

**AACTMAD Board of Directors
Meeting Minutes
4531 Concourse**

August 26, 2009

7:30 called to order.

Attending: Bronwen Gates, Mark Hillegonds, Abby Liskow, Greg Meisner, Robert Messer, Nawal Motawi, Pat Micks, Brooke Ratliff, Carolyn Texley. Non-board members/guests: Carol Glass, David Pardy, Marty Wilson, Susie Lorand, John Lesko, Jeffrey Ziemba, Holly Ackerman

Minutes

Approval of the minutes moved until after the vote tally.

Agenda

Add KISSME report to the agenda.

Add agreements status under facilities.

Defer further agenda items until after the vote tally.

New Facility vote tally & announcement of results

173 valid ballots

2 invalid ballots

2 unmarked ballots

111 yes

60 no

Greg Meisner left the meeting.

Motion Nawal: AACTMAD will proceed with the new facility project at 4531 Concourse Drive as recommended by the Facilities Committee subject to (1) Board approval of the final contract with the builder, (2) Board approval of the final agreements with 4531 Concourse Drive, LLC, and (3) raising sufficient funds as described in the previously approved Business Plan. Mark second: All in favor.

Motion: Abby to approve September rent. Nawal 2nd. Approved.

Brooke asked that she be provided invoices for rent.

Greg rejoined the meeting.

KiSSME Lindy Exchange weekend report by Holly Ackerman:

Keep it Simple and Swing Michigan Exchange.

The event went well: \$958.13 profit and the committee are already planning for next year during Art Fair weekend. KiSSME is going to work on getting more information out to make good use of the Art Fair to attract more attendees.

The venues worked well (Michigan League Ballroom, Unitarian Church, Firefly). This was the first time they've used the Unitarian Church, and it was a good experience. The church staff was very

helpful and supportive. A bigger venue for the Sunday evening dance would be better for next year – Firefly proved to be tight for the swing crowd.

The committee also decided that parking passes will not be needed.

Greg asked if there was a good time to schedule a fundraising event with the Swing community. Holly will coordinate with the Board and Greg. Greg suggested an event at the Concourse building. Someone from the board will call to set up a plan. The Treetown Swingtet was suggested as a possible band that could play a variety of music for the event.

Pittsfield Open Band (POB) Proposal

Mark: Motion to accept the offer from POB to lend \$10,000 (from a maturing CD) to the new facility project for a period of 2 years interest free [at 1.5% if the loan is extended beyond 2 years]. Nawal 2nd. Approved unanimously.

Discussion: Greg: repay the loan with more money in their account to support their activity, rather than the considering the extra funds interest. This is a short term loan to get started on the project, and AACTMAD will be fundraising over the next 2 years, so will be able to repay with funds raised.

Brooke raised the point that it is an AACTMAD account, so we would be borrowing from ourselves. POB will be making those funds unrestricted to properly account for the funds. Brooke will need a letter stating that the funds will be unrestricted to document that the funds can be used for the new facility. Brooke will draft the letter for their signature.

New Facility

Nawal: need to choose a date for a large fundraising event. We have enough funds raised to go ahead with an event. Mark will send out the call lists of possible contributors to the board, and all need to commit to contacting them within the next 2 weeks.

We need an event committee: Greg, Nawal and Brooke volunteered. Sept 26 was suggested as the date. Greg has a list of those who loaned money from Wagner Waters, still some who have not yet sent in their money. We need to follow up with a thank you letter for each lender/contributor, and check on the status of the funds. Nawal will follow up.

Greg: we need a timeline for fundraising with dates and amounts to be raised. An accurate and complete record of funds raised is critical. Nawal has been making the deposits. \$55,563.60 is the bank balance for the new facility. \$10,000 from POB and loans/pledges still to be collected all need to be added to that amount. Nawal will make sure all is up to date.

Agreements Committee - David Pardy: he is ready to work with the lawyer on the two agreements. Estimate for legal fees is 12 – 15 hours \$2100 – 2600 for purchase and operating agreements. Cevin Taylor is the attorney. David will report to the board with his recommendations. He said that it would take 2-3 weeks for the 2 agreements. David and Mark will check on the amount of the attorney's fees, to see if they are reasonable, since the amount proposed by Cevin Taylor seemed very high. David will talk to Frank Cafferty about other possible legal counsel, and what reasonable legal fees should be.

Greg: has received a revised proposal from the contractor - Vanston O'Brien with construction changes.

Carol suggested that for the event we should give everyone a sense of the new space by indicating where windows and doors will be, and maybe some samples of materials (e.g. flooring, doors).

Nawal will also continue working on building operation/management procedures and planning.

Treasurer's Report - Brooke

Brooke called the IRS on Aug 17 about the status of AACTMAD's tax returns and was told that no tax forms from AACTMAD had yet been logged, but it can take 4-8 weeks after they receive forms for them to appear in the log. Brooke therefore can't confirm that AACTMAD is current with IRS tax filing until sometime in September. If AACTMAD did not meet the deadline (Aug. 15), our 501C3 status would no longer be valid. There are financial penalties that AACTMAD/the Board could be liable for. AACTMAD could re-file as a 501C3 under a new name to establish 501C3 status. We're acting on good faith that our taxes were filed on time (Ray Bantle indicated that he had filed all tax returns), so the status of our permission from the State of Michigan for fundraising outside our membership is unaffected.

Brooke will continue to check on AACTMAD's status with the IRS.

Budget: Brooke needs to receive the ARRR forms for budgeting for next year from all committees. She also needs policies and procedures for the forms so that going forward, AACTMAD has a well-documented budgeting and accounting system in place. AACTMAD now has more financial visibility with a fundraising campaign, so we need to be able to document how budgeting and spending is done. Brooke proposes to clarify and change the procedures going forward. Brooke will propose procedures at the next meeting.

Communications – Greg.

Ray Bantle has notified Greg that he will not be working as AACTMAD webmaster after November, so we will need to work out a plan for continuing to update the website.

Susie: suggested we form a committee to investigate website re-design. She volunteered to be on the committee. Greg suggested Brad Battey be asked to help the committee. Brooke also has some suggestions and proposals.

Website committee: Brooke, Carolyn, Susie, Greg.

Mark will send out an announcement tonight on the vote results.

Sept. 9 next Board of Directors meeting 7:30.

Sept. 23 regular Board of Directors meeting.

Mark: motion to adjourn. Abby 2nd. Approved.

10:10 meeting adjourned.