



**Minutes of the Regular Meeting of the Board of Trustees**  
Thursday, June 2, 2016

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A meeting of the Cuyahoga Arts & Culture (CAC) Board of Trustees was called to order at 4:10 pm at the Boys & Girls Clubs of Cleveland.

The roll call showed that Trustees Joe Gibbons, Steve Minter and Charna Sherman were present. It was determined that there was a quorum.

Also in attendance were: CAC staff: Karen Gahl-Mills, executive director; Jill Paulsen, deputy director; Roshi Ahmadian, Meg Harris, Jake Sinatra and Nicole Thomas.

**1. APPROVAL OF MINUTES**

Motion by Trustee Minter, seconded by Trustee Sherman, to approve the minutes from the April 11, 2016 Board meeting. Discussion: None. Vote: all ayes. The motion carried.

**2. PUBLIC COMMENT ON MEETING AGENDA ITEMS**

There were no registered requests for public comment relating to items on the meeting agenda.

**3. EXECUTIVE DIRECTOR'S REPORT**

Ms. Gahl-Mills thanked the Boys & Girls Clubs of Cleveland for hosting the meeting, and thanked the attendees, including two new Trustees—Gwen Garth and Mark Avsec, who would later be sworn in—and two incoming staff members—Dan McLaughlin and Jessica Kayse, who will begin their work at CAC in a few weeks.

Ms. Gahl-Mills noted that CAC's 2015 financial audit was complete, and that once again the agency had received the highest opinion that the Auditor of State gives: no findings and no material weaknesses, which led to CAC once again receiving the Auditor of State Award. Ms. Gahl-Mills thanked CAC's Meg Harris for her diligence and attention to financial detail, which has helped to ensure this outcome every year.

Ms. Gahl-Mills mentioned that aside from a few administrative items on today's agenda, the bulk of the meeting will be spent on a work session. During this annual Board retreat, staff and Board would discuss CAC's organizational planning process.

**4. FINANCE REPORT**

Ms. Harris gave a report on CAC's finances through April 2016. She reported that tax receipts through April were \$4,430,036. This figure is \$79,964 or .177% below forecast for the period and 7% below revenue for the same period in 2015. Interest revenue through April was \$63,729. This figure is above

forecast for the period by \$23,729. Cash expenditures through April were just over \$6.88 million. This figure is slightly below budget due to the timing of payments of grants.

## **5. CONNECT WITH CULTURE**

Ron Soeder of the Boys & Girls Clubs of Cleveland spoke about the work that the organization does for children in the community. Boys & Girls Clubs members performed for meeting attendees.

## **6. BOARD ACTION**

### **Contract with Yinovate, LLC**

Ms. Harris stated that CAC would like to enter into a contract with Yinovate, LLC in the amount of up to \$22,000 for the design, conduct and synthesis of the results of a series of at least 10 on-the-ground listening sessions this summer and fall as a part of CAC's organizational planning.

Motion by Trustee Minter, seconded by Trustee Gibbons, to approve the contract with Yinovate, LLC in the amount of up to \$22,000, for the design, conduct and synthesis of the results of a series of at least 10 on-the-ground listening sessions this summer and fall as a part of CAC's organizational planning. Discussion: None. Vote: All ayes. The motion carried.

### **Contract with Aztek**

Ms. Harris stated that CAC would like to enter into a contract with Aztek in the amount of \$10,500 for the improvement of CAC's online calendar.

Motion by Trustee Gibbons, seconded by Trustee Minter, to approve the contract with Aztek in the amount of \$10,500, for the improvement of CAC's online calendar. Discussion: None. Vote: All ayes. The motion carried.

### **Contract with CEO + Executive Director Karen Gahl-Mills**

Ms. Harris stated that, as previously discussed and approved by the Board at the April 2016 meeting, Trustee Gibbons and Ms. Gahl-Mills have created a mutually agreeable employment contract which extends Ms. Gahl-Mills employment for an additional 4 years of service at CAC.

Motion by Trustee Sherman, seconded by Trustee Minter, to approve the contract with CEO + Executive Director Karen Gahl-Mills for an additional 4 years of service at CAC.

### **Oath of Office**

Trustee Gibbons administered the oath of office to Gwendolyn Garth and Mark Avsec. Ms. Garth and Mr. Avsec affirmed that each would honestly, faithfully and impartially perform the duties of the office. Trustee Garth will serve a term through March 31, 2017. Trustee Avsec will serve a term through March 31, 2019.

## **8. PUBLIC COMMENT**

There were no public comments.

Next meeting: The next meeting will be held on September 12, 2016 at 4:00 pm at Eliza Bryant Village: 7201 Wade Park Avenue, Cleveland, OH 44103.

**9. BOARD RETREAT**

Ms. Gahl-Mills facilitated the work session discussion on CAC's organizational planning work.

**10. ADJOURNMENT**

Motion by Trustee Avsec, seconded by Trustee Garth, to adjourn the meeting. No discussion. Vote: all ayes. The motion carried. The meeting was adjourned at 8:03 pm.

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Joe Gibbons, President, Board of Trustees

Attest:

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Charna Sherman, Secretary, Board of Trustees