

Albany Area Arts Council, Inc

Meeting Agenda

August 23, 2021

5:30PM – 6:30PM

Type of Meeting: Full Board

Meeting Facilitators: Nicole Williams, Executive Director

Invitees:

Nicole Williams (ED)

Wendy Howell (VP)

Jenny Collins (Secretary)

Kayanne Blackwell (Treas.)

Bill Swan (Past Pres.)

Jim Ligon

Sandy Peacock

Reedi Hawkins

Sarah Schatz

Rachel Mansfield

Tim Brock

Will Davis

Haley West

Anthony Johnson

Britney Alfred

- I. Call to order
- II. Roll Call
- III. Approval of minutes from 6.28.2021 meeting. (Page 3)
- IV. Review of Treasury Reports
 - a) Treasury Reports current 08.23.2021 (Page 4)
 - Operational Acct: \$ 36,324.74
 - Special Events Acct: \$7,410.12
 - Savings Acct: \$12,035.08
 - b) Profit and Loss against Budget reporting FY to 8.23.2021 (Pages 5-7)
 - Income - Annual Budget: \$96,817.00 / FY to Date: \$8,345.15
 - Expenses - Annual Budget: \$94,633.00 / FY to Date: \$10,732.26
- V. Executive Committee Reports
 - a) As follow up to last meeting, a full list of existing committees is attached. Members are listed with as much accuracy as possible. Please inform ED of any discrepancies so they can be corrected. (Pages 8-10)
- VI. Nominating Committee Reports
 - a) The New Board Member application has been turned into an editable pdf for email distribution by Board Members. It has been emailed to Board Members will be available in the Board Portal. It has not yet been created as a web form on the AAAC website. Potential New Board Members should be asked to submit an application along with a Resume or CV by email to nicole@albanyartscouncil.org. ED will then forward information to Executive / Nominating Committee for review. Members of that Committee will then interview potential new members and make recommendations to the Board.
- VII. Project / Committee / Task Force Reports / Requirements
 - a) Arts Cypher Committee report presented by Committee Chair, Rachel Mansfield.
- VIII. Executive Director Report
 - a) Exhibitions schedule through the end of the calendar year has been finalized.
 - August – September: ASU Art Faculty
 - October – November: Courtenay Puckett

- December – January: DCESS Art Exhibit

- b) A tentative agreement has been reached with FREC for a \$200 flat rate rental use of the Carnegie Library for VIP events associated with concerts at the Municipal Auditorium. Terms are attached. I need your approval. (Pages 11-12)

IX. Old Business

X. New Business to Introduce

XI. A Next Full Board Meeting: Monday, September 27, 2021 @ 5:30PM location TBD.

XII. Adjournment

Albany Area Arts Council, Inc.
Board of Directors Meeting
June 28, 2021
MINUTES

Attendees: Nicole Williams (Executive Director), Wendy Howell (Vice President), Jenny Collins (Secretary), Kayanne Blackwell (Treasurer), Britney Alfred, Tim Brock, Will Davis, Anthony Johnson, Reedi Hawkins Mabry, Rachel Mansfield, Sandy Peacock and Haley West

Meeting called to order at 5:30 p.m. by Wendy Howell, Vice President.

Minutes from May 24, 2021 were reviewed. Tim Brock motioned for approval. Sandy Peacock seconded. Motion passed.

Kayanne Blackwell, Treasurer, reviewed Treasury Reports with the Board.

Kayanne Blackwell, Treasurer, presented FY21-22 Budget proposal. After review, Will Davis motioned for approval. Anthony Johnson seconded. Motioned passed.

Smith Wilson, Past President, resigned from the Board of Directors.

The Board reviewed the new Board Member application. The application will be created as a web form and live on the website. A paper copy can also be requested. An Executive Board contract is also in the works and will be presented soon.

Rachel Mansfield reported on the progress of the Arts Cypher Committee.

Bill Swan, President, Will Davis, and Jenny Collins, Secretary, volunteered to serve on the Exhibitions Committee. Nicole Williams, Executive Director, will send out a full list of committees and functions to the Board for review.

No old business to discuss.

No new business introduced.

Next Board Meeting is scheduled for Monday, August 23, 2021 at 5:30 pm in-person at the Albany Arts Council.

With no other voting business needing to be conducted, Will Davis motioned for adjournment. Rachel Mansfield second. Motion passed. Meeting was adjourned 6:06 p.m.

Minutes respectfully submitted by Jenny Collins, Secretary, and Nicole Williams, Executive Director.

