

AACTMAD Board of Directors meeting
September 23, 2009, 7:30 pm
Location: 4531 Concourse

7:48 Called to order

Attending Board members: Mark Hillegonds, Abby Liskow, Greg Meisner, Robert Messer, Nawal Motawi(left 9:00), Brooke Ratliff(8:20), Carolyn Texley Non-Board member attendees: Gretchen Preston, David Pardy

Approval of minutes

Approval of the minutes from Sept. 9 meeting tabled.

CDSS Michigan Visit (Mark)

Next steps

Bronwen contacted the CDSS board with the proposed dates (weekends in November 2010). We are waiting for a response from the CDSS board for confirmation.

David: Oakland Co., Midland, and other dance groups in the greater Michigan area should be included. Mark: it is intended to be a community (Michigan) wide event.

Board Vacancy

Bronwen has decided to step down from the board. She is not distancing herself from AACTMAD, the Dawn Dance committee, the CDSS visit and other activities..

Mark: talked to Paul Carrier, who was interested in joining the board. The board needs to decide if we want to keep the board at 10 members and fill the 2 vacancies (for Pat and Bronwen). Bronwen: May 2010, Pat: term exp. May 2011. Discussion concluded that we will try to find replacements for Pat and Bronwen and begin advertising for a slate of candidates for the 2010 election later this fall.

Nawal: motion to appt. Paul Carryer to the board through April 2011 to fill the remainder of Pat Micks' Term. Greg 2nd. Approved.

Greg: consider the donors/lenders as possible candidates for the board: John Lesko, Will Jaynes, Louise Tamares, Carol Glass, Jennifer Burd. Mark will call them.

Facilities – (Nawal)

Agreements update: David Pardy.

He has talked to the new lawyer, Joe Fazio who is checking with his non-profit experts to complete research on the Agreements. One suggestion Fazio said may be a good idea is to create a subsidiary organization (AACTMAD Inc.) under AACTMAD's 501C3 to insulate AACTMAD's profit making activities (rents at the new facility). Cost is only \$60 to set up. That organization would provide a clear separation between the profit making portion of the rental of the new space .and AACTMAD as a non-profit. Fazio estimated approx. a few hours of his time to complete research and set up the subsidiary. at an average cost of \$300 per hour, which is less in legal billing than the previous firm.

Discussion followed. Several members of the board were doubtful that the addition of a subsidiary would be necessary based on previous experience. The Agreements committee and the board will consider Fazio's opinion further once his research is complete.

If we go ahead with the 50% ownership in the new facility, David will remove the language that states that G&G must sell AACTMAD up to 49%. The rents that the LLC collects (1/3 from AACTMAD, 2/3 Gretchen's House based on the percentage of the building that is used. is a combination of mortgage plus utilities – electric service will be billed separately. David and Gretchen repeated that the increased ownership percentage (change from 10% initially to 50%) would still be considered paid in full from funds already paid – the monthly rental of \$1350.

Frank Cafferty and David met last week. They determined that lease agreement is ready to go to the board, then to the attorney.

David: will determine when the attorney can draft the agreements with the numbers for the November payment, which will be different since it will include AACTMAD's full portion of the utilities, etc.as a partner in the LLC.

Joe Fazio has agreed to represent AACTMAD with the builder on the construction contract on a pro bono basis. What we have now is a scope of work agreement. Dave Hughes from Vanston O'Brian is donating all of the kitchen work.

David: we need a dollar amount assigned to all in kind donations.

Fundraising Party

Brooke: suggested press release about the fundraising campaign. Nawal will talk to Joan Hellman about distributing the press release. Writing the release was not assigned.

Discussion summarizing the Board's position on using and accepting loan funds.

Greg: we will need to have 2 separate numbers: total funds and total needed to begin building. The first year operations funds, for example, can be raised and allocated after construction is underway. The Board referred to the FAQ list answers (compiled before the special election in August) as the source for consistent decision-making.

Call list: need to take over Bronwen's calls to make sure that all members are contacted,.

Bob: three members that were not on the original list so far.

Gretchen will send out a final list of those attending by table on Thursday (Oct. 1). Carolyn will call Bronwen and Pat Micks about coming to the party, and possibly helping with clean up and or party preparation.

