

FRIENDS of MULTI-ARTS CENTER

1001 South Duck Street - Stillwater, OK 74074

BOARD MEETING

5:30 pm- 7:00pm - Tuesday - 12/08/15 - 1001 South Duck Street - Stillwater, OK

ROLL CALL, DECLARATION of QUORUM and CALL to ORDER Board Member Roll Call - conducted by Buck Dollarhide

<i>Name</i>	<i>status*</i>	<i>office/position</i>
Claire Zevnik	AE	President
Daisha Pennie	AE	Vice President
Samantha Hand	P	Secretary
Buck Dollarhide	P	Treasurer
Kathy Legako	P	Member
Mike Smolen	P	Member
Jeff Southwick	P	Member
Rob Ponce	P	Member
Andrea Drain-Langston	P	Member

* mark

status as appropriate - P=present AE=absent/excused A=absent

Declaration of Quorum and Call to Order:

Quorum declared. (7) board members recorded as present
Meeting called to order by Buck Dollarhide at 5:30pm

RECOGNITION of FOMAC STAFF MEMBERS PRESENT at MEETING

<i>Name</i>	<i>position</i>
Nicki Wood	Executive Director
Margie Ponce	Studio Administration

WELCOME to VISITORS (no visitors present)

INVITATION for COMMENTS FROM VISITORS from the FLOOR

-Comments will be heard by the board, but no action will be taken or discussion made
-No visitors were present, no comments were heard

REVIEW, AMMEND and APPROVE of AGENDA:

-Informal discussion of new agenda format by board. Request that all committee reports and agenda items be submitted the Friday prior to Board Meetings. The plan is that the reports will be attached to the prior month's minutes and sent out on the Monday before the Board Meeting via email. No motion, no review, no official action taken.

REVIEW, AMMEND and APPROVE OF MINUTES of LAST (11/10/15) BOARD MEETING -

-Minutes were reviewed – amend meeting notes to reflect “Board Meeting” not special board meeting were made - Buck called for motion to accept minutes - Mike made motion, second by Rob - motion passed

SET NEXT BOARD MEETING

-Next meeting set for 5:30 pm - Tuesday – January 12, 2016 at the MAC

CONSIDERATION AND DISCUSSION REGARDING POSSIBLE TEMPORARY SUSPENSION OF BOARD MEETING AND MOTION FOR BOARD TO ENTER INTO EXECUTIVE SESSION

-Buck made motion to temporarily suspend meeting and enter into Executive Session - second by Andrea - motion passed. Buck respectfully asked non-Board members present to excuse themselves from the meeting.
-Non-Board members were excused - Board entered into Executive Session at 6:00 pm.

-Discussion of P&L statement. No action taken. Suggestion made was to move P&L discussion to the Finance Committee

for further clarification, updating and future reporting.

-The board committee chair listing and membership list of committees was requested to be made available to current and incoming board members for sign up.

RETURN FROM EXECUTIVE SESSION

-Board returned from Executive Session at 5:55 pm - Buck made motion to reconvene the Board meeting - second by Rob - motion passed - Board meeting was reconvened at 5:55pm

STATEMENT REGARDING EXECUTIVE SESSION

-Buck stated there was discussion by the Board on the P&L report and a suggestion from the EC to move further study to of the report and current fiscal status to the Finance Committee. No action was taken during the Executive Session

CONSIDERATION AND DISCUSSION OF POSSIBLE BOARD ACTION RESULTING FROM EXECUTIVE SESSION

-Buck commented that with the recent board reorganization, and new board members starting in January, that there was a need to fill and chair the various MAC committees. A series of committee sign up sheets were passed around and all attendees were encouraged to join one or more that most interested them.

BOARD OFFICERS and MAC STAFF REPORTS

-Treasurer's Report – Buck Reported that the various forms and reports have issues that need to be corrected. Regular inputting of all fiscal activity into Quick Books needed to be made by staff. With new staff and board members this should be more clearly presented starting in 2016. Motion to move these items to the Finance committee for action accept by Rob, Second by Kathy

-Executive Directors Report - Written report attached. Verbal update on kiln repairs was provided by Nicki. She also requested assistance in moving a donated kiln. Board asked for info on dates and times/ status to be provided by next board meeting. ED will provide info as requested. Motion to accept written and verbal report by Rob, second by Andrea

STANDING COMMITTEE REPORTS

- A) Executive – Written report attached
- B) Building/Facilities – no report
- C) Bylaws – New Bylaws were passed by membership at November meeting and will be put into place in January, 2016.
- D) Finance – No report
- E) Fundraising – Request for a board workday on Dec 18th.
- F) Gallery – Written Report attached. They are looking for a more efficient way to process artwork and sku's. Artist contacts upgrade and now requires a signature.
- G) Grants – No report
- H) Membership – Buck reported that the November annual membership meeting went well. New members to the board were elected and January looks promising.
- I) Publicity – Mike suggested that the PR committee meet and establish a plan and budget for 2016 PR and Marketing
- J) Personnel – Rob motioned to re-establish this committee. Mike second. Buck nominated Rob for Committee Chairman. Mike second. Some discussion about why the committee needed to be re-established, point was that it actually just needed a chair and was to be run according to the new bylaws. Motion passed. Rob Ponce is now Committee Chairman.
- K) Technology – No report

AD HOC COMMITTEE REPORTS

- A) None

OLD BUSINESS

- A) OSU has found an error in their system and was billing a different department/organization for MAC interns. We currently have an outstanding balance. Nicki will call OSU to verify payments that may have been made via the prior treasurer and then work out a payment plan with OSU for the balance.
- B) 1099's issue has been resolved. We can now provide contractors with their 1099's prior to the end of January 2016.

NEW BUSINESS

- A) Changes have been made in staffing/personnel. See ED report.

ANNOUNCEMENTS and COMMENTS FROM BOARD MEMBERS

A) Please submit all volunteer hours to Sam for recording for our annual 1099 forms. These hours also count as matching for some types of grants and are used in annual reports for the city, members and donors.

ADJOURN

- A)** Call for motion to adjourn by **Buck**
- B)** Motion made by ***Rob** second by ***Mike** Meeting adjourned at ***7:00 pm**

Current Committee Sign up Information: (This is only the information found on the sign-up sheets passed around at the membership and board meetings. Board members on these committees that see their names missing or in the wrong place are asked to please contact Sam so she can update this record to more accurately reflect the current committee chairs and board representation).

Membership:

Jeff Southwick

Bylaws:

Rob Ponce
Susan Chinburg
Sam Hand

Fundraising and Grants:

Susan Chastain
Margaret Taylor
Margie Ponce
Sam Hand

Building/Facilities:

Margaret Taylor

Gallery:

Margaret Taylor
Margie Ponce
Nadia Thomas

Publicity:

Susan Chastain
Suzette Barta
Margaret Taylor

Finance:

Daisha Pennie
Kathy Legako

Technology:

Kathy Legako

Rob Ponce
Susan Chastain

Personnel:

Rob Ponce