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**OCAF Board of Directors**

**Regular Meeting Minutes**

**August 15, 2024, |4 p.m. | School Street Studios**

Attendance: Brock Toole, Vicky Moody, Paula Williams, Abbey Duhe, Eadaoin Walsh, Betty Walton, Paul Clark, Judy Marable, Rob Farley, Lawrence Stueck, John Quakenbush, and Kathie Anderson

Absent: Jim Norton

**Call to Order & Confirmation of Quorum**

* Chairman Brook Toole called the meeting to order at 4:10 PM. He apologized for the tardiness due to an executive session to discuss a personnel matter and announced the resignation of Miss Lou Rex. He communicated that the process for replacements for her position and the administrative assistant were underway.

**Approval or Amendment of Past Minutes**

* Abbey Duhe moved to accept July 11, 2024, Regular BOD Meeting Minutes as presented. John Quackenbush seconded. With no further discussion, minutes were unanimously approved as presented.

**Approval or Amendment of Meeting Agenda for August 15, 2024**

* Abbey Duhe moved to approve the August 15, 2024, meeting agenda as presented. Paula Williams seconded. With no further discussion the agenda was unanimously approved as presented.

**Reports of Officers & Standing Committees**

* Chairperson Toole welcomed the group to the meeting.
* Vice Chair, Abbey Duhe communicated that she had no report for this month.
* Secretary
  + Judy Marable presented for approval a copy of a Sign in Sheet for Speaking at Board Meetings to keep the meetings moving in a timely manner. Lawrence Stueck moved to accept the proposed sign in sheet that would be available at the 1902 building prior to the meetings to allow people to sign up to speak at the board meetings with a 3-to-4-minute timeline or to contact a Board of Director prior to the meeting. Abbey Duhe seconded. After discussion, Paul Clark mentioned that the emails of board members would be put on the website. Also, the ‘Sign In To Speak’ sheet will be removed 5 minutes prior to the start of the meeting. Discussion included trying again to use an email to be able to reach the board. At one point we tried to use one email that would send emails to all board members, but functionally it did not work. We can try this again or something similar. Discussion included that we would be open to listening to concerns at meetings, but just could not derail a meeting. Individuals would be allowed to be speak at a designated time. The motion passed with one dissenting vote (Rob Farley).
* Treasurer
  + John Quackenbush presented the monthly financial reports highlighting a $6,000 loss at the end of July due to backlogged payments and other expenses. John also noted that we have lost $10,000 less than last year at this point. It was also discussed about collaborating with the city of Watkinsville on a public art program which could lead to more financial support and the inclusion of various art forms. It was mentioned to reach out to artists in the surrounding counties to make the program more inclusive- not just Oconee County artists. Lawrence Stueck has spoken to Christine Tucker about this possibility. To promote OCAF with the panels, a press release was suggested. Discussion included using the back of the panels to promote OCAF and the artists.
* Executive Director Report
  + Paul offered an update on membership numbers. Currently we have 474 members. Discussion included the fluctuating membership numbers, and the challenges faced in renewing memberships, suggesting that improved communication and data consistency could help. Rob offered the question--can we capture the lapsed memberships? Paul shared that they are trying to correct some of the data in the membership reporting program. Discussion offered including the membership database so that it could be used to send out information for volunteering. Paul shared that data quality is very important, and he is looking at other software programs. It was mentioned that everyone’s renewal date is different. Also, it was suggested to offer an automatic renewal to credit card. Paul shared information about the Perspectives reception in the Sculpture Garden that will feature food, music at a cost of $25 at the door. Paul offered commendations to Lou Rex for her work on this event. He mentioned the upcoming Southworks and the success of the recent summer art camps. Due to the success and parent feedback, we will look at camps for Thanksgiving and Christmas breaks. Ongoing process continues improving the facilities and the development of an employee handbook and the resolution of IT issues. IT issues include printer/scanner concerns, wireless issues, and pay station issues. Junk it removed the junk cleaned out by Judith Gault and Leslie Moody. The off-site storage unit has almost been cleaned out. Commendations for their hard work with this huge project were offered. Ashley Watson is leading the charge of Southworks and the juried pieces have been selected and the artists have been notified.

