

American Canyon Arts Foundation
Membership Meeting Minutes –January 26, 2014

Call to Order: President Joseph called the meeting to order at 6:00 pm at La Strada Restaurant, Napa County.

1. **Members Present:** Mark Joseph, President; Chris Tennyson, Vice-President; Laura Keiser, Secretary/Treasurer; Snookie Dennis, Jan Harris, Bob Harris, Ari Ito-Hood, Robert Johnson, Roberta Labaw, Jennifer Lockette, Jonette McNaughton, Joey McNaughton, Fred Morse, and Bonnie Waxman.
2. **Confirm Quorum:** Mark reported that with 14 members in attendance, we had more than a 10% quorum, so we could take action on the Agenda items. We did not have a 30% quorum, so we could not take action on anything new from the Membership.
3. **Present Annual Report for 2013:** Mark distributed copies to the membership, and noted that he tried to summarize all the major activities for the last year, since he did not have enough time to assemble reports from Committee Chairs. He also distributed Board Policy Manuals to Directors.
4. **Approve slate of Directors for 2014:** Mark noted the ten Directors proposed to be elected for staggered terms of 1-3 years. He noted we also have five vacancies, which could be filled by Board action. ***On motion by Laura; second by Jonette, the slate of ten Members were elected to the Board.***
5. **Approve the Board's recommendation to incorporate:** Mark quickly summarized the pros and cons of incorporating, with the biggest downside being the one-time filing fee of \$850. ***On motion by Joey, second by Laura, the Membership approved the Articles of Incorporation and the revised By-Laws.***

Adjournment: With no further business to conduct, the meeting adjourned at 6:10pm.

*Submitted by
Mark Joseph, 2/19/14.*

American Canyon Arts Foundation
Board of Directors Meeting Minutes –January 14, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:05 pm.

1. **Board Members Present:** Mark Joseph, President; Laura Keiser, Secretary/Treasurer; Ari Ito-Hood, Robert Johnson, Roberta Labaw, Jonette McNaughton, Joey McNaughton, Francoise Bowlby, Jan Harris, Directors

Board Members Absent: Chris Tennyson, Vice-President; Debra Hodges, Director

Members Present: Herb Ruffin

2. **Board Member Comments**

- a. Laura: Reported that Debra is moving to San Jose and will phase out of her art class instruction at the Gallery. She also has resigned from the Board. Walt will pick up the slack for now, but it is not clear if that will continue for very long. Pam Jones and Bob Harris could be good alternates for instructors. Laura also noted that Robbin Gibson donated \$500 towards moving Pam Jones' ceramic equipment to the Gallery.

3. **Member Comments** - None.

CONSENT CALENDAR: *On Motion by Laura, second by Jan, the Board approved the Consent Calendar, with the notation that the Calendar Year 2013 Financial Reports are preliminary.*

1. Meeting Minutes for December 10, 2013
2. Financial Reports (Profit/Loss) for Calendar Year 2013
3. President's Report for December 2013

COMMITTEE REPORTS

1. **Art Extravaganza Committee:** Covered by written report.
2. **Winterfest Committee:** Laura reported that we made approximately \$2100 in sales, with about \$900 in Christmas Tree auctions.
3. **Membership Committee:** Mark reported that email/postal letters went out in January for membership renewal and for former members to rejoin.

BUSINESS CALENDAR

1. **Approve final plans for 2014 Annual Members Meeting and discuss 2013 Annual Report:** It was agreed that we would move the dinner to La Strada's; that the price would be \$30/person for a full buffet dinner; that the 2013 Annual Report and Board Policy Manual would be distributed at that meeting; and that we would have our "Pirates' Exchange."
2. **Discuss and schedule a Board Retreat in February:** After discussion, it was agreed that we would hold the Retreat at the Gallery on Sunday, February 9, starting at 1pm until 4. The main topics would be to review the Board policies and develop the Two Year Work Plan. Given the date for the Retreat, it was also agreed that we would skip the February Board meeting.
3. **Consider Fiscal Sponsorship proposal for the AC Singers:** Mark reviewed the draft proposal that he worked out with Cyril Deaconoff, of ACS. There was discussion about the work effort required by taking on this issue, as well as the advantage of having them perform at Winterfest or other events. Also, at some point, they could pay rent for using the Gallery for rehearsals, although that is not a requirement at this time. ***On motion by Laura; second by Jan, the Board approved the agreement with ACS.***
4. **Approve in concept a proposal for the City's Community Subsidy Grant Program:** After discussion, it was agreed that we should ask for money to support our art classes, since that is something we are trying to do already—rather than a new work effort. Mark said he would prepare the grant and submit it before the deadline.

OTHER BUSINESS/FUTURE AGENDA ITEMS

1. Herb Ruffin discussed the tenten collective.
2. Jan reported that she was putting on a Crafts Project class on Feb. 22.

ADJOURN – Meeting adjourned at 9:00pm

Minutes Submitted by
Mark Joseph, 2/19/14

American Canyon Arts Foundation Board of Directors Meeting Minutes— Special Meeting and Board Retreat, February 9, 2014

CALL TO ORDER –Joseph called the Special Meeting to order at 1:15pm

1. **Members Present:** Mark Joseph, President; Chris Tennyson, Vice-President; Laura Keiser, Secretary/Treasurer; Robert Johnson, Ari Ito-Hood, Jan Harris, Jonette McNaughton, Joey McNaughton, Roberta Labaw, Directors.
2. **Board Members Absent:** Francoise Bowlby, Director (excused due to illness)

