

Arts Council of Brazos Valley
Board of Directors Meeting
March 3, 2009

Members present:

Peter Canney
Sherylon Carroll
Kay Conlee
John Happ
Penelope Kostolnyik
Sue Lee
Thom Lemmons
Mitch Morehead
Carol Wagner
Padraic Fisher

Also present: David Neely from City of College Station, Beth Taylor, Craig Hollinger and Elizabeth Meehan from the Bush School.

President Wagner called the meeting to order at 6:00 p.m.

Lee introduced Michele Kwiatkowski of Seidel, Schroeder & Co.

Audit report by Kwiatkowski followed. Highlights include: clean opinion; receipt of prints from donor reflected in art inventory; shift of accounting periods. Noted accounts payable including legal fees due and grants payable. Note of Romei conviction: restitution ordered by court will be recognized as revenue when received. Management letter, internal controls memo were also reviewed, including audit recommendations for changes in internal controls. Question on depreciation from Morehead, answered. Board expressed appreciation to Kwiatkowski and Seidel Schroeder.

Motion from audit committee to approve audit. No discussion. Approved unanimously.

Fisher introduced Harry Storza, new bookkeeper, who started 3/2/09. Storza will present financials at future board meetings. Padraic also noted presence of other staff members at board meeting, per new policy.

Financial report by Lee. Fisher noted that all bills were current as of 3/2/09. Noted that future financial reports would be one month behind board meeting, per discussion at previous board meeting to facilitate complete month-end information availability before next board meeting. Pending payments to affiliates and West, Webb, et al. were noted by Fisher. Also noted per p/l, budget vs. actual, "Marketing/outreach: other" entry is to correct erroneous entry of affiliate payments into marketing. Morehead asked about the size of the KAMU award. Fisher explained rationale for size of award. Some discussion

followed. Lee asked for update on contribution level and effort. Motion by Lee to accept financial reports for Feb. and Mar. seconded by Kosztołnyik. Approved unanimously.

Motion for executive session by Canney. seconded by Morehead, Wagner. Passed unanimously.

Motion to leave executive session by Canney, seconded by Lee. Passed unanimously.

Motion to approve agenda by Happ, seconded by Morehead, Passed unanimously

Motion to approve minutes of Feb. meeting by Lee, seconded by Canney, Passed unanimously

Discussion:

(A) Membership Committee report:

- (1) By Happ
- (2) Mailout suggested ineffective
- (3) Goal is to find 50 new members for ACBV. Board members tasked with taking registration forms and finding 5 new members for ACBV. Suggested looking at affiliates list. Board member who signs up most new members gets free membership for one year. Personal contact is key, per Connelly.
- (4) Happ requests each member to bring 3 companies to next board meeting who are not presently members of ACBV.
- (5) Other promotional ideas, contest ideas presented.
- (6) Wagner expressed appreciation. Some discussion followed.

(B) President's report:

- (1) Arts of Asia was good, and the reception was well attended. Appreciation expressed.
- (2) Thanks to committees for activity and results. CTA committee will meet within the week.

(C) Executive Director report:

- (1) Passed out postcards for art teachers' show.
- (2) Americans for the Arts will be held in Seattle during June.
- (3) Bush School nonprofit forum will be held on 4/7.
- (4) ABC committee to meet next Thurs. at 5:30 p.m.
- (5) Fisher needs comm. for 40th Anniversary. Wagner noted committee had been formed.
- (6) Staff assignments for committees noted, change of Beth from Craig for membership.
- (7) Updates to personnel and financial policies, will meet with Wilkinson to finalize.
- (8) Has met with new bank president, they may be interested in partnering with ACBV.
- (9) Lone Star Quilt Guild pres. wants to become member.
- (10) Updates on print delivery.
- (11) Questions/comments from board members, staff. Noted that all staff members will be liaison with events committee. Wagner noted that committees are charged with responsibility to call meetings and notify appropriate staff members.

(D) Committee reports:

- (1) CTA: will be meeting soon as noted above
- (2) Motorcycle meeting: Kosztolnyik reported on efforts underway, including new members and initiatives. "Motorcycle Iron—Art for Life" to be title of event. Committee to meet next week.
- (3) Events Committee (Wagner): Arts for Asia program discussed, other ideas discussed.
- (4) Education Committee (Kosztolnyik): need help with artists in schools
- (5) Bylaws (Lee): presented copy of new bylaws to board. Requested board to review in order to approve at April board meeting. Highlights: added severability clause, definitions section, removed financial policies from bylaws, invoked by reference in bylaws. Some discussion. Wagner expressed thanks to comm..
- (6) CS Relationship (Morehead): to meet with city leaders this coming week.
- (7) ABC (Canney): no report
- (8) Affiliates (Lemmons): Motion from comm. to admit Museum of American GI as new affiliate member. Approved unanimously. Motion to approve \$1,000 mini grant to SPICMACAY. Morehead noted need to make sure ACBV logo is collateralized on program materials. Discussion. Approved unanimously.

(E) Staff reports:

- (1) Taylor reported on role as Development and Operations Manager.
 - (a) Noted that bookkeeping duties will pass to Harry.
 - (b) Focusing on grant writing, research, solicitation. Some of development duties will center on membership.
 - (c) Duties with regard to facilities, also personnel liaison for staff.
 - (d) Official record-keeper and information archivist for ACBV.
 - (e) Two grants due by 15th.
 - (f) Will spend end of March taking care of housekeeping needs, especially back kitchen in gallery. Wagner noted potential need for off-premises storage.
- (2) Craig Hollinger reported on role as Program Director
 - (a) Serves as liaison between ACBV and affiliates.
 - (b) In charge of Texas Gallery and community programs such as Texas Reds and World Fest.
 - (c) When affiliate quarterly reports are due, Craig follows up and documents.
 - (d) Also works with affiliates regarding dues.
 - (e) Organizes grants review process.
 - (f) Announced several upcoming events.

Thanks expressed to shadow board member Elizabeth for support of ACBV.

David Neely reported that new economic stimulus may contain grant opportunities for arts, will be passing those on to Taylor as appropriate.

Old Business:

Good response from Special Olympics videography project from Bryan High School video tech teacher; Canney requested information to pass on to Navasota teacher.

New Business:

Fisher out of town March 16-23 for museums conference and family visit. Taylor on leave March 16-20.

Motion to adjourn by Lee, seconded by Canney. Passed unanimously at 7:43 p.m.