**Reports of Special Committees**

* Governance Committee
* Eadaoin Walsh communicated that the Governance Committee is working on a draft of new by-laws. They are meeting Friday, August 16. Also, a focus on a matrix of skills/attributes for board members is important-such as skills and diversity of the community we serve. Also, a focus on record keeping and what it means to have board commitment. The goal is to have a draft of the by-laws by September. Also, a focus on policies/procedures for board members. It was mentioned by Vicky to consider some youth on the board. An advisory committee was added to the bylaws. Discussion included students, artists, fundraisers, and consideration of the size of the community to dictate the number of members of the advisory committee was mentioned. Chairman Toole communicated that a board and staff member should be on the advisory committee/council.
* Advisory Committee/Council
  + Lawrence mentioned that in the grant application there is a place for the committee/council. He stated we need more people to advocate for OCAF. Students should be included in this ‘council of influence.’ The council should have a goal for each year...i.e. fundraising. Council might be comprised of 6 to 10 members. They can influence and have members to represent each type of arts. The Governance Committee will set up the parameters/guidelines for the advisory council.
* Info about a possible Grant-Georgia Council for the Arts For Facilities
  + Vicky Moody communicated that she had sent out some information for board review. She reviewed the information and requirements for the matching amounts. The grant is a matching grant with a range of $10,000 to $75,000. She communicated the needs for the building: ADA ramp, HVAC, and roofing issues/ windows are adequate. These three items make the building usable. Chairman Toole reminded the group of the Stancil Patio and the necessity of doing that project prior to starting a new project. Discussion included HVAC bids, priorities that have been in place (Stancil Patio) that should be completed prior to a new project, and how will this space proposed in the Grant generate revenue. A concern was mentioned that a strategic plan as well as a master facilities plan should be put in place first. Rob communicated that he has a master plan for facilities/campus. Meg Hall contributed information regarding two quotes for HVAC. Vicky also communicated flooring needs, painting and other things in the scope of work. A question was asked if this grant proposal had been approved by the board? It was communicated that this plan had been shared to the board in a previous month, but no vote. Chairman Toole communicated that the board must approve this project first. Also, that the priority of the Stancil Project must be considered before we start a new project. Discussion continued regarding the master plan(s) of the various buildings. Where does this plan of renovations fall in the scope of our master plan of work for OCAF? Another question was asked how this project will generate revenue? It was noted that we are not fully utilizing the space we currently have. Discussion centered around that the plan was good to have, but we have not adopted a budget and have unfinished projects. Suggestions to see if the Rotary Club can support the ramp needs were suggested.
* Finance Committee
* John Quackenbush communicated that the finance committee met with Deidra, Paul and Lou regarding Perspectives. Paul Clark discussed the need for a structure of communicating the budgets and timing of reporting of the budgets. Discussion and clarification of the budget was offered by Anne Shoemaker. She offered the suggestion that a midyear budget be developed and reviewed. It was also communicated the importance of confidentiality of the budget planning until a budget is adopted. Eadaoin Walsh moved to approve the budget as presented on August 1, 2024, with one modification- to remove the program director position ($36,000). The motion was seconded by Kathie Anderson. The motion carried with two opposing votes—Lawrence Stueck and Rob Farley.
* Holiday Market
  + Due to the length of the meeting and time constraints the Holiday Market was not discussed.
* Thrift Sale
  + Due to the length of the meeting and time constraints the Thrift Sale was not discussed.

**Unfinished Business**

* Set the Date for Board Orientation and facilitators
  + The orientation date will be set once the bylaws are established.
* Volunteer Reception
  + Due to time constraints for this meeting the volunteer reception will be discussed at a later date. Potential dates will be obtained for discussion and planning.

**New Business**

* There was no new business communicated.

**Paula Williams moved to adjourn the meeting at 7:10 PM. Betty Walton seconded, and the vote was unanimous to adjourn.**

**Respectfully submitted,**

**Judy Marable, Secretary**

**(edited 9/10/24)**

**Attachments:**

**July Minutes**

**Financials**