

Call to Order

Attendance

Carol Bold, Vicki Bell, Nancy Guardabascio, Gene Gerstner, Niles Ritter, Nancy Goodell, Gigi Krause, Luci Brantley, and Scott Williams

Morning Session

1. **Introductions** – Scott Williams, Film Co-Chair; Eva Pelton was excused.
2. **Organizational Structure and Governing Documents** – Nancy Guardabascio

Nancy provided a binder to each board member that she hopes will serve as a reference binder. The binders can then be passed on to the next person filling the position. Nancy briefly explained the purpose of each section.

The first document reviewed was the *Organizational Chart* that outlines the structure of Z-Arts. She explained that this form might be helpful for those who serve in more than one role. She noted that the items in black on the left hand side of the form are duties that are explicit in the bylaws. The items in red are implied.

The question was raised whether the Executive Committee or the full Board has the authority to approve events. Presently the event originates with the program chair and is presented to the Executive Committee for approval. The Executive committee approves only those events that were approved by the Board in the annual budget. There is no history of having to present every event to the full board for approval.

Nancy explained that she would like the Board to consider adopting the form as either a policy statement or an operating policy for the current year with the intent that it would be reviewed again next year.

Luci noted that Z-Arts does have a charitable permit for fund raising and it is renewed annually.

The next document *Board of Director Responsibilities* basically specifies that the Board of Directors has the authority to approve budgets, goals and strategic plans. Nancy also asked that Board members read the *Strategic Plan* and become familiar with it. After discussion it was agreed to table this item and create a committee to review and make revisions to these governing documents as well as the strategic plan that will then be submitted to the full board for approval. The committee will consist of Nancy Goodell, Nancy Guardabascio, Gene Gerstner, Gigi Krause and Vicki Bell.

Z-Arts has never engaged an outside audit. Nancy Guardabascio performed an informal audit and found a couple of new procedures she had Luci implement. We need to find an outside CPA to perform an audit. Luci will conduct research with the Utah Non-profit Organization to determine what type of audit is required or recommended for non-profits.

The *Individual Board Member Commitment* form basically suggests that we, as Board members, must embrace the Z-Arts mission. The portion of our mission, “to cultivate a climate of creativity and learning” can be interpreted to be much broader. The rest of the document is self evident. Nancy asked Board members to review the document and consider possible amendments for the future.

The *Publicity Model* was developed by Nancy Goodell to help show how to market or promote events. It is important to remember that our audience includes the organizations that give us money. The program chairs gather the information that will be used in the promotion of their events. There is both a new and a traditional plan that is dependent on the timing of the event. It was suggested by Niles that we could do better with the follow up of past events on the website. This can include actual photos of the events documenting and archiving Z-Arts events. Providing this content may help to draw people to the website.

Nancy Guardabascio reviewed a list of miscellaneous procedures. After discussion it was suggested that we add:

No alcohol is allowed in the CCC without a licensed bartender to serve.

Reference the new logo for Utah Humanities.

Event flyers must be proofed by a member of the Executive Committee prior to printing.

3. **Article XI D of Bylaws** **Action to Delete**

Nancy referred everyone to Pg 7 of the Bylaws - Article 6 D. Nancy suggested that this whole section be deleted as this has never been the practice followed by Z-Arts. Nancy Goodell stated that she supported this action.

Nancy Guardabascio **MOVED** that Section 11 be deleted from the Bylaws. Gene Gerstner **SECONDED** the motion. The motion passed unanimously.

4. **Policy Statement Clarifying Authority** **Action to Approve**

The document "Policy Statement Clarifying Authority" and the document entitled "Board of Directors Responsibilities" were tabled with the intention to review and revise the documents.

5. **Fiscal Year; Budget Calendar and Process; Financial Procedures**

The fiscal year for Z-Arts is July to June. Budget planning begins in February. Chairs submit their draft budget or general outline of their program by March 1. From there, Luci creates the full budget for the organization. For the benefit of the new Board members Luci reviewed a budget for December 31, 2014. Luci pointed out that the cash balance is high right now, it was determined that the cash balance should be no more than \$19,000 – \$22,000.

Luci provided the chairs the tools they will need to prepare their budgets including a five-year expense summary. Trends are taken into consideration in developing the budget. Chairs are encouraged to see if there are grants available that would help fund their events.

Gigi shared information on how the Rap tax will be distributed.

A *Letter of Agreement* showing the honorarium fee and other expenses such as per diem and travel must be completed and submitted to the office to aid Luci in knowing what

needs to be paid. When requesting a check, Luci would like at least 10 days advance notice. If a cash box is needed, it will have all the necessary funds and forms to reconcile the funds from the event. The cash reconciliation must be completed and signed by a Z-Arts officer plus another volunteer. The cash may be deposited in the Z-Art office in the designated location or may go home with a Z-Arts board member.

6. Newsletter

The newsletter procedure was written in a document that was included in the binder.

7. Z-Arts as a Whole

Set Z-Arts Goals for 2015; Identify Obstacles; Identify Specific Actions to Accomplish Goals

The following ideas were discussed as possible goals.

