



**Minutes of the Annual Meeting of the Board of Trustees**  
Wednesday, April 16, 2025

A meeting of the Cuyahoga Arts & Culture (CAC) Board of Trustees was called to order at 4:09 pm at the Cleveland Public Library: Martin Luther King Jr. Branch, 10601 Euclid Avenue, Cleveland, OH 44106

The roll call showed that Trustees Blakemore, DiCosimo, Isenhardt, Scott Taylor and Vernaci were present. It was determined that there was a quorum.

Also in attendance were: Jill Paulsen, Executive Director and CAC staff.

**1. SWEARING IN OF TRUSTEES**

Trustee Gina Vernaci was reappointed by Cuyahoga County Council to serve on CAC's Board of Trustees for a three-year term. Trustee Isenhardt administered the oath of office for Trustee Gina Vernaci. Trustee Vernaci swore to honestly, faithfully, and impartially perform her duties while serving as a trustee of Cuyahoga Arts & Culture. Trustee Vernaci three-year term ends March 31, 2028.

**2. APPROVAL OF MINUTES**

**Action:** To approve the minutes of the February 25, 2025 Board of Trustees meeting.

Motion by – Trustee Scott Taylor

Second by – Trustee Blakemore

Vote: to approve the minutes of the February 25, 2025 Board of Trustees meeting.

Ayes: Blakemore, DiCosimo, Isenhardt, Scott Taylor, Vernaci.

The motion carried.

**3. ELECTION OF OFFICERS**

Trustee Scott Taylor presented the slate of officers for 2025 with Trustee Karolyn Isenhardt as President, Trustee Daniel Blakemore as Vice President, and Trustee Leonard DiCosimo, as Secretary.

**Action:** To approve the slate of officers: Trustee Isenhardt as President, Trustee Blakemore as Vice President, and Trustee DiCosimo as Secretary.

Motion by – Trustee Scott Taylor

Second by – Trustee Isenhardt

Vote: to approve slate of officers: Trustee Isenhart as President, Trustee Blakemore as Vice President, and Trustee DiCosimo as Secretary.

Ayes: Blakemore, DiCosimo, Isenhart, Scott Taylor, Vernaci.

The motion carried.

#### **4. PUBLIC COMMENT ON MEETING AGENDA ITEMS**

There was no public comment on today's agenda.

#### **5. EXECUTIVE DIRECTOR'S REPORT**

Ms. Paulsen thanked everyone for joining her and the Board. Ms. Paulsen's remarks can be found in the board materials on page 5.

#### **6. FINANCE AND GENERAL BUSINESS**

##### **Finance Report**

Ms. Meg Harris, CAC's director of administration, stated that tax revenue through March was \$3,217,779. This is \$8,711 (.27%) above budget and \$1,310,339 (68.7%) above the same period in 2024. She added that on a per unit rate of comparison, the sale of cigarettes at the whole sale level is 5.4% less than the first quarter of 2024. She stated interest revenue was \$155,961 and that non-grant expenses through March were \$258,112. Ms. Harris also provided an update on the status of the 2024 audit.

##### **Grant from The Cleveland Foundation**

**Action:** To accept a grant from The Cleveland Foundation in the amount of \$9,000 and the hiring of a summer intern funded by this grant per the personnel report provided to the Board.

Motion by – Trustee Scott Taylor

Second by – Trustee Blakemore

Vote: to accept a grant from The Cleveland Foundation in the amount of \$9,000 and the hiring of a summer intern funded by this grant per the personnel report provided to the Board.

Ayes: Blakemore, DiCosimo, Isenhart, Scott Taylor, Vernaci.

The motion carried.

##### **Appointment of members of the Audit and Finance Advisory Committee**

Ms. Paulsen said the purpose of this advisory committee is to ensure CAC has proper financial controls and policies in place and that its investment of inactive monies complies with its Investment Policy. She requested the Board reappoint the current members of the Audit and Finance Advisory Committee to continued one-year terms: Luis Cartagena and Ken Surratt. She also asked that the Board appoint new

committee member Meghann Marnecheck. Ms. Harris added that Gina Vernaci would serve on behalf of the Board.

**Action:** To appoint members to the audit and finance advisory committee for the period of April 1, 2025 – March 31, 2026: Luis Cartagena, Meghann Marnecheck, Ken Surratt, and Gina Vernaci.

Motion by – Trustee DiCosimo

Second by – Trustee Scott Taylor

Vote: to appoint members to the audit and finance advisory committee for the period of April 1, 2025 – March 31, 2026: Luis Cartagena, Meghann Marnecheck, Ken Surratt, and Gina Vernaci.

Ayes: Blakemore, DiCosimo, Isenhardt, Scott Taylor, Vernaci.

The motion carried.

### **Public Records Manager Designee**

Ms. Paulsen asked the Board to appoint Meg Harris and Laura Matteo to be Public Records Manager Designees. Ms. Harris has completed the annual training to be CAC's Public Records Manager Designee and Ms. Matteo will complete it in the coming months.

**Action:** to approve Meg Harris and Laura Matteo as the agency's Public Records Manager Designees.

Motion by – Trustee Vernaci

Second by – Trustee DiCosimo

Vote: to approve Meg Harris and Laura Matteo as the agency's Public Records Manager Designees.

