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Minutes Board of Directors Meeting: March 14, 2003

The DaVinci Institute

Abstract

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**The DaVinci Institute
Board of Directors Meeting
March 14, 2003
Minutes**

The board of Directors of the DaVinci Institute met on Friday, March 14, 2003 from 3:10-4:30 pm at the Zoological Center, Oklahoma City. Those in attendance were: Marvin Lamb, OU; Linda Tiller, OU; JoBeth Moad, OCU; Teresa Brekke, Kirkpatrick Foundation; Susan McCalmont, Kirkpatrick Foundation, Mary Brodnax, UCO; Betty Edwards, Rose State; Lee Neibert, St. Gregory's and Melissa Vincent, DaVinci Institute.

Those not in attendance were: Those not in attendance were Mark Parker, OCU; Manuel Prestamo, OKCCC; Bob Palmer, UCO; John Dobson, OSU; John Clinton, Oklahoma A+ Schools, Paul Hammond, OBU; Ben Bates, Langston; Chris Markwood, UCO; and Mike Gunzenhauser, OSU.

I. Welcome: Melissa Vincent called the meeting to order at 3:10 p.m.

II. Minutes. Melissa Vincent asked for a motion to approve the minutes. Betty Edwards made the motion, Lee Neibert seconded, none opposed. Minutes were accepted as presented.

III. Financial Report – Linda Tiller presented a financial statement for both month ending 1/31/03 and 2/28/03 in that no meeting was held in February to present the January financials. She noted that there will be a \$30 difference in the February deposit totals in that Melissa Vincent had the deposit book and made that deposit. Beginning balance for January as of 12/31/02 was \$55,810.44 with no deposits for January and expenses totaling \$8,528.44 with an ending balance as of 1/31/02 of \$47,282.00. Beginning balance for February as of 1/31/02 was \$47,282.00 with no deposits (aside from the additional reported \$30) and expenses totaling \$9,729.64 leaving a balance as of 2/28.03 of \$37,552.36.

Before acceptance of the financial Linda Tiller reported that a comprehensive compilation of the financials needed to be done by a professional firm. She suggested Luten and Company who estimated from \$3500-\$4000 for the service. She also noted that Larry Pace would not agree to provide this service. Susan McCalmont suggested contacting Bob Gary to inquire as to his service.

Linda Tiller also reported that the payroll taxes had not been paid prior to the remittance earlier this month. However, they are now up to date. She added that some interest may be compiled but that until notification from the IRS any amount that may be owed will not be known.

Melissa Vincent asked if there were any questions on the financials. She then asked for a motion to accept the financials as presented. Betty Edwards moved to accept the financials as presented. Mary Brodnax seconded. All approved.

IV. Committee Reports- Education

In John Clinton' absence Melissa Vincent provided the board with a written executive summary and update on the Oklahoma A+ Schools network. Also included were a calendar of events for the year to date and a copy of the interim report that was submitted to the Reynolds Foundation in response to their grant.

Susan McCalmont gave an update on the tri-state retreat and reported that a standing committee will be meeting April 11, 2003 from 9:00-1:00 to develop structure and policy for the continuance of this network. Such areas of discussion will include clarification of staff roles and the role of the various states to the network and to each other. Linda Tiller asked if decisions made at this meeting would have any affect on the budget and Susan responded that any affect would be in the long term as the roles of those presently involved change and restructure.

B. Programming –

In the absence of Manuel Prestamo Melissa Vincent reported that three institutions are preparing to sign contracts for the Salzburg Marionettes to perform on their sites- OSU, OKCCC and Murray State. She

added that Manuel Prestamo requested the use of the remaining programming dollars to be used to offset the expense of these performances. Susan McCalmont questioned the impact that the small amount of remaining funds would have on this program versus another program that doesn't require as much expense. Lee Neibert agreed that the remaining money could be used in a more productive and apparent area. Therefore no motion was made to earmark the remaining programming money for this performance. Melissa Vincent added that there is still availability for the Salzburg group to visit a campus for a workshop on either the 8th or 9th and that anyone interested in having them on their campus should contact Manuel Prestamo or herself. Melissa Vincent also reported that collaboration between OKIE, OKCCC and Chickasha will be hosting the Moscow Boys Choir on their campuses as a result of the work of the programming committee. The report ended with the announcement of programming committee meetings reconvening in June or July to begin discussions concerning the 2004-2005 year.

