



**Special Meeting of the
Cuyahoga Arts & Culture Board of Trustees**
Virtual Meeting
Monday, May 16, 2022, 2:00 pm

1. Opening of the Meeting

- a. Call to order – Nancy **2:00 pm**
- b. Roll Call – Meg
- c. Motion to approve minutes – Nancy
 - i. February 9, 2022
 - ii. April 13, 2022
- d. Motion to move to executive session to consider the performance and compensation of a public employee.
- e. Roll call vote, call each board member by name.

*****executive session*****

2. Return to open session

3. Motion to adjourn meeting

Next Regular Meeting: September 14, 2022, 4:00 pm
Location TBD



Minutes of the Regular Meeting of the Board of Trustees
Wednesday, February 9, 2022

A regular meeting of the Cuyahoga Arts & Culture (CAC) Board of Trustees was called to order at 5:07 p.m. at the South Euclid-Lyndhurst Public Library 1876 S Green Rd, South Euclid, OH 44121

The roll call showed that Trustees Isenhart, McGowan, Mendez, Scott Taylor, and Sherman were present. It was determined that there was a quorum.

Also in attendance were: Jill Paulsen, executive director; Meg Harris; Heather Johnson-Banks; Julia Murphy, Johnnia Stigall and India Pierre-Ingram.

1. APPROVAL OF MINUTES

Motion by Trustee Scott Taylor, seconded by Trustee McGowan, to approve the minutes from the November 10, 2021 Board meeting. Discussion: Trustee Sherman said she circulated an amended version of the minutes. Trustees McGowan and Mendez said level of detail in the amended minutes was beyond what is the norm. Trustee Scott Taylor stated that the Board shall take action to approve the minutes as originally submitted. Ms. Sherman stated that she provided her written comments from this meeting to all Board members and would like that noted. Vote – Ayes: McGowan, Mendez, Scott Taylor. Nays: Sherman. Abstain: Isenhart (not on Board or present at the meeting). The motion carried. Ms. Sherman said she would not sign the minutes.

Motion by Scott Taylor, seconded by Mendez, to approve the minutes from the December 15, 2021 Board meeting. Discussion: None. Vote – Ayes: Isenhart, Mendez, Scott Taylor. Nays: Sherman. Abstain: McGowan (not present at the meeting). The motion carried.

2. PUBLIC COMMENT ON MEETING AGENDA ITEMS

There were no comments on the meeting agenda items.

3. EXECUTIVE DIRECTOR'S REPORT

Ms. Paulsen thanked everyone for joining her and the Board. Ms. Paulsen's remarks can be found [here](#).

4. CONNECT WITH CULTURE

Ms. Stigall introduced Erik Mann, Executive Director of Cleveland Classical Guitar Society. Mr. Mann stated that he is joined by Damian Goggans, an alumnus of the education program. Mr. Mann provided an overview of CCGS's programs and Mr. Goggans performed two pieces of music.

Trustee Sherman thanked Mr. Goggans for the performance and congratulated Cleveland Classical Guitar Society for being a part of General Operating Support.

5. BOARD ACTION - Grantmaking

CAC Grantmaking Overview refresher and early-stage preview of 2023 Project and 2023 Cultural Heritage Programs

Trustee Sherman stated that this is an opportunity for the staff to refresh the Board with an overview of the CAC's grantmaking processes and programs. Ms. Paulsen stated this overview is about understanding the historical process that has taken place and how CAC's grantmaking works. The materials prepared by staff allow for a better understanding of grantmaking historically and currently. Ms. Paulsen added that she hopes this information allows for Board members to be champions of the work and provides a baseline for future grantmaking.

Ms. Johnson-Banks presented the high-level themes from the [grantmaking overview](#) included in the Board Materials. Discussion ensued between the Board and staff with questions relating to past grantmaking processes and outcomes.

(Trustee McGowan left at 6:33 pm.)

6. BOARD ACTION – Finance and General Business

The finance report can be found [here](#).

Contracts and Policies

Ms. Paulsen provided an overview of the contract included in the meeting materials for Board approval.

Motion by McGowan, seconded by Isenhart, to approve a contract with Aztek in the amount of \$30,000 to redesign CAC's website. Vote – Ayes: Isenhart, McGowan, Mendez, Scott Taylor. Nays: None. Abstain: Sherman. The motion carried.

7. OTHER BUSINESS

Mr. Jeremy Johnson, CEO of Assembly for the Arts, provided an update on the current advocacy efforts for additional funding for the arts. He said CAC and Assembly are working together to bring a unified approach to advocacy. Mr. Johnson said that Mayor Bibb released his 100-day plan which includes a recommendation from the Transition Committee to allocate \$10 million in American Rescue Plan Act funds to the arts. Trustee Isenhart stated that we need to continue to advocate together in this work. Mr. Johnson responded in agreement that CAC and Assembly must continue to be aligned and work toward equitable funding for all.

