

**Minutes of the Regular Meeting of the Board of Directors  
Friends of Sharon Art Studio (FOSAS)  
Wednesday, August 12, 2015, 7pm  
Lawn Bowling Club Room, Golden Gate Park, SF, CA**

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Directors Present/Absent (\* indicates absence): Karen Bash, Constance Flannery, Vesta Kirby, Daniel Michael, Judy Piccini, Dottie Wall, Mei Lie Wong\*, & Lynn Wood\*.

Management Present: Matt Burns (FOSAS Executive Director).

Guests Present: Oaday Awadalla, Karen Clark (Intern), Donna DeTurriss (SFRPD Studio Coordinator), Carl Schmitz (Visual Resource & Art Research Librarian, the Richard Diebenkorn Foundation), and Cassandra Sechler (FOSAS Administrative Assistant).

Handouts: (1) "Retreat Recap," (2) "FOSAS Board Meeting Agenda," (3) "FOSAS Profit & Loss Budget vs. Actual, July 2014 through June 2015," (4) July "Minutes of the Regular Meeting of the Board of Directors," & "Director's Report: August 12, 2015"

### **Attendance & Call to Order**

1. Five board members were present, which was enough for a quorum. Daniel called the meeting to order at 7:05pm

### **Approval of Minutes**

2. Matt mentioned that he sends the minutes out a couple of days prior to the meeting; he would like board members to notify him of any edits as soon as possible so he can make edits prior to the board meeting.
3. Judy confirmed the spelling of the last name "Mozesson" (to be revised in the May minutes).
4. ***Dottie motioned to approve the minutes of the meeting of the board held Wednesday, July 22. Karen B. seconded, all in favor, none opposed. Motion passed.***

### **Opening Question: Minutes Format**

5. Connie asked what style of minutes the board prefers. July's minutes provided more information than usual, including who said what. This format is more comprehensive for those who did not attend the meeting, though Daniel mentioned we do not want a full transcript, but rather bullet points that include the context of the discussion. Judy felt the more information the better and deferred to the preference of the note-taker. There was general consensus that any votes recorded should be identified with bold text.
6. ***Judy motion to maintain a detailed format of minutes with voted items in bold. Dottie seconded, all in favor, none opposed. Motion passed.***

## Board Nomination

7. As a representative of the nomination committee, Connie produced the slate of candidates for the board and proposed welcoming Karen C. to the board to fulfill the term of secretary for one year. Karen C. previously submitted a board application and resume to the nominating committee.
8. The board asked Karen C. to leave the room and proceeded to discuss whether she could be on the Board since she is an employee of SFRPD. Connie produced documents she obtained from Chris Boettcher outlining the guidelines for Incompatible Activities for SFRPD employees, management, and the commission. These documents originated from the San Francisco Charter, California Government Code, etc. Connie stated that as long as Karen C. and Karen B. (both currently SFRPD employees) do not get paid to attend meetings, do not attend meetings on work time, excuse themselves from votes that could personally benefit them, and do not perform other activities clearly outlined in the document, there was no reason they could not be on the Board. She further stated that if SFRPD management disagrees, they must write up the violation and submit it to the employee for a response. If necessary, the matter can be brought before the Ethics Commission for final determination. Donna DeTurrís will look into this matter more, but based on the information before the board, they proceeded to vote on Karen C.'s nomination.
9. *Karen Clark was voted in as a member of the Board and also voted in to fulfill the last year of Claire's term as the Secretary of FOSAS. Both votes were unanimous*

## Guests Intro

10. Matt introduced Carl Schmitz, Visual Resource & Art Research Librarian for the Richard Diebenkorn Foundation in Berkeley, CA. Carl contacted FOSAS via the website with an expressed interest in working with the development committee. Matt thought this meeting would be good for him to attend due to its focus on upcoming fundraisers and events.
11. Carl shared more of his background, including his experience working with a variety of arts organizations in the South Bay Area. The last five years, he has been with the organization that evolved into the Diebenkorn Foundation. He has a Certificate in Nonprofit Management from Cal East Bay and was also involved in starting a nonprofit organization. He is here to learn as well as to lend his ideas.
12. Each board member introduced him or her self to Carl

## Concrete Goals for Meeting

13. Daniel outlined three goals for the meeting, including: (1) review the last section of the June Retreat notes (which detail action items and upcoming events), (2) review the fiscal year calendar, and (3) review year-end financials

## Director's Report (Matt)

14. Richard, the FOSAS bookkeeper, has been facing ongoing difficulties in accessing the remote desktop for Quickbooks. Regardless, he finished most of his reports and closed out the 2014-2015 fiscal year.
15. The handout "FOSAS Profit & Loss Budget vs. Actual," includes a "% of Budget" column, which Matt encouraged each board member to review.

