

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 - 10/11/16 - 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
Lori Turman	P AE A		918-429-3584	lturman07@gmail.com
Cery Norvelle	P AE A		405-269-5494	cnorvelle2@gmail.com
Ryan Grider	P AE A		405-496-4141	ryangrider@sbcglobal.net

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

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 5:39 pm

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

Name

Chathrine Chance

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.

Board members noted the date on the agenda and digital packet was incorrect, stating 10/12/2016, when standing meeting date for second Tuesday of October (today) is 10/11/2016. Secretary Pennie stated this was her mistake when preparing the agenda and digital packet.

IV) PROGRAM - None

V) BOARD ACTION REGARDING MINUTES of LAST (08/09/16) 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 Andrea Drain-Langston second by Jeff Southwick
- 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 November 8th, 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 – No report.
- B) Vice-President's Report – No report
- C) Secretary's Report – Report in digital packet. Secretary provided oral report on published minutes content research and board discussed items noted in report. Sam Hand moved to include Secretary's report in the published minutes. Jeff Southwick seconded. All in favor. None opposed. No abstentions.
- D) Treasurer's Report – Treasurer Sam Hand provided oral report: Center more sustainable this year than last year. Monthly operating needs are being met or exceeded.
- E) Executive Director's Report – Margie Ponce, Interim Executive Director, provided oral report including details on:
 - Fusing kiln relocation volunteers
 - Ponce met with Mpower group for art therapy for disabled adults who will attend a hand building course this Saturday at Multi Arts Center to assist with working with disabled adults in Wichita, KS. Intention to sell art made through program in the Gift Gallery.
 - Honors service learning and art class held last year to return Spring 2017 as volunteers.
 - OSU Athletics volunteer coordinator contacted MAC to provide volunteers starting in November.
 - Chinese students group to volunteer in various ways, including painting kitchen and instruction of Chinese cultural programs.

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

- A) Executive Committee – Minutes in digital packet. Secretary Pennie read recommendations of committee. Rob Ponce moves to accept the benefits package presented by the committee. Lori Turman seconded the motion. All in favor. None opposed. No abstentions. Sam Hand motioned to table holiday closings discussions for Executive Committee to decide further action. Daisha Pennie seconded motion. All in favor. None opposed. No abstentions.
 - a. Benefits package as recommended:
 - i. Executive Director receives Health Stipend \$150/month
 - ii. Executive Director leave policy to include: PTO – Vacation and sick leave as one or all leave types, including jury duty, etc.
 - 1. Eligible for PTO 90 days after hire
 - 2. PTO accrues based on years of service
 - 3. 91days – 5 years – 12 hours/ month accrued
 - 4. 5years to 10years – 16 hours/month accrued
 - 5. 10+ years – 20 hours/month accrued
 - iii. Executive Director to receive: Six paid holidays after 6 months employment
- B) Building & Facilities Committee – President Smolen provided oral report on actions taken to progress kiln usage throughout facility studios.
- C) Bylaws Committee – No report
- D) Finance Committee – No report
- E) Gallery Committee – Report in digital packet. Daisha Pennie moved to include Gallery report in published minutes. Buck Dollarhide seconded. All in favor. None opposed. No abstentions.
- F) Governance Committee – Committee report in digital packet. Committee chair worked on Strategic Plan activities ranking based on board member feedback. Current board rotation and roster also provided.
- G) Personnel Committee – No report
- H) Technology Committee – No report
- I) Ways & Means Committee – No report in packet. Chair Grider provided oral report on pursuing local artist for publicity opportunity. Daisha Pennie to provide space information for gallery area.
- J) Ad Hoc Committee: Search Committee – Report in digital packet. Chair Southwick provided oral report on recent activities of committee. Buck moved to include report in published minutes. Ryan Grider seconded the motion. All in favor. None opposed. No abstentions.