Mary Brodnax inquired as to the means for meeting the additional costs that will be incurred in future years. Linda Tiller asked if Melissa Vincent would be addressing these needs. Melissa Vincent answered that she had told the programming committee that when the more crucial areas of the organization had been addressed then grant writing would be addressed for programming. Susan McCalmont added that the Arts Council could be a good vehicle for these expenses.

C. Public Awareness – Paul Hammond

Paul Hammond was absent and therefore no public awareness report was given.

V. Director's Report – Melissa Vincent

Melissa Vincent updated the board on the progress of the DaVinci Scholars event April 11, 2003. She reported that four applications had been received for the scholar award and that funding had been received to cover two winners if the selection committee felt that there were two strong applicants. The funding for the scholars came from Wanda Bass and Sonic Corporation. She added that a number of other corporations had expressed interest for possible future funding including Bank of Oklahoma, Devon and Chesapeake Energy. In respect to table sales Melissa Vincent reported that there had been 3 tables at \$1,000 sold with the possibility of 8 others and a total of 15 tables sold at the \$500 amount with a possible 6 others. She also reported that several individual seats had been sold and that individual invitations had only recently been mailed. She also reported that there would be one complimentary table for press, the scholars and the speakers and guests with 5 tables being reserved at cost for Oklahoma A+ Schools. She also reported that although unable to attend Ken Ferguson of National Bank of Commerce was sending a donation of \$200.

The DaVinci Institute Pin competition has been completed with judging by Mark Palmerton of The Crucible and Bob Palmer of UCO. The winning pin was submitted by Mandi Anderson of OSU and the runner up was submitted by Sarah Stewart also of OSU. The winning pin will be on display at the April 11 event and the designer will receive \$500. The runner up will receive \$250. Both will be recognized at the April 11 event and on the website. The pins will be for sale at the April 11 event. Melissa Vincent explained that casting for the pin would have a one time cost of \$122.70 and each pin would cost \$64.05 in orders of 5. However, each additional order of 5 will lower the cost by 5% (i.e. 10 pins ordered = \$60.85 a pin). If more than 25 pins are ordered at one time the cost of the pins will be \$52.16. Discussion about having pins available at the event occurred. Mary Brodnax felt it would be good advertisement to have some of the members of the board wearing the pin. Mary Brodnax offered to pay the cost of casting and place an order for one of the pins. Betty Edwards, Teresa Brekke and Susan McCalmont also placed an order. Marvin Lamb asked for the board to discern a price at which to offer the pin. The amount of \$75 was reached. Mary Brodnax made a motion to have an initial casting of 5 pins made and to offer the pins for sale at the April 11 event for \$75. Betty Edwards seconded the motion. All approved.

Susan McCalmont asked the board if they had any other suggestions for sponsors. CCOSA, Kelly Haney, Penny Williams and ACG were given as possible sponsors. Marvin Lamb also suggested that the various colleges be encouraged to invite their local legislator to sit at their table for the event in order to get government officials involved.

V. New Business

A. Restructure of Board/Committees. In the absence of Mark Parker, Melissa Vincent presented a draft outline of new proposed committees/chairs for the 2003-2004 board of directors. Proposed additions include Chair of K-16 with a person in charge of Music, Drama, Dance, Visual Arts and possibly Humanities; and chairs for website, guest speakers, film, instate speaker's bureau, and development with funding, fundraising and membership falling under the auspices of this new chair. Marvin Lamb suggested that it was a bit heavy on the chairs and needed to maybe put the K-16 areas under education and leave 4 chairs and 4 officers. The question was asked if membership belonged under the development chair and Linda Tiller stated that the Vice President is usually the chair of membership but that it is a financial matter and definitely would be appropriate to be under this area. Susan McCalmont suggested that maybe membership should have its own committee and chair. The board agreed that Mark Parker, Marvin Lamb and maybe Paul Hammond should discuss the new structure in more detail, fine tune the structure using the policies set forth in the by laws and then submit it for proxy vote before the April nominations were to be attempted.

