344.22
	Postage & Shipping	\$ 46.00	\$ 1,000	5%	\$ 954.00
	Printing		\$ 500	0%	\$ 500.00
	<b>Total 12-0000 · Fundraising</b>	<b>\$ 39,931.66</b>	<b>\$ 57,620</b>	<b>69%</b>	<b>\$ 17,688.34</b>
	<b>13-0000 · Membership Maintenance</b>				
	13-6001 · Allocated Salaries	\$ 7,310.13	\$ 10,627	69%	\$ 3,316.87
	13-6010 · Membership Mair	\$ 732.48	\$ 1,004	73%	\$ 271.52
	13-6400 · Mbr Maint, AN pro	\$ 578.42	\$ 1,300	44%	\$ 721.58
	Postage/Shipping	\$ -	\$ 250	0%	\$ 250.00
	Office Supplies	\$ -	\$ 250	0%	\$ 250.00
	<b>Total 13-0000 · Membership Maintenance</b>	<b>\$ 8,621.03</b>	<b>\$ 13,431</b>	<b>64%</b>	<b>\$ 4,809.97</b>
	<b>14-000 · Marketing</b>				
	14-6001 · Marketing Allocat	\$ 12,433.89	\$ 25,174	49%	\$ 12,740.11
	14-6010 · Marketing Payroll	\$ 1,250.58	\$ 2,378	53%	\$ 1,127.42

**RICHMOND ART CENTER**  
**Profit & Loss**  
July 2012 through March 2013

		Jul '12 - Mar 13	Annual Budget	Actual as % of Budget (75% into year)	Dollar Variance
	Institutional Marketing	\$ -	\$ 8,000	0%	\$ 8,000.00
	Dues & Publications	\$ -	\$ 1,000	0%	\$ 1,000.00
	Total 14-000 · Marketing	\$ 13,684.47	\$ 36,552	37%	\$ 22,867.53
	15-0000 · Neighborhood Public Art				
	15-6120 · Supplies - Progra	\$ 350.00	\$ -	0%	\$ (350.00)
	15-6300 · Contract Services	\$ 590.00	\$ -	0%	\$ (590.00)
	Total 15-0000 · Neighborhood Public Art	\$ 940.00	\$ -	0%	\$ (940.00)
	50-0000 · Education				
	50-6000 · Salaries	\$ 67,119.61	\$ 111,760	60%	\$ 44,640.39
	50-6001 · Allocated Support	\$ 27,077.37	\$ 37,618	72%	\$ 10,540.63
	50-6010 · Payroll Taxes	\$ 9,287.06	\$ 15,390	60%	\$ 6,102.94
	50-6030 · Medical/Dental In	\$ 5,471.26	\$ 6,000	91%	\$ 528.74
	50-6040 · Staff/Board/Devel	\$ 150.00	\$ -	0%	\$ (150.00)
	50-6110 · Maintenance/Rep	\$ 29.37	\$ -	0%	\$ (29.37)
	50-6120 · Supplies - Office/	\$ 340.86	\$ -	0%	\$ (340.86)
	50-6122 · Supplies - Progra	\$ 3,451.24	\$ 6,000	58%	\$ 2,548.76
	Art Tours	\$ 875.00	\$ -	0%	\$ (875.00)
	Special Events	\$ 76.32	\$ -	0%	\$ (76.32)
	50-6130 · Advertising/P/R	\$ 6,061.21	\$ 6,000	101%	\$ (61.21)
	50-6160 · Postage & Delive	\$ 667.69	\$ 2,000	33%	\$ 1,332.31
	Catalog Delivery	\$ 600.00	\$ 800	75%	\$ 200.00
	50-6170 · Printing & Copies	\$ 2,100.00	\$ 6,000	35%	\$ 3,900.00
	50-6205 · Active Network Ec	\$ 151.72	\$ -	0%	\$ (151.72)
	50-6210 · Art Sales Commis	\$ 179.00	\$ -	0%	\$ (179.00)
	50-6220 · Refunds -On Site	\$ -	\$ -	0%	\$ -
	50-6270 · Merchant Charge	\$ 3,265.83	\$ 4,000	82%	\$ 734.17
	50-6271 · Education AN trar	\$ 1,823.13	\$ 3,000	61%	\$ 1,176.87
	50-6300 · Contract Services	\$ 74,424.71	\$ 100,000	74%	\$ 25,575.29
	50-6301 · Training	\$ 500.00	\$ -	0%	\$ (500.00)
	50-6310 · Graphic Design S	\$ 3,400.00	\$ 5,000	68%	\$ 1,600.00
	50-6340 · Modeling Service	\$ 2,555.00	\$ 3,200	80%	\$ 645.00
	50-7000 · Art in Schools/Lib	\$ 9,711.67	\$ 13,584	71%	\$ 3,872.33
	50-7001 · AIS Supplies	\$ 3,484.94	\$ 5,504	63%	\$ 2,019.06
	50-7002 · AIS - Tours	\$ 1,060.02	\$ 3,000	35%	\$ 1,939.98

**RICHMOND ART CENTER**  
**Profit & Loss**  
July 2012 through March 2013

			Jul '12 - Mar 13	Annual Budget	Actual as % of Budget (75% into year)	Dollar Variance
		Vetting Expense	\$ 282.50	\$ -	0%	\$ (282.50)
		Art In Community Centers	\$ -	\$ 8,500	0%	\$ 8,500.00
		Art In Library	\$ -	\$ 2,000	0%	\$ 2,000.00
		Public Events (Skeleton Fees)	\$ -	\$ 2,422	0%	\$ 2,422.00
		Website Maintenance	\$ -	\$ 3,000	0%	\$ 3,000.00
		50-0000 · Education - Other	\$ 150.00	\$ -	0%	\$ (150.00)
		<b>Total 50-0000 · Education</b>	<b>\$ 224,295.51</b>	<b>\$ 344,778</b>	<b>65%</b>	<b>\$ 120,482.49</b>
		60-0000 · Exhibition				
		60-6000 · Salaries-Exhibition	\$ 30,135.30	\$ 46,240	65%	\$ 16,104.70
		60-6001 · Allocated Support	\$ 17,231.81	\$ 24,987	69%	\$ 7,755.19
		60-6010 · Payroll Taxes	\$ 4,727.05	\$ 7,228	65%	\$ 2,500.95
		60-6040 · Staff/Board/Recru	\$ 75.00	\$ -	0%	\$ (75.00)
		60-6120 · Supplies - Office/	\$ 27.29	\$ -	0%	\$ (27.29)
		60-6122 · Supplies - Exhibit	\$ 4,284.28	\$ 1,000	428%	\$ (3,284.28)
		60-6160 · Postage & Delive	\$ 297.85	\$ 1,250	24%	\$ 952.15
		60-6170 · Printing & Copies	\$ 440.86	\$ 600	73%	\$ 159.14
		60-6192 · Fine Art Insurance	\$ 792.56	\$ 1,644	48%	\$ 851.44
		60-6271 · Exhibition - AN tra	\$ 6.00	\$ -	0%	\$ (6.00)
		60-6180 · Reception/Event	\$ 1,425.89	\$ 800	178%	\$ (625.89)
		60-6185 · Exhibit Rental Fee	\$ 5,407.94	\$ 5,000	108%	\$ (407.94)
		60-6191 · Art Damage	\$ 150.00	\$ 300	50%	\$ 150.00
		60-6270 · Merchant Charge	\$ 7.03	\$ -	0%	\$ (7.03)
		60-6300 · Contract Services	\$ 1,188.12	\$ 1,000	119%	\$ (188.12)
		Advertising/Marketing	\$ -	\$ 1,000	0%	\$ 1,000.00
		Art on the Greenway expend	\$ -	\$ 8,000	0%	\$ 8,000.00
		WCCUSD Show expense	\$ -	\$ 3,350	0%	\$ 3,350.00
		Craft Show Awards	\$ 1,000.00	\$ 1,000	100%	\$ -
		<b>Total 60-0000 · Exhibition</b>	<b>\$ 67,196.98</b>	<b>\$ 103,399</b>	<b>65%</b>	<b>\$ 36,202.02</b>
		9999 · Conversion Dummy Exp Acct	\$ (2.00)	\$ -	0%	\$ 2.00
		4001 · Interest Income	\$ 163.14	\$ -	0%	\$ (163.14)
		4005 · Investment Income	\$ 313.06	\$ -	0%	\$ (313.06)
			\$ 476.20	\$ -	0%	\$ (476.20)
		ActiveNet Expenses				

