

**RICHMOND ART CENTER
MINUTES OF BOARD OF DIRECTORS MEETING ~ July 16, 2020**

Location: Virtual zoom call

Members Present: Donna Brorby, Marguerite Thompson Browne, Patricia Guthrie, Jocelyn Robinson, Danny Aarons, Sarah Antonich, Stephen Nomura, Philip Linhares, James Wheeler

Members Absent: Roshni Kavate, Owen Serra, Carlos Privat

Staff Present: Jose Rivera

Others Present: Catherine Waller

Call to session at 5:52 PM

1. Approval of minutes

Pat made a MOTION that the board approve the June 2020 minutes that Owen previously had circulated. Donna seconded the motion. There was no discussion. The motion PASSED unanimously.

2. Announcements

Pat raised a question whether it was necessary for board members to provide time sheets documenting their volunteer time. It was agreed that detailed time sheets are not necessary but that board members needed to report good faith estimates of their volunteer time for the Art Center's 990. Jose will inform Pat who will inform the board to whom and how to report their time.

Pat reported that 29 members voted in the board election, and that each of the candidates running for election received 29 votes.

3. Introduction of possible new board member

James introduced Catherine Waller. The Nominations Committee has asked Catherine to accept appointment to the Art Center board of directors. Catherine requested to observe a meeting first, which was why she was attending this meeting. Catherine is a long time Richmond resident and Art Center member and donor.

4. Executive Director's Report

José shared his initial assessment of and plans for development initiatives. There are no grant applications outstanding ("no grants in the pipeline") at this time. He has hired a very experienced grant writer part-time (10 hours/week) and engaged some other staff in grant-writing.

It is uncertain whether WCCUSD will pay the Art Center the \$90,000 that the Art Center had expected under the contract that was disrupted by the COVID-19 pandemic.

José is in close contact with Gene Savin, who continues to consider a major final donation to the Art Center as he sunsets his foundation. He has a good connection with Gene. He is responding to Gene's questions and concerns and is optimistic that Gene will make the donation.

José is approaching the Leshner Foundation, and has a contact there.

José is very happy with the City of Richmond's responsiveness to any requests the Art Center makes about facilities problems and he is making it his business to be very responsive very quickly to any requests from the City.

Cleaning, disinfecting, and beautification of the courtyard are in progress and José is working with the Fire Marshall to ensure the Art Center passes any fire safety inspection. The courtyard will be ready for outdoor events when it is possible to hold them.

José has assessed the Art Center's database systems in preliminary way and finds it fractured. He will be looking for better software solutions.

The Art Center has some programs (November Diego Rivera partnership with SFMOMA, date night, art books to be distributed to children, some on-line classes will be coming up) but will need more. José is investigating possible platforms for outsourcing.

José feels that staff are receptive to him, that everyone is coming together.

5. Treasurer's Report

Jocelyn reviewed organizational financials for fiscal year 2019-20. The deficit for the year, \$82,000, is a little lower than the \$110,000 we projected for the year. Finance Director Carolyn Rodkin continues to work with Mechanics Bank to monitor the PPP SBA loan requirements, to ensure that the Art Center meets the requirements for loan forgiveness. She has set aside \$25,000 to cover the possibility of up to that amount not being forgiven.

José has redeployed staff to keep everyone usefully employed. The Finance Committee recommends that we commit to pay existing staff through September.

We are due for a biannual (every 2 year) financial audit this year. José is assessing whether we should postpone the audit in light of COVID-19's stress on our budget. Funder's who usually expected biannual audits for organizations our size may not have that expectation for this year. The cost of an audit would be \$12-14,000.

Jocelyn made a MOTION to authorize retention and payment of current staff at current hours through September. Sarah seconded it. It PASSED unanimously.

6. Development and Communications Committee

Sarah reported that Catherine Millar's last day of work as the Art Center's Development Director was Friday July 10. José is leading the Art Center's fundraising effort now. In the last few months, the Art Center started a pandemic emergency fundraising effort with a goal of \$300,000; we brought in one third of that and we will be working on bringing in the other two-thirds this year. Sarah will develop the fundraising letters for this fall's campaign (she has the expertise and experience to do that). There are a handful of donors to follow up with for donations before the next cycle. James and Sarah will be calling them. The next cycle will start early in the fall. Sarah asked for volunteers to make thank you calls and Donna, Danny, Stephen and Jocelyn volunteered. An online fundraising auction is being considered.

7. Old Business

The board discussed the possibility of having a member of the Art Center staff on the board. There was a consensus that this would not be a good idea. There is a conflict between the role of board member (financial responsibility, supervise the ED) and the role of staff (operational responsibility and report to the ED). Any member of the Art Center community is free to attend board meetings, and minutes of the meetings are available.

8. New Business

a. As James and Pat explained, the nominating committee developed a slate of officers for the board for the coming year, Pat Guthrie for President, James Wheeler for Vice-President, Owen Serra for Secretary and Jocelyn Robinson for Treasurer.

Donna made a MOTION to elect the slate of officers proposed by the nominating committee. Danny seconded it. It PASSED unanimously.

The meeting was adjourned at 7:30 PM.