SPECIAL BOARD MEETING

1. **Elect Board Officers, confirm the term of office for the Board of Directors, and update check signing authorization:** Mark reviewed the process he used to randomly assign staggered terms for the ten directors. He noted from this point forward, all new Directors would serve a three year term, and that vacancies needed to be filled based on specific seats, rather than at large. The current officers agreed to serve for another year, and that they would be authorized to sign checks on the Foundation's checking account. ***On motion by Chris; second by Robert, the Board adopted Resolution 2014-01, Appointing Board Officers, Designating Directors with Signature Authority, and Confirming the Staggered Terms of Office for Directors.***
2. **Consider and approve Organizational Award Winner and Certificates of Appreciation for City's annual Volunteer Recognition Ball:** Mark reviewed his recommendations for Certificates of Appreciation, noting that he had accidentally omitted Robert Johnson from the list, and that he should be added. The Board voted by secret ballot and Jan Harris received the most votes for Organizational Award Winner. Mark said he would prepare the paperwork and turn it into the City. In addition, as has been the tradition, the Organizational Award winner and guest would not have to pay for their dinner, which was reduced this year to \$25 (and everyone else was dropped to \$35).

The special meeting adjourned at 1:35 to the Board Retreat.

BOARD RETREAT

1. **Review Board Policies:** Mark reviewed his suggested changes to three of the Board policies, relating to the Foundation's Vision Statement; Standing Committees; and various revisions to the Master Fee Schedule. Mark said he would revise the policies and put them on next month's Board Meeting for approval.
2. **Appoint Chairpersons to the Standing Committees:** Based on the new Standing Committees, the following individuals were appointed to each of the following committees (the Executive Committee is not listed, since by our By-Laws, membership is specifically defined).
 - Special Events: Jan Harris/Laura Keiser
 - Member Services: Roberta Labaw
 - Community Support: Joey McNaughton
 - Marketing & Development: Mark Joseph
3. **Update the Two-Year Work Plan:** The Board broke into three groups, to review in more detail the following work areas: Member Services; Community Services; and Gallery Operations. Mark was a committee of one as it relates to Governance and Fund Raising. After approximately 30 minutes, the group reconvened and reported their suggestions for the upcoming two year plan. Suggestions were made and notes taken; a formal Two Year Work Plan would be prepared for Board adoption at its March meeting.

ADJOURN There being no other business, the Board adjourned at 4:15 pm.

*Minutes submitted by
Mark Joseph, 2/19/14.*

American Canyon Arts Foundation
Board of Directors Meeting Minutes –March 11, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:50 pm, following the Art Extravaganza Planning Meeting.

1. **Board Members Present:** Mark Joseph, President; Laura Keiser, Secretary/Treasurer; Joey McNaughton, Ari Ito-Hood, Jan Harris, Jonette McNaughton, Francoise Bowlby, Roberta Labaw, Directors

Board Members Absent: Chris Tennyson, Vice-President; Robert Johnson, Director

2. **Board Member Comments**

- a. Laura: Announced that she was providing a hot/cold water dispenser for the Gallery.

3. **Member Comments** - None.

CONSENT CALENDAR: *On Motion by Joey, second by Laura, the Board approved the Consent Calendar.*

1. Approve Meeting Minutes for January 14 Board meeting, January 26 Annual Membership meeting, and February 9 Board Retreat
2. Approve Income Statement for Jan/Feb. 2014
3. Receive and File President's Report for February 2014
4. Adopt Resolution 2014-02, Approving Revisions to Various Board Policies
5. Approve the Two Year Work Plan

COMMITTEE REPORTS

1. ***Special Events***

- a. Art Extravaganza – This was already discussed at length during the planning meeting just before the Board Meeting.

2. ***Member Services***

- a. Mark reported we have 50-60 members, which is good, but we also need to keep them engaged.

3. ***Community Support***

- a. Chalk Art Contest – Roberta and Francoise would be in charge, with a budget of \$250, which may or may not be enough to cover prizes and a banner for the event (possibly another \$50 for the banner).
- b. High School Student Scholarship – The Board agreed to participate at the same level as last year- \$500. Mark would follow up with the High School.

4. ***Marketing & Development*** – No report.

BUSINESS CALENDAR

1. ***Discuss potential ideas for a new County Capacity-Building Grant*** – After discussion, the Board agreed that the best option for this year's grant would be to develop a marketing program, including some inventory of printed materials. Mark would fill out the grant application and submit it on time.

There was discussion about the status of the current year grant, involving the business plan and new website. Several board members were concerned with the lack of progress. Mark shared the draft logos developed by the consultant. There was some interest in one new format (with the wavy green line). Some board members preferred to keep the artist palette logo. Relating to the website, Mark stated that he preferred to stay with the Wix templates, but upgrade to the HTML5 format, which was more flexible than the Flash format of the current website. He felt he could rebuild the website using Wix templates.

2. ***Gallery Update*** – Laura reported that we are now renting the back room for an extra \$400/month, or a total of \$1400/month for the entire building. She estimated the materials for finishing the room would be around \$500; and did not have an estimate for the electrician. Including some money to cover the labor, it was thought the total project would be under \$2500, and more likely, less than \$2000. She also noted that we would install some handicap handles/bars in the front bathroom, which would make it easier for some of our members. Lastly, she noted that we are renting the Gallery on Sundays to a new church in town. We are making \$200/month for this, which would help offset the cost of the new classroom.

3. ***Building a Photo Gallery (and Foundation record storage) online*** – Mark reported that he was setting up an account for the Foundation in one of the “cloud” services—Box. We would have 50gb of storage, which should be ample for now. He wanted everyone to forward photos of ACAF events/programs, preferably electronic, but even hard copies could be scanned and uploaded. Eventually, all of our records would be stored in the cloud. Mark also noted he would give Ari access to the account, since she has photos as our Historian.

OTHER BUSINESS/FUTURE AGENDA ITEMS

1. None

ADJOURN – Meeting adjourned at 9:05 pm

*Minutes Submitted by
Mark Joseph, 4/5/14*

**American Canyon Arts Foundation
Board of Directors Meeting Minutes –April 8, 2014**

CALL TO ORDER: President Joseph called the meeting to order at 7:10 pm.