**RICHMOND ART CENTER**  
**Profit & Loss**  
 July 2012 through March 2013

			Jul '12 - Mar 13	Annual Budget	Actual as % of Budget (75% into year)	Dollar Variance
	ActiveNet Merchant Fees		\$ 1,223.47	\$ -	0%	\$ (1,223.47)
	ActiveNet Transaction Fee		\$ 1,176.91	\$ -	0%	\$ (1,176.91)
	ActiveNet Expenses - Other		\$ 275.97	\$ -	0%	\$ (275.97)
	Total ActiveNet Expenses		\$ 2,676.35	\$ -	0%	\$ (2,676.35)
	Total Expense		\$ 478,417.86	\$ 734,072.00	65%	\$ 255,654.14
			\$ 137,310.90	\$ 2,500.00		

## Notes for Actual to Budget Reports

- \*1\* Helms Middle School @ \$2500, part of Artists in Schools  
Lincoln Elementary School @ \$1250, part of Artists in Schools  
Salesian High School @ \$205
- \*2\* Shields-Reid Community Center, Summer 2012
- \*3\* Juried Craft Show \$2,667.29 received April 1
- \*4\* Creative Capacity grant @ \$900
- \*5\* Oakland Museum payment for Emily serving as juror
- \*6\* Oliver Ranch Tour
- \*7\* Levin Richmond Terminal donation @ \$1000  
Mechanics Bank 2 donations @ \$2250
- \*8\* TALOB 2012 donation
- \*9\* ACGA donation toward reception expenses
- \*10\* Open Circle grant @ \$10,000
- \*11\* Eastman grant @ \$4000; Art4Moore grant @ \$2000;  
Levin Richmond Terminal donation @ \$2500; Red Oak  
grant @ \$750; San Pablo Foundation @ \$3400
- \*12\* Savin Foundation @ \$4350; White/Scalapino grant @ \$5000;  
Leshar Foundation grant @ \$27359
- \*13\* California Oil grant @ \$14,000
- \*14\* City of Richmond matching grant @ \$63,482; City of  
Richmond M.O.U. @ \$137,500 less \$100,000 set aside  
as Reserve Fund
- \*15\* NPA Art on the Greenway grant @ \$8,000
- \*16\* Accounts Receivable on the Balance Sheet @ \$105,812.61 are the  
two City of Richmond invoices for Q1, 2013 @ \$68,750 and  
Matching Funds for Q1, 2013 @ \$37,062.61



Cashflow Schedule for the Richmond Art Center																
as of February 28, 2013																
Reflects cash in general checking o	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Jan-13	Feb-13	to date	Mar-13	Apr-13	May-13	Jun-13	Jul-13	Aug-13	Sep-13
Beginning Balance	\$188,242.80	\$ 158,946	\$ 159,221	\$ 155,500	\$ 118,200	\$ 49,700	\$ 58,827	\$ 85,152	\$ 152,540	\$ 159,262	\$ 163,241	\$ 195,634	\$ 184,759	\$ 203,009	\$ 174,009	\$ 174,009
deposits for the month	\$ 46,034.14	\$ 52,284	\$ 31,866	\$ 175,400	\$ 7,400	\$ 54,304	\$ 76,980	\$ 131,626	\$ 76,300	\$ 57,979	\$ 120,893	\$ 78,125	\$ 91,250	\$ 45,000	\$ 30,000	\$ 30,000
payroll and checks for the month	\$ (75,331.11)	\$ (52,009)	\$ (35,618)	\$ (212,700)	\$ (75,900)	\$ (45,176)	\$ (50,655)	\$ (64,238)	\$ (69,605)	\$ (54,000)	\$ (88,500)	\$ (89,000)	\$ (73,000)	\$ (74,000)	\$ (59,000)	\$ (59,000)
Ending Balance	\$158,945.83	\$ 159,221	\$ 155,470	\$ 118,200	\$ 49,700	\$ 58,827	\$ 85,152	\$ 152,540	\$ 159,262	\$ 163,241	\$ 195,634	\$ 184,759	\$ 203,009	\$ 174,009	\$ 145,009	\$ 145,009
Checking, COR Match					\$ 10,950	\$ 26,960	\$ 9,618	\$ 38,986	\$ 42,979	\$ -	\$ -	\$ -	\$ 5,000.00	\$ 5,000.00	\$ 5,000.00	\$ 5,000.00
Savings, Regello	\$ 115,459	\$ 115,473	\$ 115,483	\$ 115,483	\$ 115,483	\$ 115,483	\$ 115,523	\$ 115,532	\$ 88,457	\$ 88,457	\$ 88,457	\$ 83,457	\$ 83,457	\$ 83,457	\$ 83,457	\$ 83,457
Savings, Loan Proceeds				\$ 161,200	\$ 161,200	\$ 161,200	\$ 161,227	\$ 161,253	\$ 161,227	\$ 161,227	\$ 161,227	\$ 107,467	\$ 107,467	\$ 107,467	\$ 107,467	\$ 107,467
Endowment Fund balance	\$ 60,736	\$ 60,736	\$ 60,736	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081	\$ 31,081
Actual and Anticipated Deposit Detail																
General Operations				\$ 21,353	\$ 7,385	\$ 7,740	\$ 11,460	\$ 11,128	\$ 23,492	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000
Events						\$ 18,087										
Class Registration						\$ 28,477	\$ 27,618	\$ 13,769	\$ 25,724	\$ -		\$ 43,750	\$ 7,500	\$ 30,000	\$ 15,000	\$ 15,000
City of Richmond				\$ 94,254		\$ -	\$ -	\$ 106,729		\$ -	\$ 105,268	\$ -	\$ 68,750			
Transfer of funds internally				\$ 29,816			\$ 37,902	\$ -	\$ 27,075	\$ 42,979	\$ -					
Other Grants				\$ 30,000	\$ -	\$ -			\$ -		\$ 625	\$ 19,375	\$ -	\$ -	\$ -	\$ -
Total anticipated deposits				\$ 175,423	\$ 7,385	\$ 54,304	\$ 76,980	\$ 131,626	\$ 76,291	\$ 57,979	\$ 120,893	\$ 78,125	\$ 91,250	\$ 45,000	\$ 30,000	\$ 30,000
Actual and Estimated Payroll and Check detail																
Payroll				\$ 28,134	\$ 45,933	\$ 31,474	\$ 34,895	\$ 35,389	\$ 37,011	\$ 39,000	\$ 58,500	\$ 39,000	\$ 39,000	\$ 39,000	\$ 39,000	\$ 39,000
Faculty Pay				\$ 10,741	\$ 13,229	\$ -	\$ -	\$ -	\$ 13,013	\$ -	\$ 15,000	\$ -	\$ 14,000	\$ 15,000	\$ -	\$ -
Other Payments				\$ 12,576	\$ 16,748	\$ 13,702	\$ 15,760	\$ 28,849	\$ 19,581	\$ 15,000	\$ 15,000	\$ 50,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000
Total Disbursements				\$ 51,451	\$ 75,910	\$ 45,176	\$ 50,655	\$ 64,238	\$ 69,605	\$ 54,000	\$ 88,500	\$ 89,000	\$ 73,000	\$ 74,000	\$ 59,000	\$ 59,000

