



**REGIONAL ARTS
COMMISSION**
OF ST. LOUIS

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**Regional Arts Commission
Full Commission Board Minutes
March 13, 2025 8 a.m. (In-person/Hybrid)**

Commissioners Present

Commission: Jerry Gennaria, chair, yea; Constantino Ochoa, vice chair, yea; Sam Fiorello, Secretary, John Russell (via Zoom), treasurer; yea; Robert Arbuthnot (via Zoom) 8:30a yea; Gerad Ewing, yea; Beverly Isom; Mont Levy, yea; Rudy Nickens (via Zoom), yea; Andréa Purnell (via Zoom) yea; Cheryl Walker (via Zoom) yea; David Wilson, yea

Commissioners Absent

Rhonda Carter-Adams
Roz Johnson

Staff Attendees

Vanessa Cooksey, Savannah Babington, Charlie Bosco, Rita Dillard, Gregory Harris, Ann Haubrich, Tracey Morgan, Angie Peters, Jay Scherder (via Zoom), Jason Schipkowski, Chloe Smith, Leigh Winter, Lea Sutherlin

Others in Attendance

Robert S. Harvey
KEB - Rick Gratz, Trish Donovan, Chelsey Winsor, Katie Zahner

Public Guests (Gennaria)

Gennaria greeted the public guests and encouraged them to introduce themselves. The following individuals did so: Matthew Coble, World Wide Technology, Inc.; Kristin Johnson, Edward Jones; and David Lacks, Founder of RAC.

Approval of December 11, 2024 Minutes

Gennaria called for a motion to approve the December 11, 2024 minutes. Motion made by Fiorello, seconded by Levy, and unanimously carried to approve the December 11, 2024 minutes. Votes were as follows:

Yea – Gennaria, Ochoa, Fiorello, Russell, Ewing, Isom, Levy, Nickens, Purnell, Walker, Wilson

Nay – none

Abstain - none

Prior to his report, Chair Gennaria welcomed new commissioner Gerad Ewing to his first full board meeting and asked if he'd like to share brief remarks.

Ewing expressed his excitement to be part of RAC and to connect and share in the arts.





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Gennaria then shared condolences on behalf of RAC in memory of the following individuals: (1) Constantino Ochoa, Sr., father of Commissioner Tino Ochoa; (2) Ruby McInnis, mother of Commissioner Rhonda Carter-Adams; and (3) Giuseppina "Josie" Fiorello, mother of Commissioner Sam Fiorello.

Chair Report

Chair Gennaria gave the chair report as follows: (1) honored to lead during the 40th anniversary of the Commission; (2) over the past four decades, RAC has invested over \$100 million in the St. Louis City and County hotel-motel tax, generating nearly a billion dollars in economic activity; (3) the true impact lies in the arts community, from large organizations like the STL Symphony to individual artists just starting out; (4) the Commission is the backbone of St. Louis' arts scene; (5) in addition to economic growth, the arts are a powerful force for positive social change; and (6) focus for the next 40 years will be to ensure that RAC continues to make this meaningful impact.

Executive Committee (Chair Gennaria)

Gennaria reported the Executive Committee met and approved the fiscal year 2025 work plan, and asked Vanessa to present.

FY 2025 Work Plan (Cooksey)

Cooksey shared the following regarding the FY 2025 Work Plan: (1) work plan outlines both general administrative tasks and grants and programs, focusing on key deliverables; (2) one major item is the final report for the Advocate Partner Catalyst Strategic Plan, which marks the completion of the 2020-2024 strategic plan [a] although some goals were impacted by the COVID-19 pandemic, the team has made significant progress; [b] encouraged Commissioners to review the report and provide feedback before its public release in April; [c] amazing report, thanks to Jay Scherder, Jason Schipkowski, and MK Sadiq; and (3) mentioned the graduation of the 27th cohort of the Community Arts Training Institute (CATI), celebrating their achievements and the impact they have on the St. Louis arts community.

Finance Committee Report (Chair Russell, Cooksey & KEB)

FY 2024 Audit presented by Armanino, LLP

Cooksey welcomed Armanino LLP - Katie Zahner and Chelsea Winsor to the meeting.

