

## **RICHMOND ART CENTER**

### **MINUTES OF BOARD OF DIRECTORS MEETING ~ August 26, 2021**

**Location:** Videoconference    **Time called to order:** 5:46 p.m.    **Time adjourned:** 7:15 p.m.

**Members present:** Donna Brorby, Paul Collins, Michael Dear, Helen Duhe, Stephen Nomura, Carlos Privat, Jocelyn Robinson, Lina Velasco, Catherine Waller, Monique Ziesenhenné

**Members Absent:** Marguerite Thompson Brown, Philip Linhares, Owen Serra

**Staff present:** Addela Garboos, Operations Director, Carolyn Rodkin, Chief Financial Officer

**Others present:** None

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Handouts distributed at or emailed prior to meeting:

- 1) Board Meeting Agenda for August 26, 2021
  - 2) Draft Minutes of Board of Directors Meeting July 22, 2021
  - 3) Treasurer's Report -- Balance Sheet, Profit and Loss Statement, and Temporary Restricted Funds Tracking Cash Flow Schedule as of July 31, 2021
  - 4) FY 21/22 Budget – Draft 4 and FY 21-22 Draft 4 Budget Summary
  - 5) Executive Director's Report – August 2021
  - 6) Draft resolution to approve new check signatories
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**1. Announcements.** Carlos informed the board that José was unable to attend the meeting due to an injury. He reminded that board members need to send an email to Addela Garboos, Operations Director, every month noting their board work and time spent on it. He reminded the board that he had circulated a form that all board members were asked to fill out and return to Addela, giving some demographic information about themselves. He reviewed board standing committees, Finance, Nominating/Governance and Development. Board members may self-nominate to committees by contacting Carlos or the committee chairs.

**2. Staff proposal to change membership levels and benefits (New Business).** Addela explained the staff proposal for changing membership levels and benefits. The proposal makes a lower level membership free to Richmond residents and employees and available at \$40/year to others. This membership entitles the member to a 10% discount on classes, which is the discount the Art Center has been giving to Richmond residents. The proposal limits class discounts to 10%, eliminating the 20% discount that Richmond residents who paid for a membership have been getting. The 20% discount has resulted in membership being a financial net loss for the Art Center. The proposal slightly increases the cost of individual memberships and dual memberships (dual is combined into Family).

Michael made the following

***MOTION: To approve the changes in membership levels and benefits as proposed by staff.***

Lina seconded the motion and it passed unanimously.

**3. Approval of minutes of the July 22, 2021 meeting.** The board president referred the board to the draft minutes of the July 22, 2021 Board meeting that were circulated by email in advance of the meeting. He asked if anyone had any corrections. There were none. Monique made the following

***MOTION: That the Board approve the minutes of the July 22, 2021 board meeting, as circulated in draft.***

Catherine seconded the motion. It passed unanimously.

**4. Treasurer's Report.** Jocelyn reviewed the balance sheet and profit and loss statements and for July 2021. July had three payrolls so expenses were higher than the average month with two payrolls. There was little income in July, so the Art Center's checking/savings accounts were reduced by approximately \$109K.

Jocelyn and Carolyn reviewed the FY 21-22 Budget – Draft 4 and answered questions raised by board members. This budget is a work in progress, given the uncertainty caused by the continuing prevalence and threat of COVID-19. We don't really know when we will be able to re-open, when we will be adding to our programs and our staff. The Finance Committee has reviewed the budget and recommends that the board approve it. Concern was expressed about the deficit contemplated by the budget, \$190K, approximately 20% of the budget. Jocelyn and Carolyn explained that we have budgeted for deficits in previous years, but generally had more income than projected. We generally have more donation and grant income than we budget because we don't budget income unless we are pretty certain to receive it. Donations and grants are uncertain. Lina made the following

***MOTION: That the Board approve FY 21-22 Budget – Draft 4.***

Catherine seconded the motion and it passed unanimously.

**5. Executive Director's Report.** In José's absence, Carlos noted what he found most salient in José's written report – the planned reopening – that was provided to board members before the meeting.

**6. Old Business.** None.

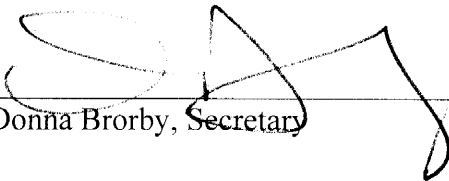
**7. New Business.** Carlos explained the need to change check signatories for Art Center checks, and who the signatories should be this year. He and Jocelyn are signatories due to their offices, but they cannot easily get to the Art Center to physically sign checks. Lina and Addela are proposed to be signatories because they work in or near the Art Center so can easily be available. Michael made the following

***Motion: That the Treasurer update the signatories for the Art Center's Mechanics Bank checking account so that signatories for this year are José Rivera (ED), Carlos Privat (President), Jocelyn Robinson (Treasurer), Lina Velasco (board member) and Addela Garboos (Operations Director).***

Monique seconded the motion. It passed unanimously.

**7. Adjournment.** The meeting was adjourned at 7:15 p.m.

These minutes are respectfully submitted by Donna Brorby, Secretary. I declare under penalty of perjury that I have accurately recorded the board resolutions in the descriptions of the motions, discussions of motions, and votes on motions, above. This declaration is signed September 10, 2021, in San Francisco, California.

  
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Donna Brorby, Secretary

**Upcoming Dates:**

Ongoing classes; no public events before the next meeting.