



Minutes of the Special Meeting of the Board of Trustees
Monday, October 15, 2012

A special meeting of the Cuyahoga Arts & Culture (CAC) Board of Trustees was called to order at 4:07 p.m. at the Global Cardiovascular Innovation Center, Cleveland, Ohio.

The roll call showed Trustees Matthew Charboneau, Vickie Johnson, Sari Feldman and Steven Minter to be present. It was determined that there was a quorum.

Also present were: CAC Staff: Karen Gahl-Mills, executive director, Jill Paulsen, director of grant programs; Stacey Hoffman, program manager; Meg Harris, director of administration; Jesse Hernandez, program manager; Jennifer Schlosser, communications manager; Jacob Sinatra, program associate; Galen Schuerlein, Burges & Burges; Maureen Robinson, consultant, and Barbara Hawley, CAC Legal Counsel, Squire Sanders.

Trustee Feldman stated that the purpose of this special meeting was to:

- Approve panelists for the 2013 Project Support Review Panel
- Revisit discussion related to the funding of the annual concert on Public Square
- Hold two educational sessions:
 - Legal considerations for political subdivisions considering levy activities
 - Review of the findings from the research project conducted by Burges & Burges
- Hold an annual facilitated discussion regarding board governance.

Ms. Paulsen presented a memo and a list of two additional panelists for the 2013 Project Support Review Panel and asked that the board vote on approving these additions. Trustee Feldman moved to approve the two panelists, Trustee Minter seconded the motion, the board voted, and the motion carried unanimously.

Trustee Minter stated that he feels that CAC should continue to fund the annual concert on Public Square, as he regards it is an important civic event. Discussion and questions ensued. Trustee Feldman asked the board if they wanted to vote to authorize the executive director to invite The Cleveland Orchestra to submit a proposal for up to \$150,000 to fund a large-scale civic event in 2013 in celebration of Independence Day. Trustee Charboneau moved that the board authorize the executive director to invite the Orchestra to submit a proposal for up to \$150,000 to fund this type of event. Trustee Minter seconded the motion. Those present voted unanimously, and the motion carried.

Ms. Gahl-Mills introduced Barbara Hawley of Squire Sanders, who gave the board an educational presentation regarding legal considerations for political subdivisions considering levy activities. Discussion and questions ensued. (*Trustee Chris Coburn arrived at 4:32 p.m.*)

Ms. Gahl-Mills then introduced Galen Schuerlein of Burges & Burges, who gave the board an educational presentation reviewing the findings from the research project conducted by Burges & Burges. Discussion and questions ensued.

Maureen Robinson then led the board through a facilitated discussion on board governance. Discussion and questions ensued.

Trustee Johnson made a motion to adjourn. Trustee Charboneau seconded the motion. The board voted unanimously to adjourn the meeting at 8:35 p.m.

Sari Feldman, President, Board of Trustees

Attest:

Matthew Charboneau, Secretary, Board of Trustees