Zahner shared that she replaced Janet Ramey as audit partner at Armanino, and that it has been a great experience working with the RAC team.

Winsor shared the following: (1) A significant amount of effort is required for the audit which includes internal controls and compliance requirements; (2) thanked the RAC team; (3) met with the Finance Committee and reviewed the audit in depth, and as part of that meeting, audit team received approval to present at this session of the full Commission; (4) issue the final highlighted results of engagement with no audit adjustments, audit of financial statements and preparation of form 990; (5) audit highlights; (6) shared summary of auditors' results related to financial statements and federal awards with no material weaknesses or deficiencies and no non-compliance; and (7) highlighted auditors' responsibilities and management's responsibilities.





Brief discussion on the meaning of a single audit.

Cooksey noted that because of Bevis Schock's Sunshine request/inquiry (last year) regarding the 15% rule, auditors spent additional time in this audit to ensure compliance with the statute.

Winsor then highlighted total revenue per year and liquidity ratios.

Fiorello extended kudos to Cooksey and her team and noted that the audit results reflect RAC's mission impact and the stewardship component.

Gennaria concurred with Fiorello and noted that he has not encountered another organization that demonstrates such thoroughness and success in effectively managing its resources.

Gennaria called for the approval of the FY 2024 Audit. Motion made by Russell, seconded by Nickens, and unanimously carried to approve the FY 2024 Audit. Votes were as follows:

Yea – Gennaria, Ochoa, Fiorello, Russell, Arbuthnot, Ewing, Isom, Levy, Nickens, Purnell, Walker, Wilson

Nay – none

Abstain – none

Gennaria expressed appreciation for the work of Armanino.

Armanino left meeting.

Gennaria called for the following reports.

FY 2024 Q4 Management Report

Gratza highlighted the FY 2024 Q4 Management Report as compared to the prior year as follows: (1) statement of receipts and disbursements; (2) Hotel/Motel Tax Revenue; (3) interest income; (4) expenses; (5) ending cash balances; (6) unrestricted/undesignated cash balances; (7) administrative expenses; and (8) actuals for 2024 compared to the budget including revenue, expenses and net income.

Gratza then highlighted the following two documents: (1) ARPA (American Rescue Plan Act) supplemental schedule which included revenue, expenses and net operating revenue and net revenue; and (2) RAC interest earned summary schedule.

February 2025 Cash Management Update

Cooksey explained the updated cash management format.

Gratza reminded that through the month of February, RAC is usually behind budget on Hotel/Motel Tax receipts, that is made up during March and April.



Cooksey also presented the Hotel/Motel Tax Revenue chart/tracker and highlighted the additional rows: (1) year over year percentage change and comparisons to 2019; (2) growth in comparison to 2019 and 2023 and 2024; and (3) the revised forecast from Explore STL.

Levy inquired whether RAC should develop a 3–5 year plan that clearly outlines the approach to maintaining or more definitively utilizing resources, ensuring a well-prepared strategy based on current surpluses and internal policies.

Cooksey noted that she is open to having a conversation on that topic at a future Finance Committee meeting.

Accounting Policy & Procedures Manual Update

Cooksey shared the following regarding the Accounting Policies and Procedures Manual: (1) completed a comprehensive overhaul of the Finance and Accounting Procedures Manual last year - driven in large part by the departure of RAC's Vice President of Finance and Operations; (2) the revised manual was approved by both the Finance Committee and the full Board; (3) during ongoing use of the manual and as part of RAC's audit process, identified that the procedures for monthly accruals and bank reconciliations still referenced the Vice President's role, resulting in minor text adjustments; (4) Finance Committee has approved the language change updates via email, and now bringing to the attention of the full Commission.

Governance Committee Report (Chair Nickens & Cooksey)

Nickens asked Cooksey to provide updates on the following:

City and County Appointments Updates

Cooksey shared the following on city and county appointments: (1) the city of St. Louis has successfully completed the new appointment and reappointment process for its commissioners; (2) recommendations for appointments in St. Louis County have been submitted; (3) the STL County Boards and Commissions Office has communicated that no actions will be taken before May of this year as the County is currently pausing all appointments due to the County Executive's focus on preventing changes to the charter.