1. **Board Members Present:** Mark Joseph, President; Laura Keiser, Secretary/Treasurer; Joey McNaughton, Ari Ito-Hood, Jan Harris, Jonette McNaughton, Francoise Bowlby, Roberta Labaw, Directors

Board Members Absent: Chris Tennyson, Vice-President; Robert Johnson, Director

2. **Board Member Comments**

- a. Laura: Reported that May 15 would be the one day Art Class for members of the Mom's Club. Bob Harris would be the instructor. Also, Debbi Hodge will still provide a Friday afternoon art class for youth, starting at 3:30, and at least one art camp during the week of June 23.

3. **Member Comments** - None.

CONSENT CALENDAR: *On Motion by Laura, second by Joey, the Board approved the Consent Calendar, except for item #2 (Financial Reports) because it wasn't ready.*

1. Approve Meeting Minutes for March 11, 2014 Board meeting.
2. Receive and File President's Report for March 2014

COMMITTEE REPORTS

1. ***Special Events***

- a. Art Extravaganza – The Board set Thursday, April 17 at 2:30 as the date and time to hold a “de-briefing” on what went well and what we can improve upon, relating to the Art Extravaganza.

2. ***Member Services***

- a. The Board set Friday, May 16 at 7pm as the date and time for a Members Only Reception at the Gallery. The purpose would be to show off the new classroom, to welcome new members, give the membership an overview of coming events and to encourage members to sign up for one of our committees, or to help at the Gallery.

3. ***Community Support***

- a. Chalk Art Contest –The Board went over last minute details to prepare for the event.
- b. High School Student Scholarship –Mark noted that he had not yet followed up on the annual scholarship, but that he would make sure we were represented at this year's Ceremony.

4. ***Marketing & Development*** –There wasn't anything new to report on the County Grant application.

BUSINESS CALENDAR

1. ***Brainstorm ways to enhance the value of the Gallery Space Rental*** – A number of ideas were discussed, including dropping the commission rate to 15%, which has already been implemented; remind/encourage artists that they were entitled to one free show per year; give them preference over other artists for “art in public places” opportunities, and ultimately, offer them access to online sales.

OTHER BUSINESS/FUTURE AGENDA ITEMS

1. The Board wanted to see thank you letters go to our artists and donors from the Art Extravaganza.

ADJOURN – Meeting adjourned at 8:40 pm

*Minutes Submitted by
Mark Joseph, 5/12/14*

American Canyon Arts Foundation
Board of Directors Meeting Minutes –May 13, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:20 pm.

1. **Board Members Present:** Mark Joseph, President; Laura Keiser, Secretary/Treasurer; Joey McNaughton, Robert Johnson, Jonette McNaughton, Francoise Bowlby, Roberta Labaw, Directors

Board Members Absent: Chris Tennyson, Vice-President; Ari Ito-Hood, Jan Harris, Directors

2. **Board Member Comments**

- a. Mark: The State and Federal Tax reports were filed on time, along with the Attorney General's Charitable Trust Report (all due May 15).

3. **Member Comments.**

- a. Tom Contreras: Tom will be our new Portraiture Instructor, on Monday afternoons. Drop ins welcomed.

CONSENT CALENDAR: *On Motion by Laura, second by Jonette, the Board approved the Consent Calendar.*

1. Approve Meeting Minutes for April 8, 2014 Board meeting.
2. Approve Financial Reports Through April 30, 2014.
3. Receive and File President's Report for April 2014

COMMITTEE REPORTS

1. ***Special Events***

- a. Art Extravaganza Wrap Up – In addition to the financial summary, Mark noted that we need to promote more art sales. This year we sold almost \$1000 in art, and made about \$230 in commissions.

2. ***Member Services***

- a. Members Only Reception – Went over last minute preparations: there would be the Membership Pins, and the refreshments would be more dessert-oriented, such as cheese cake and fresh fruit.
- b. Membership Issues – We talked about encouraging Sherri Cassidy of Parks & Rec to join, along with Denise Chisley of Umpqua Bank. A roster of members should be sent to the Board. Also, we clarified that Aimee Beaugard was given a free membership for an unspecified number of years for her help with the website (it would end with 2014); and that Bob Harris was a life member (along with Keith Caldwell).

3. ***Community Support***

- a. Chalk Art Contest – Mark said he would write up a summary of the results and recommendations for next year.
- b. Relay For Life – Mark offered ACAF members to join the 24 Hour Club, and that this might be something ACAF could consider getting involved with in the future. Also, if we could donate any artwork for the silent auction that goes with the Relay.
- c. Fourth of July – After discussion, it was agreed that Mark and Tom Contreras would meet with Richard Peterson, the July 4th Chair, to work out the details of the Art Mural. We also talked about reserving a booth to give out information about the Foundation, solicit new memberships, and possibly offer 2-minute portraits. Jonette also noted that she had a Fourth of July Fund Raising Thermometer.

4. ***Marketing & Development*** – No report.

BUSINESS CALENDAR

1. ***Canyon Gallery & Art Center Update:*** There was a general discussion about how to attract more crafters; that we should rotate product that isn't selling (both in the Gallery and the Boutique); and that Jan is in charge of the Boutique. We also discussed the need for improvements inside and out, and that the Mom's Club would hold a class here on May 15, from 7-10. Bob Harris would be the instructor.

2. **Authorize a rotating public arts display at specific locations:** It was pointed out that we would have an art show on May 22 at the Fairfield Inn by Marriott and that Nathell would be in charge. *[It turned out that this was a reception for the Foundation sponsored by Marriott's Springhill Suites by the airport.]*
3. **Authorize a Car Show/BBQ fund raiser:** Mark would contact Jan Harris regarding a possible date in July for the car show, and then contact the Chamber to see if they would be a co-sponsor.
4. **Approve in concept the Business Plan for the Foundation:** After a review of the plan, Laura moved and Joey seconded, a motion to approve in concept the business plan for the Foundation.

