



Minutes of the Regular Meeting of the Board of Trustees
Monday, June 8, 2015

A meeting of the Cuyahoga Arts & Culture (CAC) Board of Trustees was called to order at 4:37 pm at Lake Erie Nature & Science Center (LENSC) located at 28728 Wolf Road, Bay Village, OH 44140.

The roll call showed that Trustees Matt Charboneau, Sari Feldman, Joseph Gibbons, and Eliza Wing 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; Jesse Hernandez; Stacey Hoffman; Jennifer Schlosser; and Jake Sinatra.

1. APPROVAL OF MINUTES

Motion by Trustee Wing, seconded by Trustee Feldman, to approve the minutes from the April 13, 2015 board meeting. Discussion: None. Vote: all ayes. The motion carried.

2. FINANCE REPORT

Ms. Harris gave a report on CAC's finances through May 2015. She reported that tax receipts through May were \$7,237,769. This figure is \$93,453 or 1.3% over forecast for the first five months of the fiscal year and 6.29% below revenue for the same period in 2014. Interest revenue through May was \$39,022. This figure is ahead of forecast for the period by \$5,689. Cash expenditures through May were \$7.06 million. This figure is below the budgeted amount of \$7.42 million primarily due to the timing of payments of grants.

Ms. Harris stated that CAC's post audit meeting was held with the Ohio Auditor of State on April 15 at 8 a.m. in CAC's office. Tim Longville from the Audit and Finance Advisory Committee attended the meeting in addition to staff. She stated that CAC's FY14 audit is [available](#) on the Ohio Auditor of State website. Ms. Harris informed the Board that CAC had a clean audit for the eighth straight year with no material or immaterial weaknesses or instances of non-compliance noted. In recognition of this accomplishment CAC once again received the [Auditor of State Award](#).

(Steve Minter and Karen Gahl-Mills arrived at 4:45.)

3. EXECUTIVE DIRECTOR'S REPORT

Ms. Gahl-Mills welcomed guests and thanked the LENS staff for hosting the meeting. She stated that this meeting would be followed by a work session, where the Board would have the opportunity to learn about the organization's legal issues, the Campaign, and the organization's planning process. Ms. Gahl-Mills thanked Ms. Nancy Osgood of The Osgood Group for being in attendance to observe and inform

the assessment work needed for post-levy organizational planning. Ms. Gahl-Mills reminded the Board about CAC's presence at County and City Council Meetings as outlined in the Staff Report, and mentioned that she was happy to answer any questions about these presentations.

There were no questions by the Board.

4. CONNECT WITH CULTURE

Ms. Gahl-Mills introduced Ms. Catherine Timko, Executive Director of the LENS. Ms. Timko stated that she was honored to present to the Board an overview of the organization's latest news, which included renovations in three areas of distinction: wildlife rehabilitation, the Planetarium, and the Cleveland Metroparks. She noted that the LENS is able to provide free admission to the public, in part due to CAC's funding. Ms. Timko detailed the history and programs of LENS in response to questions from the board.

5. PUBLIC COMMENT ON MEETING AGENDA ITEMS

There were no public comments.

6. DISCUSSION – Reaffirming our commitment to operating support: 2017

Ms. Paulsen set the groundwork for the discussion by stating CAC is in the early stage of exploring the possibility of extending the current General Operating Support (GOS) grant cycle for one year – to cover the period of 2017. Staff is proposing this extension so that findings from the organizational planning process which will take place in early 2016 may be incorporated into future guidelines and applications for the program. Ms. Paulsen stressed that regardless of the outcome of this proposed one-year change, CAC is committed to GOS. (See GOS Memo)

Discussion ensued and the Board asked the staff to consider which organizations might be affected by this change because they would not be able to apply for GOS in 2017 and how this change would be handled with specific organizations should it be approved by the Board in September.

7. BOARD ACTION

Key Bank Signatory

Ms. Harris requested a motion to add Trustee Gibbons as a Signatory of CAC and remove Trustee Feldman from said role.

Motion by Trustee Feldman, seconded by Trustee Charboneau, to add Trustee Gibbons as a Signatory of CAC and remove Trustee Feldman from said role. Discussion: None. Vote: All ayes. The motion carried.

Public Records Training

Ms. Harris stated that the Board is required to designate a Public Records Manager for CAC annually. She asked that the Board reapprove her to this role for the next year.

Motion by Trustee Minter, seconded by Trustee Feldman, to appoint Ms. Harris the Public Records Manager for CAC for the next year. Discussion: None. Vote: All ayes. The motion carried

Approval of Contract with The Osgood Group

Ms. Harris stated that CAC would like to enter into a contract with The Osgood Group for the organizational planning process for one year in an amount not to exceed \$25,000. Ms. Gahl-Mills explained what The Osgood Group would be doing to help with assessment work to inform the organizational planning process.

Trustee Gibbons asked about The Osgood Group's potential deliverables. Ms. Gahl-Mills explained that they will provide a whole set of deliverables with different costs associated with each. Trustee Minter asked that CAC inform the Board about the details once the contract is set.

Motion by Trustee Minter, seconded by Trustee Wing, to approve a one-year contract with The Osgood Group in an amount not to exceed \$25,000. Discussion: Trustees Gibbons and Minter asked about the specific deliverables from The Osgood Group. Ms. Gahl-Mills said that the deliverables are detailed in the contract and that she would forward them to the Board. Vote: All ayes. The motion carried.

8. PUBLIC COMMENT

There were no public comments.

Next meeting: The next regular meeting will be held at 4:00 pm on September 21, 2015 at the Near West Theatre.

9. WORK SESSION: Board Retreat

Ms. Gahl-Mills facilitated the Board retreat (see Retreat Agenda).

10. ADJOURNMENT

Motion by Trustee Feldman, seconded by Trustee Minter, to adjourn the meeting. Discussion: None. Vote: all ayes. The motion carried. The meeting was adjourned at 8:05 pm.

Joseph Gibbons, President, Board of Trustees

Attest:

Matthew Charboneau, Secretary, Board of Trustees