Annual Board/Staff Retreat

Cooksey shared the following on the Annual Board/Staff Retreat: (1) will be held on Friday, June 27; (2) this year she and Dr. Harvey will again guide through a process in moving TOC forward; and (3) asked Commissioners to reach out with any thoughts or ideas for the retreat.

Annual Board & Governance Training

Cooksey shared the following on the Annual Board & Governance Training: (1) reminder that each September board governance training is held for Commissioners; (2) this initiative began nearly five years ago and has included training on diversity, equity, and inclusion (DEI), as well as governance; and (3) Commissioners are encouraged to share any ideas or topics they would like to include, as planning for the September meeting will begin soon.



Nickens concurred and invited Commissioners to submit ideas and thoughts about the focus for the fall training.

Grants & Programs Committee Report (Chair Ochoa & Haubrich)

Ochoa began by expressing gratitude for the team's efforts, and appreciation to Gennaria for his work and guidance as chair of the 2024 Grants & Programs Committee. Ochoa then asked Haubrich to give an update on organizational and program support grants.

FY25 Grantmaking Update

Haubrich reported the following update on FY25 Grantmaking: (1) deadlines for these grants were on March 2 and March 3, with 140 organizational and 53 program support applications received, similar to the previous year; (2) due diligence was enhanced by the finance review panel assessing organizational budgets for red flags; (3) reviewer assignments are expected to be made in early April, with reviews completed by the end of the month; (4) the upcoming artist support grant application will open with a deadline of May 12th, with awards up to \$7,500 available for eligible artists, and these will be voted on in July; and (5) the full Commission will vote on the Organizational Grant and Program Support Grant awards at the June Commission meeting.

Haubrich then announced that while the ARPA funds have been disbursed, RAC is still collaborating with the tourism cohort to ensure they are effectively utilizing the funds they received. Haubrich asked Cooksey to briefly share about the St. Louis Film project which is also received ARPA funds.

Cooksey discussed the use of ARPA funds within tourism and the St. Louis Film project. She noted the following: (1) an encounter regarding a conflict of interest with a filmmaker who was removed from the process; (2) adjustments in the grant allocation processes; (3) a town hall planned to affirm filmmaker winners; and (4) will work with these creative filmmakers [from the STL community] to prepare for the film showcase in March 2026.

The Future of CAT (Haubrich & Cooksey)

Haubrich shared the following: (1) appreciation to Gennaria for his inspiring words at the recent CAT graduation; (2) partnership with Great Rivers Greenway; (3) appreciation Ewing for attending the CAT Lab Teams presentations; and (4) kudos to the Grants Team [Smith, Winter and Bosco], their hard work, discussion and detail and the MARCOMM Team [Schipkowski and Babington] for getting important messages out to/and amplifying grantee stories.

Cooksey also acknowledged the graduation of the 27th Community Arts Training Institute cohort and thanked various contributions from team members. (Cooksey) then proposed to defer discussions on the future of the CAT program to the June Retreat, to allow for thorough conversations, without extending this meeting time.

Growth & Development Committee Report (Chair Levy)

40th Anniversary Fundraising Project Update

Levy reported on the following: (1) highlighted audit report pie chart reflecting growth and development revenue; (2) shared challenges aligned with the organization's unique quasi-governmental and quasi-non-profit structure; (3) acknowledged difficulties in achieving goals amidst various obstacles; (4) the committee is reexamining potential projects, like the 40th Anniversary mural initiative, and plans to discuss strategies at the upcoming April



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Growth and Development Committee meeting; (5) emphasized the importance of focusing on how the Commission can meet its goals without competing with grantees, and called for a dedicated discussion at the upcoming retreat to explore these issues further; (6) welcomed Kristen Johnson, again, to the Growth & Development committee, appreciating her experience and insights from the corporate sector; and (7) overall, reiterated that addressing these challenges is a collective responsibility for the Commission.