X) EXECUTIVE SESSION – Board Topic: Personnel and Status of City Contract

- A) President Smolen requested Executive Session postponed until after Old and New business addressed. None opposed the request.
- B) Buck Dollarhide motioned to move into Executive Session to address agenda items on Executive Session. Andrea Drain-Langston seconded motion. All in favor by Roll Call vote: Mike Smolen, aye. Buck Dollarhide, aye. Sam Hand, aye. Daisha Pennie, aye. Andrea Drain-Langston, aye. Rob Ponce, aye. Jeff Southwick, aye. Lori Turman, aye. Cery Norvelle, not present. Ryan Gryder, aye. None voting opposed. No abstentions. Entered Executive Session at 8:10p. Agenda items for Executive

Session:

- 1) **Status of City Contract**
 - 2) **Personnel**
- C) Return from Executive Session motion from Daisha Pennie, seconded by Jeff Southwick. All in favor. None opposed. No abstentions. Returned from Executive Session at 10:00p
- D) Action taken as a result of Executive Session:
- 1) Daisha Pennie motioned for personnel pay changes as requested by Interim Executive Director and for changes to be retroactively applied as of July 15, 2016. Ryan Grider seconded the motion. All voting in favor. None opposed. One abstention: Rob Ponce due to conflict of interest.
 - 2) Rob Ponce moved to suspend Executive Director search due to exploration of partnerships and potential ramifications therein. Buck Dollarhide seconded the motion. All voting in favor. None opposed. No abstentions.

XI) OLD BUSINESS

- A) Strategic Plan – Daisha Pennie motion to table Strategic Plan agenda item. Ryan Grider seconded the motion. All voting in favor. None opposed. Not abstentions.
- B) Modification of procedure for publication of minutes – See Secretary's report and related minutes.
- C) Open Studio Policy Update – Buck Dollarhide provided written and oral report on Open Studio guidelines he has prepared and invited members to submit questions to the Executive Committee for consideration when developing and finalizing the Open Studio Policies. Mr. Dollarhide to send electronic version of report to Secretary for distribution to board. Secretary Pennie provided oral report on discussions of Executive Committee on Open Studio Pricing structure. Executive Committee to continue discussions, development and finalization of policy and pricing.

XI) NEW BUSINESS

- A) Interim Executive Director Considerations – Daisha Pennie motioned to table discussions. Ryan Grider seconded the motion. All voting in favor. None opposed. No abstentions.
- B) Executive Director Search Committee Suspension Consideration – See Executive Session actions.
- C) Upcoming membership meeting and board member elections – Governance Chair Pennie provided update on three (3) vacancies anticipated: Andrea Drain-Langston (Position 11), Sam Hand (Position 12), and Jeff Southwick (Position 13). Rotating members who wish to be included in board elections as nominees: Sam Hand and Andrea Drain-Langston. Discussion covered board size to be determined by the board, according to the bylaws, and how many board positions to open for elections. Andrea Drain-Langston moved for number of board members to be set at ten (10). Lori Turman seconded the motion. Seven voting in favor. One opposed. No abstentions. Motion carries with majority of board voting in favor. Rob Ponce moves to open positions 11, 12 and 13, all within group three (3) and to have full terms of three (3) years, ending December 2019. All in favor. No opposed. No abstentions. Time for membership meeting and gallery opening activities set:
 - 9am membership may shop gallery early
 - 10am doors open to public
 - 11am membership meeting and board elections
- D) City Presentation – President Smolen will present at next board meeting.

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 Daisha Pennie
- C) meeting adjourned at 10:11p

Quarterly Report on Board Member Volunteer Hours

We report these hours, because they show that our organization has committed volunteers and a dedicated board as a whole. Please take a stab at estimating your hours and email them to the Secretary ASAP. At the very least your Board meeting attendance should be counted. For that reason, I've added those hours to everyone according to their attendance record. **Please report what's outstanding – indicated with gray text and a red background.**

At this point, for 2016, we have volunteered 1847.75 hours.

Below are board member volunteer hours through September:

Board member	January	February	March	April	May	June	July	August	September
Buck Dollarhide	2.2	22.25	41.25	67.5	3.75	3.4	3	2.2	3
Sam Hand	31	56	22	70	62	47	31.3	2.2	
Daisha Pennie	57	85	83	108	67	104	63.5	81	78
Mike Smolen	9.5	13	7.5	29	66	52	37	2.2	3
Andrea Drain-Langston	10	20	17	4.2	125	3.4	3	15	25
Rob Ponce	23.5	10	19.5	4.2	3.75	3.4		2.2	3
Jeff Southwick	15	8	2.5	20	20	20		2.2	3
Ryan Grider								2.2	3
Cery Norvelle								2.2	3
Lori Turman								2.2	
Suzette Barta	3	7.5	2.5						
Susan Chastain	2.2	0	10	4.2	3.75	3.4			
Shel Wagner	2.5	7.5	27		3.75				
Nadia Thomas	2.2	1.75	2.5	4.2		3.4			
Claire Zevnik	64	1.75	81						
Kathy Legako	37	15	37						
Total for 2016									1847.75

Updates to Website

The Secretary updated the Executive Director job description based on the Board decisions in 9/13/2016 regular board meeting and replaced the job description document on the website.