By-Laws  
Richmond Art Center  
Richmond, CA  
Incorporated March 11, 1947

(PROPOSED As Revised June 15, 2013)

BY-LAWS  
OF  
THE RICHMOND ART CENTER,  
A California Non-Profit Corporation

**ARTICLE I**  
**PRINCIPAL OFFICE**

The principal office of the corporation for the transaction of its business is located at the Richmond Art Center in the Richmond Memorial Auditorium Building, Civic Center Plaza, 2540 Barrett Avenue, Richmond, 94804, Contra Costa County, California.

**ARTICLE II**  
**MEMBERS**

Section 1. Classes of Membership and Rights

The corporation shall have a category of members entitled “Regular” members. The voting and other rights, interests, and privileges of each Regular member shall be equal.

The Board of Directors may establish, by amendment to these By-Laws, such other categories of membership as may be necessary for the purposes of the Corporation. No member shall, however, hold more than one membership in the corporation.

Section 2. Eligibility

To be eligible for any class of membership in this corporation, a person must have paid the dues established for this class of membership.

Section 3. Termination of Membership

Membership shall terminate upon the death or resignation of a member, for nonpayment of dues, or upon his expulsion by a vote of the Board of Directors for good cause shown.

Section 4. No Property Rights

No member shall have any interest or property right in the assets of the corporation.

#### Section 5. Dues

The classes of membership and corresponding amounts of dues shall be established from time to time by the Board of Directors. Prepaid dues are not transferable if membership is terminated.

### **ARTICLE III** **MEETINGS OF MEMBERS**

#### Section 1. Place of Meetings

Meetings of members shall be held at any place within or outside the State of California designated by the Board of Directors. In the absence of any such designation, meetings of members shall be held at the principal office of the corporation.

#### Section 2. Annual Meeting

The Board of Directors shall determine the date and time for the annual meeting of the membership, and notice of the meeting shall be given as provided in these By-Laws. In the event the Board fails to establish the date and time for the annual meeting, an annual meeting of members shall be held at 1:00 pm on the fourth Wednesday of May in each year. In the event that the day selected for an annual meeting falls on a legal holiday, then the meeting shall be held at the same time and place on the next business day. At this meeting, members shall elect new directors. Any other proper business may be transacted at the annual meeting.

#### Section 3. Special Meetings

A special meeting of the membership may be called at any time by the President, by the Board of Directors, or by the written request of not less than twenty (20) members of the corporation.

#### Section 4. Notice of Meeting of Members

Notice of the time and place of meetings shall be given at least ten (10) days prior to such meeting to those members of record as of thirty (30) days before such meeting. Notice shall be given either personally or by first-class mail or other written communication such as the class catalog, charges prepaid, addressed to the member at the address of that member appearing on the books of the corporation or given by the member to the corporation for the purpose of notice. If an email address is available for a member, that member may be given notice by email. Members may agree to be given notice in another manner, but such agreement must be explicit and recorded with the members' contact information at the corporation.

Section 5. Contents of Notice

Notice of meetings shall specify the place, the day, and the hour of the meeting and the general nature of the business to be transacted.

Section 6. Voting

Each member shall have one vote which must be cast in person at the annual meeting. Cumulative voting is not authorized, and no single vote shall be split into fractional votes.

Section 7. Quorum

The presence in person of twenty (20) members of the corporation shall constitute a quorum for the transaction of business at any meeting of members. The members at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of members to leave less than a quorum, if any action taken (other than adjournment) is approved by at least a majority of the members required to constitute a quorum.

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## **ARTICLE IV** **DIRECTORS**

### **Section 1. Powers**

The directors shall exercise the powers of the corporation, control its property, and conduct its affairs, except as otherwise provided by law.

These powers shall include, without limitation, the power to:

- a. Control the property and establish policies of the corporation;
- b. Appoint and remove all officers and the Executive Director;
- c. Fix fees and charges for the use of the corporation's equipment and for instruction provided by the Art Center;
- d. Cooperate with the City of Richmond in operating the Art Center;
- e. Review and approve tax filings and other official documents; and
- f. Delegate to the Executive Director all or some of the duties and authority such position customarily requires; however, the duties in subsections (a) through (e) above shall not be wholly delegated.

### **Section 2. Number of Directors**

The Board of Directors shall consist of no less than twelve (12) members and no more than twenty (20) members of the corporation with the exact number for the beginning of the next fiscal year determined by the Board of Directors prior to the giving of the notice for the annual meeting. The term of office of an incumbent director shall not be reduced by the reduction in the number of directors.

The authorized number of directors may be changed, or honorary positions on the Board added, by a duly adopted amendment to the Articles of Incorporation or by an amendment to these By-Laws adopted by the vote or written consent of a majority of the members entitled to vote.

### **Section 3. Election, and Terms of Office**

Directors beginning new three (3) year terms shall be elected at annual meetings of the members. If there are more candidates for the Board than the number of positions open to be filled, the candidates receiving the highest number of votes, up to the number of directors to be

elected, are elected. The term of office of each director, shall be three (3) years, terminating on June 30 of the third year after his or her election by the members or until his or her successor shall have been duly appointed or elected. The terms of directors shall be staggered, as possible, so that approximately 1/3 of the directors are elected at each annual meeting of the members. No person shall be elected to serve on the Board of Directors for longer than six (6) consecutive years, except in the event that the person has been appointed by the Board to serve out the remainder of his or her predecessor's term of office or of a fiscal year until the next annual meeting. No person shall be elected to serve on the Board of Directors sooner than one (1) year after the termination of his or her membership on the Board of Directors.