16. Matt is finishing up the annual report. He has sent a draft to the Executive Committee and received valuable feedback; he will send a draft to the rest of the board shortly and plans to email it to FOSAS members this Friday, August 14<sup>th</sup>. Eventually, a copy will also be posted on the SAS website.
17. Daniel mentioned that the final budget does a good job responding to the lessons from the last fiscal year, including overly optimistic fundraising goals.
18. Individual donations are already up—we got a check last week for \$200 and another for \$100.
19. Daniel suggested each board member set personal goals for ways to help generate funds, whether it's an idea for a fundraiser or working to get higher attendance at existing fundraisers. He welcomes ideas that are “outside the box.”
20. The deadline for winter classes turned out to be September 3<sup>rd</sup>, allowing Matt some time to focus on the annual report and MOU.

### **Sharon Art Studio (SFRPD) Director's Report (Donna)**

21. A previous SAS student who had been banned from the studio showed up to try to reconnect with one of the instructors last week. The instructor told him he was banned from the studio, which the former student then claimed to have no knowledge of.
  - a. To address the situation, Donna is: a) asking Chris Boettcher about any policies on banning people (Connie believes there is an SFRPD policy stating the right to refuse service to anyone) and b) working to locate the city's documentation of this incident. She already has a copy of the police report the instructor filed on February 22, 2006.
  - b. Matt is also searching for supporting documentation in the physical files or on the server. He reached out to the previous Director, Lani, who remembers a letter to the student and thinks there is a copy somewhere in the studio. Judy said documentation may also exist in the 2006 board minutes.
  - c. The 2006 incident involved the student making a threat he did not follow through on. He also has not attempted to take classes at the studio recently, so beyond gathering documentation, no action is being taken by either SFRPD or FOSAS at this time.
22. Donna DeTurrís, Matt Burns, Liz Liu, Chris Boettcher, and AnneMarie Donnelly met to discuss the MOU this month. AnneMarie and Chris recommended changing the wording to include: a) possible expansion of FOSAS office space within the next three years, b) a voluntary audit, like the one used at the Randall Museum (something we would need to plan for since their audit cost \$6,000 and our budget is already fixed this year), and c) A 90% payout (as opposed to the past 100%) of the SFRPD registration revenue. This reduction is partially related to additional costs associated with ActiveNet, the new cloud-based registration system.
  - a. Regarding the third item, Daniel has asked AnneMarie for a breakdown of the 10% SFRPD proposes to retain. It is believed that the 90% model was brought up during the formation of the last MOU, but it didn't hold up because of the extra things FOSAS does, like creating and printing the course catalog and maintaining the studio website. Another option to consider is a tier system, implementing the new fees at a slower rate.
  - b. Concern was expressed with the fact that these negotiations are taking place months after the last MOU expired. Negotiation of our revenue model should have occurred prior to the contract's expiration, further allowing time to discuss it with the board. In addition, the request could cost FOSAS \$25,000 annually and the annual budget has already been

completed. We should consider whether this entire year should be treated as interim because of the impact these proposals would have on our budget

## Monthly Topic: Event Planning for 2015-2016

### 23. Drink & Draw Event (Lead: Karen B.)

- a. In coordination with Matt and Oaday, Karen B. ***moved the date of this event to Thursday, September 24<sup>th</sup>*** (the week between sessions). This also allows more time to advertise.
- b. Oaday suggested offering pricing based on two types of tickets: one for just drawing and one for drawing plus food. Oaday said he discussed pricing with his uncle, who owns the event venue, Kezar Pizzeta, and FOSAS would keep all of the money for the drawing portion and the owner would keep all of the money for the food.
- c. Vesta said she would like to help with the event. Matt, Oaday, and Cassandra would like to be part of the event committee. Karen C. requested to be included on emails as well.
- d. ***The committee meeting was set for Tuesday, August 18<sup>th</sup>***, around 6pm. Matt will email to set a firm time.