9:22 AM
 08/23/21
 Cash Basis

Albany Area Arts Council
Balance Sheet
 As of August 23, 2021

	<u>Aug 23, 21</u>
ASSETS	
Current Assets	
Checking/Savings	
AAAC operational (AB&T)	36,324.74
AAAC Savings (Back Up)	12,035.08
AAAC Special Events	<u>7,410.12</u>
Total Checking/Savings	<u>55,769.94</u>
Total Current Assets	<u>55,769.94</u>
Fixed Assets	
15000 · Furniture and Equipment	30,470.00
17100 · Accum Depr - Furn and Equip	<u>-30,470.00</u>
Total Fixed Assets	<u>0.00</u>
TOTAL ASSETS	<u><u>55,769.94</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Credit Cards	
Nicole's AAAC Credit Card	<u>279.93</u>
Total Credit Cards	<u>279.93</u>
Other Current Liabilities	
21000 · Payroll Protection Loan (CAR...	8,717.00
24000 · Payroll Liabilities	
24331 · FICA Payable	535.50
24332 · FIT W/H Payable	385.00
24333 · GAIT W/H Payable	<u>210.00</u>
Total 24000 · Payroll Liabilities	<u>1,130.50</u>
Total Other Current Liabilities	<u>9,847.50</u>
Total Current Liabilities	<u>10,127.43</u>
Total Liabilities	<u>10,127.43</u>
Equity	
32000 · Unrestricted Net Assets	48,029.82
Net Income	<u>-2,387.31</u>
Total Equity	<u>45,642.51</u>
TOTAL LIABILITIES & EQUITY	<u><u>55,769.94</u></u>

Albany Area Arts Council

Profit & Loss Budget Performance

July 2021 through Aug 23, 2021

Ordinary Income/Expense	<u>Jul '21 - 8.23.21</u>	<u>Annual Budget</u>
Income		
45000 · Investments		
45030 · Interest-Savings, Short-term CD	0.40	5.00
Total 45000 · Investments	<u>0.40</u>	<u>5.00</u>
46400 · Other Types of Income		
46430 · Miscellaneous Revenue	0.00	0.00
46431 · Payroll Protection Loan (CARES)	0.00	8,717.00
Total 46400 · Other Types of Income	<u>0.00</u>	<u>8,717.00</u>
600 · Statement of Revenue		
602 · Contributions Business	0.00	2,500.00
604 · Contributions Foundations	0.00	4,000.00
615 · Memorials	375.00	
616 · Government Grants/ COA	7,500.00	45,000.00
621 · Education Programs/ Exhibits		
621.1 · Art Sale (Artist)	0.00	0.00
Total 621 · Education Programs/ Exhibits	<u>0.00</u>	<u>0.00</u>
622 · Corporate Art Shows		
622.1 · MillerCoors Makes Art	0.00	2,500.00
Total 622 · Corporate Art Shows	<u>0.00</u>	<u>2,500.00</u>
626 · Annual Juried Art Show Income		
626.1 · JAS Entry Fee	0.00	2,000.00
626.3 · JAS Sponsorship / Donation	0.00	0.00
626.4 · JAS Art Sales	469.75	0.00
626 · Annual Juried Art Show Income - Other	0.00	0.00
Total 626 · Annual Juried Art Show Income	<u>469.75</u>	<u>2,000.00</u>
628 · Classes		
Dance Classes (ATC Partnership)	0.00	750.00
Total 628 · Classes	<u>0.00</u>	<u>750.00</u>
628.0 · Rental/Facility Income		
628.1 · Security Deposit Liab/Expense	0.00	10,000.00
628.2 · Security Dep & Reservation Fee	0.00	2,000.00
628.0 · Rental/Facility Income - Other	0.00	0.00
Total 628.0 · Rental/Facility Income	<u>0.00</u>	<u>12,000.00</u>
629 · Arts Cypher	0.00	7,800.00
630 · Fundraising Events		
620.5 · Over The Edge	0.00	0.00
630.1 · Empty Bowls	0.00	3,500.00
630.2 · Membership	0.00	8,045.00
630.3 · Annual Fundraiser	0.00	0.00
Total 630 · Fundraising Events	<u>0.00</u>	<u>11,545.00</u>
Total 600 · Statement of Revenue	<u>8,344.75</u>	<u>88,095.00</u>
Total Income	<u>8,345.15</u>	<u>96,817.00</u>
Gross Profit	8,345.15	96,817.00