Minutes Publishing Considerations

The Secretary was tasked with researching standard practices by other nonprofit organizations to determine the content of minutes when made public. As this topic could be extensively researched, the Secretary tried to keep the scope narrowed to: Content that should be included, if attachments should be included when publicly published (and what attachments), and the overall sense of "how much is too much or too little?"

Content found during research which the Secretary would like the board to consider for inclusion in minutes (some items have come up in the past but not been resolved by board request for inclusion in minutes):

*Note: Recommendation information after item is Secretary's recommendations

- Inclusion/non-inclusion of when board members or other attendees join or leave during a meeting discussion (Inclusion is recommended)
- Inclusion/non-inclusion of all options or alternate decisions considered by board prior to making a final decision / taking action (Inclusion is recommended)
- Inclusion/non-inclusion of reports given to board and discussed in meeting (as approved / agreed to by the Board) (Board approval required for inclusion is recommended)
- Indication of type of vote required for measure to pass and inclusion of direct statement on if that type of vote was reached (No recommendation)
- Inclusion/non-inclusion of commitments to action made by persons or committees (Inclusion is recommended)
- Discussions on conflicts of interest – how these were handled. (No recommendation)

It is the Secretary's belief that the minutes' content should include enough detail to show:

- Why a decision/vote was made/cast as it was
- Who is given what responsibilities (action items, commitments, etc.)
- Brief summaries of all reports provided
- Attendee exits and re-entries as they occur in discussions to reflect participants in decision making discussion
- Historical perspective on events, decisions, causes/effects, and board divisions (when present)

Gallery Committee Report

Committee Members: Andrea Drain-Langston, Daisha Pennie, Kaitlin Langford, Margo Taylor, Ryan Grider, Margie Ponce, Dot Turman

At this time there has been no gallery meeting. However, members had helped in moving artwork from the gallery to Town & Gown for their theater season opening. This is was a excellent opportunity for our artists to gain more exposure. A special thanks to Mike Smolen for his assistance and artwork to help with our displays.

We are due next to rearrange the displays for the Visit Stillwater building.

Moh'd Bilhesi gallery opening night was a resounding success! I believe his works is unique and refreshing. His brief question and answer sessions was filled with humorous insights and stories.

The next problem that the committee has been working on is recruiting more artists for the gallery. Specifically unique pieces, styles, etc for the gallery. We have had several artists move out of state. So at this time we do not have the volume of supply especially for our various business display ventures. Board members who have reached out to others (Mike Smolen), Ryan Grider among others thank you for assisting in this and continue to do so.

With the increase in moving artwork around to these venues we do need more volunteers to assist in this matter.

Next is getting geared up for the holiday season. The committee members will meet soon to plot our course.

Reported by: Andrea Drain-Langston

Search Committee Report

October 11, 2016 FoMAC Board Meeting

Provided by: Chair, Jeff Southwick

During the past month the committee has posted position announcements for the FOMAC ED on seven free sites, Craigslist, Indeed, Classifieds(dot)com, Okjobmatch, Learn4good, Artistcommunities, and HireOSUgrads. Twelve resumes were received via our email address between September 19 and September 30, and of those received, seven applications were complete with the requested cover letter and references. The majority of the resumes came in through the job posting site Indeed, and although it was apparent that not all applicants read the entirety of our posting, we also discovered a few days later that we could press another button to request a cover letter.

Of the twelve, five have so far been pulled into the pool of possible recommendation, but the committee has not met to complete discussion of this most recent group of candidates.

A short posting was prepared for submission to the Stillwater Newspress.

A letter was prepared to notify other art centers in a regional area of our posting for an ED.

As of October 3rd based on the request of the executive committee our search efforts for advertising, evaluating, and referring candidates were suspended, but in order to avoid disorganization, incoming resumes are still being logged as received and placed in a folder.

Jeff

Report file prepared by: Daisha Pennie