



## Village Arts Coalition

---

VAC Meeting

Date: 10/15/2007

Location: Avalon Building

Board Attendees: Melba Shepard, Ingvar Sodal, Deborah Howard, Marshall Shapiro, Chuck Palmer, Steward Hartman, Anne Vickery, Jane Bunin, Robert Schaedla.

Public Attendee: Will Crary

Meeting was called to order by Melba Shepard at 7:30pm.

1. **Past meeting minutes:** Steward motioned to approve the minutes from the September VAC meeting, Chuck seconded and the motion passed unanimously.
2. **Annual Meeting :** The proposed agenda for the 2007 VAC annual meeting to be held on 10/21/2007 is:
  - a. Financial Report - Stan Wilkes
  - b. Stomp Report - Ingvar Sodal
  - c. VAC Web Site/portal Report - Chuck Palmer
  - d. Avalon Report - Chuck Palmer
  - e. International Festival - Robert Schaedla and Anne Vickery
  - f. Election of Board members
    1. Nomination Committee - Chuck Palmer
    2. Election - Will Crary and Robert Schaedla

Some general discussion about how to present information at the Annual Meeting followed: Topics discussed were:

- a. The VAC International Festival: Robert will give a vendor report. Anne may co-chair the 2008 VAC International Festival, but she wants responsible co-chairs to coordinate logistics, the dance schedule and vendors. Chuck then suggested that we do away with the vendors at the festival all together. The general consensus was that we needed to discuss how the festival will operate next year in a subsequent meeting. For now, we need to let our member organizations know that we need HELP if the festival is going to continue. Anne agreed to work with Robert to present how the Festival did in 2007 and what is needed for 2008 at the annual meeting.
- b. Nomination Committee Report: The committee reported that Melba, Jane and Deborah terms are expiring this year. They also reported that

they have talked to Susie Reisser, Dorthory Vernon and Stan Wilkes about possibly becoming VAC Board members.

It appears that if everyone that has expressed interest in becoming Board members does so, the VAC Board will be comprised of 18 members. Chuck then suggested that as the By-Laws are vague, we should consider a motion to set the number of Board members.

**MOTION:** Marshall moved that the Board follow the recommendation of the nominating committee and that the ballot be comprised of 6 nominated people. Election of the 6 members would set the VAC Board size at 18 people. Steward seconded the motion and the motion passed with two dissenting votes (from Anne and Robert).

Anne then announced that she was stepping down from chairing the nominating committee. She feels strongly that setting the Board size at 18 does not allow floor nominations. Chuck agreed to chair the committee in place of Anne.

- c. **Web Portal:** The new web portal will be demonstrated at the Annual meeting. Chuck will lead the discussion and demonstrate the features of the new portal. Ingvar agreed to market the new features to our member base. Then Chuck, Ingvar and Marshall presented the new portal and several different layouts to the Board. After the Board had a chance to see the different layouts the Board voted to approve the layout with the black VAC logo that does not have the wording (Village Arts Coalition) contained in it.

3. **VAC Manager Position:** The committee met and discussed oversight of the VAC manager. A brief summary of their recommendations which will be written up for a future board meeting are: - manager reports to one board member with 2 board member back-ups - manager is an independent contractor who receives 50% of net income - manager should also attend VAC board meetings.
4. **VAC By-Law Changes:** VAC By-Law changes Steward moved and Caroline seconded that the Board adopt the By-Law changes. However, Steward then pointed out that the Board still has to fulfill the current By-Law procedures for notification of voting on By-law changes. See Article XI - Ammendments. Steward and Caroline withdrew their motion.

**MOTION:** Ingvar then moved and Robert seconded that we modify the proposed By-Law changes so Article IV, Section 3 reads "three sequential meetings" instead of "four sequential meetings. The motion failed: 3 for, 5 against.

The proposed changes that were distributed via email will be voted upon at the first Board meeting after proper notification of Board members.

The Board also requested that Marshall and Steward examine the By-Laws for other suggested changes specifically including how to add notification or communication via email where appropriate. Will Crary said he will get his ideas on suggested By-Law changes to Steward.

5. **Next Meeting:** Ingvar moved to adjourn the meeting, Jane seconded and the Board agreed at 9:45pm. The next meeting of the VAC Board will occur on November 19<sup>th</sup>, 2007, at the Avalon Building at 7:30pm. If you are attending, please park behind the building and use the back door entrance.
6. Meeting adjourned at 9:45pm.