



**Scottsdale Cultural Council
Board of Trustees Meeting
June 22, 2010**

MINUTES

CALL TO ORDER

Chair Mike Miller called the meeting to order at 4:05 p.m.

Chair Miller then invited public comment, but none was offered.

ROLL CALL

Trustees

Miller, Mike, Chair	Present
Cogman, Don, Vice Chair	Absent
Andres-Schneider, Ellen, Secretary	Present
Voris, John, Treasurer	Present
Baum, Keith	Absent
Chippindall, Andrew	Present
Giancola, Paul, SMOCA Chair	Present
Hayslip, Richard, Public Art Designee	Present
Hiegel, Mark	Absent
Horne, Audrey, Public Art Chair	Phone
Howard, Ed, SCPA Designee	Absent
Irvin, Carol	Present
Kidder, Rick	Present
Medici, Mike, SMOCA Designee	Absent
Milhaven, Linda	Present
Meyer, Mike	Present
Morrell, John	Present
Schweiker, Dan	Present
Smith, Diana	Present
Wittmer, Karen	Absent

Staff:

Banchs, Bill, President and CEO	Present
Baker, Cory, Director of Performing Arts	Present
Bartczak, Janice, Director of Retail Operations	Present
Bruning, Margaret, Assoc. Director of Public Art	Present
Green, Jim, VP and CFO	Absent
James, Valerie, Human Resources Manager	Absent
Menes, Rebecca, SCPA Director of Marketing	Absent
Parker-Moquay, Alexandra	Present
Rodgers, Tim, SMOCA Director and VP	Present
Thompson, Bill, SCC Public Relations Manager	Present
Vadala-Homer, Valerie, Public Art Director	Present
Williams, Marilyn, SCC Executive Assistant	Present
Wilson, Eileen, SCPA Director of Development	Present

Guests:

Randy Nussbaum, SCPA Board Member
Sonja Haller, Reporter for the Scottsdale Republic
Duncan Webb, Webb Management Services

CONSENT AGENDA ITEMS

Motion to approve Consent Agenda Items 1-4

(Any Consent Agenda item may be removed for separate action by the Board)

1. Approve May 25, 2010 Board of Trustees Meeting Minutes (Action)
2. Report from Scottsdale Center for the Performing Arts (not available)
3. Report from Scottsdale Museum of Contemporary Art
4. Report from Scottsdale Public Art

By a single motion made Ellen Andres-Schneider and seconded by Linda Milhaven, the Scottsdale Cultural Council unanimously approved Consent Agenda items 1. through 4. With one correction to the May 25, 2010 Board of Trustees meeting minutes as amended.

REGULAR AGENDA

5. Discussion of Facilities Needs Assessment and next Steps

CEO Bill Banchs introduced consultant Duncan Webb of Webb Management Services, who attended the meeting by phone for this agenda item only. CEO Banchs referenced the report in the board packet which details the eight areas of study, and announced that after a thorough review senior staff recommends the following two items to the Board of Trustees for the feasibility study to be conducted in Phase II of this project:

Item 2. A new "performance enclosure" facility in a distinctive setting

Item 3. A new small to midsize flexible high-tech space for programming

CEO Banchs reminded the board that Phase II is funded by a \$45,000 grant from the Scottsdale Industrial Development Authority along with \$20,000 from a Flinn Foundation grant which the Board has earmarked for this purpose.

Moved by Rick Kidder and seconded by Carol Irvin, the Scottsdale Cultural Council authorized Item 2 and Item 3 for facilities feasibility studies as presented.

6. Finance Report

Treasurer John Voris reported on the recent Investment Committee meeting. Bill Russell acts as their investment advisor.

Treasurer Voris then stated that total YTD earned revenues are \$554,000 below budget, and YTD contributed revenues \$155,000 below budget. Total YTD direct expenses are \$500,000 below budget, which includes the YTD contingency of \$327,000.

