

**RICHMOND ART CENTER
MINUTES OF BOARD OF DIRECTORS MEETING ~ March 27, 2014**

Location: RAC, Resource Room Time called to order: 5:38 p.m. Time adjourned:
7:40 pm

Members present: Andrea Biren, Susan Brand, Inez Brooks-Myers, Donna Brorby, Sue
Hartman, Terry Kotsatos, Edric Kwan, Ellengale Oakley, Connie Tritt,
Susan Wittenberg

Members Absent: Anna Blackman, Bob Connolly, Peter Dodge, Yolanda Holley, Bernadette
Jones, Matt Jacobson

Staff present: Richard Ambrose, Executive Director

Others Present: None

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Handouts Distributed or emailed prior to or at the meeting:

- 1) Board Meeting Agenda for March 27, 2014
- 3) Minutes of Board of Director's Meeting, February 27, 2014
- 4) Treasurer's report -- Balance Sheet, Profit and Loss Statement, and Cash Flow Schedule as of February 28, 2014; proposed additional expenditures
- 5) Exhibition Committee exhibitions status report FY 2014-2015 and 2015-2016
- 6) Executive Director's Report – March 2014 (attached)

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1. Announcements/Introductions. The performance at Oliver Ranch benefitting the Richmond Art Center will be on July 12. All board members who can come should come. The price will be \$125 for members. There will be roundtrip bus transportation from Richmond, or people who want to be on a different schedule can meet us in the parking lot by 10:45 a.m. There will be a picnic lunch with wine tasting after the performance. It will be a most of the day affair. The Oliver Ranch Ann Hamilton Tower performance space is NOT generally open to the public. The only way to go there is to go to a benefit such as this one for RAC. It is a special event. Tickets will be available on May 1. Board members should tell their friends and acquaintances who might be interested.

KCRT space walk-throughs. Board members can see the KCRT space that we have been and will be discussing on walk-throughs led by Sue Hartman on Tuesday April 1 at 5:30 and Thursday April 3 at 2 p.m.

2. Approval of minutes of the February 27 Board meeting. The board president referred the board to the draft minutes of the February 27, 2014 Board meeting that she circulated by email in advance of the meeting. She asked if anyone had any corrections. There were none. Donna Brorby made the following:

MOTION: *“I move that the Board approve the minutes of the February 27, 2014 board meeting, as circulated in draft.”*

The motion was seconded by Susan Wittenberg. It passed with 9 “aye” votes. Edric Kwan abstained because he was not at the February meeting.

3. Treasurer’s Report. Connie Tritt, Treasurer, reviewed the balance sheet, profit and loss statement and cash flow report for February 28, 2014. There have been no significant changes in the Art Center’s financial condition since last month. Income continues to be higher than projected by the budget and expenses lower. Projected income as of the end of February 2014 was \$189,000, but actual is \$204,000. Projected expenses were \$596,000, but actual are \$544,000. The finance committee is reviewing the staff time survey and is working towards an allocation of staff time across departments/functions. This is necessary for accounting purposes; the Art Center needs to be able to account for how staff time is spent in allocating expenses against programs.

The treasurer made the following:

MOTION: *“I move that in order to clarify the division of responsibilities of the Executive Director and the Board, in general and for the purpose of revising the Accounting Manual: The Board delegate to the Executive Director the authority to review, sign or approve and execute all contracts in the amount of \$10,000 or less. Further, that the Board retain the authority to review and approve or disapprove all non-budgeted expenditures over \$5000, with the Executive Director authorized to approve non-budgeted expenditures under that amount.”*

The motion was seconded by Inez Brooks-Myers. In discussion, it was noted that all checks for \$2,000 or more need two signatures, which is a safeguard against misappropriation. Ric and Connie explained that \$10,000 was the right number in light of the kinds of contracts that Ric, as executive director, needs to be able to sign. The motion was approved unanimously.

5. Committee Reports

a. HR Committee. In the absence of committee chair Bernadette Jones, Ric reported that Bernadette conducted a staff coaching session in early March. The workshop was focused on mindset and the epitome of a team builder. Ric will be attending an all day team-building training at the foundation center on April 9. He also will be attending a training at the police department in Concord.

a. Marketing Committee.

Logo. Susan Brand, chair of the committee, reported that the committee is working on the logo, based on the design that a majority of the board favored last meeting, and the color palette for it.

Website Redesign. The committee also is working with the Art Center’s consultant on the website redesign. There was a kickoff meeting, which involved brainstorming and resulted in the early draft list/map that was distributed during the board meeting. Susan Wittenberg reported that the education committee considered the list at the meeting and that Kato took notes of their suggestions. Susan Brand will make sure she gets the notes from Kato. The new URL

will be RichmondArtCenter.org but therac.org will still work (that URL will be redirected to the RichmondArtCenter.org URL). Board members should review the draft for things that are missing and give Susan Brand their ideas so she can bring them to the committee. The website redesign process is projected to take 4 months, based on the consultant's schedule.

b. Exhibition Committee. Inez Brooks-Myers distributed the current exhibits scheduled and in consideration for scheduling into fiscal year 2015-2016. The committee worked with staff to produce this schedule, which was developed in connection with work updating the strategic plan. Inez explained that the Art Center's focus is local; we get solicitations from out of state but generally we show only local artists (or exhibits with a local connection).

