

**RICHMOND ART CENTER
MINUTES OF BOARD OF DIRECTORS ~ October 24, 2013**

Location: RAC, Resource Room Time called to order: 6:10 p.m. Time adjourned:
8:35 pm

Members present: Andrea Biren, Susan Brand, Inez Brooks-Myers, Donna Brorby, Connie
 Tritt, Peter Dodge, Sue Hartman, Yolanda Holley, Matt Jacobson,
 Bernadette Jones, Edric Kwan Terry Kotsatos, Ellengale Oakley, Susan
 Wittenberg,
Members Absent: Anna Blackman, Bob Connolly
Staff present: Richard Ambrose, Executive Director
Others Present: Megan Bradfield, Juhie Tamboli, Haas Board Fellows; Jan Brown, former
 director, and Kim Kellogg, member of the Marketing Committee, for the
 Taproot Team presentation

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Handouts Distributed or emailed prior to meeting:

- 1) Board Meeting Agenda for October 24, 2013 (attached)
- 2) Resumes of new board fellows, Meghan Bradfield and Juhie Tamboli
- 3) Minutes of Board of Director’s Meeting, September 26, 2013
- 4) Treasurer’s report -- Balance Sheet, Profit and Loss Statement, and Cash Flow Schedule
 as of September 30, 2012; Form 990 attachments and Form 990 Narrative Statement

- 5) Executive Director’s Report – October 2013 (attached)
- 6) Documents related to Taproot Team report to Board – Requirements Brief, Positioning
 and Messaging, and Marketing Plan Audit

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1. Introductions -- U.C. Berkeley Haas Business School Board Fellows, Megan Bradfield and Juhie Tamboli. The Board President introduced our new Haas Fellows, Megan Bradfield and Juhie Tamboli. They explained the Haas Board Fellows program and each introduced themselves further. The Haas Board Fellows program allows UC Berkeley Haas business school students to gain practical experience with nonprofits in their areas of interest and to benefit those nonprofits by undertaking projects to which they bring expertise. Our Haas fellows both have a passion for the arts and some personal experience in arts classes or institutions. Board members introduced themselves to Megan and Juhie and said a few words about their particular interest in or ambition for the Art Center. There was a discussion of the projects that Megan and Juhie will take on for the Board. The projects are to consider and report to the Board on the (1) advisability of having a café and gift shop at the Art Center and (2) new uses of the Art Center space to bring more people in, such as facility rental.

2. Approval of minutes of the Sept 26 Board meeting. The board president referred the board to the draft minutes of the August 26 Board meeting that the secretary circulated by email in advance of the meeting. Donna Brorby noted the minor corrections she had made based on email from Board members in response to her circulation of the draft. She made the following

MOTION: *“I move that the Board approve the minutes of the public portion of the September 26, 2013 board meeting, as circulated in drafted and corrected.”*

The motion was seconded by Inez Brooks-Myers. It passed unanimously.

Donna Brorby made the following

MOTION: *“I move that the Board approve the minutes of the executive session portion of the September 26, 2013 board meeting, as presented.”*

The motion was seconded by Inez Brooks-Myers. It passed unanimously.

3. Treasurer’s Report. Connie Tritt, Treasurer, reviewed the balance sheet, profit and loss statement and cash flow report for September 30, 2013. These documents are attached. She noted that the September 30 documents reflect the Art Center’s first quarter of this fiscal year. Education enrollment and income are substantially higher than budgeted. This is attributed to community colleges’ new limitations on studio art classes and the Art Center’s improved marketing of its classes. Community colleges used to allow students to take unlimited studio art classes, which were quite inexpensive (\$60 - \$180). The new limit is that a student is permitted to take the same studio class only 2 times. Education expenses will be higher than budgeted also, and will be incurred in the next quarter. Income comes in when students pay for classes; the expenses are incurred over the period during which the classes are delivered. The Art Center’s goal in its strategic plan is for its studio arts education program to be self-sustaining by the 2016-17 fiscal year.