The Board of Directors annually shall appoint a nominating committee of not less than three (3) directors which shall submit at the annual meeting of the members nominations sufficient to ensure that there will be at least twelve (12) elected directors in the ensuing year, specifically the number between twelve (12) and twenty (20) selected by the board for the ensuing year.

#### Section 4. Removal and Resignation of Directors

The absence of any director from five (5) regular meetings of the Board within any twelve (12) month period, regardless of the cause of the absence, shall automatically result in the removal of that director from the Board without any further action of the Board or of the membership.

A director may be removed from office by a majority of the members present at the annual meeting of the members or at any special meeting of the members called for that purpose.

Any director may resign effective upon giving written notice to the president if the president wishes to resign, to the of the Board. However, except upon notice to the Attorney General, no director may resign if this corporation would then be left without a duly elected director in charge of its affairs.

#### Section 5. Vacancies

Any vacancy occurring on the Board of Directors by reason of death, resignation, or removal of a director shall be filled by the appointment of a successor by the majority of the remaining directors, even if less than a quorum for the minimum number of directors. Such successors shall hold

office until the next annual meeting of the members at which time a director shall be elected to fill any unexpired portion of the term of the director vacating the Board. If the Board consists of fewer than twenty (20) directors, a majority of the Board may appoint a new director(s) during the course of the fiscal year for the remainder of the fiscal year.

#### Section 6. Regular Meetings

Regular meetings of the Board of Directors may be held at any place within or outside the State of California that has been designated from time to time by resolution of the Board. In the absence of such a designation, regular meetings shall be held at the principal office of the corporation, at 5:30 pm on the fourth Thursday of each month. Written notice of each regular meeting and a tentative agenda for the meeting shall be mailed or emailed to each director, at the address provided by the director for notice pursuant to this Article IV, no later than five (5) days prior to the date of such meeting. Board directors may agree to be notified in a different manner but such agreement must be explicit and recorded with the director's contact information at the corporation.

#### Section 7. Special Meetings

Special meetings of the Board of Directors for any purpose or purposes may be called at any time by the president or any two (2) directors.

Special meetings of the Board shall be held at any place within or outside the State of California that has been designated in the notice of the meeting or, if not stated in the notice, at the principal office of the corporation.

Any meeting, regular or special, may be held by telephone or electronic conference, or similar communication equipment, so long as all directors participating in the meeting can hear one another, and all such directors shall be deemed to be present in person at the meeting.

Notice of the time and place of special meetings shall be delivered personally or by telephone to each director or sent by email, first-class mail or telegram, charges prepaid, addressed to each director, at the email address, address or telephone number provided by the director for notice pursuant to this Article IV. In case the notice is mailed, it shall be deposited in the United States mail at least five (5) days before the time of the holding of the meeting. In case the notice is delivered personally or by telephone



or email or to the telegraph company, it shall be so delivered at least twenty-four (24) hours before the time of the holding of the meeting. Any oral notice given personally or by telephone may be communicated either to the director or to a person at the office or home of the director who the person giving the notice has reason to believe will promptly communicate it to the director. The notice need not specify the purpose of the meeting nor the place if the meeting is to be held at the principal office of the corporation.

#### Section 8. Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business, except to adjourn as provided in Section 11 of this Article IV. The directors at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of directors to leave less than a quorum, if any action taken is approved by at least a majority of the required quorum for such meeting.

#### Section 9. Waiver of Notice

The transactions of any meeting of the Board of Directors, however called and noticed or wherever held, shall be as valid as though the business had occurred at a meeting duly held after regular notice, if a quorum is present and if, either before or after the meeting, each of the directors not present signs a written waiver of notice, a consent to holding the meeting or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. Notice of a meeting shall also be deemed given to any director who attends the meeting without protesting before or at its commencement, the lack of notice to that director.

#### Section 10. Adjournment

A majority of the directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place. If the meeting is adjourned for more than twenty-four (24) hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the directors who were not present at the time of the adjournment.

## Section 11. Action Without Meeting

Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, if a majority of the directors consent in advance in writing, including by email, to that action. Such action by written consent shall have the same force and effect as a vote of the Board of Directors at a meeting duly held after regular notice with a quorum present. Such written consent shall be reported by the President of the Board at the next Board meeting and confirmed by majority vote or the writings filed with the minutes of that meeting.

## Section 12. Fees and Compensation of Directors

Directors shall receive no compensation for their services as such but may be reimbursed for their actual and necessary expenses in transacting the business of the corporation with the authorization and approval of the Executive Director.

## Section 13. Special Limitations

No transaction or contract shall be entered into between the corporation and one or more of its directors, or between the corporation and any corporation, firm, or association in which one or more of its directors has a material financial interest unless the procedures of Section 310 of the Corporation Code of California shall have been followed.

No agent, employee, member, or director of the corporation shall be indemnified by the corporation unless the procedures and provisions of Section 317 of the Corporation Code of California shall have been followed.

## Section 14. Committees

The Board of Directors may form, at its convenience, committees of two kinds: those with legal authority to act for the corporation and those with authority only to advise the Board of Directors. The former are provided for in paragraph (a) below and the latter are provided in paragraph (b) below. The Board may instruct the nominating committee, as established by and constituted under Article IV, Section 3, to nominate members for these committees.

- (a) The Board may, by resolution adopted by a majority of the Board of Directors, designate one or more committees with legal

authority to act for the corporation to the extent specified in the resolution creating such committee, each such committee consisting of two or more directors, to serve at the pleasure of the Board. The Board may designate one or more directors as alternate members of any committee, who may replace any absent member at any meeting of the committee. Any committee, to the extent provided in the resolution of the Board, shall have all the authority of the board, except with respect to: (i) the approval of any action, which, under the law of California, also requires the approval of the members; (ii) the filling of vacancies on the Board of Directors or on any committee; (iii) the amendment or repeal of bylaws or the adoption of new bylaws; (iv) the amendment or repeal of any resolution of the Board of Directors which by its express terms is not so amendable or repealable; or (v) the appointment of any other committee of the Board of Directors or the members of such committees.

- (b) Advisory committees may be appointed to consist of two or more directors or other persons. Advisory committee membership may be comprised of any person, whether or not a member of the corporation and whether or not a director. Advisory committees shall have no legal authority to act for the corporation but shall undertake those duties designated by the Board of Directors.

#### Section 15. Meetings and Actions of Committees with Legal Authorization to Act

Meetings and actions of committees with legal authorization to act on behalf of the Board shall be governed by, and held and taken in accordance with, the provisions of Article IV of these bylaws, Section 6 (regular meetings), 7 (special meetings), 8 (quorum), 9 (waiver of notice), 10 (adjournment), and 11 (action without meeting), with such changes in the context of those bylaws as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time of regular meetings of committees may be determined either by resolution of the Board of Directors or by resolution of the committee. Special meetings of committees may also be called by resolution of the Board. The Board of Directors may adopt rules for the governing of any committee not inconsistent with the provisions of these bylaws.