7. ADJOURNMENT

Motion by Trustee Scott Taylor, seconded by Trustee Mendez, to adjourn the meeting. Discussion: None. Vote: all ayes. The motion carried. The meeting was adjourned at 6:59 pm.

The next meeting will be held at 4:00 pm on Wednesday, April 13, 2022.

Karolyn Isenhart, Secretary, Board of Trustee



Minutes of the Annual Meeting of the Board of Trustees

Wednesday, April 13, 2022

A meeting of the Cuyahoga Arts & Culture (CAC) Board of Trustees was called to order at 4:02 pm as a virtual meeting in accordance with Ohio General Assembly House Bill 51.

The roll call showed that Trustees Isenhart, McGowan, Mendez, Scott Taylor, and Sherman were present. It was determined that there was a quorum.

Also in attendance were: CAC staff: Jill Paulsen, executive director; Meg Harris; Heather Johnson-Banks; Julia Murphy, Jake Sinatra, Johnnia Stigall and India Pierre-Ingram.

Trustee Sherman welcomed County Executive Budish to the meeting. Executive Budish thanked Cuyahoga Arts & Culture and Assembly for the Arts for their work and said that arts and culture is thriving within the community. He added that he and County Council are committed to the arts and providing additional financial support through their allocation of American Rescue Plan Act (ARPA) funds to CAC and Assembly for distribution to nonprofits, artists, and for-profit arts businesses. County Executive Budish congratulated and thanked Trustee Sherman for her work as the Board President. Trustee Sherman thanked County Executive Budish for his advocacy to ensure allocation of funding from ARPA.

1. MOTION REGARDING AGENDA

Motion by Trustee Scott Taylor, seconded by Trustee McGowan, to follow the original meeting agenda provided to the public by CAC. Discussion: Trustee Sherman stated that she provided and wanted to follow an updated agenda [provided to the Board on Monday, April 11th]. Trustee Mendez stated that the original agenda was shared with the public the week of April 4th. Trustee Sherman stated that the public agenda does not reflect the one that she has prepared. Vote: Ayes: Scott Taylor, Mendez, Isenhart, McGowan. Nays: Sherman.

2. APPROVAL OF MINUTES

Motion by Trustee Scott Taylor, seconded by Trustee Mendez, to approve the minutes from the February 09, 2022, Board meeting. Discussion: Trustee Sherman stated that she had several comments and corrections to the February meeting minutes which she detailed for the Board.

Under motion to approve November 10 minutes at the February meeting:

- a. Trustee Sherman provided her written comments from the November meeting to the Board
- b. Trustee Sherman said she would refuse to sign the minutes
- c. Trustee Sherman said that the word "will" should be changed to "shall" in the comment by Trustee Scott Taylor.

Ms. Scott Taylor withdrew her motion to approve the February minutes, asking they be tabled until the next meeting so that the feedback provided by Trustee Sherman could be incorporated.

3. ELECTION OF OFFICERS

Trustee Sherman presented the slate of officers with Trustee Mendez as President, Trustee Scott Taylor as Vice-President, and Trustee Isenhart as Secretary.

Motion by Trustee Scott Taylor, seconded by Trustee McGowan, to approve slate of officers: Trustee Mendez as President, Trustee Scott Taylor as Vice-President, and Trustee Isenhart as Secretary. Discussion: none. Vote: Aye: all ayes. The motion carried.

Trustee Mendez thanked Trustee Sherman for her leadership as Board President and her work on CAC's Board.

4. PUBLIC COMMENT ON MEETING AGENDA ITEMS

There were no public comments on the meeting's agenda.

5. EXECUTIVE DIRECTOR'S REPORT

Ms. Paulsen thanked everyone for joining her and the Board online. Ms. Paulsen's remarks can be found [here](#).

5. CONNECT WITH CULTURE

Ms. Murphy introduced Dr. Kirsten Ellenbogen the CEO of Great Lake Science Center. Dr. Ellenbogen, thanked the Board and staff for their support of Great Lakes Science Center. She said that the conversations with CAC are so important and that CAC dollars are the singular public funding the organization regularly receives. Great Lakes Science Center is in its 25th year and they have great partnership with the Cleveland Metropolitan School District that leads to collaboration and is about developing youth needs. With CAC support, Great Lakes Science Center has been providing more access and improving the exhibitions to enrich the visitor experience. Dr. Ellenbogen said the Science Center has used the pandemic to examine its role in the community and make changes to ensure the organization's sustainability. She also noted that the policies and expectations of being a General Operating Support recipient has set the bar higher and supported collaboration between organizations including Great Lakes Science Center.

6. BOARD ACTION – GRANTMAKING

Approval of 2023 Project Support and Cultural Heritage Guidelines

Ms. Paulsen and Ms. Johnson-Banks provided the Board with an overview of the 2023 Project Support and Cultural Heritage Guidelines, highlighting the changes. Ms. Johnson-Banks said in response to feedback and discussions at the February meeting, staff is recommending three key changes for 2023: 1) provide more multi-year funding, 2) simplify the application process; and 3) improve the grant review process. See [memo and overview chart for further detail](#).

