

**Regional Arts Commission
Full Commission Annual Board Minutes
November 16, 2023, 8 a.m.
Hybrid - CIC/Cortex, 4240 Duncan Ave., Havana Room, 2nd Floor, STL 63110**

Welcome & Roll Call – Purnell & Sutherlin

Purnell called the November 16, 2023, meeting to order at 8:04 a.m.

Commissioners Present

Commission: Andréa Purnell, chair, yea; Jerry Gennaria, secretary, yea; John Russell, treasurer, yea; Rhonda Carter-Adams, yea; Robert Arbuthnot, yea; Sam Fiorello, yea; Beverly Isom, yea; Roz Johnson, yea; Mont Levy, yea; Rudy Nickens, yea; Constantino Ochoa, yea; Angela Williams, yea; David Wilson, yea

Commissioners Absent

Heather Corcoran
Cheryl Walker

Staff

Vanessa Cooksey, Nichole Belford, Charlie Bosco, Tony Chance, Rita Dillard, Gregory Harris, Ann Haubrich, Tracey Morgan, Angie Peters, Jay Scherder, Jason Schipkowski, Chloe Smith, MK Stallings, Lea Sutherlin, Leigh Winter

Additional Attendees: Rick Gratza (KEB)

Public Guests (Purnell)

Chair Purnell welcomed everyone to the meeting and called for acknowledgement of public guests – none in attendance.

Approval of September 14, 2023 Minutes

Purnell called for the approval of the September 14, 2023 minutes. Motion made by Nickens, seconded by Russell, and unanimously carried to approve the September 14, 2023 minutes.

Votes were as follows:

Yea – Purnell, Gennaria, Russell, Carter-Adams, Arbuthnot, Fiorello, Isom, Johnson, Levy, Nickens, Ochoa, Williams, Wilson

Nay – none

Abstain - none

Chair Report

2023 Theme “Unleashing The Artist Within”

Chair Purnell shared the following: (1) well known fact that the arts change lives; (2) RAC has created building blocks and “unpacked” that the arts are much more than entertainment; (3) the arts can address day to day issues, e.g. mental health, and assist with learning/flourishing; (4) shared quotes by James Baldwin regarding the purpose of art, and Ralph Waldo Emerson on “stretching the mind” through art; and (5) thanked RAC for continuing the work together.

Welcome New Commissioner – Robert Arbuthnot

Chair Purnell welcomed Commissioner Robert Arbuthnot, newly appointed to RAC by the Mayor of St. Louis. Asked Arbuthnot to comment.

Arbuthnot shared the following: (1) excited about opportunity to serve and the work of RAC; (2) noted Cooksey is a great leader who he has learned from; and (3) here to do whatever he can as a resource to the community.

Finance Committee Report (Russell, Chance, KEB)

Purnell called for the Finance Committee report from Chair Russell.

Russell called for the following reports from Chance.

FY 2023 Q3 Management Report (Chance/KEB)

Chance presented the FY 2023 Q3 Cash Management Update as follows: (1) report reflects first nine month of the fiscal year – January through September; (2) Hotel/Motel Tax revenue; (3) operating expenditures; (4) debt payments; (5) grants & programs expenses; (6) research & evaluation; (7) unrestricted cash balance as of September 30; (8) administrative expenses and anticipated expenditure reclassifications; and (9) budget vs actual report – revenue, miscellaneous income, grant income, payroll & benefits, building facilities, technology & computers, utilities, HR, legal, IT cloud & data services and subscriptions, external affairs, contingency, support grants, public art grants, CAT, and research and evaluation.

October 2023 Cash Flow Analysis (Chance/KEB)

Chance highlighted the October 2023 cash flow (also included in the board packet for this meeting) as follows: (1) actual revenue and expenditures through October 2023 and projected through the end of the year – November and December 2023, [excludes ARPA funding]; (2) Hotel/Motel Tax revenue; and (3) overall revenue; (4) payroll & benefits; (5) building and facilities; (6) grants & programs; and (7) ending cash balances.

ARPA for the Arts Statement of Activities

Chance highlighted the following: (1) total revenue year-to-date through October 2023; (2) total operating expenditures; (3) total grants to date; and (4) total expenditures through end of October 2023.

Chance then reported on interest accumulation.

Levy noted that it has been a tremendous year for RAC and inquired about adhering to next year’s budget in anticipating actual vs. budget fluctuations.

Cooksey responded with the following: (1) the team adheres to the budget ‘mega close’; (2) reminded that the Management Report is mid-year and shows accrual, and cash flow shows cash, which causes variation as most

of the work is managed on a cash basis; (3) grant payments in relation to Q1 through Q4; (4) consistent/month-by-month cash management; (5) made significant investments in grantees/over spent on grant side, and still came close to ending cash balance; and (6) savings created in admin and operations.