In response to a question, the treasurer clarified that the TAOLB “jury fees” account is just the name of an expense account for The Art of Living Black exhibit. The show is not a juried show.

Exhibition income is under budget as of the end of September. But those figures do not include \$6K from Zellerbach for the Bella Feldman exhibit. The Thomas White and Leslie Scalapini Fund has committed \$4K for an exhibit this year. Exhibition income is expected to meet the amount budgeted this year.

The Art Center is seeking funding for its school-based Arts in the Community program from the Superintendent of the West Contra Costa County Unified School District, Bruce Harter.

Our YTD net income is \$175K. For some time now, cash flow has not been an issue. The treasurer started providing cash flow statements in 2011 as a result of the financial crisis at that time. We agreed that monthly cash flow statements were no longer necessary at this time.

The 990 will be filed by November 15.

4. Executive Director's Report. Ric Ambrose, Executive Director, reviewed his October written report that is attached. As the report reflects, he and the Board Grants subcommittee have identified twelve foundations from which it is appropriate for the Art Center to seek funding. He asked for the board's authorization. Edric Kwan made the following

MOTION: *I move that the Board approve the Art Center's applying for the grants listed a page 1 of the Executive Director's report that was circulated in advance of the meeting.*

The motion was seconded by Susan Wittenberg and passed unanimously.

5. Committee Reports.

a. Development Committee. Donna Brorby, chair of the committee, reported that it is too soon to judge the Partnership Campaign. She urged all solicitors to contact their assignments. Many donors will give if they are asked, but only if they are asked.

b. HR Committee. Committee Chair Bernadette Jones reported that she gave RAC staff a training about how to handle conflicts in the workplace. The training went well. The feedback indicated that staff appreciated it. Bernadette reported also that the hotline voicemail now is in operation, anyone can use the hotline to leave a message. Now, the fact of the hotline and the number need to be publicized.

6. New Business

a. New Account for Stock Gifts. The Art Center has been using its Endowment Account at Mechanics Bank to receive any donations to RAC of stock, because that is its only brokerage account. This is not appropriate for gifts that are not being made to the endowment fund. Also, the fee for the service is high and there is undue delay in completion of the transaction. Board member Matt Jacobson has offered to have his firm open a brokerage account for the Art Center at Charles Schwab, where the firm has a great deal of money under management. Matt will be responsible for management of the account, which he will do pro bono. There is no conflict issue, Matt and his firm will not get a benefit from having the Art Center account. Only a few people give stock to the Art Center, but we have to have a way to receive these gifts and convert them to cash. The following motion was made, seconded and was passed with 11 aye votes, 0 nay votes and Inez Brooks-Myers abstaining:

MOTION: *To approve retaining Jacobs and Co., where Matthew Jacobson is a partner, to open and manage a brokerage account at Charles Schwab, on a pro bono basis, for the receipt and sale of stock donations that the Art Center receives.*

b. Taproot Foundation Final Report. In advance of the meeting, Susan Brand, chair of the board marketing committee, circulated three documents showing the investigations and conclusions of the Taproot Foundation marketing/messaging team, including the final draft of the positioning statement and key messages. At the meeting, the Taproot Team members introduced themselves and reported on their work and conclusions. They said that they would

provide the Art Center with a copy of the Power Point report. Susan Brand and Kim Kellogg, marketing committee member with considerable relevant expertise, participated in the briefing of the board. Kim Kellogg worked extensively on the final Positioning and Key Messages document.

The Taproot Team included Frank Darling, Account Director, Sanja Vadi, Project Manager, Christine Nichols, Marketing Manager, Mai Lam, Marketing Manager and Merry Selk, Content Manager. The Art Center's Susan Brand, Kim Kellogg and Teri Gardiner worked closely with the Taproot Team.

The team interviewed Art Center stakeholders and researched similar organizations. The Richmond Art Center's strong differentiating points are (1) its unique history (the Salmi story and its role in the Bay Area art world in the 1950's or so); (2) its size and longevity.

