



Minutes of the Regular Meeting of the Board of Trustees
Monday, December 9, 2013

A meeting of the Cuyahoga Arts & Culture (CAC) Board of Trustees was called to order at 3:31 pm in the Miller Classroom at the Idea Center at PlayhouseSquare, 1375 Euclid Avenue, Cleveland.

The roll call showed that Trustees Matt Charboneau, Sari Feldman and Steve Minter were present. It was determined that there was a quorum.

Motion by Trustee Minter, seconded by Trustee Charboneau, to adjourn into executive session for the purpose of discussing personnel matters and staff compensation. No discussion. Vote: Minter: aye; Feldman: aye; Charboneau: Aye. The motion carried.

Executive session ensued.

At 3:58 pm, a motion was put forward by Trustee Minter, seconded by Trustee Charboneau, to adjourn executive session and resume the public meeting. No discussion. Vote: all ayes. The motion carried.

Trustee Feldman called the public session to order at 3:59 pm in the Miller Classroom at the Idea Center.

Also in attendance were: CAC staff: Karen Gahl-Mills, executive director; Jill Paulsen, director of grant programs; Meg Harris, director of administration; Stacey Hoffman program manager; Jennifer Schlosser, communications manager; and Jake Sinatra, program associate.

1. APPROVAL OF MINUTES

Motion by Trustee Charboneau, seconded by Trustee Minter, to approve the minutes from the November 18, 2013 board meeting. Discussion: None. Vote: all ayes. The motion carried.

Trustee Feldman commented that she and the rest of the board were sorry to see former Trustee Vickie Johnson resign from the board.

2. PUBLIC COMMENT ON MEETING AGENDA ITEMS

There were no registered requests for public comment relating to items on today's meeting agenda.

3. EXECUTIVE DIRECTOR'S REPORT

Ms. Gahl-Mills welcomed guests and made a report to the board. Ms. Gahl-Mills stated that the staff reports to the board represented a year-end wrap-up. She also stated that later in the meeting, the board would be asked to re-approve the 2014 General Operating Support grants, approve CAC's 2014 budget,

and that David Gilbert, President & CEO of Positively Cleveland, would make a presentation about his organization's branding initiatives.

Trustee Minter asked whether CAC plans to continue the Cultural Liaison program in 2014. Ms. Gahl-Mills stated that CAC staff learned a lot through this pilot project. In 2014 the program will evolve based on observations and feedback collected during the pilot. Ms. Paulsen noted that the program was helpful in gathering casual observer feedback for staff.

Trustee Minter asked what CAC learned from the research in 2013 about definitions of nature and science. Ms. Paulsen stated that CAC retained a consultant to conduct a scan of what other similar organizations consider to be nature and science, to help clarify CAC's definition and understanding of "nature and science" as defined in the Ohio Revised Code. She stated that many other organizations that fund arts and culture also fund natural science programs, and that for most of them, environmental science falls within the natural sciences. Ms. Gahl-Mills stated that the consultant created a helpful flow chart showing how the scientific disciplines fit together that will be helpful for staff moving forward. Trustee Minter asked why it was included in the code. Ms. Gahl-Mills stated that we don't know exactly why it was included in the code, but that because it is there, CAC can define arts and culture very broadly and provide a greater benefit to the community. Trustee Feldman stated that, in our community, we have strong nature and science museums and other organizations specializing in those areas, and that that the community would expect for those to be supported as part of our cultural offerings. Trustee Minter stated that he felt that CAC should continue to make it clear through outreach and materials that CAC has this expansive view of arts and culture.

4. FINANCE REPORT

Ms. Harris gave a report on Cuyahoga Arts & Culture's finances. She provided an overview of the organization's financial results year-to-date, stating that CAC had \$15,243,242 in revenue through November 30, which is \$309,522 or 2.07% over forecast and 1.5% below revenue for the same period in 2012. Ms. Harris stated that CAC's investment income through November was \$53,837 which exceeded forecast by \$22,437. Ms. Harris stated that year-to-date cash expenditures were \$14,775,401 which is slightly under budget for the period and primarily related to the timing of payments.

Trustee Feldman asked whether Ms. Harris was surprised at the decrease in revenue from the tax in November. Ms. Harris said that she was not surprised at the decrease. The revenue fluctuates, and it's hard to know why, and she expects that December's revenue will be higher than November and higher than the original forecast for the month of December.

