



## Village Arts Coalition

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**Minutes: VAC Board Meeting 5 December 2013** at the Avalon. Called to order by Larry at 7:15PM

1. **Present:** – Susan Smith, Larry Utter, Rick Thompson, Willard Crary, Deborah Howard, Chuck Palmer, Caroline Stepanek. **Absent:** Jim X Borzym, Susie Reisser, Melba Shepard, Steward Hartman, Joseph Snowhawk.
2. **Approval of Minutes** of 7 November 2013, Susan moved, Deborah seconded, passed.
3. **Standing Reports**
  - a. **Treasurer** – Item of interest: Hal Ryan is interested in selling his shares in FDIG if VAC would like to purchase them. The current Avalon account has about \$71,000. Property taxes will be due in March .
  - b. **Avalon Management Committee** - Terms set as follows: Chuck, 3 years, Maggie 2 years, Melba and Caroline 1 year each. Chuck will be the point man.
  - c. **Avalon** -
    1. Final Sprinkler permit still pending. Need fire extinguishers and emergency lights before finalization.
    2. Final cost Sodal Hall was \$81,500.
    3. Final cost of restroom remodel was \$25,000
    4. Tango Studio is holding it's first regular dance tonight (12/4/13). Final inspection contingent on fire fixes (above).
    5. Capital call coming soon.
    6. Interest in renting the extra space but nothing firm yet.
  - d. **Avalon Manager Report**
    1. VAC has signed with Rotary Club for weekly luncheons in the Ballroom. Spice of Life will cater and about 110 people attend every Friday.
    2. Other luncheon groups will be using the Ballroom bi-monthly.
    3. There is a noise issue between Sodal Hall and the North Lobby. If the Lobby is quite loud, as it often is, the music can be heard in Sodal Hall. Possible solutions would be to ask the Lobby to turn it's music down and/or soundproof the SH door.
    4. Problem with the CD player in SH skipping if there is too vigorous dancing. It was donated by Barbara Roach. Suggest putting rubber mat under it. It doesn't have variable speed, and at some point it would be useful to have one that did.
4. **Business (Old and New)**
  - a. **By-laws:** Voted to approve the change in the by-laws. Chuck moved and Rick seconded. Approved 7/0. Notice and detail of change appended at the end of these minutes.

- b. **Art and Sculpture at the Avalon.** Who is responsible for broken or stolen art? Should artists have an insurance policy to cover this? VAC & Boulder Dance own sunflowers, glass foot and large sculpture in front of the Avlon.
  
- c. Suggested solution as follows
  - 1. Stabilize all sculptures to make sure probably won't fall over.
  - 2. Groups must be responsible for their own children!
  - 3. Chuck will negotiate payment to Bob and is authorized to pay up to \$3,000.
  - 4. Future problems will be negotiated on an individual basis, collecting a portion from groups is possible. We would aim no more than at 50% of the cost of the artwork.
  - 5. Do we need a policy for future art? Should our responsibility be limited to 50%?
  
- 5. **Insurance for Board of Directors.** Larry will check. Looks like the Colorado Statutes cover most instances.
- 6. **Renew contract with Jim S** for the International Festival (Susan)
- 7. **Name Change** - Still working on domain name and DBA.
- 8. **Next Meeting:** 2 January 2014 at Susan Smith's home.
- 9. **Motion to Adjourn: Willard** , Deborah 2<sup>nd</sup> . Motion passed. Meeting adjourned 8:59pm.

Respectfully submitted, Susan Smith (for Susie Reisser)

**Proposed amendment to VAC By-Laws, submitted November 7, 2013.**

Purpose is to extend the terms of office for directors whose terms are expiring in the Fall of 2013 and 2014 to the Annual meetings in 2014 and 2015 respectively.

**Current By-Laws as amended through December 4, 2012 state:**

ARTICLE IV - BOARD OF DIRECTORS

Section 2 - Number, Election and Term of Office

The number of Directors shall be not fewer than three nor more than twenty. Each Director shall serve for a period of three years (except as provided herein), with one third of the Directors being selected each year. To implement this provision an initial Board of Directors shall be elected in which 1/3 will serve for 3 years, 1/3 for 2 years, and 1/3 for 1 year. Directors may be retained for an indefinite number of terms.

In order to move the annual meeting to the spring of the year in 2013 the term of office for the current Directors shall be extended until the annual meeting to be held in Spring 2013, approximately five months.

**Proposed change to Article IV, Section 2 submitted at the Board meeting of November 7, 2013:**

Remove the sentence beginning "In order to move..." and replace it with the sentence: To conform to the annual meeting now held in the spring of each calendar year, the terms of office for the Directors whose terms are expiring in the Fall of 2013 and the Fall of 2014 are extended until the annual meetings to be held in the Spring of 2014 and in the Spring of 2015 respectively. This amendment wording shall be removed from the By-Laws after the annual meeting held in the Spring of 2015 and the new By-Laws updated as of the day after the 2015 annual meeting.