The team explained that the marketing/messaging document is meant to guide the Art Center in crafting the language it uses in marketing and branding. The document does not supply the precise words that the Art Center should use.

Several members questioned the use of "mobile art programs," a phrase that apparently is intended to encompass the Arts in the Community program. Several members felt that none of the language in the marketing/messaging document captures the Art Center's service to the children and families of relatively poor communities in Richmond.

7. Adjournment. The meeting was adjourned at 8:35 p.m.

Refreshments: Matt Jacobson volunteered to bring refreshments for the October 24 meeting.

Upcoming Dates: Oct. 26 1-3 p.m., Skeletonfest 1-3 Come with kids or VOLUNTEER to help
Nov. 2, 1 – 3 p.m., Artist Talk: Bella Feldman
Nov. 21 5:30 – 7:30 p.m., Board Meeting (NOTE THIS IS THE THIRD THURSDAY)
Dec. 4, 5 and 6, 1-5 p.m. HAF Silent Auction Preview
Dec. 5 4-6 p.m. VIP Art Auction
Dec. 8 11 a.m. – 6 p.m. Holiday Arts Festival (VOLUNTEER to help at Café!)
Dec. 15 4:30 – 6:30 p.m. Board, Faculty and Staff Holiday Party at Susan Wittenberg's house
Dec. 19 5:30 – 7:30 p.m., Board Meeting (NOTE THIS IS THE THIRD THURSDAY)
Jan. 23 Board Meeting (back to 4th Thursday)

Board meetings are 5:30 to 7:30 the fourth Thursday of the month, except in November and December when the meetings will be on the third Thursday due to holidays.

Please NOTE the special time for this particular meeting – 6:00 pm to 8:30 pm
Agenda for October 24, 2013 Richmond Art Center Board of Directors Meeting

Resource Room, Richmond Art Center,

1. Introductions- Megan Bradfield and Juhie Tamboli – Haas Business School Board Fellows -20 minutes

2. Approval of Minutes of August Bd. Meetings(MOTION) 5 minutes Donna

3. Treasurer's Report 20 minutes Connie

Distribution of Narrative for 990, discussion of delay vs. email approval

4. E.D. Report 10 minutes Ric

5. Committee Reports 10 minutes

Development Committee 5 minutes Donna

HR Committee 5 minutes Bernadette

6. New Business 10 minutes Andi

Schwab Account for Stock Donations 10 minutes Matt

7. Old Business 10 minutes Andi

Reminder to Committees re Ideas from Board retreat by December

Snacks next time

Volunteer hours – explanation of why it is important – Skeletonfest and Café at HAF

8. Report from PR/Marketing Comm. and Taproot presentation one hour Susan B.

9. Adjourn – (MOTION)

Upcoming Dates:

Oct. 26 Skeletonfest 1-3 Come with kids or VOLUNTEER to help

Nov. 19 End of Fundraising Period – wine and cheese at 4:30 RAC

Nov. 21 Board Meeting (NOTE THAT THIS IS THE THIRD THURSDAY)

Dec. 8 Holiday Arts Festival 11 – 6 - VOLUNTEER to help at Cafe

Dec. 14 Board and Staff Holiday Party – evening – Place TBA

Dec. 19 Board Meeting (NOTE THAT THIS IS THE THIRD THURSDAY)

Jan. 23 Board Meeting (back to 4th Thursday)

Executive Director Report for October 2013

Fund Development:

While we are in the midst of the Partnership Campaign, we will also be submitting an end of the year appeal in November to RAC students, members, faculty, and volunteers who have not previously contributed including 4,000 people who receive our bi-monthly eNews. The campaign will be a combination of snail-mail and email solicitations. Our goal is to raise \$3,000 to \$5,000.

