

Board Of Directors Monthly Meeting

Monday January 22, 2024 6pm

Visit McMinnville office, 424 NE 4th St.

Zoom option (please let Courtney, Val or Holli know in advance):

<https://us02web.zoom.us/j/86408922134?pwd=UXgyejNVMTFCVUxGb3g0ZFpvMDhsZz09>



Nourishing the creative spirit in everyone

Present in person: Val Blaha, Holli Wagner, CourtneyTerry, David Bernstein, Donna Sires, Bonnie Borschowa-Hickerson

On Zoom: Beth Caster, Kyle Dauterman, Adele O'Neal (guest)

Absent: Cassie Sollars, Amanda Gronich

AGENDA

I. Call to order - 6:07 pm

II. Approval of Agenda -

III. Approval of Minutes

1. December Minutes Copy of Dec182023 BOD Minutes Draft1
 - a. Update: amend minutes that there were no financial documents, therefore no report

Val motions to approve as amended, Holli seconds. motion passes unanimously .

IV. Financial Reports *(none) Financials will be coming mid-February*





V. Old Business

1. Bylaws Revision 1/18/24 (Action Needed)
 - AAYC Bylaws_SummaryofProposedChanges_01182024
 - BOARD_Review_Needed_2024.01.18-AAYC-CLIENT-Bylaws_Proposed_CNPL revisions.d...
 - a. Discussed issues: the definition of a quorum *for AAYC's Annual Meeting, in Article II, and referenced in Article IV*". The attorneys suggested that we give a concrete number required for a quorum. We went with 20%.
 - b. *Article VI, 3rd paragraph (Amendments): changing quorum definition for Amendments needing Voting Member approval from "a majority" to "30%".*)
 - c. *Article IV - discussed and approved changing timing of review by Financial Oversight Committee from monthly to quarterly*
 - d. Val motions to approve bylaws as amended, Donna seconded. Motion passes unanimously.
2. 2024 Budget (Action Needed) 2024 AAYC Budget Draft v2_ForBoardReview.pdf
 - Copy of Paper Gardens Budget 2024 8_18 page.xlsx ,
 - Copy of 2024 Terroir Creative Writing Festival Budget v2.xlsx - Sheet1.pdf ,
 - Copy of AHST2024_DraftBudget.xlsx , Copy of MMM 2023 Budget 2024 for AAYC.xlsx
 - a. Donna motions to approve budgets, Val seconds, motion passes unanimously.
3. Upcoming Annual Meeting planning, Board Election
 - a. Val has an amazing action item list - look at it and make it happen!!
4. Update about new Bookkeeper (full-service), transition
 - a. We love and appreciate Cassie!

VI. New Business

1. Nominating Committee - members, work needed
 - a. New members needed, Beth is the only person! Holli will assist for the Annual Meeting.
 - b. Val motions that Holli joins the Nominating Committee, David seconded, motion passes unanimously
 - c. Donna has some changes coming in her life, she may be stepping back from board duties.
 - d. Amanda will not be rejoining the board.

VII. Committee Reports

1. Paper Gardens  Paper Gardens Report 01/12/24  Paper Gardens Flyer (1) Willamina.pdf
2. Terroir  Terroir Report 1/17/24
3. Make Music  January 2024 Make Music McMinnville Report.docx
4. Art Harvest Studio Tour
 - a. Application process has been updated and is online. The deadline is in March. A demo version of the 30th anniversary book is in the works. Everything is coming along great! :)
5. MSFF - Kyle encourages any board members who want to be part of a juried show to email him.

VIII. Announcements

1. Community Arts Development Committee - call for volunteers

IX. Adjournment - 7:13 pm