

**Cain Center for the Arts**  
**Board of Directors Meeting**  
**August 12, 2019**  
**MINUTES**

Attending: Greg Wessling, Pat Bechdol, Troy Stafford, Woody Washam, Kate Gaither, Bill Morgan, Caroline Mullan, Joshua Dobi, Donna Johnson, Steve Brumm, Denis Bilodeau, Jim Duke, Paul Newton, Ginger Griffin, Andrew Grant, Anita Overcash, Allison Elrod, Justin Dionne, Zach Toof, Dave Rizzo

Absent: Janice Travis, Cynthia Bush

- I. Introduction - Greg welcomed the board and noted that there was a quorum.
- II. Minutes from July 17, 2019 Board of Directors Meeting - There was a motion by Woody to approve the Minutes, second by Donna. All approved of the Minutes from the July 17 Board of Directors meeting as circulated.
- III. Executive Director Report - Justin updated the board on the strategic plan draft that Zack Toof of Deloitte will be presenting. One-hundred percent of schematic design will be presented at the next board meeting. He recently visited arts centers in Stowe, Vermont, and Chicago, Illinois, which are both good comparables to what Cain Center for the Arts will be. He discovered the benefits of a tension grid and approached architects afterwards to see if this could work with CCA. They are currently looking into the possibilities.
- IV. July Financials - Troy presented the Operating Finance Report, which showed in-kind income of \$44,740.06 and a total revenue of \$80,420.73. Line item Payroll and Related Expenses, reflects pay raises for Justin and Anita. Total operating expenses were \$26,300.64.  
Troy also reviewed the Capital Finance Report, which stated \$1,775,500.00 in restricted capital pledges and interest of \$9,833.87. The total revenue was \$1,785,333.87. There was a pledge write-off for \$2,500 and a market adjustment of \$2,604.22. The latter is from a donation of stock valuing \$200,000. The surplus for the month of July was \$1,767,034.07. The Balance Sheet shows \$112,319.89 in the operating account and \$5,609,633.10 in the escrow account. Total liabilities and assets are \$8,659,758.13.  
Audit update - Justin said that Beth Allen from GreerWalker and the auditors were at Cornelius Town Hall all day on Friday, August 9 working on the audit.  
The following GreerWalk suggestions were recommended by the Finance and Executive Committee - 1) It was recommended that Allison be the first approver of all invoices in

Bill.com. This will allow for additional internal control and she will be able to code the bills as either operating or campaign expenses. Justin will still approve of all bills under \$500, as well as those over \$500 with final approval from Troy and/or Greg.

2) Since the frequency in bills over \$500 has increased, it was recommended that the amount requiring approval be increased to \$1,000. 3) It was also recommended that each department have a credit card. This would include credit cards for Justin, Allison, and Anita. \$500 was recommended for the maximum spending per transaction for Anita and Allison, and \$1,500 for Justin. One debit card will be kept for petty cash when needed. Because of the changes an amendment was made to the Accounting Policies & Procedures, as well as a resolution to the bylaws. Motion by Ginger, second by Steve. All approved of the GreerWalker recommendations, which were also recommended by the Finance Committee and Executive Committee.

Campaign Update - Allison shared the Pledges and Cash Updates with everyone. The goal for pledges in July was \$2,300,000.00. The total of pledges that actually were made in July totalled \$1,775,500.00. This brought the goal pledge rolling total to \$11,856,500.00 and there was a net difference of \$2,856,250.00. The cash goal for July was \$766,666.67 and the actual cash total was \$248,425.34. The goal for cash rolling total in July was \$8,552,166.67 and there was a net difference of \$2,494,800.76. The team is still working to get signed agreements from donors who have verbally committed. The addition funds from these donors is not included on the monthly tracker since the contracts have not been signed. Jim Duke requested that a line item for construction be added so that it is shown separately from the campaign line item. **Action 1:** Allison to add a construction line item to the monthly tracking reports.

The recent event at Ginger Griffin's home was well attended and new people were introduced to the project.

Naming Opportunities - Allison presented a working document with Naming Opportunities. As final schematic design plans are approaching some of the naming opportunities may change. The education wing and the star dressing room may be removed. New naming opportunities including concessions and the grand staircase will most likely be added. The final proposed naming opportunities list will be presented to the board for voting in September. Allison also presented a list of upcoming prospect and community events. Since some new events were added, Kate asked that the events document on the board web portal be updated. **Action 2:** Anita to update the events document on the board portal.

- V. Strategic Plan - Zach Toof and Dave Rizzo were both in attendance as Deloitte representatives. Zach presented the draft of the Strategic Plan. The plan is a guide to priorities and objectives for the organization from now until the center opens. He went through the plan, which detailed objectives for four time periods 2019-2020 (preparing),

2020-2021 (building), 2021-2022 (operating), and 2022-2023 (maturing). It was noted that a comparative benefits analysis would need to be completed in the future. The strategic plan draft that was presented did not include the possible merge of CCA and the PARC-run Cornelius Arts Center. It was recommended that a task force be set up to discuss the possible merge between CCA and CAC. Greg reminded the board that the draft of the strategic plan is confidential. Comments and questions regarding the draft of the strategic plan should be sent to Justin. At the September board meeting a final strategic plan will be presented and voted on.

- VI. Construction Update - The final architectural workshops for schematic design will be held on September 4 and 5. The preliminary schematic design will be presented at the September board meeting.
- VII. Amended Management Services Agreement - A new amended version of the Management Services Agreement was presented. The changes include new numbers to accurately reflect the new goals, as well as an adjusted timeline. All approved of the Amended Management Services Agreement that was presented.
- VIII. The next Board of Directors Meeting will be held on Monday, Sept. 9.
- IX. Adjournment - There being no further business to discuss, the meeting was adjourned.