5. CONNECT WITH CULTURE

Ms. Gahl-Mills introduced Stacey Hoffman, program manager of the Project Support grant program. Ms. Hoffman provided an overview of arts and cultural programming occurring in unusual places throughout Cuyahoga County that CAC will fund in 2014. She highlighted the following: Boys & Girls Clubs of Cleveland's National Fine Arts Exhibit program; Historic Gateway Neighborhood Corporation's Take a Hike Tours; America SCORES Cleveland's after-school writing program and poetry slam project; The Housing Center's youth mural project; and West Side Catholic Center's Expressive Arts Project.

6. BOARD ACTION

Approval of CAC Operating Budget for 2014

Ms. Gahl-Mills provided a summary of the proposed operating budget for Cuyahoga Arts & Culture in 2013 (see [*2014 Operating Budget Memo*](#)).

Trustee Minter asked whether funding from for the Creative Workforce Fellowship program was included in the 2014 budget. Ms. Harris stated that the proposed budget included existing commitments to this program. Ms. Gahl-Mills stated that the board would discuss the program during its February meeting.

Trustee Minter asked Ms. Harris to clarify the revenue projections that CAC has made over the next few years. Ms. Harris walked the board through a worksheet showing projected revenue through 2017. Trustee Minter stated that the revenue projections worksheet was very helpful, and showed that the board can be confident that CAC will be able to maintain a relatively consistent level of expenditure through 2017. Ms. Gahl-Mills commented that the projections show that there will be enough funding to continue CAC’s grantmaking through a tenth year should the levy not renew.

Motion by Trustee Minter, seconded by Trustee Charboneau, to approve the appropriation of Cuyahoga Arts & Culture’s 2014 Operating Budget. Discussion: None. Vote: all ayes. The motion carried.

Approval of 2014 General Operating Support Grant Awards

Ms. Paulsen requested that the board approve the General Operating Support grant awards for the second year of the two-year grant program. Ms. Paulsen stated that the cohort would again include 57 organizations for grant awards totaling \$13.7 million.

Trustee Feldman asked whether they had enough board members present for a quorum for a vote in which one trustee may abstain, given that the board currently only has three members. Ms. Harris stated that, for a meeting, the board would need a quorum to convene a meeting. And, that for voting, a quorum of the trustees present.

Motion by Trustee Feldman, seconded by Trustee Minter, to approve the 2014 General Operating Support grant awards in the amounts listed below, as detailed in the Board handout, to Beck Center for the Arts, Cleveland Institute of Music and Dobama Theatre. Discussion: None. Vote: All ayes. Abstain: Charboneau. The motion carried.

Organization	Grant Award
Beck Center for the Arts	\$188,659
Cleveland Institute of Music	\$716,270
Dobama Theatre	\$34,784

Motion by Trustee Minter, seconded by Trustee Charboneau, to approve the 2014 General Operating Support grant awards in the amounts below, as detailed in the Board handouts, to the below listed organizations. Discussion: None. Vote: All ayes. The motion carried.

Organization	Grant Award
Apollo's Fire	\$104,259
BAYarts	\$41,069
Brecksville Theater on the Square	\$11,609
Chagrin Valley Little Theatre	\$44,301

Children's Museum of Cleveland	\$87,040
Cleveland Artists Foundation	\$19,529
Cleveland Botanical Garden	\$357,703
Cleveland Institute of Art	\$735,372
Cleveland International Film Festival	\$151,829
Cleveland International Piano Competition	\$62,976
Cleveland Jazz Orchestra	\$30,619
Cleveland Museum of Art	\$1,467,045
Cleveland Museum of Natural History	\$647,658
Cleveland Play House	\$405,680
Cleveland POPS Orchestra	\$89,884
Cleveland Public Theatre	\$111,547
Cleveland Restoration Society	\$88,917
Community Partnership for Arts and Culture	\$88,696
Contemporary Youth Orchestra	\$30,680
DANCECleveland	\$50,166
Dancing Wheels	\$54,731
Great Lakes Science Center	\$391,709
Great Lakes Theater	\$246,553
GroundWorks DanceTheater	\$45,804
Heights Arts	\$25,151
Heights Youth Theatre	\$19,883
ICA-Art Conservation	\$105,901
ideastream	\$987,909
Karamu House	\$145,433
Lake Erie Nature & Science Center	\$112,346
LAND studio	\$257,706
Maltz Museum of Jewish Heritage	\$151,012
Museum of Contemporary Art Cleveland	\$126,931
Nature Center at Shaker Lakes	\$74,929
Near West Theatre	\$65,565
North Coast Men's Chorus	\$22,437
Opera Circle	\$23,098
PlayhouseSquare	\$1,730,876
Progressive Arts Alliance	\$44,537
Rainey Institute	\$65,911
Rock and Roll Hall of Fame and Museum	\$1,001,023
Roots of American Music	\$33,319
Shaker Historical Society	\$16,901
Singing Angels	\$39,320
SPACES	\$50,502

