

Minutes from the June 14th, 2011 meeting of the Acrosstown Board of Directors
Recorded by Samara Golabuk and Bobby Jones

In attendance: Cindy Lasley, Bobby Jones, Carlos Fargas, Angie Terrell

Guests: Aran Graham, Ted Lewis, Jerry Rose, Sally Kimberly, Samara Golabuk

- 6:18 Call to order and introductions.
- 6:20 Suggestion to open with review of bylaws
- 6:23 Bobby motions to approve previous minutes, Carlos seconds. Unanimous.
- 6:24 Previous Business:
Bobby reports on progress of electrical projects. Accomplished: 3-way to house lights, exit signs to code. Next phase: hardwire emergency lights, fix chandeliers. ART is now up to Fire Codes.
- 6:27 Discussion of Season Brochure by Norma Berger: Cindy displays a mockup printout of the design. Cindy thanks Esther and Bobby for keeping on top of communication with the show selection committee process/progress.
- 6:28 New Business:
Election of new Board Members according to agenda. Bobby recommends going over bylaws first so incoming Members have full disclosure.
- 6:30 Financial Report:
Explanation of numbers and the breakdown of the chart. Partial payment to Akira line-item is noted, and Cindy and Bobby explain that this method is standard, and while not ideal, is an improvement over previous years.
Discussion of bank fees and the deposit correction fee is noted. Angie arrives. Carlos suggest tracking arrears in rent with the understanding that ART will eventually make good on this debt. Cindy notes that this is being done. Bobby notes that the good will of Akira is a long-standing precedent, and current money management, while not ideal, has improved this year (eg, June rent is being paid in June).
- 6:37 Discussion of current indebtedness, clarification that "C.Lasley" on the financial report indicates money fronted by Cindy on her credit cards. Cindy notes that the April Rent line-item is a holdover from a previous document, and should be stricken from this month's financial report. It is noted that the CPA reduced her remaining bill to \$95, essentially donating \$150 or so worth of her services. Angie notes with concern that Cindy's donations happened before bylaws were approved, general conversation that her eventual reimbursement is understood and accepted.
- 6:40 Discussion to change banks to Sun State Credit Union. Will need to switch signatories on that account at that time to remove Casey Stern and add the new, relevant Board Member.
Bobby reports on his research, calling 3 banks and 2 credit unions to find the best option for ART. Of those, Sun State is the only one that offers business accounts with no fees (if the \$25 minimum in savings is maintained). PayPal and credit card payment problems discussed, additional problems relating to the PayPal account being tied to a now-unknown person. Closing bank account would solve many problems.
- 6:44 Jerry suggests making a point of thanking institutions like banks in the form of program acknowledgements. Idea is well-received. Bobby asks for feedback and/or assent to switch to Sun State CU, idea is well-received by all. Bobby motions, Carlos seconds. Unanimous approval.