## Section 16. Indemnification

The Richmond Art Center shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the RAC against all expenses and liabilities including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the RAC; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding. The officers and Executive Director of the Richmond Art Center shall purchase Directors' and Officers' Insurance to insure that funds are available for this purpose.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

This Article constitutes a contract between the corporation and the indemnified officers, directors, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or employee under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

## **ARTICLE V** **OFFICERS**

### **Section 1. Number and Titles**

The officers of this corporation shall be a president, a vice-president, a secretary, a treasurer, and such other officers as the Board of Directors may from time to time establish. One person may hold two (2) or more offices except those of president and secretary. All officers shall be selected from the Board of Directors. The officers may meet together with or without the Executive Director as an executive committee.

### **Section 2. Election and Term of Officers**

The officers shall be nominated by the nominating committee and elected by or at the Board of Director's June meeting. Each officer shall take office following election upon July 1<sup>st</sup>, and serve until he or she shall resign, be removed, or his or her successor shall be elected.

### **Section 3. Removal and Resignation**

Any officer may resign in writing to the president or if the president wishes to resign, in writing to the secretary. Any officer may be removed by a vote of two-thirds of the directors present at any regular meeting of the Board called for that purpose. Vacancies caused by death, resignation or removal of any officer may be filled by appointment by the Board of Directors or by the president until such appointment is made by the Board of Directors.

### **Section 4. President**

The president shall be the chief executive officer of the corporation and, subject to the control of the Board of Directors, shall have general supervision, direction, and control of the affairs of the corporation, including the budget. The president shall have authority to sign all contracts and other legal instruments on behalf of the Corporation, except as otherwise provided by the Board of Directors. He or she shall preside at all meetings of members and of the Board of Directors.

## Section 5. Vice-President

The vice-president shall in the absence or disability of the president perform all of the duties of the president and when so acting shall have the powers of and be subject to the restrictions upon the president.

## Section 6. Secretary

The secretary shall keep minutes of all meetings of members and of the Directors, shall be the custodian of the corporate records, shall give all notices as are required by law or by these bylaws, and generally, shall perform all duties incident to the office of secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

An assistant secretary may be named to assist the secretary in his or her other duties. The assistant secretary need not be a member of the Board.

## Section 7. Treasurer

The treasurer shall be the chief financial officer of the corporation and shall keep and maintain accurate and correct books of account showing the properties and business transactions of the corporation, which books of account shall at all reasonable times be open to inspection by any member of the corporation or as otherwise provided by law. The treasurer shall have custody of the funds and accounts of the corporation and shall deposit and disburse the same as ordered by the Board of Directors. The treasurer shall submit to the Board of Directors at each regular meeting thereof and whenever the Board may require, an account of his or her transactions as treasurer and a financial statement of the corporation in a form satisfactory to the Board of Directors. The treasurer shall have other powers and perform such other duties as may be from time to time prescribed by the Board of Directors.

One or more treasurers may be named to assist the treasurer in his or her duties. The treasurers need not be members of the Board.

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## Section 8. Execution of Instruments

Any and all instruments executed in the name of the corporation shall be executed by any one or more officers, employees or agents of the corporation as authorized from time to time by the Board of Directors. Such authorization may be general or confined to specific instances. The respective offices and duties as established in this Article V and by resolution of the Board of Directors include, except as otherwise provided, the authority to execute instruments in the name of the corporation when the execution of the instrument is incident to carrying out the duties of the office.

## **ARTICLE VI** **MISCELLANEOUS PROVISIONS**

### Section 1. Minute Book

The corporation shall keep or cause to be kept at its principal office a minute book or other systematic records which shall contain:

- (a) The record of all meetings of the Board of Directors including date, place, those attending, and the proceedings had; a copy of the notice of meeting and when and how given; written waivers of notice of meeting; written consents to holding of meeting; written approvals of minutes of meeting; and written consents to action of the Board of Directors without a meeting that was not confirmed by a majority vote at the next meeting.
- (b) The record of all meetings of the members, including date, place, members present in person; the proceedings had; a copy of the notice of meeting and when and how given; any affidavit as to the mailing or giving of notice; written waivers of notice of meeting; written consents to the holding of the meeting; written approvals of the minutes of the meeting; written consents of members of corporate actions approved by members without a meeting by less than unanimous written consent.
- (c) A copy of the Articles of Incorporation and all amendments thereof and a copy of all certificates filed with the Secretary of State.
- (d) A copy of the bylaws, as amended, duly certified by the secretary.

(e) A list of the members of the corporation with most recent address.

## Section 2. Corporate Seal

The corporation shall have a seal, circular in form, inscribed with the words “Richmond Art Center, Richmond, California, Incorporated March 11, 1947.”

The seal shall be affixed to all corporate instruments, but failure to affix it shall not affect the validity of any such instrument.

## Section 3. Fiscal Year

The fiscal year of the corporation shall be from July 1<sup>st</sup> to June 30<sup>th</sup>.

## Section 4. Open Meeting

All meetings of the corporation or any subdivision thereof shall be open and public, and all persons shall be permitted to attend such meetings except as otherwise provided by the Ralph M. Brown Act, California Government Code Section 54950 et seq., or its statutory successor.

## Section 5. Transition

The enactments of these bylaws shall not nullify any action previously taken by the corporation or its entities and shall not repeal any resolution of the membership or previous Board of Directors, except to the extent that such resolution is in conflict with the provisions of these bylaws.

Neither shall the enactments of these bylaws curtail the terms of office of any director, officer, or committee member who is serving in such capacity on the effective date of these bylaws.

## Section 6. Interpretation

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California General Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of this provision, the singular number includes the plural, the plural number includes the singular, and the term “person” includes both a corporation and a natural person.



## Section 7. Parliamentary Authority

Except in those matters where state law, these bylaws, or the Articles of Incorporation of this corporation provide differing or contrary procedures, all proceedings of this corporation shall be governed by the parliamentary treatise known as: Robert, Evans, Honemann & Balch, Robert's Rules of Order Newly Revised, In Brief, Da Capo Press, (2004) or the latest edition thereof.

## **ARTICLE VII** **AMENDMENTS**

### Section 1. Amendment by Members

New bylaws may be adopted or these bylaws may be amended or repealed by the vote or written consent of a majority of the members at any regular meeting thereof, or at any special meeting called for such purpose.

### Section 2. Amendment by Directors

Subject to the right of the members as provided in Section 1 of this Article VII, bylaws, other than a bylaw or an amendment of a bylaw changing the authorized number of directors, may be adopted, amended, or repealed by the Board of Directors, at any regular meeting thereof, or at any special meeting called for such purpose.

### Section 3. Record of Amendments

Whenever an amendment or new bylaw is adopted, it shall be inserted in the original bylaws in the appropriate place. If any bylaw is repealed, it shall be deleted. The secretary of the corporation shall record amendments to the bylaws, and records of amendments shall be maintained for 5 years.

# **THE RICHMOND ART CENTER**

## **Three Year Strategic Plan, FY14-16**

### **Mission**

The **Richmond Art Center** (RAC) is a dynamic arts organization that empowers and transforms individuals and the community through creative exploration, experience and education.

### **Vision**

We believe that access to the visual arts and creative process awakens and nurtures the individual aesthetic spirit, especially in our young people, and thus builds a community that sustains art for all.