The Cleveland Orchestra	\$1,452,817
The Music Settlement	\$245,462
The Sculpture Center	\$20,035
Ukrainian Museum-Archives	\$23,077
Valley Art Center	\$33,311
Verb Ballets	\$47,854
Western Reserve Historical Society	\$277,267
Young Audiences of Northeast Ohio	\$170,836
Zygote Press	\$23,559

7. ADMINISTRATIVE MATTERS

Approval of Employee Handbook Revisions

Ms. Harris stated that the board had received a proposed modification to the Internal Complaint Procedure contained within CAC's Employee Manual. Ms. Harris stated that this change is recommended in order to provide a clear path and alternative to staff in the event that they believe the executive director is either biased in the handling of a complaint or is the subject of the complaint. She added that the modification had been reviewed by legal counsel. Ms. Gahl-Mills stated that CAC would encourage all cultural partners and organizations to adopt similar language in their policies.

Motion by Trustee Charboneau, seconded by Trustee Minter, to approve the revision to the Internal Complaint Procedure section of CAC's Employee Manual. Discussion: None. Vote: All ayes. The motion carried.

Approval of Personnel Report

Ms. Harris stated that the board had received a Personnel Report.

Trustee Minter moved to approve the Personnel Report. Trustee Charboneau seconded the motion. No discussion. Vote: all ayes. The motion carried.

Resolution for Barbara Hawley

Trustee Feldman made a comment on the proposed resolution congratulating Barbara Hawley on her retirement and service to Cuyahoga Arts & Culture. She stated that Ms. Hawley had served Cuyahoga Arts & Culture with distinction and has done so since its beginnings, and that the board wishes her the best during her retirement. Trustee Feldman read the resolution aloud:

Resolution of Appreciation for Barbara Hawley

WHEREAS, Barbara Hawley served with distinction as legal counsel to Cuyahoga Arts & Culture from its inception in 2006 until her retirement on December 31, 2013.

WHEREAS, it is a matter of public record that Barbara Hawley contributed her energy and talents to Cuyahoga Arts & Culture, providing legal counsel to Cuyahoga Arts & Culture since its establishment; and

WHEREAS, she provided guidance in understanding Ohio Revised Code as it governs Cuyahoga Arts & Culture; and

WHEREAS, she has served as a member of the Public Records Commission of Cuyahoga Arts & Culture, working to ensure that the policies and procedures established by the agency support its work and the core value of transparency; and

WHEREAS, she has provided legal advice and support to the agency so that it may effectively carryout its mission; to inspire and strengthen the community by investing in arts and culture.

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees of Cuyahoga Arts & Culture hereby expresses and records its appreciation to Barbara Hawley for the more than seven years of counsel she has rendered to Cuyahoga Arts & Culture and extends to her with the highest personal regard all good wishes for a happy and rewarding future.

Motion by Trustee Charboneau, seconded by Trustee Minter, to approve the resolution in honor of Barbara Hawley. No discussion. Vote: all ayes. The motion carried.

Approval of Contract Extension with Burges and Burges Strategists

Ms. Harris stated that Cuyahoga Arts & Culture will continue its work with Burges and Burges Strategists in 2014 and at this time is looking for a three-month extension of its current contract. The current monthly contract rate is \$3,500.

Motion by Trustee Minter, seconded by Trustee Charboneau, to extend the current contract with Burges and Burges Strategists for three months, through March 31, 2014. No discussion. Vote: all ayes. The motion carried.

Trustee Feldman stated that 2013 has been a productive and successful year for Cuyahoga Arts & Culture, and extended her thanks to the staff for their hard work.

9. PUBLIC COMMENT

There were no public comments.

Next meeting: The next meeting will be held at 3:30 pm on February 10, 2014 at the Idea Center at PlayhouseSquare in the Miller Classroom.

10. ADJOURNMENT

Motion by Trustee Charboneau, seconded by Trustee Minter, to adjourn the meeting. No discussion. Vote: all ayes. The motion carried. The meeting was adjourned at 4:24 pm.

Sari Feldman, President, Board of Trustees

Attest:

Matthew Charboneau, Secretary, Board of Trustees