- Promote Z-Arts more widely.
- Stickers for car windows.
- Create business cards that each member can use by putting their personal information on the back.
- Offer donations to other non-profits – reaching out to similar groups.
- Social networking needs to work. Over sharing can become too much. Continuity and lasting impact.
- Scholarships or Artist in Residence. Provide \$500 to help frame a show; sponsor an artist with the agreement they donate a piece to be included in the silent auction. If chairs want to provide workshop scholarships, they must include the cost in their budget requests.
- Use artwork as a prize for a membership drive.
- Develop a formal debriefing form for the chairs to complete. Add something to Mail Chimp asking for input on past performances. Use the survey to get feedback on events.
- Have each board member come up with ideas to donate something to the silent auction. Niles shared his idea of donating a small library with bookends. Encourage commissioned work – create challenges. Nancy encouraged Niles to refine his idea and include it in his budget. (Nevada Barr – challenge her to use ZNP for short story.)
- Be more inclusive in our community. Search for more partners. Include park employees in our events. Would like to get the Park employees engaged. Reach out to new park superintendent. Offer free membership to people under the age of _____. We would be able to get their email address.

8. Vote in New Board Members

Nancy Goodell **MOVED** to nominate Eva Pelton as Film Chair and Scott Williams as Film Co-Chair. Nancy Guardabascio **SECONDED** the motion. Motion passed unanimously.

9. Financial Report

Luci reported on the December 2014 report. Luci does provide notes on budget entries for clarification when necessary. Nancy asked if Kayla Koeber's matching donation from her company had come in yet. Luci will research to see if we have anything on it yet. Luci

pointed out that the red numbers on the report designate a reimbursement from ZCFI for Ramona.

10. Financial Reserves

After discussion it was agreed that \$20,000 in the reserves would be reasonable.

11. Approval of November 10, 2014 Minutes

The following corrections were noted –

- The second to last bullet under Humanities correct the sentence to read “It was approved to pay the photographer half of her fee now and the remainder after the finished product is in hand.”
- The fifth bullet under Humanities correct the spelling to Tourits to Touritz.com.
- The third bullet under Performing Arts add “Approval was given to arrange for platters from Sol Foods.”
- The third bullet under Other required a motion for the printing of business cards. Nancy Goodell **MOVED** to approve the printing of business cards as noted in the November 10, 2014 minutes. Niles Ritter **SECONDED** the motion. Motion passed unanimously.
- Gigi **MOVED** to accept the November 10, 2014 minutes with the corrections noted. Nancy Goodell **SECONDED** the motion. The motion passed unanimously.

Potluck Lunch

Afternoon Session

12. Chair Reports

- Review of 2014 Achievements**
- Currently Planned Events**
- Wishes, Hopes, Dreams, Goals**
- What can we do to Make These Happen?**

Humanities – Gigi is planning on applying for Utah Humanities Quick Grant in the amount of \$1500 which will need to be matched. The Humanities project will be based on “Map my World”. Maps will be placed in three locations to be determined. Ideas include Deep Creek and the Park’s Visitors Center. Expenditures will include the purchase of printers (\$200 per printer), paper etc. Maps will be placed on foam board allowing people to pin their picture of them pointing to where they are from on the map. It will be necessary for people to download an app to get the picture printed. A sign-in book can be provided for those that don’t have phones. Gigi may need a volunteer or two to help do periodic checks to clear the maps when they become full of pictures.

As a finale for this year’s project Gigi has planned an exhibit of the photographs that were taken during the tours. The exhibit is scheduled for the first week of March with a reception planned for Tuesday. At the close of the exhibit, the photographs will be given to the Towns. She is planning on inviting all the guides and the photographer. The exhibit

will be held in the performance room and she will have a sandwich board made to direct visitors to the show. Based on her calculations she has \$698.00 remaining in her budget.

Film – The idea is to create a quarterly event that will create a buzz. Films presented this past year all contained a lecture component where in the past the films were always a documentary. Nancy stressed “Quality not quantity”.

Visual Arts – The gallery schedule has been completed for 2015-16 which will take us through March 16. There will be two weeks following Gloria that will be used to have a local photo exhibit. Carol received the exact number of submissions needed to fill the schedule and felt it was not necessary to put together a review committee. Arrangements have been made for the XL 7 traveling show which displays photos from seven photographers from the Salt Lake area.

Carol would like potential artists to understand what the gallery space looks like. She suggested that a new picture or image could be placed on the CCC website to give artists a better conception of the gallery. She also wondered if we could make the application process easier for artists perhaps by providing an on-line application. Nancy Goodell will take the lead on finding an on-line application.

Literary – Niles and Gene are working on the concept of starting a writers group. The group will be open to the public; there may be a semester fee charged to assure participants commitment. They are looking to contract with Renee Hazen to conduct a poetry workshop over the course of two or three meetings. Instead of the annual writing contest, they are looking at holding an open mic night to provide an opportunity for writers to share their works. UHC will financially underwrite the expense of bringing the poet laureate to Springdale for an event. They would like to invite Martin Tyner to do a lecture on the creative process of writing a book.

Performing Arts – There is a pianist booked for January 2016 and are in need of another booking. Discussed the idea of continuing the Greek Theatre if Joe and Mark would be will to help. The drawbacks are there is no choice of play, no choice of time, and no choice of day. Perhaps consider an evening performance at OC Tanner.

Adjournment – 3:30 pm

Note: All references to “Nancy” is Nancy Guardabascio unless clarified as Nancy Goodell.

Next Executive Committee Meeting: Wednesday, February 4, 2015 at 10 am at Town of Rockville Office, 43 E. Main, Rockville

Next Board Meeting: Monday, March 9, 2015 at 7:00 p.m. at Town of Springdale Boardroom.

Vicki S. Bell

Date of Approval March 9, 2015

Administrative Assistant