

**RICHMOND ART CENTER
MINUTES OF BOARD OF DIRECTORS MEETING ~ July 22, 2021**

Location: Videoconference **Time called to order:** 5:49 p.m. **Time adjourned:** 7:52 p.m.
Members present: Donna Brorby, Marguerite Thompson Brown, Paul Collins, Michael Dear, Helen Duhe, Stephen Nomura, Carlos Privat, Jocelyn Robinson, Lina Velasco, Catherine Waller, Monique Ziesenhenn
Members Absent: Philip Linhares, Owen Serra
Staff present: Jose Rivera, Executive Director
Others present: None

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Handouts distributed at or emailed prior to meeting:

- 1) Board Meeting Agenda for June 22, 2021
- 2) Minutes of Board of Directors Meeting June 17, 2021
- 3) Minutes of Board of Directors Meeting May 20, 2021
- 4) Treasurer’s Report -- Balance Sheet, Profit and Loss Statement, and Cash Flow Schedule as of June 30, 2021
- 5) Executive Director’s Report – July 2021
- 6) ED Goals for FY 2020-21 (attached)

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1. Announcements/Introductions. Carlos welcomed all board members and led us in a round of introductions. All present introduced themselves.

2. Board Orientation. Donna and Carlos walked the board through the Board Handbook that is at the Board Portal. Donna stressed the importance that all board members understand their and the board’s legal and ethical obligations and role as board members. She identified the following Board Handbook documents as critical for all board members to review and understand: the two documents in Section 3. Introduction to Non-Profit Board Work, the Board Agreement in Section 7 Board Member Annual Agreements and the two documents in Section 7 that the Board Agreement requires be read and affirmed, and the two communication policies in Section 5 Board Adopted Policies. She also entreated the board to read the two documents in Section 1 Introduction to the Art Center.

3. Approval of minutes of the June 17, 2021 meeting. The board president referred the board to the draft minutes of the June 17, 2021 Board meeting that were circulated by email in advance of the meeting. He asked if anyone had any corrections. There were none. Donna made the following

MOTION: *“I move that the Board approve the minutes of the June 17, 2021 board meeting, as circulated in draft.”*

Catherine seconded the motion. The 4 board members who were present at the June meeting voted their approval. The 5 board members just starting their terms this month abstained, as did Jocelyn and Stephen, who were not present at the June meeting.

4. Approval of minutes of May 20, 2021 meeting. The board president referred the board to the draft minutes of the May 20, 2021 Board meeting that were circulated by email in advance of the meeting. He noted that Pat's name was misspelled and asked if anyone had any other corrections. There were none. Donna made the following

MOTION: *"I move that the Board approve the minutes of the May 20, 2021 board meeting, as circulated in draft, with the spelling of Pat Guthrie's name corrected."*

Catherine seconded the motion. The 6 board members who were present at the June meeting voted their approval. The 5 board members just starting their terms this month abstained.

5. Treasurer's Report. Jocelyn reviewed the balance sheet and profit and loss statements and for June 30, 2021. There was no significant change in the past month. There is a net profit of \$307,892 for FY 2020-21. That reflects \$233,130 for the PPP loan that was forgiven in May and \$275,000 in grants from the City of Richmond under the MOU that expires at the end of this fiscal year.

The Finance Committee meeting scheduled for last night was rescheduled to next week. The committee will review the draft (Version 3) proposed budget for fiscal year 2020-21. Jocelyn anticipates that the Finance Committee will recommend a budget for board approval before the August meeting. If so, she will distribute that to the board before the meeting so that the board can approve a budget. The budget will be a "working budget" this year of uncertainty over what programming will be possible in light of the continuing COVID-19 pandemic problem. It will need to be amended, and amendments approved by the board, throughout the year, as things shape up.

6. Executive Director's Report. In the course of reviewing and updating his July report, José provided an overview of where the Art Center is right now, for the benefit of new board members. Highlights include: (1) José and the contract grant writer he brought on focused on grant-writing to raise funds in the past fiscal year (something José said the Art Center had not been doing much recently before he became ED); (2) this fiscal year, José and the grant writer and staff will be pursuing bigger grants (e.g. a three year \$1.5M grant); (3) José would love it if a board member introduced him to a potential donor of substantial means (he enjoys schmoozing and does it well); (4) COVID has greatly reduced the Art Center's programming and earned income from classes and it is likely that the Art Center's expenses will exceed its income during the next several months; (5) José is unsure when he will be able to re-open the Art Center beyond having events or classes in the courtyard and maybe a few students in a class in the ceramics studio because of the risk posed by COVID's delta variation; (6) it's easier to comply with CAL OSHA by requiring people to wear masks than by requiring people to be vaccinated; (7) despite the COVID closure, the Art Center is making good progress in implementing its Strategic Plan; (8) the Art Center has grant money for diversity, equity, inclusion ("DEI") training for the board and staff and it is important for some grants that the board as well as staff have this training and

be conversant with DEI concepts and language. José asked for suggestions of individuals any board member knows who might be a good DEI facilitator.

7. Old Business. Carlos explained the process that generated the ED Goals that were circulated before the meeting. They were formulated by the former board president Pat Guthrie and José after the board completed the ED evaluation, and reviewed by the Executive Committee. Michael Dear made the following

Motion: I move that the board approve the ED Goals as circulated prior to the meeting.

The motion was seconded by Donna and it passed unanimously.

8. New Business. None.

7. Adjournment. The meeting was adjourned at 7:52 p.m.

Upcoming Dates: Classes ongoing. No public events scheduled before the August board meeting.