The Board asked staff a number of clarifying questions and the staff provided responses.

Motion by Trustee Isenhart, seconded by Trustee Scott Taylor to approve 2023 Project Support and Cultural Heritage guidelines. Discussion: Vote: Ayes: Isenhart, Mendez, McGowan, and Scott Taylor, Nays: Sherman; Abstain: none. The motion carried.

Accept \$1.65M in ARPA funding from Cuyahoga County, pending County Council approval

Ms. Paulsen shared the \$1.65M in ARPA funding from Cuyahoga County, pending County Council approval to allow CAC to issue simple guidelines and grants.

Motion by Trustee Mendez, seconded by Trustee Scott Taylor to approve the \$1.65M in ARPA funding from Cuyahoga County, pending County Council approval to allow CAC to issue simple guidelines to support arts nonprofits [with the majority of funds going to General Operating Support grant recipients].

Discussion: Trustee Sherman requested an amendment to include the agreed upon terms of the grant. Trustee Scott Taylor stated she cannot approve without understanding additional details. Trustee Mendez invited Ms. Paulsen to provide historical background on the discussions between CAC and Assembly in relation to this grant. Ms. Paulsen stated that this work was done hand in hand with Assembly for the Arts, ensuring that support would be guaranteed for organizations, artists, and creative business. Trustee Sherman clarified that majority of the dollars will go to organizations in CAC's General Operating Support program to ensure that these organizations are sustained. Vote: Aye: all ayes. The motion carried.

7. FINANCE REPORT

Ms. Harris shared the financial report with the board. Ms. Harris' report can be found [here](#).

8. BOARD ACTION – Finance and General Business

Appointment of members of the Audit and Finance Advisory Committee

Ms. Harris provided an overview of the purpose of the Audit and Finance Advisory Committee. Ms. Harris said current member, Luis Cartagena, has agreed to serve an additional one-year term. Members Cindy Riehl and Ed Bell asked not to be reappointed. Ms. Harris thanked them for their service. Ed Bell served for 8 years and Cindy Riehl for more than 11 years. Ms. Harris presented two new candidates for appointment to the committee: Ms. Ann McCarthy-Garland and Ken Surratt, whose bios were included in the board materials. She added that Karolyn Isenhart has agreed to serve on behalf of the Board.

Motion by Trustee Scott Taylor, seconded by Trustee Mendez, for the appointment of one year term to the Audit and Finance Advisory Committee for: Luis Cartagena, Ann McCarthy-Garland, Ken Surratt, and Karolyn Isenhart. Discussion: none. Vote: Aye: all ayes. The motion carried.

Public Records Manager Designee

Ms. Harris requested that the Board designate Meg Harris as the Public Records Manager.

Motion by Trustee Scott Taylor, seconded by Trustee Isenhart, to designate Meg Harris as the Public Records Manager. Discussion: none. Vote: Aye: all Ayes. The motion carried.

Appointment of Two CAC board members as ex-officio board members of Assembly for the Arts

Trustee Mendez stated that CAC is pleased to continue to support the work of Assembly for the Arts by having two of its trustees serve as ex-officio voting board members and through providing the nonprofit with a General Operating Support grant. Ms. Paulsen requested that the Board approve the appointment of Trustee Sherman and Trustee Mendez as ex-officio board members of the Assembly for the Arts.

Motion by Trustee McGowan, seconded by Trustee Scott Taylor, that the Board designate Trustee Nancy Mendez and Trustee Charna Sherman to serve on the Assembly for the Arts Board, representing CAC in this service, from now until CAC's next annual meeting, with the instruction that they will represent CAC and CAC's interests in this service as part of their official duties and responsibilities as CAC Trustees, and also with the understanding that this service may end at an earlier time as determined by the designated Trustee or by the Board. Discussion: none. Vote: Aye: all ayes. The motion carried.

9. ASSEMBLY FOR THE ARTS UPDATE

Mr. Johnson, Executive Director of Assembly for the Arts, thanked the CAC Board and County Executive Armond Budish for their advocacy. Mr. Johnson stated that the Assembly for Arts portion of the ARPA dollars (\$1.65M) will go directly to artists and creative businesses. In addition to the County work, Mr. Johnson noted that there is also a coalition advocacy effort focused on securing ARPA dollars from the City of Cleveland. Johnson announced the Workbench workshops and the Art Future Fellowship, a partnership with FRONT International.

10. ADJOURNMENT

Motion by Trustee Mendez, seconded by Trustee Scott Taylor, to adjourn the meeting. Discussion: Trustee Sherman asked if there will be an executive session. Trustee Mendez stated that there will not be an executive session but that a special meeting will be held. Trustee Sherman requested that the special meeting be held soon. Vote: Yes: Isenhart, McGowan, Mendez, Scott Taylor. Vote: No: Sherman. The motion carried. The meeting was adjourned at 5:48 pm.

Attest:

Karolyn Isenhart, Secretary, Board of Trustees