Susan McCalmont also suggested that the board put in writing the description of each board job including any requirements such as percentage of meetings to be attended, amount of monetary contribution required, committees to belong to, programs to assist with, etc. Marvin Lamb suggested asking Nance Diamond of OAI for her requirements in that her board was just asked to sign such agreements.

B. Financial restructuring. Susan McCalmont suggested that now that staff is in place that some of the burden of the daily financial responsibility be taken off the Treasurer and placed in the hands of the staff. In order for this to occur, Melissa Vincent will need to be added to the checking account signature card. She added that minutes must be given to the bank that requests such an amendment to the account. Linda Tiller added that banks do not allow more than three signatures and presently three exist in the President, Vice President and Treasurer of the organization. Marvin Lamb asked how this change would work in that problems could exist once this is implemented. Linda stated that when a second signature was required plans would have to be made to contact an approved signer to have that accomplished. Marvin Lamb asked who would be responsible to make the connection and the board agreed it would be the responsibility of the director or staff. Linda Tiller suggested that the motion be made in the form of the signers being requested by position and not name so that when changes occur in staff or board members the changes would be easier. She also suggested that someone other than the director be responsible for the minutes to provide protection. Marvin Lamb suggested that the Secretary of the board might be responsible for the minutes and that the President, Treasurer and Director would be approved signers on the account. Susan McCalmont asked Mary Brodnax (Secretary) for her feelings about this change in requirements. Mary asked if it would be possible to record them instead of taking them by hand. The board saw no problem with this. Mary questioned her ability to have them transcribed with her work load and Marvin Lamb suggested a student worker or other office assistant could do the transcription. Mary Brodnax said with those qualifications she didn't see a problem with the Secretary being responsible in seeing that the minutes were kept. Melissa Vincent asked about the inclusion of a monetary limit noting that presently \$500 was the cap. She asked if this was an agreeable amount now or if they desired to have that changed. Linda Tiller was asked to explain what was customary and she stated that \$500 limit for one signer was common. Marvin Lamb made a motion for the President, Treasurer and Director of the DaVinci Institute to be named as official signers on the DaVinci Institute account with a limit of \$500 for one signature and a second signature required for any expense over \$500. Susan McCalmont seconded the motion. All approved. Presently the President is Mark Parker, Treasurer Linda Tiller and Director Melissa Vincent.

Susan McCalmont also requested that a monthly budget versus actual expenses be created for each meeting.

Linda Tiller added that the requested change should be able to be approved and operational by the end of March.

C. "Council" addition. Melissa Vincent brought to the attention of the board a proposal for the addition of a community council that would be responsible for community relations and advocacy for the organization. Susan McCalmont added that they would provide a civic presence and be planner and

spokespersons for the organization outside of the education arena for events such as the April 11 event. The board agreed that this was a good idea for diversity and growth. Mary Brodnax clarified the request for nominations and Susan asked that each campus nominate someone that would be willing to serve in this capacity to be presented to the board for approval. Marvin Lamb added that it needs to be made clear that it is an ex-officio board and that they could possibly elect a chair that would attend the board meetings to keep apprised of what was happening. Linda Tiller moved that the proposal for the addition of this board be approved. Mary Brodnax seconded the motion. All approved.

VII. Other Business. Melissa Vincent asked if anyone had any other business for the board. No one had any further business.

VIII. Adjournment. Linda Tiller made a motion to adjourn the meeting. Marvin Lamb seconded. The meeting adjourned at 4:23p.m.