### **Business Model Statement**

The **RAC** provides on-site and off-site art classes for diverse people of all ages; mounts exhibitions of works by professional and amateur artists; organizes special art events and neighborhood art projects; and collaborates with other community programs. These activities are possible with financial support from the City of Richmond, local businesses and community organizations, the West Contra Costa Unified School District, individual members and donors, class and admission fees, foundation grants and through the additional support of dedicated volunteers.

### **Strategies**

RAC's strategic plan focuses on seven areas of programming and support that sustains RAC's mission:

- Education
- Exhibitions
- Community Projects
- Fund Development
- Marketing
- Staff, Board and Volunteer Development
- Facility Infrastructure

### **Objectives**

- To provide creative outlets for Richmond's diverse community of all ages.
- To make the arts an integral part of good education and productive communities.
- To provide diverse range of exhibitions of emerging and established artists that appeal to a broad audience.
- To implement effective funding and infrastructure that ensures RAC's sustainability and efficient operation.

## Goals & Objectives for Each Program

### Education

#### Overarching Goals:

To expand and deepen RAC’s educational impact and community recognition.

- Provide art classes for youngsters at public school sites, community centers, libraries and RAC incorporating field trips to RAC in all off-site programs
- Design youth art classes that comply with VAPA standards and enhance core curricula
- Make the on-site studio programs self-sustaining by FY 2016
- Develop and expand the outreach program to engage the diverse audiences, of all age groups, in Richmond area communities
- Integrate and update new teaching tools including digital technology to enhance the visitors and student’s learning experience

Program	Education Objectives (s)	Expected Completion
Art Tours	<ul style="list-style-type: none"> <li>• Continue and increase the number of in house Art Tours for students in grades K-12. Ensure program remains affordable.</li> </ul>	FY13 -15
Outreach Programs -	<ul style="list-style-type: none"> <li>• Expand the after school program from two school-based art programs that are part of the established after school programs at one Iron Triangle Elementary School (Lincoln) and Middle School (Helms); and one additional school per year.</li> <li>• Establish art activities in the Community Centers (Shields Reid and Nevin), the Richmond Library and or other locations. Increase number of locations by one per year.</li> <li>• Partner with Lawrence Hall of Science &amp; Richmond Library to develop a pilot STEAM (Science, Technology, Engineering, ART and Math) program at RAC and the Richmond Library.</li> <li>• Launch the STEAM program as an after school program at two schools and increase the number by 1-2 schools each year.</li> <li>• Provide professional training workshops to WCCUSD teachers on how to integrate art into their daily curricula. Partner with Higher Education to offer professional credit for teacher participation.</li> </ul>	FY13-16  FY13-16  Summer 2013  FY14-15 2015+  FY 2013-ongoing
Studio Art Program at RAC	<ul style="list-style-type: none"> <li>• Maintain core base of successful classes and introduce new classes that attract new students, for beginning through advanced students.</li> <li>• Increase studio income revenue by 8% per annum.</li> </ul>	Fall 2013 - ongoing  Ongoing

	<ul style="list-style-type: none"> <li>Expand Textile Studio program to include textile related activities including fashion design and new art forms.</li> <li>Conduct an in-depth analysis of revenue/expenses for each studio space, coupled with a survey of past, current and potential students to assess type and quality of classes/workshops. Develop plan to increase revenue and class offerings to make Studio Program self-sustaining by FY16.</li> <li>Conduct Faculty pay rate analysis and increase appropriately to sustain current and recruit new faculty</li> <li>Develop/implement an afterschool program plan on-site at RAC to attract Middle and High School students.</li> <li>Present Master Classes inviting noted artists to conduct intensive two-three day workshops for Bay Area artists.</li> <li>Reduce costs of quarterly catalogs by printing two annually and by increasing on-line marketing and registrations.</li> <li>Study use of open studio time to see if better alternative in developing a rental program of studio space</li> </ul>	<p>2014 - ongoing</p> <p>FY13-15</p> <p>FY 2013 &amp; biannually FY14-16</p> <p>FY2014</p> <p>FY2014</p> <p>FY 2014</p>
<b>Children &amp; Teen's Classes at the RAC</b>	<ul style="list-style-type: none"> <li>Seek funding through sponsorships and scholarships to reduce costs of classes and transportation to the RAC for children on free breakfast/lunch programs.</li> <li>Increase publicity for these classes to include timely distribution to targeted Richmond schools and evaluate impact of distribution program. Provide bi-lingual information material.</li> <li>Increase enrollment of children/teen classes at the RAC by 50%</li> </ul>	<p>2014 ongoing</p> <p>2014 ongoing</p> <p>2016</p>
<b>Partnerships Alliances</b>	<ul style="list-style-type: none"> <li>Seek partnership to create and sustain a teen studio program (after school or weekend) at the RAC.</li> </ul>	<p>FY14-16</p>

## Exhibition

### Overarching Goal:

To increase programming and revenue from RAC's four gallery spaces by expanding partnerships and attracting sponsors for diverse exhibitions relevant to Richmond and the region's rich, dynamic artistic culture.

Program	Exhibit Objective(s)	Expected Completion
<b>Partnership Alliances</b>	<ul style="list-style-type: none"> <li>Seek alliances with arts organizations/art groups via rental agreements to mount juried show(s), group exhibits, or performances.</li> </ul>	Ongoing

<b>Emerging Artists</b>	<ul style="list-style-type: none"> <li>Develop plan for the selection and exhibition of emerging artists series (1-2 a year) partnering with other arts organizations and universities.</li> </ul>	FY 2014-ongoing
<b>Re-focus use of Galleries</b>	<ul style="list-style-type: none"> <li>Seek annual exhibition sponsorship(s) support (\$10,000 - \$20,000)</li> </ul> <p><u>West Gallery &amp; Courtyard:</u></p> <ul style="list-style-type: none"> <li>Maintain the West Gallery entrance as a welcoming public entrance to the RAC and place to enjoy art and garden/courtyard.</li> <li>Provide quality curated shows of large-scale artwork including installations and multi-media work that will combine the Gallery with outdoor Courtyard.</li> <li>Explore use of Gallery for cart/café, gift store and/or administration area.</li> <li>Seek funding to implement proposed changes.</li> </ul> <p><u>Main &amp; South Gallery:</u></p> <ul style="list-style-type: none"> <li>Showcase emerging and mid-career contemporary Bay Area artists in juried, group, and occasional solo exhibitions augmented with interpreted catalogs or brochures –one to two times annually.</li> </ul> <p><u>Community Gallery:</u></p> <ul style="list-style-type: none"> <li>Evaluate and develop the space as a hybrid of student/faculty shows; solo exhibits of local artists; and the annual Middle/High School Art Exhibition.</li> </ul>	FY14-16  FY13-14  FY14-16  FY14-15  FY14/16  FY13-16  2014- ongoing

## Community Programs

### Overarching goal:

To increase RAC’s inclusiveness, visibility and financial security by creating opportunities to take RAC into the community and bring more of our diverse community to RAC.

