

ACTION MINUTES

THOUSAND OAKS ALLIANCE FOR THE ARTS SPECIAL MEETING

Friday, May 19, 2017

Thousand Oaks Civic Arts Plaza – Oak Room
2100 Thousand Oaks Blvd., Thousand Oaks, California

1. **CALL TO ORDER:** Meeting called to order at 8:09 in the Oak Room
2. **ROLL CALL:** Present - Robert Biery, John Bradley, Eloise Cohen, Judith Linton, David Mead, Leanne Neilson

Staff: John Adams, Colleen Debler, Barry McComb, Tracy Noonan, Niki Richardson, Gary Rogers, Jonathan Serret

3. **PUBLIC COMMENTS:** None

4. BOARD BUSINESS

A. BOARD STRUCTURE

- i. Signing of Board Member Statement of Agreement.

Executive Director distributed Board Member Statement of Agreement and Conflict of Interest Policy Director Statement forms for execution by Board members.

- ii. Establish initial Board member terms (determined by blind draw).

Judy Linton – 1 year

Leanne Neilson – 1 year

John Bradley – 2 years

David Mead – 2 years

Robert Biery – 3 years

Eloise Cohen – 3 years

- iii. Elect Board officers (Chair, Vice-Chair, Treasurer, and Secretary).

Motion: Cohen nominated Neilson for Chair, seconded by Mead; approved 6-0.

Motion: Neilson nominated Biery for Vice-Chair, seconded by Bradley; approved 6-0.

Motion: Biery nominated Bradley for Treasurer, seconded by Cohen; approved 6-0.

Motion: Biery nominated Mead for Secretary, seconded by Bradley; approved 6-0.

- iv. Approve schedule of monthly Board meetings.

Motion: Cohen made motion to approve scheduling regular monthly board meetings on the 2nd Thursday of the month at 8:00 a.m., seconded by Biery; approved 6-0.

B. COMMITTEES

- i. Review options for forming committees, ad hoc committees and advisory committees.

City Attorney discussed options for forming committees, ad hoc committees and advisory committees.

- ii. Ad Hoc Nominating Committee

MOTION: Biery made motion to form an Ad Hoc Nominating Committee to identify members of the community for consideration to fill the seventh seat on Board of Directors, seconded by Bradley; approved 6-0.

MOTION: Biery made motion to appoint Cohen and Linton to serve on the Ad Hoc Nominating Committee, seconded by Mead; approved 6-0.

- iii. Endowment Investment Committee

MOTION: Biery made motion to create an Ad Hoc Endowment Investment Committee to recommend investment options for endowed funds; Bradley amended the motion for the Committee to be comprised of three Board members; seconded as amended by Mead; approved 6-0.

MOTION: Biery made motion to appoint Biery, Bradley and Mead to serve on the Committee, seconded by Cohen; approved 6-0.

- iv. Advisory Committees

Executive Director advised of his intent to form an Advisory Council and an advisory committee to assist him regarding Kids and the Arts programs.

C. FINANCE

- i. Delegation of Authority

MOTION: Biery made a motion to approve the following as revised in supplemental report;

- a. Approve delegation of authority policy,
- b. Authorize Treasurer to execute any documents required to manage banking relationships,
- c. Approve signers for operating bank accounts,
- d. Approve signers for Angels of the Alliance bank accounts;

seconded by Cohen; approved 6-0.

ii. Operating Budgets

MOTION: Biery made motion to receive and file financial statements for March 2017, seconded by Bradley; approved 6-0.

iii. Insurance Coverage

MOTION: Bradley made a motion to approve the following;

- a. Authorize Deputy City Manager to obtain appropriate insurance coverage for Thousand Oaks Alliance for the Arts;
- b. Authorize Executive Director to execute any associated insurance agreements;
- c. Direct Deputy City Manager to explore City employee liability and supplemental excess medical insurance for volunteers;

seconded by Cohen; approved 6-0.

iv. Investment policy

MOTION: Bradley made a motion to approve the following;

- a. Adopt investment policy of the former Alliance for the Arts.
- b. Authorize Treasurer and Chair to direct management of the Alliance for the Arts investment account pursuant to the investment policy;
- c. Direct Treasurer to present updated investment policy to Board at a future Board meeting for adoption.

seconded by Biery; approved 6-0.

v. Friends of the Civic Arts Plaza

MOTION: Bradley made motion to accept transfer of funds from the Friends of the Civic Arts Plaza and authorize Treasurer to deposit the funds into a Board restricted account to support the future activities of the City's Friends Volunteer program, seconded by Mead; approved 6-0.

