

FRIENDS of MULTI-ARTS CENTER

1001 South Duck Street - Stillwater, OK 74074

BOARD MEETING

5:30 pm- 7:00pm - Tuesday - 01/12/15 - 1001 South Duck Street - Stillwater, OK

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

<i>Name</i>	<i>status*</i>	<i>office/position</i>
Claire Zevnik	P	(2015 & 2016) President
Daisha Pennie	P	(2015) Vice President / (2016) Secretary
Samantha Hand	P	(2015) Secretary / (2016) Treasurer
Buck Dollarhide	P	(2015) Treasurer / (2016) Vice President
Kathy Legako	P	Member
Mike Smolen	P	Member
Jeff Southwick	P	Member
Rob Ponce	P	Member
Andrea Drain-Langston	P	Member
Nadia Thomas	P	Member
Shel Wagner	P	Member
Suzette Barta	P	Member
Susan Chastain	P	Member

* mark

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

Declaration of Quorum and Call to Order:

Quorum declared. (12 of 13) board members recorded as present. Sam Hand arrived at 6:00pm, 13 of 13 Board members present.

Meeting called to order by Claire Zevnik at 5:36pm

RECOGNITION of FOMAC STAFF MEMBERS PRESENT at MEETING

<i>Name</i>	<i>position</i>
Nicki Wood	Executive Director

RECOGNITION of VISITORS PRESENT at MEETING

Name	affiliation
Connie Christopher	FoMAC member

REVIEW, AMMEND and APPROVE OF MINUTES of LAST (12/08/15) BOARD MEETING -

-Minutes were mistakenly not distributed between meetings. Suzette Barta made a motion to postpone vote until next meeting. Motion seconded by Susan Chastain. All in favor. None opposed.

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

No Executive Session held

BOARD OFFICERS and MAC STAFF REPORTS

-Treasurer's Report – No treasurer's report at this time.

-Executive Directors Report - Written report attached. Oral report on yearly sales according to the POS: \$82,517.48.

STANDING COMMITTEE REPORTS

- A) Executive – Written report attached
- B) Building/Facilities – No report
- C) Bylaws – No report

- D) Finance – No report
- E) Fundraising – No report
- F) Gallery – Oral Report given by Chair Andrea Drain-Langston. New Gallery Artist Contract, Artist director, and Artist workshops planned.
- G) Grants – No report
- H) Membership – No report
- I) Publicity – No report
- J) Personnel – Written report attached. Committee requesting approval of presented personnel policies and to implement them upon approval with the policies kept on hand by Executive Director. Sam Hand motioned to allow the Board to study the policies for two weeks, all comments and information to be sent to the chair of the personnel committee. Motion seconded by Daisha Pennie. Motion passed unanimously.
- K) Technology – Oral report given by Chair Kathy Legako. Email has been transitioned from 1 and 1 to Gmail for organization. Tech committee motioned for Kathy Legako to present information from Tech Committee to the Executive Committee for the Executive Committee to decide on Consignment Till upgrade, subscription fees, and accompanying purchases.

AD HOC COMMITTEE REPORTS

- A) None

OLD BUSINESS

- A) Position Descriptions:
 - i. Executive Director job description – Discussion on experience and education requirements and general description language. Kathy Legako motioned to table approval of the document for vote by email within one week with feedback sent to the Personnel Committee for revision.
 - ii. Program Director job description – To be considered by personnel committee.

NEW BUSINESS

- B) Background checks – No discussion.
 - i. Cost \$10.00 (cash or check to MAC) or
 - ii. Provide current copy (within past two years)
- C) Vote on Executive Director request to merge four (4) bank accounts to two (2) accounts – Daisha Pennie motioned to have the Finance Committee produce a budget based on the merged accounts and then merge the accounts. Motion seconded by Mike Smolen. Discussion of processes required followed. Friendly amendment suggested by Sam Hand to complete merge of accounts prior to preparation of a budget. Amended Motion made by Daisha Pennie to have Finance committee merge accounts in the proper order in order to produce a budget that will reflect the merged accounts. Motion seconded by Sam Hand. All in favor. None opposed.
- D) Vote on Holiday days/hours open/closed for 2016 year
 - i. Executive Committee motioned for Multi Arts Center to be closed for Easter, Memorial Day, July 4, Thanksgiving Day, Christmas Day; Motion approved unanimously.
 - ii. Staff will poll patrons about Black Friday and Christmas eve hours for shopping.
- E) Committees for 2016 formed
 - i. Committee Chairpersons
 1. Building and Facilities – Buck Dollarhide
 2. Bylaws – Rob Ponce
 3. Finance – Treasurer – TBD after officer elections
 4. Fundraising – Susan Chastain
 5. Gallery – Andrea Drain-Langston
 6. *Governance – Daisha Pennie
 7. Grants – Suzette Barta
 8. Membership – Mike Smolen
 9. Publicity – Nadia Thomas
 10. Personnel – Jeff Southwick
 11. Technology – Kathy Legako
 12. Ad hoc: Arts Festival – To be handled by Publicity Committee
 - ii. Bylaws requirement of Governance Committee to have three (3) Board members who are appointed and approved by the Board. Discussion on diversity of the committee to be prioritized. Jeff Southwick added to the committee to encourage diversity. Buck Dollarhide motioned to approve governance committee consisting of

Daisha Pennie, Sam Hand, Susan Chastain, and Jeff Southwick. Motion seconded by Andrea Drain-Langston. All in favor. None opposed.

- F)** Election of Board Officers, positions effective immediately – Per organizational bylaws, Governance Committee Chair, Daisha Pennie, chaired Officer elections.
- a. Call for nominations for President. Bylaws reviewed regarding eligibility for Office of President. Claire Zevnik identified as the only eligible Board member in accordance with Bylaws requirement of one (1) full year FoMAC Board experience. Mike Smolen moved to elect Claire as president. Motion seconded by Kathy Legako. All in favor. None opposed.
 - b. Call for nominations for Vice President. Buck Dollarhide nominated; Buck accepted nomination. Nadia Thomas motioned to elect Buck as Vice President. Motion seconded by Kathy Legako. All in favor. None opposed. No abstentions.
 - c. Call for nominations for Secretary. Daisha Pennie self-nominated. Andrea Drain-Langston motioned to elect Daisha as Secretary. Kathy Legako seconded motion. All in favor. None opposed.
 - d. Call for nominations for Treasurer. Sam Hand nominated; Sam accepted nomination. Rob Ponce motioned to elect Sam as Treasurer. Motion seconded by Mike Smolen. All in favor. None opposed.

ANNOUNCEMENTS and COMMENTS FROM BOARD MEMBERS and GUESTS

- A)** Connie Christopher expressed membership appreciation of Board composition and efforts with organization.
- B)** Request for input on Board meeting time: 2nd Tuesday of every month at 5:30pm. All agree to remain on this time and day.

ADJOURN

- A)** Call for motion to adjourn by **Claire Zevnik**
- B)** Motion made by ***Rob Ponce** to adjourn. Meeting adjourned at ***7:44 pm**