

Cain Center for the Arts
Board of Directors Meeting
September 14, 2020
MINUTES

Attending: Greg Wessling, Troy Stafford, Jean Bock, Steve Brumm, Kate Gaither, Woody Washam, Bill Morgan, Paul Newton, Bill Ward, Cynthia Bush, Joshua Dobi, Caroline Mullan, Donna Johnson, Pat Bechdol, Denis Bilodea, Justin Dionne, Allison Elrod, Anita Overcash
Absent: Ginger Griffin

- I. Welcome - Greg welcomed the group and noted that a quorum was present.
- II. Approval of Minutes August 10, 2020 Board of Directors Meeting - Motion from the Bill, second from Kate. All approved of the Minutes from August 10, 2020.
- III. August Financials - Troy reviewed the financial statements for August with the group (these have been added to the board packet). Operating expenses were low. Capital was very good. Currently at 9% interest rates with Aquesta Bank. We are waiting to get forgiveness on the PPP loan. Troy challenged everyone to make their annual board gift by the end of the year.
The percent of the budget remaining was not shown on the financial reports. Justin said this can be added back in every month. ***Action 1:*** Justin to have Beth add the column with the percent of budget remaining back to finance reports.
Audit - We retained services of C DeWitt Foard and worked with GreerWalker on the audit. We received a positive report on our procedures, which meet general accounting practices. The PPP loan has not been forgiven yet because Aquesta Bank doesn't have the smaller applications yet. Our operating account has extra funds and runs the risk of being uninsured. Currently this is being watched and monitored by the Finance Committee and the Executive Committee. Bill W. believes we need more protection. Greg requested Bill W., Denis, Troy work to get together and work through a plan. We will have to use a different third party auditor next year. Motion to approve all three portions of the audit at one time. Motion by Woody, second by Donna. All in favor of the presented audit materials.
- IV. Executive Director Report - Justin discussed the Demolition event and thanked everyone for their continued dedication. The demolition will continue for 90-120 days. We received more press from the demolition event and the fence is up at the site now. A camera has been placed on top of the police station so we have pictures of the work progress over

time. Justin encouraged everyone to keep talking to people about Founders' Society and bricks in order to keep the momentum going.

- V. Campaign Update - Allison presented her Campaign presentation (added to the meeting packet). We had 10 new Founders' Society pledges totalling \$170,000 and goal was \$25,000. The lead gift we were expecting did not come in, but this lead gift is still in discussion. It does show that we are now behind and we will discuss further. Greg said we have not heard a "no" on the lead gift yet, but we are learning more about corporate giving being redirected to low income housing and equality and racial justice at this time. This is a change that will need to be worked through. Pledge payments totalled almost \$62,989.49 and we had expected \$2,115. Many people are paying pledges off early. The goal for brick sales was \$50,000.00 and that goal was met with a gross of brick sales totaling \$52,509.58. Allison noted that sometimes payments have been added to Neon but that they are in transit and haven't hit the bank yet. Sometimes it may look differently. In September, there is a higher goal for brick sales. Total pledges of \$11,703, 918 plus the total net revenue for bricks of \$83,000 along with the land and bond funds, equals \$17,286,981 and interest income was \$174,676. Allison said we are on track for Founders' Society and brick projections and that we are working on the lead gifts plans, which may look different after new developments. In October, we are continuing to sponsor the Bella Love Drive In movie series. Irvin Law Group is also hosting a virtual art auction and the Washams will be hosting a porch party. We are also planning the following upcoming events: an event hosted by Joy Evans, an event at Royal Bliss Brewing Co., etc.

It was recommended that the following verbiage be added to brick orders: After 30 days, if payment for a brick order has not been received, bricks will go back to inventory. It was noted that special exceptions will be made. It was also recommended that everything be centered on the brick engravings so that they all look the same. Both recommendations were voted together. Greg asked for motion. Motion by Jean, second, Pat. All in favor of the brick recommendations. Woody raised around \$2,600.00 through donations to Cain Center that he received for his birthday. Some of the money was raised through Facebook. With the funds raised, Woody would like to buy a brick in honor of the CCA board and staff. It was recommended that board members share information about donating to CCA and/or buying a brick(s).

- VI. Construction update -. The Interiors Committee selected a furniture company and Steve, Justin and Tyler selected Sign Art for signage. Construction documents are finished and being reviewed by Rodgers to make sure that the architects stay within budget. There will be a review of drawings and then a permit review. A 90-day process for bidding is the next step. Not all funds have to be raised yet, but there could be extra benefits with a

private bid. Andrew said they are continuing to flesh out items about the CCA going private and how we would operate once the building is open. The board voted unanimously in favor of becoming private previously. Justin noted demolition could take anywhere from 90-120 days. He said we hope to achieve our fundraising goals by April 2021, which would mean groundbreaking could begin around June 2021 and we could potentially open around the holiday season in 2022.

VII. Other Business

- CAC Transition Update - The CAC lease is in discussion. The CAC is operating at 50 percent capacity at best. Justin said it will need to be determined when we want to assume operations of the CAC, but that it is not a good idea to take over the CAC and increase any current prices with half capacity. The team is discussing at what point CCA will be comfortable for operating CAC and the percentages of attendees needed for operations. We would still like at least six months of side by side training with CAC staff before taking over full operations. By November, Justin plans to have recommendations to bring to the board about CAC operations.

- CCA/Town Operational Agreement - Analysis and numbers related to the center were drafted for discussion. The shift to CCA going private and taking over long term maintenance will require a different approach. The Town still plans to contribute funds to CCA for operations, but CCA will need earned and contributed income measures in place. The endowment will need to grow for Town funds to decline. ***Action 2:*** Anita to send the discussed document to board members after the meeting and add to the board packet. Pat is going to look into how many nonprofits have an endowments and to research what the distribution is for how much endowment money exists out there.
- August social media report - The report was included in the board packet.
- Allison leaving - It was announced that Allison Elrod will be leaving CCA. Allison said she still hopes to be involved in CCA in some way in the future. Justin is talking with Patton and Penny at PMA Consulting about individuals they may know who could be interested in the position. There will not be a public search to fill the position. Greg asked that the board keep the news about Allison's departure private.

VIII. The next Board of Directors meeting will be held on Monday, Oct. 12, 2020.

IX. Adjournment - There being no further business to discuss, the meeting was adjourned.