OTHER BUSINESS/FUTURE AGENDA ITEMS

1. Announcements:
 - a. It was clarified that the ACHS Scholarship Ceremony would be Thursday, May 15, and not Wednesday, May 16!
 - b. Art on the Vine would be June 7-8, and that a 2-day booth rental would be \$150.

ADJOURN – Meeting adjourned at 9:05 pm

Minutes Submitted by
Mark Joseph, 6/8/14

American Canyon Arts Foundation
Board of Directors Special Meeting Minutes –June 11, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:30 pm.

1. **Board Members Present:** Mark Joseph, President; Joey McNaughton, Jonette McNaughton, Francoise Bowlby, Roberta Labaw, Ari Ito-Hood, Directors

Board Members Absent: Chris Tennyson, Vice-President; Laura Keiser, Secretary/Treasurer; Jan Harris, Robert Johnson, Directors
2. **Board Member Comments**
 - a. Mark: The Foundation's annual liability insurance premium is due this month and it will cost \$748.
 - b. Jonette: There will be a Memorial for Joe McNaughton on Saturday, July 19, 2p.m. at Tredway & Wigger in Napa; the reception would be at the Gallery.
3. **Member Comments** – None.

CONSENT CALENDAR *On motion by Jonette, seconded by Joey, the consent calendar was approved.*

1. Approve Meeting Minutes for May 13, 2014
2. Approve Financial Reports for May 2014
3. Receive and File President's Report for May 2014

COMMITTEE REPORTS

1. **Special Events**
 - a. Car Show/BBQ: Mark reported that he had tentatively scheduled a Car Show/BBQ on Sunday, July 20, 11:00-4:00, working with the Car Club that Jan was associated with. He also noted that we would try to work with the Chamber of Commerce to help promote/run the event.
 - b. Music in the Park: Mark stated that Brenda Knight has decided to skip this year's Music in the Park series, but that they had met to talk about alternatives. Nothing has been finalized yet.
2. **Member Services**
 - a. Focus on local tours of art galleries/shows: There was no discussion of this item.
3. **Community Support**
 - a. Fourth of July Update: The Foundation's primary responsibility is to provide "The Art Wall," a mural for kids to paint. Roberta reported that she and Tom Contreras are working on this and will have two 4x8 murals ready.
4. **Marketing & Development**
 - a. County Grant to update our marketing materials: Mark announced that we received the grant for \$9700 and that we should get the money in late July. The goal was to get this project completed sooner than last year's Business Plan grant.

BUSINESS CALENDAR

1. **Canyon Gallery & Art Center Update:**
 - a. Consider approving a Space Rental Special: There was considerable discussion about this and whether it made sense to offer one-third off for new space renters. The biggest concern was that if we extended the same benefit to existing renters, which was the strong consensus of the board, then we would only break even if we added 4-6 new spaces. We also discussed getting the first month free, in exchange for a 12 month commitment. This would also be offered to existing renters. Although no action was taken, the "first month free" option was considered the better of the two options.

- b. Review Class Schedule and related issues: Mark reviewed the latest on this topic; that we are putting together a class schedule for the fall; that we would include an ad in the City's Fall Guide and local media; and that we would have a "kick-off" event in September. A meeting is scheduled for next week to work out the details.
- 2. **Authorize developing a Volunteer Incentive Plan:** There was a lot of discussion about the need to define roles and responsibilities, which would be part of developing the incentive plan as well. Different types of incentives were discussed, such as waiving a month's space rent or other ACAF services or fees. The consensus was to move forward with the program.
- 3. **Review and Adopt the draft Business Plan for ACAF, including discussion regarding improvements to the front of the building:** The board reviewed the consultant's idea about repainting the front based on the artist Mondrian, with rectangular sections of solid colors. The idea was met with little or no support. We discussed the need to raise more money to support the Foundation, and some ideas about improving the front entrance. Mark reported that he would submit the final report to the County before the July 10 deadline.

OTHER BUSINESS/FUTURE AGENDA ITEMS

ADJOURN The meeting adjourned at approximately 9:30 p.m.

**American Canyon Arts Foundation
Board of Directors Meeting Minutes –July 8, 2014**

CALL TO ORDER: President Joseph called the meeting to order at 7:05 pm.

1. **Board Members Present:** Mark Joseph, President; Laura Keiser, Secretary/Treasurer; Joey McNaughton, Jonette McNaughton, Robert Johnson, Jan Harris, Roberta Labaw, Ari Ito-Hood, Directors

Board Members Absent: Chris Tennyson, Vice-President; Francoise Bowlby, Director

Members/Guests Present: Cleven Goudeau; Carolyn Patricia Scott

2. **Board Member Comments**

- a. Mark: We turned in our County Grant Report on time, and unfortunately, we will also have to return \$2500, or half of the grant, since the Consultant was not able to do the website portion of the project. That was, however, completed in-house.

3. **Member Comments** – None.

CONSENT CALENDAR *On motion by Jonette, seconded by Joey, the consent calendar was approved.*

1. Approve Meeting Minutes for June 11, 2014
2. Approve Financial Reports for June 2014
3. Receive and File President's Report for June 2014
4. Adopt Resolution 2014-03, Authorizing a checking account with Umpqua Bank.

