RECORD OF PROCEEDINGS

MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo ART DISTRICT (RAD)

HELD: Tuesday, February 19, 2019, at 9:00 am at the RiNo Art District offices, 3501 Wazee Street, Suite 109.

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Art District was called and held as shown above with the following directors present and acting:

Jonathan Kaplan
Andy Feinstein
Anne Hayes
Sonia Danielsen
Tracy Weil
Vicki Sterling
Justin Anthony
Rebecca Vaughan
Chandler Romeo
Jonathan Power
Adam Gordon

Also in attendance were: Eva Zimmerman, John Deffenbaugh, Amanda Kriss, and Alye Sharp of the RiNo Art District.

Directors Justin Croft, Anne Hayes, and Rex Brown were absent, absences excused.

CALL TO ORDER:

Director Romeo called the meeting to order.

APPROVAL OF MINUTES:

After review prior to the meeting via email, the Board unanimously approved the minutes from the January 15, 2018 meeting after one minor edit.

FINANCIALS:
Mr. Weil reviewed the distributed financials with the Board, noting that the $25,000 contribution from the BID has helped with cash flow. He added that the RAD is currently making payments on some things, including payments to Bayaud, who’ve been cleaning Boxyard Park through their DayWorks program.

Mr. Weil added that Centro is getting paid for their last month of work.

Mr. Weil informed the Board that there are now promissory notes for money owed to the BID and GID – BID is two-year payback = $120,000; GID is a one year payback = $37,000. Have already started to make payments on these, both at 1% interest.

Mr. Weil added that the RAD did qualify for a revolving line of credit - $50,000 through Collegiate Peaks Bank at 6% interest; however, the goal is to not use it.

Director Power noted that A/R - $140,000, but A/R aging says only $40,000, to which Mr. Weil noted that the $140,000 is for Side Stories.

Mr. Weil also noted that a lot of the CRUSH money that was due has come in. Director Power asked about the CRUSH contract for 2018 and how and when RAD went over by 20%? The Board would like the full financials for CRUSH to review. Mr. Weil noted that he, Director Danielsen, and Robin Munro of CRUSH have been working to finalize the 2019 contract. Mr. Weil noted that the communication with Station 16 has been terrible, so the team is moving ahead with a Plan B that includes interviewing local event management teams. Director Danielsen said their goal is for most of the money to go to the artists. Director Danielsen asked for other ideas for event management, noting that the RFP is 95% done. Director Weil added that the Call for Artists goes out on March 1. Director Anthony says there’s been a lot of negative feedback from local artists, so this is the year it has to be made right, nothing that the committee could also ask local artists who they want to work with and get the international artists through the local artists.

LEASE UPDATE:

Mr. Weil noted that the financial committee has met a couple of times and are in the process of renegotiating the lease for RiNo Made/RiNo HQ. He added that the goal is to ask for at least a 50% reduction. There is a page and a half proposal of what RAD is doing to activate the RiNo Made space with a request for them to activate the entire building.

RiNo MADE STORE UPDATE:

Mr. Weil noted that there are currently three employees – Alex, manager, as well as two store staff at $12/hr. He noted that Alex is working on a plan to have artists working in the store and selling their work.
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BANK ACCOUNT SIGNER VOTE:

The Board voted unanimously to take Jamie Giellis off as a signer for RAD bank accounts.

OVERVIEW OF MISSION STATEMENT DISCUSSION:

Mr. Weil informed the Board that a few board members met with staff last week as a committee to talk about RAD’s mission statement; he then distributed the committee’s first crack at it.

Director Anthony noted that RAD needs to distinguish between internal and external impact. The internal should focus on guiding force for every decision; external facing is “why should I give you guys money?” He added that maybe the Board could create an internal rubric with breakdowns of the mission in two or three bullet points.

Director Romeo thought that the poem created by Drew Myron and distributed to the Board could be a great vision statement.

Director Power commented that the distributed mission statement should replace the word ‘intrinsic’ with ‘economic and social’ in terms of the value the arts provide to place.

Mr. Weil noted that they’d work to refine the statement.

INTRODUCTION TO JOHN DEFFENBAUGH, PROJECTS DIRECTOR:

Mr. Deffenbaugh introduced himself and gave the Board an overview of his current projects.

LOUISE MEETING AT REDLINE GALLERY:

Mr. Weil informed the Board that he met with Louise from RedLine, and she asked if RiNo could be a community sponsor of their upcoming gala. Director Anthony said he would like to talk to Louise and that the RAD cannot monetarily contribute, but there could be other ways. Director Kaplan noted that the mission of the RAD is to fund artists and events, but not private organizations.

OVERVIEW OF THE BOARD RETREAT:

Mr. Weil informed the Board that Board Co-Chairs/Directors Romeo and Feinstein will kick off the retreat, then Kerri Drumm from Mission Aligned will lead the rest. Mr. Weil will hand out other materials including programming, staff structure, finances, etc., then the boards will work on the messaging and positioning of the organization as a whole.
ADVANCEMENT DIRECTOR:

Mr. Weil noted that there will be a committee to hire this new position, including Andy, Chandler, and Sonia. Director Vaughan said she could also be a part of that committee.

OXPECKER BALL COMMITTEE MEETING:

Mr. Weil reminded the Board that the Oxpecker Ball has been moved to November 2 to have more time to work on the big fundraising first.

Director Feinstein noted that the November date is good because it’s before the holidays ramp up, but bad because if RAD waits until September to sell tickets, people will have already given their charitable donations for the year. He added that he thinks it will be beneficial to get the tickets on sale early.

Mr. Weil noted that they’re also exploring other opportunities for fundraising, including community benefit space required to be built by two separate developers that might be interested in writing a check for the park buildings instead of doing it on their properties.

NATIONAL WESTERN CENTER BUILDINGS:

Mr. Weil said that the National Western Center buildings are still available for the RAD to possibly make use of. They’re a part of “The Triangle”/east side of complex in the final phase of construction. Mr. Weil added that there are five buildings that are historically contributing, some of the last original buildings of Elyria. One of these buildings was a boarding house, so there’s room upstairs that could be livable area. Finally, he added that structurally, they seem pretty sound, but would need HVAC, sprinklers, etc. He’ll have more information soon.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-reference meeting and was approved by the Board of Directors of the RiNo Art District.

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Secretary to the Board