



**OCAF Board of Directors
Regular Meeting Minutes
May 9, 2024 | 4 p.m. | OCAF Main Gallery**

Attendance: Jim Norton, Delena Brockmann, Brock Toole, Paula Williams, John Quackenbush, Darius Johnson (on phone)

Call to Order & Confirmation of Quorum

4:00 p

Please note that the Board asks that any present members reserve questions and commentary for the time reserved on the agenda, rather than during reports, presentations, discussion, or voting.

Approval or Amendment of Past Minutes

- April 11, 2024 Regular BOD Meeting – Motion by PW, Second by JQ – unanimous approval

Approval or Amendment of Meeting Agenda

Reports of Officers & Standing Committees

- Chairperson Brock Toole
- Secretary Abbey Duhé
 - Electronic Vote Ratification (in lieu of Special Meeting)
 -
 - Election Timeline (see attached)
 - Questions from Membership record date from members present, and membership dollar amounts and whether they have been increased
- Treasurer John Quackenbush
 - Expenses + Priorities
 - Tracking of variances and preparation of annual budgets
 - Ongoing financial analysis – monthly comparisons of actuals to prior year; analyze and investigate variances; prepare mid-year re-forecast to improve forecasts.
 - Kudos to Ann Shoemaker for inputs and recommendations
 - Monthly Financial Report
 - July 1, 2023-April 2024
 - 72K negative operating revenue, last year was 69K positive.
 - Monthly financial report attached to minutes
 - Goals to increase sponsorships, membership, and prepare and stick to budgets for events
 - Question from membership related to investment accounts – which are currently being evaluated.
- Executive Director Report Brock Toole, in lieu of Paul Clark

Reports of Special Committees

- Employment Committee Justin Cofer
 - Pausing employment committee activities until next year, to determine who new chair will be
- Governance Committee Abbey Duhé
 - Pausing on bylaws amendments as primary activity until next fiscal year.
- Communications Committee Delena Brockmann
- No updates needed.

Unfinished Business

- Stencil Patio
- Architectural drawing available for the Stencil patio (exit from main gallery. Member Kathleen is going to propose new idea to donors for approval.

New Business

- Annual Meeting Planning – June 13, 2024, 6 p.m.
 - Logistics: location will be at Rocket Hall, with better acoustic set up than January meeting.
 - Preference for floor seating due to safety concerns with bleachers.
 - Consider having RSVP method to know who is available.
 - Agendas will be printed.
 - Look into loop system for auditory accessibility
 - Light refreshments, need budget.
 - Teller selection –
 - Membership selection will be random, and then random alternate from anyone interested (or observer).
 - Director selection will be Delena Brockmann

Comments & Questions

- Kathleen McQuiston (KM) – spent \$1,496 of allocated garden money – want to do more pruning of sculpture garden and shrubs. Want to add some shrubs to block view of dumpsters, remove crepe myrtle, move and cut ivy way back, not removing any trees, but want to prune lorapetalums – wants additional budget of \$500 with \$200 cushion to cover additional expenses. Motion to approve additional \$700 budget for Kathleen to complete requested items by DB, second by JQ, approved unanimously.
- KM requests Board to acknowledge Kirschners and Bob Marable, want to rename dirt room Kirschner, and Bob Marable pottery studio. Motion to open discussion by AD. Needed process to follow for honorary naming conventions. Pushed to unfinished business for June, and need to follow up with current policies and procedures and verify those rooms or gifts had not been promised otherwise.
- Discussion about full time status of employees and offering of insurance. Suggestion from member about providing insurance stipend. Board is currently evaluating insurance options for current and future employee benefits.
- Metalsmithing studio – update requested, PW is working on putting together a proposal, continued momentum to set up the studio. Reminder that we are working on putting together pro formas for setting up new programs. Valuations on equipment calculated for past pottery

studio was calculated at 1/3 current retail value. Consideration for locations needs to include an updated entrance location for the building once school system trailers are removed. Line for depreciation and capital improvements in budget will also come into play.

- JN – going to go through Book Arts program items, and art boards will be reviewed.
- Art Boards - \$5,000 from city will be to refurbish and reinstall art boards, sounds like 5 are viable and 1 is not. Charlie Blair and Lawrence Steuck working on it.

Motion to adjourn by AD, Second by DB, adjourned 5:17.

FY 2024 ELECTION TIMELINE

May 2	Notice of Member's Informational Meeting (10 Days Required)
May 2	Abbey meets with governance committee.
May 3	Email communication to membership to begin collecting nominations for director positions
May 9	Monthly Board meeting
May 10	Notice of Annual Meeting and Election goes out. Includes call to action for nominations and full timeline of Election.
May 14	Member's Informational Meeting. Communication about nomination process and voting timeline, have opportunity to collect forms for nominations on paper at meeting.
May 31	Ballot finalized.
June 1	Record Date to capture active member status.
June 1	Second Notice of Annual Meeting and Election (including ballot) (satisfies 10 day notice requirement)
June 1-13th	Voting Period, including in-person votes and votes via email or electronic system for members in circumstances that prevent attendance of voting procedures in person. During Regular OCAF hours, M-Sat.
June 13th	Annual Members Meeting and Election Results announced.