**Board Members Present:**

Ann Carey, Chair

Dave Engdahl

Charlie Joseph

JaMario Stills

Mac Bracewell, Vice Chair

Kemal Gasper

Jackie Cornelius

Claudia Baker

Anne Boccuzzi

Diana Donovan

Bill Ferry

**Board Members Absent:**

Janet Walker Ford (e)

Kate Rowe

Pamela Smith (e)

**Staff Present:**

Tony Allegretti

Chelsey Cain

Patrick Fisher

Cedric Lewis

Ashley Sedghi-Koi

Amy Palmer

Mason Martin

**Call to Order**

The meeting was called to order at 12:12 p.m.

Ms. Carey introduced and welcomed Ms. Diana Donovan, Director, Office of the President of JU, to the board as the newest board member and mayoral appointee.

The meeting agenda was reviewed and the line item for the Governance Committee Minutes of May 10, 2018 was removed as the meeting was not held.

**Consent Agenda**

Ms. Carey opened the floor for edits or questions regarding consent agenda items.

**UPON MOTION** duly made, seconded and carried, the consent agenda was approved. The consent agenda included the following: Board meeting minutes, April 2018; Board meeting minutes, June 2018; Finance Committee minutes, April 2018; APP Report, June 2018; CSGP Report, June 2018; and Executive Director report, June 2018.

**Committee Report**

***Finance Committee***

Mr. Cedric Lewis, Finance Director, reviewed and explained the Performance Snapshot (“blue sheet”) and the YTD May 2018 Financial Summary. Board members were reminded of their financial commitment of “give or get” to the board.

● Action: Ms. Anne Bocuzzi requested to be sent an invoice for her dues.

● Action: A refresher on the “give or get” policy will be provided at the August board meeting.

Mr. Lewis projected with a high degree of confidence that, even with tight control of expenses to the end of the year, the Cultural Council will end the fiscal year unfavorable to budget by $90K-98K. Discussion ensued on the events that contributed to this unfavorable financial position. The agency has cash reserves of $315,000 that will be drawn upon to cover the financial deficit; these reserves were built up over the past 2-3 years and include a $100K deposit in a VyStar account. It was noted that the agency has experienced a deficit in its year end results several times in its recent history.

Ms. Carey stated that the board will work together to improve the processes, decision making, and direction of the organization.

**Executive Director Highlights**

***Arts Awards*** - Mr. Allegretti spoke about what went well and what didn’t with this event. A survey was sent to attendees and, with a 10% respondent rate, 90% rated the event as good, very good or excellent. The format of focusing on the awardees was received as very positive. The items that contributed to its lack of financial success were also discussed.

● Action: Mr. Allegretti will conduct a deep dive, inviting staff, board, and others to identify lessons learned from this event and to develop ideas and guidelines for the 2019 Arts Awards.

***Development*** – Mr. Allegretti discussed the need for a Development committee to assist with event planning as well as to provide fundraising direction.

● Action: Ms. Carey will regroup a Development committee and include Development in the 2018 board retreat.

***Legal*** – Mr. Allegretti gave an update on the revised agreement with the city regarding compliance requirements for the CSG’s: The office of general council agrees that compliance requirements are determined by the Cultural Council per the ordinance. There is also work underway with the city to set up the city-agency relationship for APP to resemble that of CSG, which would allow the agency to contract with the artists. Ms. Kate Rowe, a board member, has been providing these contracting services recently on a pro bono basis separate from her role as board member, but with increased APP work, and perhaps as part of the restructuring of APP, the agency must consider retaining, either pro-bono or paid, its own an attorney with more time to perform this work.

It was noted, for the record, that Mr. Allegretti has signature authority, per the bylaws, for these artist contracts.

**New Business**

***Revisiting Strategic Planning and Succession Planning*** *–* Ms. Carey opened discussion about revisiting the strategic and implementation plans (carryover from board meeting discussion of June 14, 2018) and what is needed in order to hire the next leader of the Cultural Council. Staff were invited to participate and discussion ensued.

It was agreed that the most important work for the board at this time is in the succession planning and search that must occur with Mr. Allegretti’s notice of resignation. Ms. Carey requested 2-3 board member volunteers to participate on

a Transition Team responsible for both succession planning (decisions to be made about the process in the event of the executive director leaving) and the search. The Transition Team goal is to complete the work by the August board meeting so the position can be posted shortly thereafter. The projected time commitment for a Transition Team member over the next six weeks is 4-6 hours.

● Action: Ms. Carey will send communications requesting participation of 2-3 board members on this Transition Team, and will include descriptions of duties and time commitment.

Mr. Allegretti was thanked for his service to the Cultural Council and for the energy and visibility he brought to the agency over the past four years.

**Old Business**

None

**Closing**

**UPON MOTION** duly made, seconded and carried, the meeting was adjourned at 2:15 p.m.