

MULTI-ARTS CENTER

1001 South Duck Street - Stillwater, OK 74074 - 405/747-8084

FRIENDS of MULTI-ARTS CENTER BOARD of DIRECTORS MEETING

5:30 pm - Tuesday - 06/14/16 - 1001 South Duck Street - Stillwater, OK

AGENDA

I) ROLL CALL, DECLARATION regarding QUORUM and CALL to ORDER

A) Board Member Roll Call - conducted by Daisha Pennie

Name	attendance*	Office/committee	cell phone	e-mail
Mike Smolen	P AE A	President/exec	405/747-0865	smolen@okstate.edu
Buck Dollarhide	P AE A	V-Pres/bldg&fac/exec	405/742-4369	mdollarhide@cox.net
Sam Hand	P AE A	Treasurer/fin/exec	405/880-0665	samantha.l.hand@gmail.com
Daisha Pennie	P AE A	Secretary/govnan/exec	405/334-9853	daisha_pennie@hotmail.com
Susan Chastain	P AE A	ways & means chair	405/332-4202	rosiebetsy@aol.com
Andrea Drain-Langston	P AE A	gallery chair	405/714-1009	adrainlangston@yahoo.com
Rob Ponce	P AE A	bylaws & tech chair		
Jeff Southwick	P AE A	personnel chair	405/269-1851	jeff3southwick@gmail.com
Nadia Thomas	P AE A		816/217-8090	nadiathomas@outlook.com
Michelle Wagner	P AE A		405/368-3098	shel@seeshel.com

* identify/mark as appropriate - P=present AE=absent/excused A=absent

** resignation tendered - board member duties, responsibilities, rights and/or privileges currently in suspense

B) Declaration of Quorum and Call to Order:

- 1) quorum [] is [] is not present - 9 board members (of 10) recorded as present
- 2) meeting called to order by Mike Smolen at 5:34 pm

II) WELCOME to VISITORS (visitors please sign in and complete the information called for in the distributed VISITOR SIGN-IN SHEET)

name

PK Work (Member)
Claire Zevnik (Member, Ways and Means Committee Member)
Cathrine Chance (Member)
Helen Koons-Gragert (Member)

FOMAC STAFF MEMBERS and/or COMMITTEE MEMBERS PRESENT at MEETING

name

position

Margie Ponce

Office Manager

III) INVITATION for COMMENTS FROM VISITORS from the FLOOR - comments will be heard by the board, but no action will be taken or discussion made.

Visitor, Ms. Gragert announced intention to donate glass and kiln equipment to the Center.

IV) PROGRAM – None

V) BOARD ACTION REGARDING MINUTES of LAST (05/10/16) BOARD MEETING - see “ATTACHMENT 1” (Board members are expected to review last meeting minutes prior to the Board meeting)

- A) Motion to accept minutes [] as presented [] as amended – Roll Call called by Daisha Pennie motion made by Susan Chastain second by Sam Hand
- B) All in favor. No opposed. No abstentions.

VI) BOARD ACTION REGARDING MINUTES of (06/05/16) SPECIAL BOARD MEETING - see “ATTACHMENT 2” (Board members are expected to review last meeting minutes prior to the Board meeting)

- A) **Motion to accept minutes** [] as presented [x] as amended – Roll Call by Daisha Pennie;
Notation indicating meeting was a special meeting
motion made by Buck Dollarhide **second by** Rob Ponce
- B) **All in favor. No opposed. No abstentions.**

VII) SCHEDULE NEXT BOARD MEETING (pre-set for 2nd Tuesday of each month)

- A) **establish time/day/date/place** July 12th, 2016 at 5:30pm

VIII) BOARD OFFICERS and MAC STAFF REPORTS (to allow adequate time for preparation of the Board packet, reports are due electronically to the Secretary by 5:00 pm, on the Thursday immediately preceding the Board meeting - meeting participants are expected to review reports prior to the Board meeting - although not necessary, the report presenter may make a brief statement regarding the report - reports will be accepted by the Board at face value with limited discussion unless the report is calling for action to be taken by the Board - if deemed appropriate by the Board moderator, the moderator may suspend current discussion regarding the report and table discussion for a future Board meeting)

- A) President's Report - see "[ATTACHMENT 3](#)"
B) Vice-Presidents Report - see "[NO REPORT](#)"
C) Secretary's Report - see "[NO REPORT](#)"
D) Treasurer's Report - see "[ATTACHMENT 4](#)" – Daisha Pennie moved to accept Treasurer's reports as is, with Susan Chastain seconding motion. All in favor. None opposed. No abstentions.
E) Executive Director's Report - "[ATTACHMENT 5](#)" – Discussion on policies needed for approval and expectation for committees to meet and act.

