

## Board Of Directors Monthly Meeting

Monday January 23, 2023, 6pm

McMinnville Library, Carnegie Room



**Board In Attendance:** Val Blaha, Holli Wagner, Courtney Terry, Bonnie Hickerson, David Bernstein, Cassie Sollars

**Board in Attendance on Zoom:** Amanda Gronich, Kyle Dauterman, Donna Sires, Beth Caster

**Board Absent:**

**Guests:** Deb Brooks, Adele O'Neal, Lindsay Wagner

**I. Call to order** 6:06 pm

**II. Introductions & Housekeeping** (Val) (5 min or less)

*No introductions needed today*

**III. Consent Agenda** (Val) (5 min)

1. November Board Meeting Minutes Courtney's Notes AAYC Board Meeting 11/28/22
2. January Special Board Meeting Minutes 1-14-23 Draft AAYC Board of Directors Special Meeting Notes
3. Terroir Report Terroir Jan 2023 Report
4. Terroir- list of possible 2023 author/speakers Terroir list of possible authors / speakers 2023

**Board Actions:** Val pulls out January special board meeting minutes out of the consent agenda. Holli motions to approve, Bonnie seconds, board approves consent agenda

Correction to January 14 minutes - Change item 1 resignation of Mike Santone - Bonnie moved, not Cassie.

Board Actions: Val moves to approve minutes as amended, David seconded, motion passes

**IV. Reports** (15 to 20 min total)

1. Art Harvest Studio Tour (Adele)
  - a. Postcards are out and about, the QR code works! The application are on the website now, for both new and encore artists. The NR will start an ad campaign. Holli mentioned she would like to help Art Harvest to get a donate button using Paypal for their website.
2. Paper Gardens (Deb W)
  - a. Update Paper Gardens Update AAYC Board 1\_23\_23 a.pdf
  - b. Budget Budget 2023 PG 11.22 rev\_.pdf
    - i. They've already had submissions (yay!). Val will work on sending notice in the next newsletter, Chehalem Cultural Center will do the same. Library

Submittable tutorials bombed, but McMinnville Public Library will offer help.

- ii. The numbers for the Paper Garden budget don't match, Cassie and Holli explained that it will change at the end of tax season.
  - iii. Allegra Printing allowed Paper Gardens to extend their bid price, they'll honor it beyond their usual deadline.
  - iv. The paypal isn't currently working - Cassie and Holli are working on it.
3. Financial Reports (Cassie) -
- a. a. 2022 12-31-2022 Budget Variance Report (PDF and Excel)
    - i. 2022 12-31-2022 Budget Variance Report.pdf
    - ii. 2022 12-31-2022 Budget Variance Report - DRAFT.xlsx
  - b. b. 2022 12-31-2022 Statement of Net Assets
    - i. 2022 12-31-2022 Statement of Net Assets.pdf

One issue is that there are some prepaid donations that are only available in 2023. Cassie suggested that we move the donations into a restricted fund

Authorized \$2500 for Paper Gardens,

Great job for being the back-up financial person, Holli!!

Our assets and liabilities match!

4. Education (Courtney)
- a. We awarded one award to Pilar Swanson at Amity Middle School.
  - b. Scholarship programming is getting going
  - c. Potential for adding an Arts Education Grant cycle to the spring
5. Lunar Festival update from Holli
- a. It was ridiculous, fantastic, amazing. There were probably close to 1,000 people there! Holli did a livestream on the AAYC facebook page. It was intense but great!

## V. Unfinished Business

1. Copyright issue
  - a. The law firm in Eugene has written a letter asking the suing company to cease and desist. Val will give them the go ahead to send it.

## VI. New Business (20-40 min total)

1. Bylaws revision - review and action needed [AAYC-Bylaws-CNPL 2023 01 22.doc](#)
  - a. Bylaws were last updated in 2020. We just received the new bylaw, and there isn't enough time to review before the annual meeting. The board noticed multiple errors for the bylaws, and parts of the bylaws aren't finished. Val suggested that the Board take the time to review the bylaws, and vote as a board at a later meeting. The attorneys said we were missing parts of the bylaws that are required by law.
  - b. There was some discussion about whether a member vote was needed to amend the bylaws.
  - c. Val suggested that the one change to the bylaws we vote on at the annual meeting would be to call for an amendment to the bylaws - change article

6 so that we can further amend the bylaws at a later date, after time for review, by electronically or by mail

**Board action:** Holli motions to amend article 6 in the bylaws (contingent on lawyers approval) and be presented to the membership at the annual meeting. Beth seconded.

Motion passes

#### ARTICLE VI. AMENDMENTS

Proposals for amendments or additions to these Bylaws must be submitted in writing to the Board of Directors at a regular meeting of the Board and must be presented either by an elected Director or as signed by twenty-five percent (25%) of the members. The proposal shall be read at the meeting and copies shall be distributed, at which time they shall be voted on. The Amendment shall then be presented to the members ~~at the next annual meeting,~~ *at for vote electronically or by mail*, after which time the amended Bylaws shall take effect. No Amendment or addition of these Bylaws shall be made which is not in harmony with the Alliances purposes.

2. Board election - review nominations `2023Ballot_Draft1.doc`
  - a. Looks good!
3. Annual Meeting - event planning `2023 Annual Meeting - Planning Document`
  - a. Further planning will happen!
4. 2023 Budget - updates? (Holli)

#### **VII. Announcements (5 min)**

#### **VIII. Adjournment 7:23 pm**

Updated 1/23/2023