Program	Community Programs Objective(s)	Expected Completion
<b>RAC League of Volunteers (LOV)</b>	<ul style="list-style-type: none"> <li>Continue the community volunteer program supporting RAC programs and daily operations. Recruit and expand to provide RAC with professional assistance. Make a skill bank index available to Executive Director and Board.</li> <li>Provide ongoing professional training and experiences for volunteers to improve their job opportunities.</li> <li>Develop a docent corps to guide visitors through exhibits on weekly basis.</li> </ul>	Immediate & ongoing  FY 2013 & ongoing  FY 2014 & ongoing

<b>Special Public Events</b>	<ul style="list-style-type: none"> <li>• Create a seasonal “Artists Night Out” evening program to attract diverse artists and interests and to share the resources and knowledge of various arts constituents and practitioners.</li> <li>• Present a series of 4-5 weekend family activities to encourage multi-generational learning.</li> </ul>	Winter 2014 – FY16  Immediate & ongoing
<b>Internship Program</b>	<ul style="list-style-type: none"> <li>• Create student internships (curatorial, exhibition, education, and marketing) through partnerships with CCA, SFAI and/or JFK.</li> </ul>	FY13-16
<b>Corporate Team Building at RAC</b>	<ul style="list-style-type: none"> <li>• Focus on activities attractive and relevant to specific corporations.</li> <li>• Market activities as vehicles for employee team building, community building, and increased community recognition for the corporations and RAC.</li> </ul>	FY14-16

## Fund Development

### Overarching goals:

- Sustain and ensure RAC’s future financial stability by implementing fund development activities that increase memberships and donations, earned income and better use RAC’s facilities.
- Launch a planned giving program and tend to donor stewardship
- Lay the groundwork for a multimillion dollar Endowment Campaign

<b>Program</b>	<b>Fund Development Objective(s)</b>	<b>Expected Completion</b>
<b>Board and Staff</b>	<ul style="list-style-type: none"> <li>• Recruit staff and expand Board to support the Fund Development Program</li> </ul>	FY13 -ongoing
<b>Membership Retention and growth.</b>	<ul style="list-style-type: none"> <li>• Evaluate and enhance membership benefits to support member retention and growth</li> <li>• Increase membership 8% each year. Reach 1,000 members by 2018</li> <li>• Create online art sales and web-based benefits to RAC members/artists</li> </ul>	Ongoing  Ongoing to FY2017-18  FY14-15
<b>Rental</b>	<ul style="list-style-type: none"> <li>• Develop facility rental plan and market to outside event organizers and groups/businesses</li> <li>• Double revenue by FY15</li> </ul>	FY 2013  FY 2015
<b>Partnership Campaign &amp; Annual Giving</b>	<ul style="list-style-type: none"> <li>• Enhance the value to major donors by offering special events such as artist receptions, studios visits, or private tours of art collections</li> <li>• Cultivate corporate partners, increasing corporate giving three-fold by 2016</li> <li>• Create fundraising strategies to increase annual giving goal by 8% per year.</li> <li>• Create appropriate thank you event for major</li> </ul>	Annually  FY 14-16  FY14-16

	<p>donors annually</p> <ul style="list-style-type: none"> <li>• Increase sponsorship of exhibits and special events to 25,000 in 2015</li> <li>• Develop and implement Legacy Gifts/Planned Giving</li> <li>• Hold donor cultivation events two times a year at desirable locations</li> </ul>	<p>Ongoing</p> <p>FY13-15</p> <p>FY 2013 FY 2013 &amp; ongoing</p>
<b>Holiday Arts Festival HAF) &amp; Special Events</b>	<ul style="list-style-type: none"> <li>• Seek sponsorship of HAF event (\$3K -\$5K).</li> <li>• Double vendor sales through aggressive marketing to attract a larger audience and recruitment of known vendors</li> <li>• Double Silent Auction sales by 2015</li> <li>• Increase HAF next revenue to \$30K by 2015</li> </ul>	<p>FY2013&amp;ongoing FY2014</p> <p>FY 2015</p>
<b>Foundation Grants/ Service Grants</b>	<ul style="list-style-type: none"> <li>• Develop grant schedule to support the strategic plan to sustain and grow RAC programs and increase operating support</li> <li>• Seek multi-year grants to replace current Savin &amp; Leshner Foundation grants and to sustain current youth programs and new initiatives (e.g. emerging artist series, STEAM and youth programs).</li> <li>• Increase number of grant proposals to private and public foundations. Generate \$120,000 K+ per year</li> <li>• Seek service grants from Taproot, Haas Business School and other service grant providers</li> </ul>	<p>2013 &amp;ongoing</p> <p>FY13-16</p> <p>FY2014-ongoing</p> <p>FY2013 &amp; ongoing</p>
<b>Gift Store</b>	<ul style="list-style-type: none"> <li>• Develop plan to locate a sales gallery to represent RAC artists and other artists</li> <li>• Establish Gift Shop. Generate \$8K in net revenue increasing by \$2K per year</li> </ul>	<p>FY13-14</p> <p>FY14-16</p>
<b>Endowment Campaign</b>	<ul style="list-style-type: none"> <li>• Develop plans for Endowment Campaign after a feasibility study</li> <li>• Launch 2 to 3 year \$3+ million dollar Endowment Campaign</li> </ul>	<p>FY14-15</p> <p>FY15-17</p>

## Marketing

### Overarching Goals:

- Centralize RAC's marketing efforts rather than have each program area responsible
- Create procedures and standards for marketing and messaging to general audiences and designated constituents
- Create and implement a marketing plan to enhance public awareness about the RAC mission, vision and programs

- Plan and launch a multi-faceted effort using traditional and social media channels to raise public awareness of RAC, support and increase gallery attendance, class/workshop registration and annual giving by 8% annually

Program	Marketing Objectives(s)	Expected Completion
Marketing	<ul style="list-style-type: none"> <li>• Develop key messages and brand strategies with Taproot Foundation Service Grant</li> <li>• Develop identity standards and style guide for marketing materials</li> <li>• Redesign collateral materials &amp; stationery</li> <li>• Create a marketing plan incorporating above and an annual marketing calendar</li> <li>• Review and update plan &amp; calendar annually</li> <li>• Centralize marketing efforts and establish procedures to implement the marketing plan</li> <li>• Redesign RAC website incorporating key messages and brand strategy. Double internet traffic after one year of launch</li> <li>• Develop procedure to gather and update content/visuals for website</li> <li>• Track and assess analytics for website, eNews, and social media to improve effective and efficient communication to visitors, donors, students and supporters</li> <li>• Develop and implement Way finding/signage plan for the RAC facility.</li> </ul>	FY2013 FY2013& ongoing FY 2013 FY 2013 Ongoing FY2013 FY13-16 FY13/14 FY13-14 ongoing FY13-14 FY13 – ongoing

## Personnel, Board and Governance

### Overarching goal:

To create a stable team- based, productive atmosphere for staff and board through successful recruitment, training and retention.