IX) STANDING COMMITTEE REPORTS (report guidelines as given in VIII) above will apply to standing committee reports)

- A) Executive Committee – Report in Executive Session
B) Building & Facilities Committee - "[NO REPORT](#)"
C) Bylaws Committee - "[NO REPORT](#)" – Chair Ponce provided oral report of committee meeting and update work being done on Bylaws with intent for membership vote in November.
D) Finance Committee -see "[ATTACHMENT 4](#)" – Treasurer presented updates to Quickbooks and office software.
E) Gallery Committee - see "[NO REPORT](#)" – Chair Drain-Langston provided oral report on meeting on 6/12/2016 and upcoming updates for gallery contract, policies and procedures, including process for artists filing grievances. Tech committee to assist with getting gallery inventory online.
F) Governance Committee - see "[NO REPORT](#)"
G) Personnel Committee – see "[NO REPORT](#)"
H) Technology Committee - see "[NO REPORT](#)" – Chair Ponce provided oral report that committee met and is working on upcoming CRM.
I) Ways & Means Committee - see "[ATTACHMENT 6](#)" – Chair Chastain provided oral report on plans for promotional activity planned for this Friday, June 17, 2016, at Downtown's Trucks and Tunes. Volunteers are needed for setup planned for 4pm and break down at 9pm.

IX) EXECUTIVE SESSION - Board Topic: Personnel and Gallery Issues

- A) Sam Hand motioned to move into Executive Session to address agenda item on Executive Session. Susan Chastain seconded motion. All in favor by Roll Call vote: Buck Dollarhide, aye. Sam Hand, aye. Daisha Pennie, aye. Susan Chastain, aye. Andrea Drain-Langston, aye. Rob Ponce, aye. Jeff Southwick, aye. Michelle Wagner, not present. Nadia Thomas, not present. Mike Smolen, here. None opposed. No abstentions. Entered Executive Session at 7:33. Agenda item for Executive Session:
- 1) **Personnel**
 - 2) **Gallery Issues**
- B) Return from Executive Session motion from Susan Chastain, seconded by Sam Hand. All in favor. None opposed. No abstentions. Returned from Executive Session at 9:17pm
- C) Action taken as a result of Executive Session:
- 1) Rob Ponce motioned for President Smolen to speak with persons with outstanding MAC facilities keys if the staff cannot obtain keys from said persons. Andrea Drain-Langston seconded motion. All in favor. None opposed. No abstentions.
 - 2) Buck Dollarhide motioned to have Margie Ponce act as interim executive director with a \$2.00/hr raise, applied retroactively as of 6/13/2016. Motion seconded by Susan Chastain; All voting in favor. None opposed. Rob Ponce abstains.

X) OLD BUSINESS

- A) Strategic planning – Governance Chair Daisha Pennie provided report on impasses met during planning to incorporate Strategic Planning into Board Retreat. Chair recommends tabling Strategic Planning

indefinitely until organization is better prepared for finalizing plans. Sam Hand moved to table and Susan Chastain tabled. All in favor. None opposed. No abstentions.

- B)** Board Retreat and Training – Governance Chair Daisha Pennie provided report on plans to prepare and schedule Board Retreat.
- C)** Policy Approvals – None at this time for Board to address. Discussion on class minimums and registration policies.

XI) NEW BUSINESS

- A)** Summer Membership Meeting – Chair Chastain provided report on plans for the membership meeting to be held last week in July with incentives to bring in members and intent to present information on recent changes at MAC.

XII) ANNOUNCEMENTS and/or COMMENTS FROM BOARD MEMBERS

- A)** None

XIII) ADJOURN

- A)** call for motion to adjourn by Mike Smolen
- B)** motion made by Susan Chastain
- C)** meeting adjourned at 9:23pm