### 24. Halloween Pumpkin Event (Lead: Dottie)

- a. This event will take place ***Sunday, October 25<sup>th</sup>***, will invite people to bring a pumpkin to paint and decorate! There will be no pumpkin carving, but Karen B. suggested having craft supplies such as feathers and pipe cleaners available to make it more exciting. Matt suggested asking a local business for donation of cider and doughnuts or other seasonal treats.
- b. The event will likely have a suggested donation of \$3-\$4.
- c. Dottie will need to coordinate with Donna DeTurris for use of the Barn Yard Picnic Site. Dottie has not yet determined whether there will be a reservation fee, though Permits and Reservations has a history of waving the fee. She also talked with Brigid (3279 SFRPD employee) about painting pumpkins for the event.
- d. ***The committee meeting was set for Friday, August 21<sup>st</sup> at 10:30am***. Matt and Connie will try to make it. Cassandra wants to come too.

### 25. Corner Store Fundraiser (Lead: Connie)

- a. ***The event was postponed to January 2016.***

### 26. Annual Silent Auction (Lead: Connie)

- a. The event will take place ***Saturday, November 7<sup>th</sup>, 4-8pm***, to accommodate both those who like earlier and later events. There will be no charge at the door.
- b. Connie set the fundraising goal at \$15,000-\$16,000 and said this means a lot of people need to help out!
- c. Regarding studio space on the day of the event, the Glass Room has class 10am-1pm and the glass open studio will be cancelled. Ideally, there will not be any firing in the big barrel kiln during the event. Donna was amenable to this. In the Carousel Room, (Vesta's) class is scheduled to take place 10am-1pm. Connie would like to do a makeup session if possible, to allow for more setup time.
- d. The setup of the carousel room will include using 1/3 of the room as storage with screens in front of it. Auction items will be displayed in rest of room. Roughly 20% of the auction items will spill over to the Glass Room, where we will also serve wine and snacks, with more appetizers later in the event.

- e. Connie's ideas for auction items included: tickets to the De Young or Zoo, a time share, meal vouchers for neighborhood stores and restaurants (including Kezar Pizzeta), any skills you may have to auction off (a one-on-one painting lesson, etc.), and student donations (in the past, teachers have asked their best students to donate items). In the past, auction items have been mostly art, but Connie would like to incorporate a variety of items this year.
- f. Donna suggested sending a letter out to members to solicit donations. Connie also plans to put together a letter and other materials, to take to potential donors.
- g. Ideas for leftover auction items included: putting them in the kitchen showcase, posting them on Craigslist, or raffling them off.
- h. Oaday suggested offering tickets for a drawing. This could be for new or leftover items.
- i. Connie mentioned that people want to know where money is going, so we should decide on this and communicate it clearly. She suggested putting it toward scholarships, which Daniel mentioned does restrict the funds. Karen B. suggested saying "Money will go to scholarships, youth classes, X, Y, and Z."
- j. *The committee meeting was set for Friday, August 21<sup>st</sup> at 12:30pm.*

### **Announcements & Public Comment**

- 27. Matt announced that we are *signed up for Cole Valley Sunday, September 27<sup>th</sup>*. Registration is typically \$200, but he got it down to \$100 because we are a nonprofit.
- 28. Dottie provided an overview of the recent craft fair. She was present for all three days and has some feedback on checklists for supplies/prep for the future. At the fair, she made a few contacts who may provide donations for the November Silent Auction. She also met representatives of the Mendocino Art Center, who were very interested in partnering. Volunteers Jan and Margaret also met a number of people who are interested in taking classes at SAS.
- 29. Daniel suggested utilizing the iPad to sign people up for our newsletter on the spot, especially because sometimes we can't read handwriting. Matt said we can test pilot this for Cole Valley.
- 30. Connie mentioned some of the other merchants at Cole Valley may be willing to donate items for the silent auction. Daniel suggested having an extra person there, to walk around and ask.

### **Goal Check-In for Meeting**

- 31. Matt confirmed all three previously stated goals for the meeting were met

### **Adjournment**

- 32. *Motion to adjourn from Karen B., Judy second, all in favor, none opposed. Motion passes. Meeting adjourned at 9:05pm.*

Minutes respectfully submitted by Secretary, Karen Clark.

Next meeting to be held Wednesday, September 9, 2015—Lawn Bowling Clubhouse.