Program	Personnel, Board and Governance Objective(s)	Expected Completion
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<b>Staff/Volunteer Training and Development</b>	<ul style="list-style-type: none"> <li>• Provide staff and volunteers with appropriate training to ensure they have the skills for present success and future growth</li> <li>• Train all staff &amp; volunteers to improve their engagement with the center’s audience thereby enhancing their experience at the RAC.</li> <li>• Require Anti-Harassment Training for supervisory Staff every two years and new employees as they are hired.</li> </ul>	<p>2013 - ongoing</p> <p>2013 -ongoing</p> <p>2013–every two years</p>
<b>RAC Operations and HR</b>	<ul style="list-style-type: none"> <li>• Provide every employee with an annual performance evaluation</li> <li>• Provide facilitation/training for board/staff/faculty to improve communication and interaction</li> <li>• Provide a forum, committee or other method for ongoing communication among board/staff/faculty/members</li> <li>• Compile complete Policies and Procedures Handbook and keep updated</li> <li>• Update Salary Ranges &amp; Job Descriptions</li> <li>• Update Employee Handbook (updated Jan 1, 2013)</li> <li>• Develop consistency in contracts</li> <li>• Explore new recruitment/hiring methods</li> </ul>	<p>2013 - ongoing</p> <p>FY 2013-ongoing</p> <p>FY2013- ongoing</p> <p>2013 – ongoing</p> <p>2013</p> <p>Every two years</p> <p>Fall 2013</p> <p>FY 2013</p> <p>FY 2013</p>
<b>Board Development and Governance</b>	<ul style="list-style-type: none"> <li>• Update the by-laws and provide members with an opportunity to vote on changes</li> <li>• Compile Index of Resolutions and Resolution Notebook</li> <li>• Study board operations to ensure timely action and appropriate board roles and responsibility.</li> <li>• Expand board to 20 members reflecting the cultural diversity of the community and acumen for fiduciary and fundraising capabilities.</li> <li>• Revise Board Handbook &amp; Board Orientation procedure</li> <li>• Provide continued Board training in fundraising and responsibilities and ongoing organizational changes</li> </ul>	<p>June 2013</p> <p>FY 2013</p> <p>FY13-14</p> <p>FY13-14 - ongoing</p> <p>2013 – ongoing</p> <p>2013 -ongoing</p>
<b>Partnering Opportunities with nonprofit educational organizations.</b>	<ul style="list-style-type: none"> <li>• Explore partnerships or alliances with other arts organizations, universities and arts groups to collaborate on program development/delivery and space usage, e.g., California College of the Arts, the SF Art Institute, the Academy of the Arts, UC Berkeley, and Contra Costa College.</li> </ul>	<p>FY13 - ongoing</p>

## Facility

### Overarching Goals:

Evaluate use of spaces and implement infrastructure improvements/changes, to efficiently facilitate the mission and programmatic goals, as well as to house the board and staff appropriately.

Program	Facility Objective(s)	Expected Completion
Facility	<ul style="list-style-type: none"> <li>• Coordinate with the City of Richmond on upgrading the electrical, fire safety and other facility improvements</li> <li>• Propose plan for KCRT facility usage for RAC operations and programs. Seek City funding and if necessary private funding for improvements.</li> <li>• Propose overall plan to serve administrative needs (office, storage and meeting space)</li> <li>• Propose business and capital improvement to establish a Gift Shop and Café</li> <li>• Propose plan to generate additional income through the physical expansion of Jewelry Metal Studio, relocate and expand Printing Studio and review and re-define usage of the Weaving Studio</li> <li>• Purchase or find appropriate furniture for new areas</li> </ul>	<p>FY13 ongoing</p> <p>FY 2013</p> <p>FY13-14-ongoing</p> <p>FY13/14</p> <p>FY 2013</p>
IT	<ul style="list-style-type: none"> <li>• Replace and expand capacity of network server.</li> <li>• Upgrade technology including the secure network, computer upgrades and software, server and backup storage.</li> </ul>	<p>FY 13 ongoing</p> <p>FY13/14</p>

## **Executive Director's Report April, 2013**

### **Community Events:**

We had a number of successful public events during the month of April. The Art Center hosted the monthly **Richmond Chamber of Commerce Mixer** on April 11<sup>th</sup> where we acknowledged California Oil Company for their outstanding support of our Summer Youth Art Camp. Ceramics Technician, Shenny Cruces, designed two original ceramic plaques which were presented to the company to acknowledge their ongoing support. Judy Morgan, President of Richmond Chamber, presented the RAC a \$1,000 check to sponsor the WCCUSD Student Art Exhibition.

On April 19<sup>th</sup> we hosted the special reception for the 48<sup>th</sup> Annual, WCCUSD Student Art Exhibition. Over 200 students and parents attended the festivities. Over \$5,000 was donated by the school district, regional clubs and families for student awards including \$3,000 in awards from the El Sobrante Art Guild (a 40 year participant), and two \$250 scholarships awards for college-bound art students. I would like to thank Emily Anderson and Susan Wittenberg for coordinating the efforts of the art teachers, Jane Carson, Steve Mainini, and Diane Schrampf, to mount the exhibition, donor acknowledgements and awards and the presentation. During the month of May we will be displaying student artwork from RAC's Art in School program.

We wrapped up April with the inaugural community engagement event **UpCycle Richmond!** Attracting over 300 guests, this was an excellent example of building alliances with community organizations coupled with corporate sponsorship. It was a great opportunity for people to see the current exhibits, engage in art and science activities, and talk to the faculty and students in the studios. I would like to thank the entire staff for the development and implementation of this new program, especially Kato Jaworski for creating the content and assembling the presenters, and Liz Padilla for coordinating the logistics. The event has the potential to grow significantly in the coming years as we champion the value of the interconnections between art and science. We will be evaluating it to determine the best date for next year's event with one option of coordinating and leveraging our resources with the popular TALES event which occurred on the same day on the Civic Plaza or stage it on another Saturday in April.

### **Fundraising:**

We had five sponsors (all first time sponsors) for UpCycle Richmond! totaling \$2,900. In addition to the Richmond Chamber donation, the El Sobrante Art Guild contributed \$1,000 to our outreach program.

We will be launching spring membership and donor campaigns. Nearly 400 letters will be mailed to lapsed members (over the past 18 months) and another 200 letters to donors who have previously contributed gifts of \$150 or less to the Art Center.

To support the recruitment of new members and donors, we have arranged with KCRT to present one or more one-hour compilation videos we produced (many which have not shown) of demos and testimonials by artists, stakeholders and community leaders about the value of the RAC and the important to support the Art Center. These will air in late May or June.

The following proposal and/or LOI's will be submitted by May 1<sup>st</sup>: a \$2,000 grant to Target Foundation for a 2014 STEAM afterschool program; a letter of Inquiry to the Crescent Porter Hale Foundation to support a full time position for the Outreach Coordinator position; and a \$25,000 grant to the Thomas Long Foundation to support an expanded Outreach program.

**Administrative:**

We welcome a new staff member, Teri Gardiner as our part time Marketing and Communications Manager. She will lead the marketing team to help articulate, advance and enhance our communications and marketing program. In the coming months, she will oversee the Messaging and Branding Strategies Plan, the redesign of our website and collateral materials, and the improvement our external communication efforts. Finally, the Taproot Foundation team has been assembled and our first meeting with the team is April 30<sup>th</sup>.