- 6:47 Decision is made to wait on choosing signatories to the new bank account until relevant Board members are elected.
- 6:48 Cindy sidenote. Haha, funny story about light bulbs :)
- 6:49 Discussion of Show Report. Raffle is new financial line item. Discussion of Ted's show, and financial arrangement of rental and splitting the door. Discussion of the average Cost/Production, as calculated by Cindy. Ticket sales are not even breaking even, discussion of the need to diversify fundraising. Carlos suggests creative solutions, offers to support with food/cooking fundraiser. Bobby asks if he will Chair that committee. Carlos agrees. Sally suggests repeating the letter fundraiser. Discussion of low returns and low exposure on last year's letter fundraiser drive.
- 6:57 Bobby skips ahead in agenda to Sponsorship Letter outlining ad costs. Sally suggests changing the address on the letterhead to the PO Box. Ted arrives.
- 6:59 Jerry asks if we are developing a set season program with all sponsor listed like the Hipp. Answer is no, for now. Currently, season sponsors get listed in each show's program.
- 7:01 Bobby suggests moving to the bylaws
- 7:02 Angie offers regrets on behalf of Nykki Barnes, who could not attend due to injury
- 7:02 Bylaw Review:
Text in pink is from the lawyer - text in blue, Bobby and Cindy. Confirm that the bylaws must be reviewed and approved tonight.
- 7:05 Article 1 is read aloud
Article 2, Statement of Purpose is read aloud. Lawyer indicates it's inconsistent with the Articles of Incorporation, which are seriously out of date and will require review and revision at another meeting. Cindy reads last Articles of Incorporation which date from 1980.
- 7:10 Article 3 is read aloud. It addresses the need to clarify the Rights of Membership
- 7:12 Article 4 is read aloud, re: discrimination. Jerry suggests that typecasting could be construed as discrimination. This is discussed at length and clarified, with the conclusion that the artistic vision can be honored without discriminating against a person, who might still participate in other ways.
- 7:18 Article 5 is summarized by Angie. Cindy points out 2-year terms and 3-term limits on Executive Board Members to prevent burnout and overwork.
- 7:20 Discussion of resignation or removal by Executive Committee. Discussion and clarification ensues.
- 7:23 Bobby notes the need for the Executive Committee to be able to act with speed in an emergency or otherwise time-sensitive situation.
- 7:26 Aran suggests a system of checks and balances.
- 7:28 Carlos suggests the emergency situations be outlined in the bylaws
- 7:29 Cindy suggests it's impossible to outline policy that is open to interpretation, but that a procedural document could address and include these concerns.
- 7:30 Angie notes that the wording of the bylaws is actually accurate and valid. There is general assent.
- 7:34 Annual meeting discussion, how to make it public and notify people. Social media discussed.
- 7:38 Carlos excuses himself.
Discussion to add Show Selection Committee to bylaws as Article X, section 2
- 8:11 Committee Chair position for Show Selection discussed, must be filled by a volunteer like any other Committee position. This role will be defined in July with an entire summer to recruit other Committee members. Committee meets and begins operating in September

- 8:13 Gala Event discussion as pertaining to bylaws
- 8:15 Dissolution Article simply references relevant FL statutes
- 8:16 Bobby moves to accept bylaws with all revisions discussed and the provision to clarify the Rights of Membership at a later date. Angie seconds. Unanimous.
- 8:17 New Board Member nomination. Clarification that the current term ends in July. Bobby nominates Jerry, Sally, and Samara to fill existing vacant positions. Angie nominates Nykki Barnes in absentia. Bobby requests to wait until she can be present. Angie calls Nykki, who accepts her nomination by speakerphone in the presence of all attending. Cindy seconds all nominations. Universal approval.
- 8:22 Jerry Rose introduces the Gala planning needs, distributes list of needs. Discussion about desired location ensues, resulting in approval of the Thomas Center because of prestige and size of venue (larger than ART), and community esteem of that facility. Discussion about the need to add Committee Members, which Jerry will Chair as long as he has help. Suggestion to make it a huge civic event, with community leaders and others in attendance. Confirms it is a fundraiser. Discussion about possible events. August 7th and 3pm is set as the time for the 2011 Gala.
- 8:45? Samara presents proposal to develop the ARTIS After School program, and volunteers to Chair that Committee. Possible curriculum is discussed, and the need for the program to pay for itself from the start via donations and volunteerism. Intention to begin the program with the start of the 2011-2012 school year at Loga Springs Academy, which has already donated the space.
- 9:00 Cindy nominates Samara to the Committee Chair position. Bobby seconds. Unanimous approval.
- 9:01 Discussion of Design Committee. Bobby suggests Samara.
- 9:02 Cindy nominates Samara to the Design Committee. Discussion about standardizing programs and posters. Bobby seconds. Unanimous approval
- 9:03 Forms Discussion. Sharing of sample forms: Rehearsal Reports, Audition Form, Cash Box Form, Cleanup Signup Sheet. Procedural discussion about show reports being crucial to track volunteer hours. Aran recommends a visual treatment of the scheduling section of the audition form (will email to Bobby).
- 9:09 Season Pass Presentation and voting. Versions chosen: Front #2 and Reverse #2 on the sample sheet.
- 9:15 Next Board meeting set for July 12th, 6pm