Voris congratulated CFO Jim Green and his staff for their work, and reported that Green had made a \$250,000 draw on the Wells Fargo line of credit so that we would have cash on hand if needed; fortunately the money was not needed and was returned this week.

A correction was made to the last line in page 3 of the financial report, changing May to June.

Moved by Ellen Andres-Schneider and seconded by Rick Kidder, the Scottsdale Cultural Council unanimously approved the May financials as presented.

7. Community Arts Grant Awards

Trustee Carol Irvin reported on the Community Arts Grant awards, details of which were provided in the board packet. \$59,000 was available to award this year from the City of Scottsdale, and historically a total of \$654,023 has been awarded to the community. Irvin listed the panelists and detailed the grant criteria.

Moved by Carol Irvin and seconded by Ellen Andres-Schneider, the Scottsdale Cultural Council unanimously approved the 2010-2011 Community Arts Grant awards as presented.

6.a. SCC Contracts Authority Policy

This agenda item was addressed out of order. After a review and discussion, item 1.d., addressing CEO authority, requires specific approval by the Board of Trustees for all funds/grant requests in excess of \$250,000.

Moved by Paul Giancola and seconded by Diana Smith, the Scottsdale Cultural Council unanimously approved the SCC Contract Authority Policy as amended.

8. Governance Committee Report

Governance Committee Chair Andres-Schneider referred the trustees to a candidate submission form provided for their completion. She announced that the slate of officers, two new trustees, two incumbents, and the Board of Trustees slate of committee appointees would be submitted to the Board of Trustees for election.

- a. The following slate of officers were presented for election: Mike Miller, Chair; Don Cogman, Vice-Chair; Ellen Andres-Schneider, Secretary; John Voris, Treasurer.

Moved by Carol Irvin and seconded Mike Meyer, the Scottsdale Cultural Council Board of Trustees unanimously elected the slate of officers as presented.

- b. Two prospective trustees were presented for election: Jennifer A. Anderson and Jan Gehler; biographies available in the board packet.

Moved by Ellen Andres-Schneider and seconded Rick Kider, the Scottsdale Cultural Council Board of Trustees unanimously elected Jennifer A. Anderson and Jan Gehler to the Board of Trustees as presented.

- c. Two incumbent Trustees were presented for re-election: Don Cogman and Rick Kidder.

Moved by Ellen Andres-Schneider and seconded Linda Milhaven, the Scottsdale Cultural Council unanimously re-elected Don Cogman and Rick Kidder as presented.

d. The slate of committee appointees for 2010-2011 was presented for approval.

Moved by Ellen Andres-Schneider and seconded Rick Kidder, the Scottsdale Cultural Council unanimously approved the slate of committee appointees as presented.

9. **FY 2011 Board of Trustees Meeting Schedule**

The meeting schedule for FY 2011 was presented by Chair Miller, listing the meeting dates as August 24, September 28, October 26, January 25, March 22, May 24, and June 28.

Moved by Mike Meyer and seconded by Rick Kidder, the Scottsdale Cultural Council Board of Trustees unanimously approved the FY 2011 meeting schedule for the Board of Trustees as presented.

10. **Chair's Report**

- Chair Miller announced that the draft Charter for the Advisory Boards of the Scottsdale Cultural Council Operating Divisions will be discussed in executive session.
- Bill Banchs and Mike Miller met with Mayor Lane today about current activities of the Scottsdale Cultural Council, such as governance, the new proposed Charter, SMOCA successes, and SCPA's progress. Chair Miller asked CEO Banchs if he would like to further describe the meeting, and CEO Banchs then discussed the following reassuring information conveyed to the Mayor:
 - The SCC is challenging itself next year on earned and contributed revenue. One factor giving us the confidence to do this is the fact that \$400,000 to \$500,000 were contributed or raised by the Board of Trustees this year.
 - Other information provided was that the \$515,000 in one-time grants received last year were replaced by new gifts this year.
 - Favorable press coverage reinforced the positive impact the SCC made on the community and built the credibility of the organization from the Board down.