Albany Area Arts Council
Profit & Loss Budget Performance
July 2021 through Aug 23, 2021

	<u>Jul '21 - 8.23.21</u>	<u>Annual Budget</u>
Expense		
65000 · Operations		
65001 · Janitorial and Cleaning Expense		
65001.1 · Janitorial Contractor	300.00	1,800.00
65001.2 · Cleaning Supplies	0.00	200.00
65001.3 · Paper Supplies	0.00	500.00
Total 65001 · Janitorial and Cleaning Expense	<u>300.00</u>	<u>2,500.00</u>
Total 65000 · Operations	300.00	2,500.00
66000 · Payroll Expenses	2,261.00	13,566.00
700 · Total Expenses		
711 · Salaries		
331 · FICA	-535.50	-3,213.00
332 · FED	-770.00	-4,620.00
333 · STATE TAXES	-420.00	-2,520.00
711 · Salaries - Other	7,000.00	42,000.00
Total 711 · Salaries	<u>5,274.50</u>	<u>31,647.00</u>
730 · Bank Charges		
730.1 · Form Printing	0.00	250.00
730 · Bank Charges - Other	0.00	0.00
Total 730 · Bank Charges	<u>0.00</u>	<u>250.00</u>
732 · Travel and Meetings	71.24	500.00
733 · Computer Expenses		
733.1 · Website, Web Apps & EMarketing	186.49	1,000.00
733.2 · Software Updates	0.00	0.00
733.3 · Printer & Print Related Expense	25.90	170.00
733 · Computer Expenses - Other	188.48	0.00
Total 733 · Computer Expenses	<u>400.87</u>	<u>1,170.00</u>
738 · Depreciation	0.00	1,700.00
744 · Dues, Subscription & Membership	0.00	2,400.00
749 · Board Meetings	0.00	200.00
751 · Nonemployee Expense	40.00	3,000.00
757 · Insurance - Liability	0.00	1,600.00
758 · Workmen's Comp. Ins.	0.00	400.00
764 · Advisory Board	0.00	100.00
765 · Legal & Accounting	25.00	1,000.00
766 · Miscellany	0.00	0.00
767 · Advertising & Marketing	0.00	0.00
770 · Office Supplies	301.43	600.00
774 · Postage	245.00	1,300.00
775 · Professional Fees	0.00	50.00
777 · Rental Expense		
777.1 · Security Guard Expense	0.00	1,100.00
Total 777 · Rental Expense	<u>0.00</u>	<u>1,100.00</u>
778 · building Maintenance & repairs		

Albany Area Arts Council Profit & Loss Budget Performance July 2021 through Aug 23, 2021

	<u>Jul '21 - 8.23.21</u>	<u>Annual Budget</u>
778.1 · Landscaping & Exterior	0.00	1,500.00
778 · building Maintenance & repairs - Other	0.00	500.00
Total 778 · building Maintenance & repairs	0.00	2,000.00
790 · Telephone, Telecommunications	266.80	1,500.00
795 · Utilities	1,056.42	9,000.00
821 · Education Programs/ Exhibits		
821.1 · Publications & Mailing	0.00	1,000.00
821.2 · Catering / Food & Beverage	0.00	3,000.00
821 · Education Programs/ Exhibits - Other	0.00	1,000.00
Total 821 · Education Programs/ Exhibits	0.00	5,000.00
832 · Fund Raising Projects		
832.1 · empty bowls	0.00	0.00
832.2 · Membership	0.00	1,500.00
832.4 · DipJar	0.00	100.00
Total 832 · Fund Raising Projects	0.00	1,600.00
Total 700 · Total Expenses	7,681.26	66,117.00
822 · Special Events Expenses		
822.1 · Family pARTies	0.00	250.00
822.2 · Memorial Exhibition	0.00	1,000.00
Total 822 · Special Events Expenses	0.00	1,250.00
823 · Corporate Art Shows		
823.1 · MillerCoors Makes Art	0.00	1,300.00
Total 823 · Corporate Art Shows	0.00	1,300.00
826 · Annual Juried Art Show Expenses		
826.1 · JAS Catering	0.00	3,000.00
826.2 · JAS Ads, Publications & Mailing	0.00	750.00
826.3 · JAS Awards	0.00	1,500.00
826.4 · JAS Juror Fees	0.00	300.00
826.5 · JAS Miscellaneous Expenses	0.00	150.00
826.6 · JAS Art Sale - Paid to Artist	465.00	
Total 826 · Annual Juried Art Show Expenses	465.00	5,700.00
829 · Arts Cypher Expenses	25.00	3,900.00
830 · Transfers		
830.4 · Paypal Fee	0.00	300.00
Total 830 · Transfers	0.00	300.00
833 · Over the Edge	0.00	0.00
Total Expense	10,732.26	94,633.00
Net Ordinary Income	-2,387.11	2,184.00
Other Income/Expense		
Other Expense		
80001 · Loss on Disposal	0.00	0.00
Total Other Expense	0.00	0.00
Net Other Income	0.00	0.00
Net Income	-2,387.11	2,184.00