D. ADMINISTRATION

i. Alliance for the Arts office space lease with City

Executive Director advised that existing office space with City will continue on a month-to-month basis while the Executive Director determines future needs for space. Board members requested use of conference room space in order to meet with potential donors.

ii. Alliance for the Arts off-site storage unit

MOTION: Bradley made motion to authorize Executive Director to cancel lease for Alliance for the Arts off-site storage unit, seconded by Linton; approved 6-0.

iii. Preservation of Alliance for the Arts archives

Executive Director advised Board of need to identify and preserve Alliance for the Arts archives.

E. MARKETING AND COMMUNICATIONS

i. Thousand Oaks Alliance for the Arts logo

MOTION: Linton made motion to approve logo for Thousand Oaks Alliance for the Arts and direct staff to create a style guide to establish the standards for use of the logo, seconded by Bradley; approved 6-0.

ii. Conversion of Alliance for the Arts website and social media accounts

Staff discussed the process of converting Alliance for the Arts website and social media accounts for TOARTS purposes.

iii. Initial collateral materials

Staff discussed additional steps being taken for transition include the phone lines.

F. DEVELOPMENT

i. Preparation of preliminary Development budget

Staff discussed timeline for preparing a preliminary Development budget.

ii. Donor agreements and current obligations

Staff discussed various donor developments with the Board. The Board directed Noonan to research the legality of the Board meeting in closed session to discuss specific donors and to report back to the Board at a future meeting.

iii. Purchase show subscriptions for donor cultivation

Staff discussed its intent not to renew season subscriptions with Cabrillo Music Theatre, New West Symphony and Theatre League. Staff will purchase tickets for donor cultivation on a show-by-show basis.

iv. Video donor wall in Kavli Theatre lobby

MOTION: Bradley made motion to adopt the Kavli Theatre Video Donor Wall Policy, seconded by Linton; approved 6-0.

v. Naming rights opportunities

Executive Director advised the Board of potential new naming rights opportunities.

vi. Courtyard of the Oaks donor bricks

The Board directed staff to develop a plan to recognize the brick donors on a wall located in the Courtyard of the Oaks and to present a formal proposal and budget at a future meeting for Board approval.

vii. Special Events

Staff advised Board that it is evaluating various special events to support TOARTS. The Board asked that staff schedule a post event review at the next Board meeting following TOARTS specials events.

G. PROGRAMMING

i. CAP Presents programming

Executive Director discussed ticket sales and shared deal terms for FY 2016-17 and FY 2017-18.

ii. Kids and the Arts programs

This matter was continued to a future Board meeting.

iii. Community Performance Grants

MOTION: Bradley made motion to form an Ad Hoc Community Performance Grants Committee, seconded by Biery; approved 6-0.

MOTION: Mead made motion to appoint Bradley, Cohen and Mead to serve on the Ad Hoc Community Performance Grants Committee, seconded by Bradley; approved 6-0.

H. CONCESSIONS

Continued to a future Board meeting.

I. FUTURE PROJECTS

Continued to a future Board meeting.

5. OTHER BUSINESS

A. Schedule August Board Strategic Planning Retreat

Executive Director advised Board of need to schedule Strategic Planning Retreat in the next few months.

B. Schedule Brown Act training by City Attorney's Office

Board requested that City Attorney provide Brown Act training for Board members at the June 8, 2017 meeting.

6. EXECUTIVE DIRECTOR COMMENTS: None

7. BOARD MEMBER COMMENTS: None

8. AGENDA FOR NEXT MEETING: Brown Act training, insurance, review of concessions agreements, special events

9. ADJOURNMENT: Adjourned at 11:02 a.m. until 8:00 a.m. on June 8, 2017