CEO Banchs added that the Board Bio's document sent to Mayor Lane and the City Council previously boosted their confidence in the SCC. Mayor Lane appreciated being updated.

- Chair Miller referenced the positive news article recently distributed by CEO Banchs and commented on the positive impact of such publications.

11. **President's Report**

President and CEO Bill Banchs noted the following:

- There were over 800 people in attendance at the June 11th preview of the season. Next year we will try to have the preview no later than mid-May.

- The ticket sales report regularly published by Marketing Director Rebecca Menes is available for receipt; simply let us know if you are interested in receiving it.
- The new season brochure has been well received.
- "SCC Today," the newsletter published from Bill Banchs' office, will not be published until early July.
- CEO Banchs described an effective new report being created that will reflect a summary of all categories of giving, with total entries from each fiscal year, showing increases, decreases and new money.

12. Announcements from Committees

- **Governance Committee:** ARTrageous Chair Ellen Andres-Schneider reported that although the event is 5 ½ months away we have already sold 26 tables with 4 or 5 more really close. There has been a great turnout from the Board of Trustees calling the box office for ticket sales. Andres-Schneider has coined a phrase; "30 tables by May 30th."
- **Santa Fe International Folk Art Market:** SMOCA Director Tim Rodgers reported that CEO Banchs and the Vice Presidents have been working on a proposal for fulfilling a part of the Strategic Plan:

GOAL I

Present and produce diverse arts experiences of the highest quality, ensuring growth and innovation in the arts.

Rationale: The citizens and visitors of Scottsdale expect the SCC to provide a vibrant, exciting, varied and world-class array of cultural experiences. The SCC's Divisions will provide performances, exhibitions, public art, and related programs that fulfill these expectations and serve a diverse public. Many of the programs will be unique and well differentiated from other offerings in the region, helping to set Scottsdale apart from its neighbors and enhancing its reputation for excellence and innovation in the cultural sphere. Regional and national partnerships and collaborations will bring the best of the arts to the community.

The CEO and VP's have arranged to attend the Market in Santa Fe July 9th and 10th this year. The hope is to bring the management of the Santa Fe International Folk Art Market to Scottsdale during the winter months to talk to them. They are interested by our good winter weather. Rodgers presented the following facts about the Market:

- They have been in place for 7 years, each year more successful than the last.
- They had 25,000 visitors last year; 38% from out of state.
- The Market generates approximately \$15M for the entire state.
- Our mall is beautiful and larger than their existing space, and we would propose the addition of an international food market along with the festival.

- One benefit of being a non-profit is to have the goal to return as much money as possible to the artist for their country of origin; provides good public relations.
- The Market is in Oprah's O magazine as her pick of the year.
- The food component is not a "not for profit" but is instead a "for profit."
- The hope is to bring the Market here the fall of 2012.
- The Market's management would train staff on the management of this event for two years and then turn it over to us to run.

Rodgers referenced the June 22nd Arts section of the New York Times article about Rivane Neuenschwander's traveling exhibit.

EXECUTIVE SESSION

Chair Mike Miller excused staff and board meeting guests in order to convene an Executive Session of the Board of Trustees to discuss the new Operating Division Charter and the CEO evaluation.

REGULAR AGENDA

Chair Mike Miller reconvened the regular agenda at 6:10 p.m.

Moved by Mike Meyer and seconded by Rick Kidder, the Scottsdale Cultural Council Board of Trustees approved the Operating Division Charter as (presented) (amended).

The next meeting of the Board of Trustees will be convened at 4:00 p.m. on August 24th in the Annex Conference Room.

There being no further business, the meeting was adjourned at 6:30 p.m.

Respectfully submitted,
Marilyn Williams, Recording Secretary