Albany Area Arts Council

Board of Directors

Committee Membership Current and Prospective FY 21-22

Executive Committee:

- 1.) Comprised of current Executive Members of the Board
- 2.) Evaluates progress toward strategic goals and initiatives
- 3.) Provides oversight for the entire organization
- 4.) Oversee board policies and ensure good governance practices
- 5.) Establishing and sunseting committees and task forces

Current Members

Board President: Wendy Howell
Vice President: Will Davis
Treasurer: Jim Ligon
Secretary: Jenny Collins
Past President: Bill Swan

Nominating Committee:

- 1.) Develop policies for Board Maintenance
- 2.) Recruit Board members
- 3.) Organize Board evaluations
- 4.) Plan Board succession

The Executive Committee, with assistance from the Executive Director, has been functioning in this capacity for the last few years.

Exhibitions Committee:

- 1.) Review Artist Applications
- 2.) Recruit Quality Exhibitions
- 3.) Finalizing Exhibition Schedule (working with ED) Aug – July Finalized by May
- 4.) Managing Promotions and Promotional Materials (working with ED)
- 5.) Develop Exhibition Strategy

Current Members (This committee has begun taking members, but the ED has not yet called a meeting in the current FY.)

Bill Swan
Will Davis
Jenny Collins

Finance Committee:

- 1.) Develop Annual Budget (in conjunction with Exec Dir)
- 2.) Manage Presentation and approval of budget to board at large
- 3.) Review finances throughout out the year to ensure that organization is on track against the budget.
- 4.) Insure there are policies and procedures in place to protect the Arts Council and its employees.

The Executive Committee, with assistance from the Executive Director, has been functioning in this capacity for the last few years. The Board Treasurer typically serves as chair of this committee.

Marketing and Public Relations:

- 1.) Create marketing campaigns
- 2.) Promote events
- 3.) Create advertising and posting on social media platforms
- 4.) Manage all printed publications.
- 5.) Manage the website (or oversee its management)

Current Members

Tim Brock
Rachel Mansfield
Sandy Peacock
Wendy Howell
Nicole Willis

Arts Cypher Committee:

- 1.) Plan the events
- 2.) Oversee the budget
- 3.) Recruit the artists
- 4.) Execute ticket sales

Current Members

Rachel Mansfield (Committee Chair)
Bill Swan
Anthony Johnson
Will Davis
Britney Alfred
Haley West
Tim Brock
Wendy Howell

Special Events Committees:

- 1.) Comprised of Board and Community Volunteers
- 2.) Formed at the beginning of a planning stage and disbanded at the close of an event
- 3.) AAAC Special events examples include (but are not limited to) Juried Art Show, Membership Drive, Empty Bowls

Planning Committee:

- 1.) Develop 5 year organizational and financial plans
- 2.) Develop 10 year organizational and financial plans
- 3.) Develop strategic planning guidelines and events
- 4.) Develop plans for member organization relations
- 5.) Develop a plan for facilities management over time as it relates to rental revenue

Funding Committee:

- 1.) Developing Corporate Relations and Sponsors (for the purpose of fundraising)
- 2.) Review Fundraising History & Develop / Maintain Updated Contact Lists
- 3.) Develop an annual and / or signature fundraiser and manage subcommittees to execute said fundraisers

MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (the "MOU" or "Memorandum"), is entered into on August 27, 2021 (the "Effective Date"), by and between Nicole Willis for the Albany Area Arts Council located at 215 N Jackson St, Albany, Georgia 31701 (the "First Party"), and Josh Small for Flint River Entertainment Complex located at 100 W Oglethorpe Blvd, Albany, Georgia 31701 (the "Second Party"). First Party and Second Party may be referred to individually as the "Party", or collectively, the "Parties".

1. MISSION

The partnership on which the Parties are intending to collaborate, has the following intended mission in mind:

The mission of this partnership is to establish a collaborative relationship between the two parties with the immediate purpose of improving FREC's VIP experience and increasing community awareness of the AAAC's facility and events.