COMMITTEE REPORTS

1. **Special Events**

- a. Jewelry Trunk Show Wrap-up: Based on feedback received, about 50 people showed up over the span of the daylong event. We made a few sales of both jewelry and accessories. We only spent \$50 on the reception for food and drink.
- b. Upcoming Car Show/BBQ coordinated with Fall Class Registration: Mark discussed the idea that we would combine these two events into one larger one—that way we could raise money and increase class sign ups.
- c. Music in the Park: Mark reported that Brenda was still intending to send out a request for her sponsors to send in half of their regular amount, but that isn't likely to happen until after her Women's Health Conference in early August.

2. **Member Services**

- a. Open Studios: There was discussion about the Call For Artists document, which was based on prior years. Some of the concern was that the entry fees (\$15 for members; \$25 for nonmembers) might be too high, at least if we wanted to attract student artists. It was noted that anyone renting space at the Gallery would automatically be included in the Open Studios, at least at the Gallery site.

3. **Community Support**

- a. Fourth of July Wrap-up: The "Art Wall" project came out very well. We have the two panels in the Gallery and we need to decide how to promote/show it off.

4. **Marketing & Development** – No Report

BUSINESS CALENDAR

1. **Gallery Update:**

- a. Classes: We noted that Ms Debbie's first art camp netted the Foundation about \$600; her second camp would be later this month. We talked about the need to advertise the Fall Classes in local newspapers.
- b. Church Rental: This one didn't work, but finding another church would help us financially.

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- c. Frontage Improvements: We talked about some ideas and then agreed to form a committee of Jonette, Carolyn and Laura.
 - d. Other News: Laura reported that Phyllis Johnson joined the Foundation and is selling jewelry at the Gallery.
2. **Mid-Year Budget Review**: There was discussion that our real financial problem was the Gallery wasn't paying for itself. We also talked about the fact that we may not get revenue from Music in the Park and that Pam Jones is taking August off. Laura pointed out that summer time is usually slow and that things should pick up later this year.

OTHER BUSINESS/FUTURE AGENDA ITEMS None.

ADJOURN The meeting adjourned at 8:32 p.m.

American Canyon Arts Foundation
Board of Directors Meeting Minutes –August 12, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:20 pm.

1. **Board Members Present:** Mark Joseph, President; Laura Keiser, Secretary/Treasurer; Joey McNaughton, Robert Johnson, Francoise Bowlby, Ari Ito-Hood, Directors
Board Members Absent: Chris Tennyson, Vice-President; Jonette McNaughton, Roberta Labaw, Jan Harris, Directors
Members/Guests Present: Ada Dempsey, member
2. **Board Member Comments**
 - a. Laura: We received a \$50 donation in memory of Dolly Mikolajik, from Pearl Stone. Mark said he would send a thank you letter. In addition, Jonette, Roberta and Laura went to Vallejo's The Hub and invited artists to attend our Open Studios, and also noted some of the artists that would be participating in the annual event.
 - b. Mark: Handed out a copy of the Volunteer Incentive Program (VIP) summary report he had prepared, and said we could discuss it at the next month's meeting.
3. **Member Comments** – None.

CONSENT CALENDAR *On motion by Joey, seconded by Laura, the consent calendar was approved.*

1. Approve Meeting Minutes for July 8, 2014
2. Approve Financial Reports for July 2014
3. Receive and File President's Report for July 2014

COMMITTEE REPORTS

1. Special Events/Car show/BBQ: There was a lot of discussion about this upcoming event. There would be the car show, the BBQ, an art sale, raffles and popcorn. Mark would work on getting the temporary food permit for the BBQ and contact the Chamber about a booth to sell Oktoberfest Tickets. He would also contact Brenda Knight about using her raffle bucket arrangements for our raffle prizes. We also talked about potential sponsors and how we would have Ozcat Radio in Vallejo give us a good price for radio advertising, and they could MC the event (not a live broadcast, but they would have the PA system, music, interviews, etc.)
2. Member Services/Open Studios: There was general discussion about the various sites and which artists would be participating at which sites.
3. Community Support/Marketing & Development: No reports.

BUSINESS CALENDAR

1. Gallery Update: We talked about some of the cosmetic improvements in the front, such as painting the picket fencing near the front entrance; planting some groundcover and barking the front strip along the front sidewalk, and some other improvements. Mark had contacted Comcast about internet service and Laura would contact ATT, so we could compare prices and service.

Laura also brought up a suggestion from Austin McNaughton that we should consider sending out a request for 2015 membership dues now in order to address our potential cash flow issues. We also talked about including a request for an extra contribution towards the Lorraine LaVoie Memorial Scholarship Fund. Mark said he would work on developing the letter.
2. City's Public Art Ordinance: There was nothing more to add to this item.

The meeting adjourned at 9:03 p.m.

American Canyon Arts Foundation
Board of Directors Meeting Minutes –September 9, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:06 pm.

1. **Board Members Present:** Mark Joseph, President; Laura Keiser, Secretary/Treasurer; Roberta Labaw, Robert Johnson, Françoise Bowlby, Ari Ito-Hood, Jonette McNaughton, Directors
Board Members Absent: Chris Tennyson, Vice-President; Joey McNaughton, Jan Harris, Directors
Members/Guests Present: Ada Dempsey, Gloria Fouts, members; Creighton Wright, City Parks & Community Services Director; Karina Servente, Fourth of July Committee Chair
2. **Board Member Comments**
 - a. Laura: Will announce the Winterfest Program at the next Board meeting.
 - b. Mark: Has been working with Nathell Buford on the early planning for the 2015 Arts Extravaganza, as part of the Arts in April program. Board members wanted to be kept in the loop. ***Also, Jan Harris has submitted her resignation, effective today.***
3. **Member Comments** – None.