Fiorello concurred and noted that what adds to the challenge is RAC's commitment to not cannibalize/undermine its grantees and acknowledged that while Levy has done an excellent job in leading this effort, and the staff is exceptional, the workload remains substantial.

Dr. Harvey shared the following: (1) suggestion - to enhance the upcoming retreat, examine successful models from other cities/quasi-governmental organizations with effective fundraising structures and conducting research and preparing materials on these examples would be valuable for discussions in June; and (2) suggested reaching out to Barbara Sexton Smith the former CEO who successfully established the fundraising apparatus for Louisville, Kentucky local fund for the arts, and whose insights could be especially useful.

Cooksey shared the following: (1) agreed on the need for revenue diversification for RAC, emphasizing that reliance solely on Hotel/Motel funding is insufficient given a growing demand for services; (2) ongoing communication with Phil Dunlap, the Executive Director of Broward County Arts and Culture, who is involved in establishing a foundation to support that county; and (3) that while diversifying revenue will require time and careful planning, it is achievable, and the team is committed to the effort.

Public Arts Committee (Chair Purnell & Smith)

Purnell expressed her excitement about the new Public Arts Committee, thanked Smith for her outstanding work, and recognized the historical significance of the committee's first meeting on March 6. Purnell noted that the committee includes both commissioners and community experts, then asked Smith to share further details.

Smith shared her excitement to announce the first meeting of the Public Art Committee, which includes three RAC Commissioners and the following four external members with expertise in public art: (1) Meridith McKinley, Via Partnership; (2) Brianna McIntyre, Occupy Vacancy; Tom Stancliffe, recently moved to STL from Iowa; and Mallory Rukhsana Nezam, Justice and Joy. She (Smith) noted that the committee aims to inform Commissioners' voting decisions, drawing inspiration from the St. Louis Mural Project (SLMP).

Cooksey also expressed her enthusiasm about involving non-appointed individuals in committees as it enhances the diversity of perspectives by bringing voices from those actively engaged in the community, and it is her hope that it will create a pipeline for future commission appointments.

President & CEO Report (Cooksey)

Hybrid Work Policy

Cooksey highlighted the proposed Hybrid Work Policy, included in the packet for this meeting, as follows: (1) Dillard is set to relocate to Texas, prompting a discussion about the lack of a formal hybrid work policy at RAC; (2) currently, RAC operates in a hybrid model, allowing staff to work both remotely and in-office, but there hasn't





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been a codified policy governing where employees can live and work; (2) proposing a new policy outlining the philosophy of hybrid versus fully remote work, procedures for requesting full remote arrangements, and the importance of maintaining community ties as a local arts agency; and (3) Dillard is also revising the employee policy manual for a vote in June.

Cooksey requested approval of the Hybrid Work Policy. Motion made by Gennaria, seconded by Ochoa and unanimously carried to approve the Hybrid Work Policy. Votes were as follows:

Yea – Gennaria, Ochoa, Fiorello, Russell, Arbuthnot, Ewing, Isom, Levy, Nickens, Purnell, Walker, Wilson

Nay – none

Abstain – none

Theory of Change Update (Harvey)

Harvey outlined the concept of the Theory of Change (TOC) and its significance for the organization as follows: (1) emphasized that TOC shifts the focus from merely executing daily activities to understanding how those activities contribute to impactful systemic change; (2) highlighted two key objectives for the session [a] assessing the commissioners' enthusiasm regarding the TOC and [b] exploring what it would take to move them closer to becoming early adopters of this approach; (3) contrasted TOC with traditional strategic plans, which can lead to a cycle of merely implementing new activities without a clear purpose; (4) TOC emphasizes a collaborative approach, beginning with those closest to the work [staff and community], to identify what is needed for meaningful change; (5) TOC aims to empower staff and community members while positioning governance as an accountability partner to ensure that the organization remains aligned with its mission; and (5) prompted the group for questions and reactions, indicating the importance of dialogue in refining the TOC and moving the organization toward its desired impact.

Wilson requested clarification on what the new mechanisms or practices being implemented and how, or if, these changes improve or alter the board's engagement and oversight responsibilities.

