

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 - 07/12/16 - 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

In Suspense: Susan Chastain	P AE A	ways & means chair	405/332-4202	rosiebitsy@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
In Suspense: 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 - 6 board members (of 10) recorded as present
- 2) meeting called to order by Mike Smolen at 5:43 pm

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

Name	
Catherine Chance	Member
Susan Chastain	Board Member in Suspense

FOMAC STAFF MEMBERS and/or COMMITTEE MEMBERS PRESENT at MEETING

name	position
None	

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.

Catherine Chance asked about meeting information being made available to public which is currently limited to Board meeting minutes and does not include details on discussions.

IV) PROGRAM – None

V) BOARD ACTION REGARDING MINUTES of LAST (06/14/16) BOARD MEETING Board members are expected to review last meeting minutes prior to the Board meeting)

- A) Motion to accept minutes [] as presented [] as amended
motion made by Buck Dollarhide second by Andrea Drain-Langston
- 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 August 9th, 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 – President Smolen provided brief report on President's requests of board.
- B) Vice-Presidents Report – No Report
- C) Secretary's Report – Secretary Pennie provided brief report on activities of Secretary from last month.
- D) Treasurer's Report – Daisha Pennie moves to accept Treasurer's report as is presented and Andrea Drain-Langston seconded. All in favor, None opposed. No Abstentions.
- E) Executive Director's Report – No report

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
- D) Finance Committee – See Treasurer's report
- E) Gallery Committee – Chair Drain-Langston provided brief report on items included in newly developed gallery artist packet.
- F) Governance Committee – Report in digital packet
- G) Personnel Committee – Committee work on the Teacher Artist contract is almost complete.
- H) Technology Committee – No Report
- I) Ways & Means Committee – Chair Chastain provided brief report on recent activities at Trucks and Tunes event.

X) OLD BUSINESS

- A) Strategic plan and board training – Governance Chair Daisha Pennie provided report on recent progress of Governance Committee on board retreat to be held in September and to work on the organization Strategic Plan.
- B) Summer Membership Meeting and Gallery Event – President Smolen provided brief report on Interim Director's plans for promoting event. Gallery Chair Drain-Langston provided report on plans for the Christmas in July Gallery promotional event and plans to combine it with membership meeting. Event to be held July 30th from 2pm to 5pm. Discussion covered plans for event.
- D) Policy Approvals – Governance committee requests grievance policy to be approved by the board. Sam Hand moved to accept policy as is with Buck Dollarhide seconding the motion. All in favor. None opposed. No abstentions.

XI) NEW BUSINESS

- A) Accept Board Member Resignations – Daisha Pennie moved to accept resignations of Susan Chastain and Michelle Wagner. Buck Dollarhide seconded the motion. All in favor. None opposed. No abstentions.
- B) Director Search – Search committee needs two members of the community to be filled.
- C) Marketing MAC – Three areas of promotional opportunity identified and board members encouraged to provide information on opportunities to Ways and Means Committee Chair: 1. Locations to distribute promotional materials (flyers, etc.) 2. Locations for board members to visit formally to promote Center through presentations and 3. Locations for board members to informally promote the Center.
- D) Ways and Means Committee Chair vacancy - President Smolen appointed Rob Ponce as Ways and Means committee chair.

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

- A) Sam Hand motioned to move into Executive Session to address agenda item on Executive Session. Buck Dollarhide seconded motion. All in favor by Roll Call vote: Buck Dollarhide, aye. Sam Hand, aye. Daisha Pennie, aye. Susan Chastain, resigned. Andrea Drain-Langston, aye. Rob Ponce, not present. Jeff Southwick, not present. Michelle Wagner, resigned. Nadia Thomas, not present. Mike Smolen, aye. None opposed. No abstentions. Entered Executive Session at 7:09p. Agenda items for Executive Session:
 - 1) **Update on Personnel**
 - 2) **Update on Gallery Issues**
- B) Return from Executive Session motion from Daisha Pennie, seconded by Sam Hand. All in favor. None opposed. No abstentions. Returned from Executive Session at 7:34p
- C) Action taken as a result of Executive Session:
 - 1) Daisha Pennie motions for Executive Committee to approve appropriate staffing and compensation

levels proposed by Interim Executive Director. Motion seconded by Buck Dollarhide. All voting in favor. None opposed. Sam Hand abstains due to conflict of interest.

XIII) ANNOUNCEMENTS and/or COMMENTS FROM BOARD MEMBERS

- A) None

XIV) ADJOURN

- A) call for motion to adjourn by Mike Smolen
B) motion made by Sam Hand
C) meeting adjourned at 8:44p