CONSENT CALENDAR *On motion by Roberta, seconded by Laura, the consent calendar was approved.*

1. Approve Meeting Minutes for August 12, 2014
2. Approve Financial Reports for August 2014
3. Receive and File President's Report for August 2014

COMMITTEE REPORTS

1. None.

BUSINESS CALENDAR

1. Consider the Fourth of July Committee's Proposal for a Poster Art Contest. Creighton and Karina presented the attached proposal for the Foundation to co-sponsor an annual Art Poster contest, which would then be used in promoting the next Fourth of July Parade. There was discussion about the need for a residency requirement, and whether there should be an adult and child level, or multiple awards in general, entry fees and timing. It was agreed that Laura and Ada would work with the City on this project.
2. Review status of Fall Class Registration Event. There was general discussion on last minute planning efforts.
3. Discuss the Volunteer Incentive Program. Mark reviewed the report he prepared, outlining the need to define job duties as well as to provide incentives to encourage more participation. Board members felt that the Foundation was based on volunteerism and that trying to pay people was inconsistent with that effort. There were also concerns that there were too many job descriptions listed. Mark suggested that we should only worry about the most critical, such as the Art Center Director and three Program Managers, and the Gallery Assistants. He would have a draft for Board review by the next month.
4. Consider a Membership Dues Increase. There was a lot of discussion about this idea, and whether we should try to provide a two-tiered membership. For example, if you volunteer a certain amount of hours the rate would stay at \$25; otherwise, it would go to \$35 or \$40. We also discussed when the increase should happen. The discussion also touched on whether we should charge a higher commission for gallery sales, particularly if you are not volunteering. In the end, the Board continued this discussion to the next meeting.
5. Canyon Gallery Update. Laura reported that we might rent space to Lynn Dykstra for approximately \$250/month for her dog portraiture business, starting in October or November.

The meeting adjourned at 9:30 p.m.



CITY OF AMERICAN CANYON

FOURTH OF JULY CELEBRATION POSTER CONTEST

Local artists and community residents are encouraged to submit artwork that embodies the patriotic spirit, family atmosphere and diversity that Fourth of July in American Canyon has become. The winning poster will be used for the marketing next year's (2015) Fourth of July Celebration. The submitted artwork may be used in concert with the Fourth of July Celebration logo.

RULES

1. No more than two entries per person.
2. Entries must 18" wide x 24" tall poster board or 11" wide x 17" tall jpg format that is CMYK 300 dpi. Computer generated art is ok, but please no photography.
3. Include the text:
 - a. American Canyon
 - b. Fourth of July Celebration
 - c. July 4, 2015
 - d. Community Park 2
4. Original pieces only, please.
5. All artwork must be camera ready and easily reproducible.
6. The City of American Canyon has the sole right to develop, distribute and sell any marketing collateral of the winning entry.
7. By entering this contest, I understand that all artwork and any reproduction of art becomes the property of the City of American Canyon.
8. The City reserves the right to require the winner to make minor changes and/or additions to the design/text of the art.
9. Please include name, address, phone number and email address on the back submitted pieces.
10. The selection committee, at its sole discretion reserves the right to not select a winner if it feels there are no suitable entries received.
11. Submissions are due by 4:00 pm on XXXX
City of American Canyon Parks and Recreation Department
100 Benton Way, American Canyon, CA 94503
12. The winner will be notified by XXXX.

Include a
workshop?

Resident Requirement
Age Groups
Entry Fee



CITY OF AMERICAN CANYON
FOURTH OF JULY CELEBRATION POSTER CONTEST
APPLICATION

By entering this contest, I understand that all artwork and any reproduction of artwork becomes the property of the City of American Canyon and therefore may be used at their discretion. Any revenue realized through commercial endeavor, media campaigns or through any other means involving this artworks becomes the sole property of the City of American Canyon.

SIGNATURE: _____
(If artist is under 18, please have parent or guardian sign)

NAME: _____

MAILING ADDRESS: _____

PHONE: _____ EMAIL ADDRESS: _____

TITLE OF ART: _____

American Canyon Arts Foundation
Board of Directors Meeting Minutes –October 14, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:05 pm.

1. **Board Members Present:** Mark Joseph, President; Roberta Labaw, Robert Johnson, Ari Ito-Hood, Jonette McNaughton, Joey McNaughton, Directors
Board Members Absent: Chris Tennyson, Vice-President; Laura Keiser, Secretary/Treasurer; Francoise Bowlby, Directors
Members/Guests Present: Ada Dempsey, Gloria Fouts, Nathell Buford
2. **Board Member Comments**
 - a. Jonette: Reported that she met the new owner, Dion Heffran, and gave out his contact information. Mark noted he would follow up and contact the owner to see what his intentions were.
 - b. Robert: Announced that he was donating equipment towards the matting equipment, and that we should consider putting on a Framing & Matting workshop, using Pam Jones as the instructor. The workshop could be 5-6 hours and cost around \$100/person, which would cover materials. Also, that we should consider other organizations, such as Adult Education or Napa Valley College, that they may want to use our facility for their classes and we could get a percentage of that revenue.
3. **Member Comments** – None.

CONSENT CALENDAR *On motion by Joey, seconded by Jonette, the consent calendar was approved.*

1. Approve Meeting Minutes for September 9, 2014
2. Approve Financial Reports for September 2014
3. Receive and File President's Report for September 2014

COMMITTEE REPORTS

1. Fall Class Registration Event. Mark reported that after all of our efforts, we only made about \$250 {and that was corrected to less than \$100, since there was a duplication of numbers}. He stated that we really needed someone to be in charge of the process, and that we should focus on student interests first and then find the instructors, rather than the other way around, which was how this first effort evolved.

