

RECORD OF PROCEEDINGS

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

HELD: Tuesday, October 15, 2019, at 9:00 am at the RiNo Art District offices, 3525 Walnut Street, Suite 40.

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:

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

Also in attendance were: Radhika Mahanty and Alye Sharp of the RiNo Art District.

Director Justin Croft was absent, absence excused.

CALL TO ORDER:

Director Danielsen called the meeting to order.

APPROVAL OF MINUTES:

After review prior to the meeting via email, the Board unanimously approved the minutes from the August 20, 2019 meeting.

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REVIEW OF FINANCES:

Mr. Weil informed that Board that the GID voted to approve fixing the clerical error for the \$30,000 that was recorded as “loan” to the Art District. He reminded them that the promissory note for the BID has been torn up as they forgave that as well, so the Art District no longer has debt to the BID or GID.

Director Power said things are looking much better than they were several months ago and the Art District is no longer spending much more than it's bringing in. He noted that there is some store debt that the RAD will be absorbing as they absorb the store. He said all told, it was probably about a \$130K hit to run the store.

Director Danielsen said that they're still working on figuring out all the CRUSH stuff – still waiting on one invoice from Two Parts. However, Director Anthony said they should have full reconciliation by the end of the month, adding that unless he's missing some big thing, it looks like CRUSH raised approximately \$680K and spent around \$530K. He said that these dollars are earmarked to get next year's CRUSH up and running. For next year, RAD will not be funding CRUSH on the front end, as CRUSH now has dedicated funds.

Director Feinstein asked if the BID still needs to continue funding CRUSH, or if there are other sources of income and if those dollars could go toward the park buildings or otherwise. Director Danielsen said she thinks it fits so much of the BID's mission, that they should continue to fund it. Director Power said that this is the first year it's cash flow positive, so let's wait a bit. Director Feinstein said he's concerned about the park buildings.

Director Romeo asked if the CRUSH report will include comparisons to past years, to which Director Anthony said it will mostly be anecdotal, but this year the metrics are great and now really have a benchmark this year. Director Danielsen said they can start working on 2020 CRUSH *now* instead of waiting until April like most years.

Director Anthony said we're greenlit to hire a Finance Director and just need to create a job description. Mr. Weil said that the BID and GID have approved their budgets, and this includes administrative buckets. He said they'll be taking the dollars they're spending on accounting now and roll that into a Finance Director position, who would then hire a bookkeeper to do the books – both would be part time jobs. Mr. Weil said that the Executive Committee will finalize the job description, but hope to hire between now and the end of the year. Director Sterling asked if there's capacity to make this a full time position if need be, to which Director Anthony said he doesn't think that will be necessary. He added that once there's some cleanup, this position should be able to handle the day-to-day and will know much more about the Art District's operations. He said that the Finance Director will be strictly strategy and reporting, then the bookkeeper will do the basic upkeep. Director Hayes added that this person will be at all the board meetings and will be presenting the financials once hired.

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Other financials: Mr. Weil noted that the Art District will start owing rent on November 1 (it's been waived to this point). Director Kaplan asked about the rent amount, to which Director Feinstein said it's \$1750 all in (the first 3 months were free).

Director Anthony said that it's a convoluted structure currently with all the entities, and board meetings have devolved to a lot of minutiae, and so they're working with a third party consultant think about restructuring RiNo as a whole, including the new c3 status. He noted that this will have some very significant LT benefits. So far, they've met with some City people and the heads of the Boards; they'll meet again with the consultant and should have something formal to present at an upcoming meeting.

Director Power added that currently, the RAD has all the responsibilities and none of the revenue. Director Anthony clarified that this will free up the RAD board to do a lot of things they want to focus on instead of the administrative and 'in the weeds' stuff, meeting with developers re: building plans, etc. Director Anthony said one of the biggest things to be considered is how funds flow; the plan is to make RiNo so much more nimble moving forward and provide a foundation they haven't had in the past.

Director Sterling said she wants to thank Directors Anthony and Power, and Mr. Weil and thinks it's important to have outside consultants bring it all together because of the challenges of doing it internally.

501(c)(3) UPDATE:

Tracy said that the (c)(3) is officially approved by the IRS and that there will be more information to come soon.

OXPECKER BALL:

Director Danielsen noted that so far there are \$75,000 in sponsors; the goal is \$125,000, so need \$50,000 – two came in late last night. She said there are 200 reserved seats for sponsors, with just over \$5,000 in ticket sales, which breaks out to 88 tickets for Robert DeLong but only 16 tickets to the gala. The target is \$50,000 for the ticket sales.... So need to sell a lot more tickets to the gala. Director Danielsen said she's challenged the board to get 10 of their friends to buy tickets. Director Feinstein asked if everyone can just take a minute to send an email blast to their friends.

Director Danielsen said there are lots of ways to make money and have fun at the event – there will be an iron pour, people hanging from the ceiling in feathers, amazing food, amazing drinks.

Ms. Mahanty said they're doing magic envelopes and still need things to fill the envelopes, adding that Robert DeLong and Tiger Party are the entertainment for the evening.

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Director Anthony noted that all the sponsorship levels are for the event only and that there should be some sort of lasting thing for the buildings.

Tracy added that the Board will talk about the open board seats once they get through the re-organization project with the consultant.

Director Anthony said now that they have the determination letter, many more doors have opened re: how to raise money, including foundations, grants, donors, etc.

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.



RAD President