Grants:

The Savin Foundation approved our one-time request to fund the Art in the Community program for \$20,000. In addition to the Soroptimist International Club of Richmond gift of \$3,000 this month, we have exceeded our AIC \$50,000 grant goal for this year by \$9,000 (total \$59,000) with grant requests still pending for Wells Fargo, Ruddle Youth Memorial Fund, Mechanics Bank, and WCCUSD. The Savin Foundation gift is in addition to their third and final \$30,000 commitment to support the salary of the Exhibition Director. We will be approaching them in early 2014 to continue to support the RAC in a multi-year commitment of \$40,000 to \$50,000 per year. We will be submitting a \$5,000 grant to the Richmond Community Foundation to partially support the redesign of our website.

On a less positive note, we did not receive the Creative Work Fund grant for the “Art on the Move” project – wrapping three City of Richmond vehicles with artist’s designs for two years.

We request approval from the Board of Directors to proceed in submitting grants/LOIs over the next several months to the following foundations to support our AIC program and other community art related activities for FY14/15:

Surdna Foundation, Chase, US Bank, Y & H Soda Foundation, Union Bank, Art Space, NEA: *Our Town*, Fleishhacker Foundation, Clarence Heller Charity Foundation, Cliff Bar Family Foundation, California Arts Council and James Irvine Foundation. We are also approaching the Irene Scully Foundation and the Bechtel Foundation to consider sustaining and expanding the Art Center’s STEAM program.

Reorganization of the Education Department:

The Education staff conducted a departmental staff retreat reviewing the goals for this year and developing a plan to streamline operations. They submitted a proposal to restructure the department to add critical resources to the growing AIC program. After extensive discussion, I approved the following restructuring and change of titles and responsibilities: Kato Jaworski’s current position of Director of Education will be changed to Director of On-Site Education (the title she had before adding off-site programming responsibilities in fall of 2012), and the position will be reduced to 32 hours a

week. Rebeca Garcia Gonzalez will be promoted from AIC Coordinator to Director of the AIC program and her hours will increase from 28 to 32 hours per week and report to the Executive Director. In addition, we will increase the Education Assistant's hours to 32 per week to support the growing administrative responsibilities of the Education Department. 75% of the paperwork (contracts, MOUs, payments for teachers, art supplies and financial reports for approval are generated from the Education Department). The majority of our grants are directed toward the AIC program, which requires additional time for the staff to implement and follow-up.

Exhibition Director/Curatorial Search:

As we acknowledge our appreciation to the tireless efforts of Emily Anderson as the Current Director of Exhibition, we have narrowed our selection of candidates to fill the position from a pool of 45 applicants to four finalists who we (Andi Biren, Inez Brooks-Myers, Emily Anderson and I) interviewed this week. I hope to make the decision sometime next week and the successful candidate will start in November. Tanya Gaya will continue as part-time Exhibition Assistant through the HAF and the position will then become a contract position to support installation and de-installion of the exhibitions starting in 2014.

RAC Activities:

The Raku Festival on October 5th was successful with 70 people participating in the glazing and firing of their ceramic ware, and learning about various firing and throwing techniques. One student came from Pacifica since no one offers Raku workshops in South Bay. I would like to thank Shenny Cruces for organizing this biennial event.

We also participated in the Mini-Maker Faire at Studio One in Oakland on October 27th. We had dozens of people lined up to fire and hammer copper into leaf-like pendants. Overall 5,000 people attended the one-day event. We also had a table at the Richmond East-North Neighborhood festival on Sept 28th. Please bring your friends and kids/grandchildren to this Saturday's Skeleton Fest from 1-3 pm. **And we rescheduled the Bella Feldman's film and interview to November 2nd from 1-3 pm.**

Holiday Arts Festival:

We have sold out the vendors' allotment (44 tables) for the December 8th Holiday Arts Festival. 60% of this year's vendors are first time participants. Please mark your calendar for the Silent Auction preview on Thursday December 5th. There will be exceptional works by noted artists including several that did not acquire the minimum bid in past HAF auctions.