Ayes: Blakemore, DiCosimo, Isenhardt, Scott Taylor, Vernaci.

The motion carried.

### **Approval of Updates to CAC's Bylaws**

Ms. Harris stated that the Board had received a memo outlining the modest updates to CAC's Bylaws. She stated that the Bylaws had not been updated since 2010 and the updates corrected or clarified some minor items and reflect the change to the new millage rate resulting from the recent levy.

**Action:** To approve the CAC's Bylaws as revised, effective April 17, 2025

Motion by – Trustee Scott Taylor

Second by – Trustee Vernaci

Discussion: Board discussion ensued with various questions related to Bylaws and CAC governance, but not specifically to the recommended updates.

Vote: to approve the CAC's Bylaws as revised, effective April 17, 2025.

Ayes: Blakemore, DiCosimo, Isenhart, Scott Taylor, Vernaci.

The motion carried.

**Consider Timing and Agenda for a Board Retreat (special meeting)**

**Action:** by Trustee Scott Taylor to have the Executive Director work with Trustee DiCosimo and President Isenhart to draft an agenda for a special meeting which may serve as a board retreat to allow members to review specific topics of interest.

Motion by – Trustee Scott Taylor

Second by – Trustee DiCosimo

Vote: to request that the Executive Director to work with Board President Isenhart and Trustee DiCosimo to draft an agenda for a special meeting which may serve as a board retreat to allow members to review specific topics of interest.

Ayes: Blakemore, DiCosimo, Isenhart, Scott Taylor, Vernaci.

The motion carried.

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

**Action:** To designate Trustees Isenhart and DiCosimo 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 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 Trustees of the Board.

Motion by – Trustee Scott Taylor

Second by – Trustee DiCosimo

Vote: to designate Trustees Isenhart and DiCosimo 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 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 Trustees of the Board.

Ayes: Blakemore, DiCosimo, Isenhart, Scott Taylor, Vernaci.

The motion carried.

### **Approval of Updated Board Meeting Calendar for CAC**

Trustee Isenhardt stated that due to scheduling conflicts there is a need to change the September board meeting from September 10 to September 25, 2025. An updated calendar was provided in the Board materials on page 74 for review and adoption.

**Action:** To approve the CAC's updated Board Meeting Calendar

Motion by – Trustee Blakemore

Second by – Trustee Vernaci

Vote: to approve the CAC's updated Board Meeting Calendar

Ayes: Blakemore, DiCosimo, Isenhardt, Scott Taylor, Vernaci.

The motion carried.

### **7. BOARD ACTION – GRANTMAKING**

#### **Approval of 2026-27 General Operating Support and 2026 Project Support Grant Guidelines**

Mr. Jake Sinatra, CAC's director of grantmaking strategy and communications, provided the Board with an overview of the 2026-27 General Operating Support and 2026 Project Support Grant Guidelines, details of which were included in the Board materials.

- The 2026 guidelines are rooted in Board-approved grantmaking objectives (approved in Feb 2025).
- Guidelines were developed with substantial input from grantees (Grantee Connect Series), as well as feedback from national funder peers, and the public.
- Goals are to provide consistent, more predictable funding; to prioritize General Operating Support for arts and culture nonprofits of all sizes; and to further streamline and simplify grants processes.
- Programs will launch in May with a July 31, 2025, application deadline.
- The guidelines do not constitute the 2026 grantmaking budget; the grant program allocations will be discussed by the Board later this year alongside updated long-term revenue forecasts.

**Action:** To approve the 2026-27 General Operating Support and 2026 Project Support Grant Guidelines.

Motion by – Trustee Blakemore

Second by – Trustee Scott Taylor

Discussion: The Board discussed the proposed guidelines and had several questions for staff:

Changes to the General Operating Support program are positive as they allow for the inclusion of more organizations with a core mission of arts and culture. This is important to the ecosystem.

Technical assistance will be provided and the changes to the application process itself will streamline the process and give applicants more time to submit their materials. CAC will offer three types of workshops:

1) helping applicants determine which grant program is best fit; 2) succeeding in the General Operating

Support application; and 3) succeeding in the Project Support application. Additionally, CAC will provide one-on-one tech assistance.

The importance of SMU DataArts is that it provides vital data on the CAC funding and the sector. CAC shares these data with community leaders to demonstrate the positive impact CAC funding and the arts sector has on the community.

Vote: to approve the 2026-27 General Operating Support and 2026 Project Support Grant Guidelines.

Ayes: Blakemore, DiCosimo, Isenhardt, Scott Taylor, Vernaci.

The motion carried.

## **8. CONNECT WITH CULTURE**

Mr. Sinatra provided an overview of the extensive programming which takes place in libraries located in Cuyahoga County with the help of CAC funding.

## **9. PUBLIC COMMENT ON CAC BUSINESS**

There was no public comment.

## **ADJOURNMENT**

Motion by Trustee Scott Taylor, seconded by Trustee Blakemore, to adjourn the meeting.

Vote: all Ayes. The motion carried. The meeting was adjourned at 5:18 pm.

Attest:

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Leonard DiCosimo, Secretary, Board of Trustees