Nawal: has been talking to people in the Ann Arbor community and has found interest and donations. There is good potential for fundraising outside the membership.

Nawal distributed the program for the party. Gretchen and Nawal will script the introductions. Discussed the need stories of what dancing means to our members. Mark suggested Dawn Schwartz, could emcee that segment.

There are a few donors who have offered to match funds given at the party. Nawal will have a mock up of the donor tile at the party.

Decoration/Party preparation

Brooke: will work out lighting LED string lights, etc. She will buy what we need.

The Facilities/construction committee will talk to the builder at our regular Monday meeting about power for the lights, stage. We will need outlets on the east and west walls. Brooke suggested using clip on/construction lights for lighting the stage area.

Gretchen has someone helping with flowers, but would like some leaves (real and artificial were discussed) for decorating the tables. G

Greg is coordinating the printed materials for the tables.

Gretchen: need signs for Concourse and State, front of building, signs labeling food donations. Vinyl letters, stencils. Need donation box. Dave K. is doing the sign. Mark will ask Mary Sexton to act as greeter until 8:00. Jaycees will handle serving and cleanup. Jennifer Burd will do thank you notes.

Greg: sent note to John Lesko and Drake Meadows about playing for international demo. Board members to be here by 7:00.

Gretchen left the meeting.

Cleaning Party Sunday Sept. 27 2:00

Mark: Jennifer and Dick might be able to help at the cleaning party Sunday. He has talked to the Jaycees about doing it, for \$100 donation.

Carolyn will talk to Pat about working on Sunday 2:00..

Greg Meisner left the room

Mark: Motion to pay October Rent of \$1350. Brooke 2nd. Approved.

Greg re-entered the room.

Brooke asked Greg for the invoice for the rent.

Mark: the board needs to know what the amount of rent/payment will be in November.

Finances (Brooke)

2009 / 2010 budget update. Her opinion is that we need to change the process so that the budget comes from the central board based on the previous year's committees needs. It is important to create more transparent, consistent accounting at the committee level.

Brooke emailed all treasurers about the ARRR forms asking for actual expenses for last year to base the upcoming year's budget.

Nawal: AACTMAD is more of a granting agency.

Mark: Committees need to be accountable for expenses: receipts, deposit slips, etc..

Brooke: proposed that she/we provide committees with a budget based on actual expenses as a starting point, and have them adjust (additions or subtractions).

Bob: we need to make sure that the committees understand that this is intended to be helpful to them.

General discussion concluded that the goal is to improve our accounting in order to create complete and detailed - but user-friendly - accounting practice throughout AACTMAD.

Greg: there was a concern that these activities needed to be explicit about their needs so the current system has developed over time.

Mark: rather than give Committees a blank form, meet with them in a workshop format to complete their budget requests. This would allow Brooke/the Board to answer any questions and use their feedback to streamline the system for them.

Greg: this might help to establish some closer relationships between the committees.

Mark: need procedures and policies, especially for budgeting.

Mark: It's too late to change the process for this year. We need to make changes for next year. We do need to get back to the Committees about any questions we have for their requests for the upcoming year, and work on instituting changes for next year with plenty of notice, preparation and possibly training. We will use this year's request as is and build in the necessary rigor for next budget year.

Brooke will take the 3 binders from the last 3 years to review for recommending changes..

Greg: We have changed AACTMAD's address to 4531 Concourse; added DBA(Doing Business As) AACTMAD and Ann Arbor Council for Traditional Music and Dance. We now need to change our name officially from the Peter Mattis Foundation to AACTMAD which also needs to be registered for fundraising. Mark will take care of the filing; Brooke will send the pdf of the tax return to be included with filing for the name change. Greg: all information and forms are on the State of Michigan website.

David Pardy then volunteered to take on changing Peter Mattis Foundation to AACTMAD and then change the DBA if necessary..

Action Item Review (Mark)

Next meeting date – TBD. Mark will email about meeting day (Brooke can't make Wed. evenings until December.) Either Mark or Bob will post the meeting time on the calendar. We will probably need to meet earlier in November and December.

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

Meeting adjourned at 9:50.