5. Executive Director's Report and Old Business. Ric Ambrose, Executive Director, reviewed his March written report that is attached.

Ric reported that the opening of the spring exhibits was very successful, with over 300 attending. He and Inez noted that the labels on the WCCUSD exhibit are too high, a disabilities law (ADA) violation (people who view from wheel chairs cannot see them). The committee is examining how to prevent this from happening in the future.

The spring exhibits caused an issue to come up that the exhibition and education committee, with staff, are focused on solving: the Victor Cartagena exhibit is characterized by mature content (images of guns and people who were killed in El Salvador civil war). The issue is how to handle exhibits with mature content. One aspect of it is that all Art Center departments should be informed and aware of such exhibits; it is possible that the education department would have suggested not hanging the show with the WCCUSD show which brings an increased number of young visitors. Another aspect is how to advise people of such exhibits, so that they can preview them in deciding whether they are appropriate for their children. We do not want to censor exhibits, we are proud to present exhibits like the Victor Cartagena exhibit. The Art Center does advise all teachers bringing classes for Art Center tours to see the exhibits before they come, so that they can make the most of the children's visit. Susan Wittenberg cautioned that the Art Center must be careful not to burden teachers too much; it needs to provide materials that are helpful to teachers and visitors. Inez noted the importance of developing a strong docent program.

The board/staff meeting on April 5 will have two foci: (1) revision of the Art Center's three year strategic plan and the "big issues" and (2) communication among us, staff and board.

One of the "big issues" is the growth and sustainability of the Arts in Community (schools, community centers, libraries) program. It is very important to us and is attracting community and foundation support. There are limits to how fast it can grow and maintain its quality; how much growth current staff can provide for; how many staff our space can fit. Rebeca is doing a tremendous job as director of the program, bringing in new teachers, new approaches and developing teacher training. There are issues of storage space at RAC and at sites, and whether the funding for the program is sustainable (City of Richmond funding and foundation funding). It is important at this stage to add good evaluation of the program, so that we will have a chance of convincing current funders to continue their support. We need to strengthen our relationships

with the sites. We need to continue to attract sites (schools) that can pay for Art Center services; we will use foundation funding to provide it for free to sites that cannot afford to pay; they will be more likely to be interested if they see that schools with more resources find the Art Center's programs worth paying for. As the program grows, we will need to cluster sites and add program directors for the clusters; the program directors will report to Rebeca.

The Art Center is looking to resume its "artists in residence" program, to bring its program to elementary schools. This is a model that has been very successful in the Art Center's past.

The Art Center is looking to the space that KCRT is vacating as a potential solution to space issues. Sue Hartman reported that she and the City Manager have discussed Ric's meeting with the City Manager to have a discussion of short term and long term possibilities and goals. Richmond is under financial pressure; it recently implemented budget cuts for this fiscal year (which ends June 30, like ours). The Art Center could bring benefit to the City by raising money to improve the KCRT space.

If the City agrees, the Art Center could use the KCRT space in the short term with a very small investment to clean up the space for use. Ultimately, the Art Center will need to acquire furnishings and equipment for the space. Susan Wittenberg suggested that the Art Center get on Chevron's list as a potential recipient of furnishings and equipment when Chevron upgrades.

We will evaluate having a capital campaign and/or an endowment campaign. 2016 is the Art Center's 80th anniversary. We need in the near term to evaluate our funding stability and make new plans, including concerning the City of Richmond MOU; we are in the second year of a five year MOU now and we cannot assume that it will be continued.

6. New Business

Connie Tritt reported that the Finance Committee is considering the Art Center establishing a "rainy day fund." This would mean reserving enough money to pay 3 to 6 months of expenses. The Art Center's current expenses are approximately \$200,000 for 3 months.

7. Adjournment. The meeting was adjourned at 7:40 p.m.

Refreshments: Andi Biren volunteered to bring refreshments for the April 24 meeting.

Upcoming Dates:

- March 29 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
- April 5 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
- April 5 BOARD/STAFF Strategy & Communication meeting 2-5 pm
- April 12 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
- April 12 UPCYCLE! 1-4
- April 17 WCCUSD Student Art Show reception 5:30-7:30
- April 19 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
- April 24 Board Meeting 5:30 – 7:30 p.m.

April 26 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
May 3 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
May 10 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
May 17 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
May 24 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
May 31 Breakfast Group Coffee & Discussion, 11 a.m. – 1 p.m.
June 14 Annual Membership meeting 4 pm

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.