Harvey explained that in the context of TOC, the primary role of the staff is to develop strategies, tactics, metrics, and outputs and the board's role in TOC is more about oversight. Harvey then outlined the following: (1) a process spanning 11 months aimed at envisioning the future impact of the St. Louis region over the next decade; (2) the goal is for St. Louis to be recognized as a top 10 destination for art and culture while fostering joy and prosperity within the community; and (3) the development of this vision involved multiple revisions—13 drafts in total—highlighting the importance of a systems change approach.

Fiorello inquired if there is a baseline for the current situation.

Harvey emphasized the importance of choosing a specific reporting metric or ranking system to focus on and underscored the importance of demonstrating tangible successes to drive funding, marketing, and overall brand strength. Harvey noted that out of nine predefined goals, six are on track to be met by 2030, reflecting a positive outlook on progress.





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Ewing inquired if there is a target deadline for establishing the measurability of the goal.

Harvey outlined a strategic vision for achieving significant changes in the art and cultural ecosystem within the region over the next decade. He emphasized the importance of three key interest systems: the needs of residents, the livelihood of full-time creatives, and the organizational structures within the arts. Harvey then noted that to facilitate this transformation, funding, storytelling, and convening will be essential activities for RAC. Harvey stated that noticeable progress is anticipated within 5 to 7 years, with the goal of achieving substantial impact by the end of the decade. He noted that immediate actions are needed over the next 12 months to initiate these changes.

Levy inquired about how the financial stability of organizations integrates into the overall context.

Harvey highlighted the importance of financial inputs—namely money, people, and data, and shared a simplified financial forecast with an alternative model. He noted that RAC's financial health is directly linked to the successful execution of its strategies, with a fundraising goal identified as a key indicator of progress toward achieving core priorities.

Harvey also emphasized the need to connect local growth and development discussions with a broader theory of change, particularly in the context of securing national funding.

Discussion held on the following: (1) investing - both hard [financial capital] and soft [non-financial resources such as expertise, data, and convening people]; (2) the Cultura pilot, focused on uniting arts and nonprofit leaders during the launch of AEP6; (3) example of amplification - public art initiatives, such as the St. Louis Mural Project; (4) the need for louder, more effective marketing and storytelling to elevate the city's artistic contributions for St. Louis to gain recognition and respect in the national art scene; (5) amplification beyond the region; and (6) the importance of amplifying cultural tourism, which significantly contributes to economic impact by attracting visitors; (7) the dual effect of boosting the arts and enhancing community sentiment.

Harvey reiterated that the 10 tactics have been identified to drive the kind of growth that RAC needs to see the three systems change for residents, for creatives and for organizations. He noted that the team acknowledges the importance of data-driven conversations among different sectors to understand market needs and the value of codifying existing practices to clarify overall goals. He further noted that not all tactics need simultaneous execution, financial investment levels vary, but that each tactic requires the same level of research and planning to ensure effective development. Harvey then encouraged commissioners to self-assess their support for these initiatives by using a numerical scale (1-5) to indicate their position on the change continuum, which will foster dialogue and understanding among commissioners with a goal of ensuring active participation and feedback while moving forward with these strategies.

Cooksey emphasized the importance of clarity regarding the Commission's December 2024 vote, which was not a definitive approval but rather a permission for the staff to continue developing a framework they had been working on for a year.

Walker left the meeting.





GENERAL DISCUSSION

Cooksey reported the following regarding the St. Louis Sports Commission: (1) is seeking public funding to attract more sporting events to St. Louis; (2) considering a campaign to amend the existing statute regarding revenue allocation to RAC; (3) propose reducing RAC's share from 4/15 to 2/15, allowing the Sports Commission to receive the additional funds; (4) STL Sports Commission belief that RAC does not need its current allocation; (5) RAC has engaged a lobbyist to navigate the legislative process and she [Cooksey] has been actively meeting with senators to discuss these issues; (6) no formal legislation has been proposed yet, but aim is for Explore St. Louis to retain 11/15 of the current funds, with the remaining 4/15 split between the Sports Commission and RAC; (7) her [Cooksey's] strong opposition to the idea of reducing funding, emphasizing that the arts sector brings significant value to the region and that changing the allocation could ultimately be detrimental; and (8) RAC is committed to protecting the statute and answering any questions from the commissioners regarding these developments.