BUSINESS CALENDAR

1. Follow up on the Fourth of July Poster Art Contest. It was reported that Ada and Laura would be meeting with the City on October 23 to go over the details.
2. Participation in the Fall Festival. Mark reported that he had been participating on behalf of the ACAF in the planning efforts for this event. He noted that we would have the exclusive cooking booth, and that he would use the leftover supplies from our Class Registration event, and that he would purchase the hot dogs and potato salad. VP Chris would help with the BBQ.
3. Winterfest Discussion Since Laura wasn't present, the Board discussed key dates as follows: Decorated trees would be needed by Tuesday, Nov. 25. The Open House would be Friday, Dec. 5 from 6-9pm. The following day, Saturday, Dec. 6, would be Santa & Mrs. Claus in the afternoon. Trees would need to be delivered to the Kiwanis' Season of Giving, scheduled for Sunday, Dec. 14. The City's tour busses would be stopping by Tuesday-Thursday, Dec. 16-18 at the Gallery, around 7:30 – 8:15. Mark said sponsorship letters would be sent next week.
4. Board Member Nominations. Mark reported that we needed to think about board of director nominees, not just for the existing vacancies but also for the annual elections. Two members, Ada Dempsey and Gloria Fouts, expressed interest in filling two of the existing vacancies. ***On motion by Jonette; seconded by Ari, to appoint Ada and Gloria to existing vacancies (Jan Harris and one prior vacancy). Motion passed.***
5. Review Job Descriptions: There was no discussion or action on this item.

6. Continue discussion of Membership Dues: There was no discussion or action on this item.
7. Request a Special Meeting to discuss the status of the Gallery: After discussion, the date of Wednesday, October 22, at 7p.m. was the date set for the special meeting.

The meeting adjourned at 9:00 p.m.

American Canyon Arts Foundation
Board of Directors Special Meeting Minutes –October 22, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:00 pm.

1. **Board Members Present:** Mark Joseph, President; Chris Tennyson, Vice-President; Laura Keiser, Secretary/Treasurer; Roberta Labaw, Robert Johnson, Ari Ito-Hood, Jonette McNaughton, Joey McNaughton, Francoise Bowlby, Gloria Fouts, Ada Dempsey (arrived late); Directors
Board Members Absent: None.
Members/Guests Present: Nathell Buford, Lynn Dykstra, Jennifer Lockette, Carol & Jeff Willis, Tom Contreras *[There may have been more members, but not everyone signed in]*
2. **Board Member Comments** None
3. **Member Comments** – None.

CONSENT CALENDAR - None

COMMITTEE REPORTS - None

BUSINESS CALENDAR

1. Discuss and take action on the future of the Canyon Gallery & Art Center: Mark reviewed the status of the gallery; that it was losing money and that we were at a point in which we may be using restricted funds to cover operating costs, which was a very bad practice. He felt we should be able to get through the Winterfest program, and that if we used some grant money for cash flow purposes for the next two months, it would not be a problem, provided we made enough to cover those costs. He also reported that he had met with the new owner, Dion Heffran, and he is planning on demolishing our building and building a larger art gallery space. He had talked about giving us some opportunities to receive funds without having to do a lot; but on the other hand, we wouldn't have the facility we currently rent for classes. We also talked to Napa Valley College who was very interested in using our facility, particularly for the ceramics program, but they wouldn't be ready until next summer.

There was a great deal of discussion about how to proceed. Some members felt we should continue and just promote the facility better; others felt that it was foolish to continue, especially if we did not have the money. There was a recognition that volunteers had dropped off and would continue to drop; that members weren't renting as much space as before; that the boutique wasn't generating any sales and even the class room concept had a lot of learning curves to overcome. Efforts to sub-lease the space had not gone well.

In the end, the consensus was that Mark would approach the owner to clarify if he would work with us on the rent; otherwise, our goal would be to shut down by the end of the calendar year. Our next two priorities would be to put on the Winterfest program and hope to generate a lot of sales, especially if we heavily discounted the items; and to assist our instructors to relocate. There was further discussion regarding how to announce this decision; that we shouldn't publicize it for now.

2. Discuss Membership Dues: There was a limited amount of discussion about increasing the dues to \$35/year, but no action was taken.

The meeting adjourned at 8:30 p.m.

American Canyon Arts Foundation
Board of Directors Meeting Minutes –November 12, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:00 pm.

1. **Board Members Present:** Mark Joseph, President; Chris Tennyson, Vice-President; Laura Keiser, Secretary/Treasurer; Roberta Labaw, Robert Johnson, Jonette McNaughton, Joey McNaughton, Ada Dempsey, Gloria Fouts, Francoise Bowlby, Directors
Board Members Absent: Ari Hood, Director
Members/Guests Present: Lynn Dyskstra
2. **Board Member Comments** – None.
3. **Member Comments** – None.

CONSENT CALENDAR *On motion by Jonette, seconded by Laura, the consent calendar was approved.*

1. Approve Meeting Minutes for October 14 & October 22, 2014
2. Approve Financial Reports for October 2014
3. Receive and File President's Report for October 2014

COMMITTEE REPORTS

1. Arts in April: Mark noted that there wasn't much else to say about the event other than what was in the written report. He and Nathell would be talking to Jamieson Ranch Vineyard in hopes of having the annual Art Extravaganza there.
2. Winterfest: There was general discussion about the upcoming event. A committee of Laura, Jonette, Roberta and Francoise was established to work on the reception. We agreed that there would only be the Open House on the 5th and no Santa & Mrs. Claus; and that we would recognize Bonnie Waxman and Brenda Knight as honorary life members.