2. PURPOSE AND SCOPE

The Parties intend for this Memorandum to provide the cornerstone and structure for any and all future contracts being considered by the Parties and which may be related to the partnership.

3. OBJECTIVES

The Parties shall endeavor to work together to develop and establish policies and procedures that will promote and sustain a market for The use of The Albany Area Arts Council's Carnegie Library Facility by the Flint River Entertainment Complex for hosting VIP events held in connection with concerts at the Albany Municipal Auditorium., and intend to maintain a product and/or service that meets or exceeds all business and industry standards.

4. RESPONSIBILITIES AND OBLIGATIONS OF THE PARTIES

Any Party may decide not to proceed with the partnership contemplated herein for any reason or no reason. A binding commitment with respect to the partnership described herein will result only from execution of definitive agreements, subject to the conditions contained therein. Notwithstanding the two preceding sentences of this paragraph, the provisions under the headings Governing Law and Confidentiality are agreed to be fully binding on, and enforceable, against the Parties.

The following are the individual services that the Parties are contemplating providing for the partnership.

Nicole Willis For The Albany Area Arts Council shall render and provide the following services that include, but are not limited to:

The AAAC will allow use of the Carnegie Library Facility for the flat rate of \$200 on the day of FREC events. There will be no additional reservation fees or security deposits required (although an insurance waiver will be required to cover liability in the event of damage to the facility or any of its contents). The AAAC will allow access for all or any time of the actual day of an event (entrance and exit strategies will be negotiated as event planning unfolds). FREC will be given access to AAAC's tables and chairs for use inside the Carnegie Library Facility.

Josh Small For Flint River Entertainment Complex shall render and provide the following services that include, but are not limited to:

FREC will pay \$200 for use of the AAAC's Carnegie Library facility on the day of FREC's VIP events. FREC will provide an insurance waiver to cover liability in the event of damage to the facility or any of its contents. In any related advertising, FREC will indicate that the VIP parties (or auxiliary events) are being held in the Albany Area Arts Council's Carnegie Library Gallery. FREC will provide security while guests (or staff when not accompanied by administrative personnel) are in the facility. FREC will have their janitorial staff return any tables and chairs into storage and clean the facility after any event ends. FREC will allow an AAAC representative to attend the VIP events as an ambassador for the facility and its contents.

5. TERMS OF UNDERSTANDING

The term of this Memorandum shall be for a period of 12 months from the Effective Date and maybe extended upon written mutual agreement of both Parties.

6. CONFIDENTIALITY

The Parties will treat the terms of this MOU, and the documents submitted herewith, in the strictest of confidence, and that such terms will not be disclosed other than to those officers, representatives, advisors, directors and employees of any Party who need to know for the purpose of evaluating this MOU and who agree to keep such material confidential.

7. LEGAL COMPLIANCE

The Parties acknowledge and understand that they must be able to fulfill their responsibilities under this Memorandum in accordance with the provisions of the law and regulations that govern their activities. Nothing in the Memorandum is intended to negate or otherwise render ineffective any such provisions or operating procedures. The Parties assume full responsibility for their performance under the terms of this Memorandum.

If at any time either Party is unable to perform their duties or responsibilities under this Memorandum consistent with such Party's statutory and regulatory mandates, the affected Party shall immediately provide written notice to the other Party to establish a date for resolution of the matter.

8. LIMITATION OF LIABILITY

No rights or limitation of rights shall arise or be assumed between the Parties as a result of the terms of this Memorandum.

9. NOTICE

Any notice or communication required or permitted under this Memorandum shall be sufficiently given if delivered in person or by certified mail, return receipt requested, to the address set forth in the opening paragraph or to such address as one may have furnished to the other in writing.

10. GOVERNING LAW

This Memorandum shall be governed by and construed in accordance with the laws of the State of Georgia.

11. AUTHORIZATION AND EXECUTION

The signing of this Memorandum does not constitute a formal undertaking, and as such it simply intends that the signatories shall strive to reach, to the best of their abilities, the goals and objectives stated in this MOU.

This Agreement shall be signed by Nicole Willis for the Albany Area Arts Council and Josh Small for Flint River Entertainment Complex and shall be effective as of the date first written above.

(First Party Signature)
Nicole Willis for the Albany Area Arts Council
215 N Jackson St
Albany, Georgia
31701

(Date)

(Second Party Signature)
Josh Small for Flint River Entertainment Complex
100 W Oglethorpe Blvd
Albany, Georgia
31701

(Date)