

Art Alliance Of Idyllwild Board Meeting

Date: January 9, 2016

Purpose of Meeting: Special Meeting to Vote on Bylaws and other time sensitive items

Location: Idyllwild Library

Members present:

| Board Member | Present? | Board Member | Present? |
|-----------------|----------|----------------|----------|
| Shanna Robb | Yes | Beth Severance | Yes |
| Byron Ely | Yes | Darcy Gerdes | No |
| Erin O'Neill | No | Gerry High | Yes |
| Veda Roubideaux | Yes | Peter Szabadi | Yes |
| Del Marcussen | Yes | | |

Notes transcribed by: Veda Roubideaux

Quorum Met? Yes 7

Other Present: None

Meeting called to order at 1:05 by Shanna, President of the AAI.

Approval of minutes: December 2015 meeting was cancelled due to weather and holiday challenges. Minutes from November 2015 meeting approved via e-mail.
9 approved 0 opposed 0 abstained - Minutes Posted on AAI Website

Bylaws

Revisions to the bylaws presented to the board by the bylaws committee were sent out to the entire board via email. Two items were put on the table for vote.

Bylaws Vote #1 - Article VIII: Directors (Qualifications):

The point to be voted upon was whether or not officers, since they can sign checks, should be allowed to be related, married, domestic partners, or business partners. This was not address in the proposed bylaws. The two choices to be voted upon were:

- Option 1: It doesn't matter. Leave bylaws as they were proposed.
- Option 2: Change bylaws to include a statement such as, "Spouses, domestic partners, business partners, or family members shall not serve as Officers during the same term."

Motion: by Byron second by Peter to accept Option 2.

Vote: 7 Approved 0 Opposed 0 Abstain – Motion Passed

Bylaws Vote #2 - Article VIII: Directors (Transition to Staggered Terms):

The point to be voted upon was in regards to the length of terms for the transition of terms. This point directly addressed the nine current board members and their length of terms. The proposed bylaws had five serving until December 31st of 2018 (3 years and 7 months) with the remaining four members serving until December 31st of 2017 (2 years and 7 months). The two choices to be voted upon were:

- Option 1: The proposed length of terms for the current board is fine. Leave bylaws as they were proposed.
- Option 2: Change the transition dates to December 31st of 2017 (2 years and 7 months) for five of the current board members and December 31st of 2016 (1 year and 7 months) for the remaining 4. In this manner, the future terms of AAI Board Members will be staggered beginning January 1, 2017. All other wording would remain as stated in the proposed bylaws for the transition.

Motion: by Peter second by Beth to accept Option 2.

Vote: 7 Approved 0 Opposed 0 Abstain - **Motion Passed**

Motion: by Peter second by Byron to accept amended bylaws with two changes.

Vote: 7 Approved 0 Opposed 0 Abstain - **Motion Passed**

Action: Shanna will inform Bylaws Committee of the changes, make changes, send final bylaws to board members, and post once minutes are approved.

Action: Del will ask Enrolled Agent if we need to send revised bylaws into the Attorney General now or wait until 2016 taxes are filled. Also, because of upcoming move, will ask Enrolled Agent to file extension for 2015 taxes.

New Logo

Four logos designs presented by Janet Mc Alpine were reviewed and discussed. Two of the four logos were preferred with some minor changes.

Action: Shanna will ask Janet to make proposed changes to two designs and resubmit to the board via email. Final vote will happen during January 23rd Board Meeting.

New Membership Levels

Erin had emailed out recommended membership level changes. Several board members wanted to know the actual changes made per membership level before voting.

Action: Shanna will communicate with Erin, Membership VP, and coordinate to send out a comparison chart between the old and new levels for board to review prior to next meeting. Board members are to review and be ready to vote at January 23rd Board Meeting.

New Art Walls

Veda presented the proposal for new art panels with pictures of panels and equipment needed and pricing sheet.

Motion: By Shanna second by Beth to purchase panels within \$5000 plus tax budget.

Vote: 7 Approved 0 Opposed 0 Abstain – Motion Passed

Action: Veda to proceed with purchasing portable gallery walls within approved budget. Once received, wood walls in storage to be offered to other non-profits for their use or disposed.

January Event Update

- January Member Mingle – 16 people already registered. Will use wristbands.
- Appreciation Event Final Update – Beth overseeing. Said we will need ABC license.
 - **Action:** Shanna to send out request for RSVP to invitees
 - **Action:** Beth and Gerry to coordinate getting ABC liquor license.
- Community Potluck – Veda will lead the potluck logistics
 - **Action:** Veda will contact Town Hall about getting contract for Feb 6th
- Under \$100 Art Fair – Del has been in touch with Town Hall. Four spots still available. Press Release sent and Shanna working on advertising off hill that was in original budget. Veda working with Del on signs for event.

Operations Manual

To accompany the Bylaws, the AAI should have an Operations Manual, so Shanna has created a working document for review. Forming a committee was discussed. To help expedite the process, Del and Veda will look over the material and then the document will be handed over to Peter for review. Once reviewed and recommended changes made, the document will be sent to the remaining board members for final review and vote. Goal is to have final vote by February Board Meeting.

Action: Veda and Del to review Operations Manual and send proposed changes to Shanna.

Art Show Categories Committee

It was recommended that we form a mini-committee of 4-5 members, led by a non-board member, to review and recommend new art show categories and discuss Artist of the Year. Similar to the bylaws committee, having a separate committee will allow focus on one item and bring others into the decision process. Final vote will be made by board. Shanna has spoken to an artist member that has shown interest about leading the committee.

Action: Shanna will contact artist to start process for forming committee. Goal is to have new categories in place by Eye of the Artist.

Eye of the Artist

Event is being co-chaired by Erin and Peter. Still need a theme. ABC License and Raffle License required.

Action: Del and or Shanna will get the Raffle License sent in with appropriate payment.

Membership Meeting

Event is open to AAI members only. Membership will be checked at the door.

Meeting Adjourned at 2:20 by Shanna.