

**AACTMAD Board Meeting Minutes
4531 Concourse**

May 27, 2009

7:31 called to order.

Attending: Mark Hillemonds, Abby Liskow, Ruth Scodel, Nawal Motawi, Bronwen Gates, Carolyn Texley, Brooke Ratliff, Greg Meisner. Non- Board members attending: Gretchen Preston, Dave Pardy. Carolyn Texley recording minutes for the meeting.

Minutes will be sent out via email by Friday May 29.

Agenda reviewed, accepted.

DITS

A committee is being recruited from various groups, as well as the DITS database. Karen Hillemonds has all forms/permits underway with the City.

Co-chairs Joan Hellman and Karen are looking for sponsorship.

Nominating Committee

We need to rebuild the committee, and therefore need a chair to recruit members. Discussion of process: 3 members are elected, 2 appointed by the Board and 2 members of the Board. Vacancies that need to be filled are the Board appointees.

Debbie Jackson (3rd year), Pat Micks (1st year), Pam Kittle (1st year), Ruth Jones (2nd year) are the current Committee members. Mark will ask these Committee members if any would like to be chair. He will confirm members of the Committee and length of their terms remaining (best guess only for each above). Ruth Scodel volunteered to join the Nominating Committee as the 2nd Board representative. She will expand on Marge Cramton's spreadsheet of members and board service.

There was no response to the letter Mark sent to the membership asking for new board members.

Greg: motion to appoint Ruth as Nominating Committee Board member. Second: Bronwen. Approved unanimously.

Fundraising Committee

Send letter of thanks to Ray Bantle and Debbie Jackson for service on Fundraising Committee. Carolyn will draft and send to Board.

Brooke will be in touch with Ray about research/notes/ paperwork that they created for their fundraising efforts.

Mark will be chair of Fundraising until others are found. The Board will take on the fundraising functions, as well as looking for other volunteers. Brooke proposes a board resolution to fundraise: develop prospects, make contacts, etc.. Greg has collected information materials on fundraising methods, samples of brochures, printed materials, etc. Mark volunteered to be one of the 'askers'. Bronwen will contact David Gruner about helping with the fundraising effort. Nawal: mentioned 2004 fundraising strategies document, and that Ingrid Alt (currently working for Think Local First) might be interested in helping with AACTMAD fundraising. Gary Fett (contradancer) is another possible contact. Nawal suggested a working meeting with all those interested /potentially interested in Fundraising. We need a clear case statement and business plan – both of which are in place, just need to adapt to communication formats (brochures, etc.. Bronwen volunteered her house for a Fundraising working meeting on Wed. June 3, 7:30. Bring any relevant material.

Brooke: motion to send email to committee chairs inviting them to the meeting. Second: Ruth. Passed unanimously.

Brooke will draft invitation, Greg will send it on.

Finance Committee – Brooke

Kay and Ray are both retiring from treasury duties. The Treasurer accepts & deposits funds and enters data in records, creates reports. One person reports, one person writes the checks. Everything needs to be looked over by a second person (deposits, bank statements.) Brooke sent out a proposal to appoint Catherine Steeg as controller (to approve reports, oversee bookkeeping) Brooke would be the bookkeeper. David Pardy has also volunteered to help. Brooke, Cathy and David will meet with Kay and Ray to handle the transition of duties/records, etc. Brooke and Catherine will agree on reporting procedures, process.

Brooke: motion to approve Catherine Steeg to serve as ad hoc controller at the Board's discretion. Second: Greg . Abby & Bronwen abstain. Passed.

Brooke & Nawal would be signers, but Catherine would have to approve and report to the board.

Greg. motion to authorize letters to transfer signing powers from Kay to Brooke. Second: Abby. Passed.

Communications Committee –Greg

AACTMAD@hotmail.com faq123 is the password. For sending questions relating to the facility that Greg will respond to and add to the FAQ. Pat and Greg suggested appointing a communications officer. The FAQ section on the website needs to be updated; Greg

and Mark are working on it. Both Mark and Greg offered to meet with Committees to go over the new facility questions.