BUSINESS CALENDAR

1. Review & Comment on New Logo. The draft logos were reviewed and commented upon. Roberta offered her version. Mark said he would get back to FastSigns and give Walt our feedback and then look at another set of designs. There were two basic options: something similar to the palette logo and a new version reflecting more of the arts (photography, music, performing arts). Some of the reason for a new logo is if we are about to re-invent ourselves, and with the possibility of shutting down the Gallery, a new logo might be in order.
2. Consider Changes to the annual Membership Dues. After discussion, the consensus was to leave the student fee at \$10, but to clarify that only High School students and younger were eligible (College Students were considered, but given the lifetime of learning, there was concern that everyone could be a "student"). Individual Dues would be increased to \$35, and Family Membership would increase to \$65. The Board also felt that members should have the opportunity to renew at the current rates if they renewed before December 31, 2014. That way, they could avoid the increase this year, and it shouldn't be an issue next year. ***On Motion by Laura, Seconded by Joey, to increase annual Individual Membership to \$35; Family Membership to \$65, and leave Student Membership at \$10, but limit it to High School or younger, effective January 1, 2015. The Board further moved that anyone could renew at the current rates until December 31, 2014. Motion passed.***
3. Annual Governance Issues:
 - a. **Board Member Nominees:** Mark noted that under the new staggered Board Terms, Laura, Francoise and Roberta's terms were due to expire this year, and there were two vacancies to be filled. Mark encouraged all three incumbents to consider renewing, since there isn't a term limit at this time.

- b. *Set a date for the Annual Membership Dinner/Meeting:* Mark reported that he had talked to LaStrada's about holding the dinner meeting there. Based on the dates available, the consensus was to hold the meeting on Sunday, January 11, 2015, and that we would arrive at 5:30 for no-host social, followed by dinner or meeting at 6:00. The price would still be \$30/person, based on the same buffet menu as last year. There was discussion about trying different restaurants, such as Mi Zacatecas's which has a separate meeting area, and it was agreed that we would consider other locations next year. There was discussion about holding the traditional "Pirates Exchange" (or white elephant exchange), but there wasn't a strong interest in pursuing this.
 - c. *Set a date for the Board Retreat:* No date or location was considered.
4. Discuss the status of the Canyon Gallery and next steps. There was some discussion about whether we could continue to stay or not, but the direction was still to leave. Mark indicated we should have enough from sponsorships and other sources to stay until January 10, 2015, which meant there would be some time after Winterfest to clear everything out. Laura reported that she was still trying to make contact with Pastor Williams' widow regarding renting the former preschool site. Mark was concerned that we couldn't afford much more than \$500 per month. This new site would be smaller and ideally suited for classes. Mark also reported that we could secure a post office mailbox for around \$200/year at the UPS Store, and that he would do that so we have a mailing address no matter where we end up.

OTHER BUSINESS/FUTURE AGENDA ITEMS

Mark stated that there might be an "Our Town" Art Grant from the National Endowment for the Arts, and that ACAF could be the nonprofit organization to sponsor it. Mark clarified the Foundation could not provide any financial support, but that the grant would be to design/build an iconic sculpture at the proposed Town Center site. Formal action would be needed by the next meeting in December.

The meeting adjourned at 8:55 p.m.

American Canyon Arts Foundation
Board of Directors Meeting Minutes –December 9, 2014

CALL TO ORDER: President Joseph called the meeting to order at 7:00 p.m.

1. **Board Members Present:** Mark Joseph, President; Laura Keiser, Secretary/Treasurer; Joey McNaughton, Ari Hood, Jonette McNaughton, Roberta Labaw, Directors
Board Members Absent: Chris Tennyson, Vice-President; Robert Johnson, Ada Dempsey, Gloria Fouts, Francoise Bowlby, Directors
Members/Guests Present: Fred & Virginia Morse
2. **Board Member Comments** – Mark noted that he talked to Noel Brinkerhof of the Eagle, along with Laura, about the Gallery closing.
3. **Member Comments** – Fred and Virginia spoke about the merits of moving the Gallery operations to downtown Napa, where there would be more foot traffic. There was considerable discussion about this.

CONSENT CALENDAR *On motion by Laura, seconded by Joey, the consent calendar was approved.*

1. Approve Meeting Minutes for November 12, 2014
2. Approve Financial Reports for November 2014
3. Receive and File President's Report for November 2014

COMMITTEE REPORTS

1. **Arts in April/Art Extravaganza** – Mark confirmed with the Board that we were going to charge \$10 per entry for Members; and \$20/entry for non-members.
2. **Winterfest** – We discussed the decorated tree sales. ACAF Members have already agreed to purchase most of the trees. Two would be donated to the Kiwanis' Season of Giving. Two smaller trees would be donated to the Friends of the AC Library.

BUSINESS CALENDAR

1. **Sponsor an "Our Town" grant.** After discussion, Laura moved and Ari seconded a motion to co-sponsor a grant application to the NEA for \$200,000 to commission an iconic piece of art at the proposed NV Ruins. The City would be the primary sponsor and the Developer of the Ruins would also participate. It was clarified that no direct financial contribution was required from the Foundation.
2. **Update on the Gallery.** We agreed to rent storage space at least temporarily to deal with all the fixtures, equipment and supplies.
3. **Governance issues.**
 - a. **Nominees for Board:** It was agreed that Lynn Dykstra should be nominated, since she had agreed and other prospects had not yet committed.
 - b. **Set a date and place for the Board's Annual Retreat:** We agreed to try for either Sunday, January 18 or Sunday January 25. We also agreed to skip the regular January meeting. Mark said he would check with the Fairfield Inn & Suites in town, since the General Mgr is a member—we might be able to use their business room for little or no cost.
 - c. **Defer adopting a budget for 2015:** This was agreed upon, until we knew what was going to happen with the Gallery.
 - d. **Prepare the 2014 Annual Report:** Mark noted that he would put together something similar to last year's, with a summary of the Foundation's activities and events, along with a financial report for the year and a roster of members.

4. **Selection of a new Logo.** Mark shared the final options. The consensus of the board present was to go with the first option—refresh the current logo. Mark said he would work with FastSigns to make some final design changes, especially regarding font size.

OTHER BUSINESS/FUTURE AGENDA ITEMS

None.

The meeting adjourned at 9:30 p.m.

Minutes submitted by
Mark Joseph, President 2/6/2015