Discussion held on the following: (1) tax[es] that could better fit STL Sports Commission; (2) a positive and collaborative attitude towards partnering with the Sports Commission; (3) emphasis on recent conversations with Senators and the shared goal of enhancing events through the addition of public art; (4) the importance of collaboration between arts and sports for mutual benefit; (5) fostering cooperative relationships with sports entities, like the Battle Hawks; (6) plans for further communication to keep everyone informed; (7) significant changes to the statute unlikely this year due to the legislative timeline; (8) need for a unified message about the value of the organization and its contributions to the region; and (9) need for clarity and alignment among stakeholders to effectively convey the value of RAC funding.

Cooksey expressed gratitude to Arbuthnot for his valuable counseling during the process and encouraged commissioners to visit the Sports Commission's website.

Gennaria emphasized that the impact of the arts and sports in the community, extends beyond mere financial transactions related to tourism, and that while economic contributions are important, the focus should also be on how these elements attract business and investment.

Ochoa emphasized the need for a plan to engage in local and state lobbying efforts, and a proactive response.

Cooksey concurred and noted the importance of having the right team in place to effectively manage legislative challenges and ensure that all commissioners are informed. (Cooksey) further noted that key actions include collaborating with lobbyist Rodney Boyd and the Nexus Group.

Fiorello suggested promoting messages in a way that is easily accessible to a wider audience, rather than assuming others will seek out information on their own.

Arbuthnot emphasized the importance of evaluating past grantees supported by RAC to underscore the organization's impact. He noted that RAC is at a critical juncture regarding Theory of Change, and stressed the need for a unified direction and messaging as decisions are made about future strategies.



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Cooksey noted that Boyd (Nexus Group), Gennaria, and MARCOMM team will collaborate over the next couple of weeks to develop effective messaging about RAC's impact and future plans, utilizing insights from the 40th Anniversary and Strategic Plan Report. She emphasized the importance of aligning messaging before proceeding with any independent actions.

Cooksey then acknowledged Atty. David Lacks and invited to introduce himself and share his comments with the Commission after having met with the staff previously.

Atty. Lacks reflected on his experiences as the last living founder of RAC. He recalled meeting with the late Lee Liberman of Laclede Gas, to discuss efforts in the early 1980s to secure funding for the St. Louis Symphony. He expressed surprise at how those initial efforts evolved into the current commission, applauding its work. Lacks encouraged the commission to continue their excellent work, stating that Lee Liberman would be proud of their accomplishments.

Gennaria expressed gratitude for the support received and emphasized the importance of the Symphony in the St. Louis arts community. He acknowledged the longstanding relationship with the Symphony since the inception of RAC and appreciated the encouraging comments shared during the conversation. He concluded by thanking everyone for their time and support.

Roll Call & Adjournment

Gennaria called for a motion to adjourn the March 13, 2025 Full Commission meeting.

Motion made by Fiorello, seconded by Levy, and unanimously approved to adjourn the March 13, 2025 Full Commission meeting at 10:07 a.m. Votes were as follows:

Yea – Gennaria, Ochoa, Fiorello, Arbuthnot, Ewing, Isom, Levy, Nickens, Purnell, Wilson

Nay – none

Nay – none

Abstain - none

Submitted by

L. Sutherlin, Exec. Asst. & Commission Administrator

ATTACHMENTS

- Full Commission Meeting Minutes, 12/11/24
- FY 2025 Work Plan
- FY 2024 Audit
- FY 2024 Q4 Management Report
- ARPA for the Arts Statement of Activities
- February 2025 Cash Management Update
- Accounting Policies & Procedures Manual
- City/County Board Term Summary
- RAC Hybrid Work Policy
- Executive Committee Minutes, 10/7/24
- Governance Committee Minutes, 11/7/24
- Growth & Development Committee Minutes, 11/7/24
- Grants & Programs Committee Minutes, 11/14/24
- Finance Committee Minutes, 11/18/24