Mark: motion to add Greg to the AACTMAD distribution list as a sender and to remove Marge. [That will leave Mark and Brad] Second: Carolyn. Bronwen abstain. Passed.

Operations Committees – Mark

Review the existing operations committees and administration to see what can be streamlined or reorganized to better serve AACTMAD (Public Relations, IT, etc.)

Long Range Planning

Need a volunteer to lead the effort to look at the bylaws, administration, general organization of AACTMAD administrative tasks. A long range plan review is also scheduled (according to the strategic plan adopted in 2005). Mark will lead the administration review, with the goal of proposing any changes by the next annual meeting.

Conflict of Interest policy

Greg: move the Board adopt the Conflict of Interest Policy presented by Ralph Rumsay with the addition of AACTMAD as organization name. Second: Abby. [Greg sent via email last week]. Passed unanimously.

Add to motion: Ruth would like to add a sentence to the beginning of article one: The directors, officers, and committee members of AACTMAD have the fiduciary responsibility to make decisions with the best interests of AACTMAD in mind. The purpose of this conflict of interest policy is to ensure that AACTMAD's deliberations follow, and are seen to follow, this principle. When AACTMAD enters into a transaction that benefits or could be perceived as benefitting the private interest of a director or officer or might result in an excess benefit transaction, this policy protects AACTMAD's tax-exempt status and its public reputation.

Greg Meisner and Gretchen Preston left the room

Mark: motion to pay \$1350 rent for 4531 Concourse. Second: Brooke. Passed unanimously.

Discussion about ad hoc monthly rental arrangements and how long that will continue. Is it due diligence to revisit the new facility in view of current commercial real estate prices? Building campaign/new facility feasibility needs to be reviewed.

Ruth Scodel left the meeting.

Greg and Gretchen re-entered the meeting.

Nawal: move to change AACTMAD's address to 4531 Concourse. Second: Abby. Passed.

Nawal will ask Cindy Keesler to change the address with the Post Office, the State of Michigan, etc.

Mark will let Ray and Marge know so that any mail they receive can be forwarded.

Concourse

Brooke on Business Plan and budget.

Brooke and other Board members pointed out a few changes which Brooke will include in the next version of the Business Plan.

To be conservative & realistic, Brooke assumed that AACTMAD would make money the first year of operation with a small increase in the second year. Revenues would be flat in year 3. After that, she thought that the facility would be at capacity - especially on a purely volunteer basis. We may find that we would need to hire a manager. All of her calculations were based on committees using the space.

Discussion: The purpose of the project is to support the committees. Fundraising and rentals would be intended to cover as many costs as possible. The purpose is to provide service to the community.

If we don't build the facility here, we would take most of the same problems/challenges with us. We do have talent within the organization to maintain the rental program and operation of the facility just as Pittsfield Grange has been managed.

Brooke's conclusion, after working on the financial scenarios, is that the project is feasible.

Mark proposes that the business plan wording explain and describe the change in approach to AACTMAD's mission: offering a permanent space for AACTMAD's mission activities. The board has decided that a facility would best serve AACTMAD's mission.

The Business Plan should be used for fundraising as well as an internal organization and planning tool.

The Board will look over the plan over the next week (by June 3) and provide feedback so that a business plan can be adopted.

Nawal: will be scheduling a meeting with the design team within the next week.

\n **Agreements**

David reported on the Agreements Team work. They have developed 3 documents with amendments – send corrections to David. He will forward new versions to the Board by Friday May 29. David suggested a special meeting to discuss the agreements. Facilities meeting will be planned for the board each Wednesday evening. A meeting to discuss agreements is scheduled for June 10.

Gretchen suggested that there should be a goal stated for each meeting.

Mark moved to adjourn. Nawal: second. Passed.

Meeting adjourned at 10:17