

Cuyahoga Arts and Culture

Minutes of Meeting of Board of Trustees

Tuesday June 12, 2007, 10:00 am

A meeting of the Cuyahoga Arts and Culture (CAC) Board of Trustees was called to order at 10:00 a.m. in the Second Floor Conference Room of the Ideacenter Building at 1375 Euclid Avenue, Cleveland, Ohio. The three Trustees of the CAC Board were in attendance: Steven Minter, Santina Protopapa and David Bergholz.

1. Approval of Minutes

Trustee David Bergholz moved to approve the Minutes from the May 22, 2007 Meeting. Trustee Protopapa seconded the motion. On roll call vote, Trustees Bergholz, Minter and Protopapa each voted yes.

2. Budget Appropriation

Executive Director Boyle explained to the Board that legal counsel Barbara Hawley advised the CAC budget should be appropriated by the Board of Trustees. ED Boyle and Ms. Hawley broke the budget down into general categories with earlier approved budget amounts in each category.

Meg Harris, CAC Director of Administration explained that the appropriation is for the 2007 fiscal year, which is not a complete year. President Minter clarified that the budget figures for interest earned and cigarette tax income is a projection.

President Minter stated that many organizations have their budget listed on their websites, and CAC should consider doing this, as well. Trustee Bergholz asked what kind of tax return does CAC file. Legal counsel Barbara Hawley stated that CAC is tax exempt because it is a political subdivision. However, everything is public record. ED Boyle commented that an appropriation resolution will be done first, and then the budget will be publicly posted. President Minter stated that the resolution and the budget appropriation should be posted.

Trustee Bergholz moved to approve the 2007 Budget Appropriation. President Minter seconded the motion. On roll call vote, Trustees Bergholz, Minter and Protopapa each voted yes.

3. Overview of Public Record Laws

Legal counsel Barbara Hawley introduced Michelle Oliver, summer associate at Squire, Sanders and Dempsey, who has been researching public record law on behalf of

Ms. Hawley for CAC. Ms. Oliver addressed the Board, stating that the complete memo will be forthcoming but would highlight a few items at this time. She advised the Board that CAC should form a Public Records Commission and the Commission must meet at least once a year. The Commission would set the retention time limit for records, among other policies. She stated that most political subdivisions keep records for 5-7 years. She also noted that CAC should develop a method of archiving its records. Ms. Oliver noted that there is absolute public access of all records of CAC. However, a person requesting records must have proper specificity, or restrictions can be imposed.

A memorandum from legal counsel explaining Public Records Laws, compliance issues, and actions for the CAC Board to take are forthcoming.

4. Accounting and Finance Advisory Committee

President Minter stated that with respect to an advisory committee, the Board is still waiting to hear from the State Auditor's office regarding compliance issues. Additionally, President Minter stated that in addition to him, three other qualified individuals will comprise the committee initially. He hoped that a charter and the necessary material needed will be assembled by CAC staff so that a recommendation can be made by the next Board meeting. President Minter stressed that it is important to get this organized properly, as this is one of the biggest responsibilities of the Board.

5. General Operating Support Policy Discussion

ED Boyle stated that as of Monday June 18, 2007 Achala Wali will start at CAC as Director of Grant Programs.

ED Boyle stated that she and Ms. Wali had drafted a purpose statement for the General Operating Support (GOS) Grant in order to define and explain the significance and importance of this type of grant to the community. She felt it was important to outline why CAC is offering GOS grants first and probably allocating a large part of its funds to the General Operating Support grant. President Minter expressed concern that it may not be clear that the GOS Grant will only be offered every three years, the next GOS grant will not be offered until 2010. It was mentioned that it would be useful to publish a calendar with outlines of the grant time frames. Trustee Bergholz asked Jeff Rusnak to work on this GOS purpose statement, as well. It was agreed that it was important not make it seem that the Project Support grants are secondary. Trustee Protopapa commented that this statement should explain that the GOS grants will be supporting the value of what the voters wanted. Trustee Bergholz agreed and further commented that the arts organizations put their force behind Issue 18 because there are great fiscal concerns.

6. Executive Director update

ED Boyle stated that 7,700 e-mails were sent out announcing that the GOS grant guidelines and applications were posted. Additionally a press release was sent out announcing the GOS workshops to be held in the month of June. The Cleveland Free

Times and The Plain Dealer and Crain's Cleveland Business all picked up the story to varying degrees.

ED Boyle asked the Board for approval of employee benefits as outlined in a memo to the Trustees. ED Boyle stated that the decision was made to go with Personal Time instead of separate sick and vacation time. President Minter asked how this was determined and developed. Meg Harris stated that there had been ongoing discussion as to what overall benefits should be and that several public entities were used as models for the HR policies. Ms. Harris also stated that CAC is still waiting for Life Insurance and Health Insurance quotes. Additionally, CAC has a small staff of three and does not qualify for any insurance rate discounts, which typically begin at 50 people or more. United Agencies is compiling quotes from 5 different insurance companies.

Trustee Bergholz moved to agree to proceed with finding a benefits plan for the staff of CAC. President Minter seconded the motion. On roll call vote, Trustees Bergholz, Minter and Protopapa each voted yes.

7. Community Partnership for Arts and Culture (CPAC) Presentation

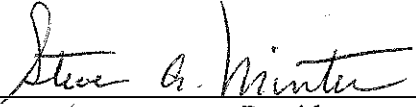
Tom Schorgl, President and CEO of CPAC, requested to make a presentation to CAC of CPAC's core competencies as an organization to be sure CAC staff and Trustees have a thorough understanding of what CPAC is doing and how best CPAC can assist CAC in achieving its mission. Meghan Van Voorhis, Senior Director at CPAC assisted Mr. Schorgl. The following link is the presentation in its entirety:

http://cpacbiz.org/ftp_file/06-07/CPACPres061207.pdf

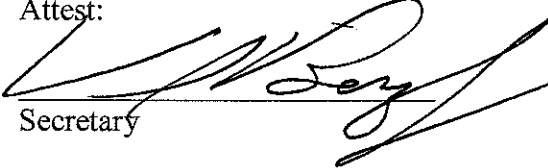
The CPAC presentation concluded with a discussion of whether CPAC fits the description of an "Arts Council." ED Boyle stated that in the beginning stages of CAC, when the CAC Bylaws were being created at the time the County Commissioners were serving as the Trustees, it was discussed that CPAC would be considered a "Local Area Arts Council" in the CAC Bylaws, but Legal Counsel Hawley reminded the Trustees that one of the County Commissioners was concerned about naming CPAC outright in the Bylaws as the Local Area Arts Council. However, Mr. Schorgl stated that the definition of an Arts Council is detailed in ORC 5701, and CPAC's Bylaws outline that it should accomplish being an Arts Council. However, Mr. Schorgl noted that CPAC does not typically refer to itself as an "Arts Council." Trustee Bergholz stated that for the sake of language of the moment, CPAC is therefore CAC's Arts Council. President Minter agreed that while CPAC does not refer to itself as an Arts Council, they are, in effect an Arts Council for Cuyahoga County and serve as one for CAC. Furthermore, a link on the CAC website to CPAC's website should be established. President Minter thanked CPAC for an insightful and helpful presentation.

Trustee Bergholz made a motion to move to Executive Session to discuss CAC personnel matters, specifically a staff position of Administrative Assistant. Santina Protopapa seconded the motion. On roll call vote, Trustees Bergholz, Minter, and Protopapa each voted yes.

There being no further business, the special meeting of the CAC Board of Trustees was adjourned at 11:22 am, June 12, 2007.



President

Attest:


Secretary