

# 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 - 08/09/16 - 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
Andrea Drain-Langston	P AE A	gallery chair	405/714-1009	adrainlangston@yahoo.com
Rob Ponce	P AE A	bylaws, ways & means, & tech chair		
Jeff Southwick	P AE A	personnel chair	405/269-1851	jeff3southwick@gmail.com
In Suspense: Nadia Thomas	P AE A		816/217-8090	nadiathomas@outlook.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 [x] is [ ] is not present - 7 board members (of 8) recorded as present

2) meeting called to order by Mike Smolen at 5:36 pm

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

Name

Lori Turman

Cery Norvelle

Ryan Grider

FOMAC STAFF MEMBERS and/or COMMITTEE MEMBERS PRESENT at MEETING

name

position

Margie Ponce

Interim Executive Director

#### 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.

None

#### IV) PROGRAM – Rob Ponce – Technology Committee Chair – Google Drive Training

#### V) BOARD ACTION REGARDING MINUTES of LAST (07/12/16) BOARD MEETING Board members are expected to review last meeting minutes prior to the Board meeting)

##### A) Motion to accept minutes [x] as presented [ ] as amended

motion made by Andrea Drain-Langston second by Buck Dollarhide

##### B) All in favor. No opposed. Two (2) abstentions Jeff Southwick and Rob Ponce.

#### VII) SCHEDULE NEXT BOARD MEETING (pre-set for 2<sup>nd</sup> Tuesday of each month)

##### A) establish time/day/date/place September 13<sup>th</sup>, 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 – Report by President Smolen on letter to be sent to membership, presentation prepared for the City of Stillwater, feedback received from the membership at Summer meeting, future committee work, and board member applicants.

- B) Vice-Presidents Report – No Report
- C) Secretary’s Report – Report by Secretary Pennie; Committees list update provided in digital packet. Chair Drain-Langston requested change to Gallery committee list. Online account access and access lists update needs to be addressed by Technology Chair.
- D) Treasurer’s Report – Treasurer Sam Hand presented report oral and written. Accounting student to assist with financial work of organization. Reports do not reflect payroll due to transition to new QuickBooks version. Payroll estimated at \$7000 a month.
- E) Executive Director’s Report –Margie Ponce, Interim Executive Director, presented report including recent events, fire inspection report, violations and action to be taken to remediate, requests from the City, recent hires, calls for volunteers, upcoming events, and recent action by Interim Executive Director. Sam Hand moved to submit interim executive director’s recommendations to the building and facilities committee for expedited action. Andrea Drain-Langston seconded motion. All in favor. None opposed. No abstentions.

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

- A) Executive Committee – No Report – Did not meet.
- B) Building & Facilities Committee – No Report
- C) Bylaws Committee – No Report
- D) Finance Committee – See Treasurer’s report.
- E) Gallery Committee – No Report
- F) Governance Committee – Chair Pennie provided minutes in digital packet including Board rotation update.
- G) Personnel Committee – No Report
- H) Technology Committee – No Report
- I) Ways & Means Committee – No Report

**X) EXECUTIVE SESSION - No executive session scheduled**

**XI) OLD BUSINESS**

- A) Recap of Summer Membership Meeting
- B) Approval of Search Committee and advertising plan – Search committee membership still outstanding. Ad to be published and report on advertisements to be provided to the board by Personnel Chair Jeff Southwick.
- C) Strategic Plan, Board retreat and training – See governance committee report.
- D) Policy Approvals – No policy approvals needed, but consolidation of policies is needed by Secretary/Governance Chair. Daisha Pennie moved for Executive Committee to review open studio structure, organization and applicable policies to determine further action. Andrea Drain-Langston seconded motion. All voting in favor. None opposed. No abstentions.

**XI) NEW BUSINESS**

- A) Resignation of board member – Daisha Pennie motioned to accept resignation of Nadia Thomas. Andrea Drain-Langston seconded. All in favor. None opposed. No abstentions.
- B) Modification of procedure for publication of minutes – Board discussed whether or not to include more detail in board meeting minutes. Daisha Pennie motioned to have Governance Committee research how other organizations prepare board meeting minutes. Motion seconded by Rob Ponce. All in favor. None opposed. No Abstentions.
- C) Consideration of new Applications to the Board – The board received three (3) board member applications.
  - a. Cery Norvelle
  - b. Ryan Grider
  - c. Lori Turman
 Board discussed current vacancies in board rotation. Buck Dollarhide motioned for all three (3) applicants be appointed to the board in the Group 1 rotation. Daisha Pennie seconded the motion. All in favor. None opposed. No abstentions.

**XII) ANNOUNCEMENTS and/or COMMENTS FROM BOARD MEMBERS**

- A) None

**XIV) ADJOURN**

- A) call for motion to adjourn by Mike Smolen
- B) motion made by Andrea Drain-Langston
- C) meeting adjourned at 7:52p