Purnell added that RAC has been intentional about outreach which produced an increase in grant applications and called for a necessary increase investment in artist funding.

Cooksey further noted that in recognizing volatility in revenue, it is her goal to try to have enough 'rollover' money to cover the following year's grants.

Russell asked Cooksey to present the FY 2024 Budget.

FY 2024 Budget

Cooksey reported that the FY 2024 Budget was included in the packet for this meeting and highlighted the following: (1) estimated revenue for 2024; (2) downturn in Hotel/Motel Tax revenue because of decline in occupancy and RevPAR; (3) Explore STL has not revised their forecast to date; (4) Gateway Foundation – Gyo Obata; (5) sweep accounts with good interest - thanks to Chance; (6) will present fundraising/development goals in the 2024 Work Plan; (7) salaries – no plans to hire during 2024; (8) massive savings on facilities; (9) business administration expenses will be kept flat and will prepare for Hotel/Motel Tax fluctuations; and (10) grants will be kept flat.

Levy asked about cost-of-living adjustment (COLA) for staff, and suggested that it would be appropriate to review given inflation, etc.

Cooksey noted the suggestion.

Russell reminded that the Finance Committee reviewed/approved the FY 2024 Budget on November 13, 2023. Motion made by Levy, seconded by Williams, and unanimously carried to approve the FY 2024 Budget. Vote as follows:

Yea – Purnell, Gennaria, Russell, Carter-Adams, Arbuthnot, Fiorello, Isom, Johnson, Levy, Nickens, Ochoa, Williams, Wilson

Nay – none

Abstain - none

Governance Committee Report (Nickens)

Purnell then called for the Governance Committee report from Nickens on behalf of Walker, committee chair.

Nickens reported on the following: (1) October 12 Governance Committee meeting was not held due to lack of quorum; and (2) recommendations for the October 12 meeting were approved unanimously by the Governance Committee, via email, including approval of [a] the August 10, 2023 minutes [b] addition of a Growth & Development Committee to the Board [c] reappointment of Commissioners as follows:

- Rhonda Carter-Adams, second term [2024-2028]
- Sam Fiorello, first term [2024-2028] *initially completed term of Cindy Kohlbry*
- Mont Levy [2024-2025] *final year of second term to correct error in the start date of his second term made by the County Executive's office in 2020*

- *Andréa Purnell second term [2024-2028] initially completed someone's term, then served beyond that term for two years until her formal reappointment took effect*

Nickens then presented, on behalf of the Governance Committee, a recommendation to approve the 2024 slate of RAC Officers as follows: Roz Johnson (Chair) Jerry Gennaria (Vice Chair), Tino Ochoa (Secretary), John Russell (Treasurer), Andréa Purnell (Member-at-Large), and Sam Fiorello (Member-at-Large).

Fiorello left the meeting.

2024 Officers Election

Motion made by Levy, seconded by Carter-Adams, and unanimously carried to approve the 2024 Officers. Vote as follows:

Yea – Purnell, Gennaria, Russell, Carter-Adams, Arbuthnot, Isom, Johnson, Levy, Nickens, Ochoa, Williams, Wilson

Nay – none

Abstain - none

Grants & Programs Committee Report (Johnson, Haubrich)

Purnell then called for the Grants & Programs Committee Report from Johnson, committee chair and Haubrich.

Hotel/Motel Funded Grantmaking

Haubrich reported on the following: (1) recap of Grants & Programs Committee meeting held October 19; (2) five [5] grant rounds will be held in 2024; (3) 2024 Hotel/Motel grantmaking will be based on accountability and accessibility; (4) unrestricted, program support and artist support; (5) shared due dates and payout dates; (6) she [Haubrich] and Cooksey met with nine [9] of the 40 General Operating Support (GOS) cohorts from 2019 to communicate RAC's model of bringing accountability, accessibly, equity and parity to grantmaking, capping the largest grants available and unrestricted funding [she noted that cohorts expressed appreciation to RAC for transparency]; (7) *New in 2024* ... [a] all arts and cultural organizations will be eligible to apply for unrestricted funding - building equity in the process; [b] will set up a financial review panel in addition to the regular review panel with budgets larger than \$500K – will work with VLAA and other key financial partners to assist; [c] Program Support Grants will be available to non-arts organizations, including university programs, with a maximum grant amount of \$10K; [d] artists with LLCs will now be eligible to apply; and [e] returning to two (2) artist support distributions per year, and simplifying the process.

Updated Grant Agreement

Johnson noted the following regarding the updated grant agreement: (1) included in the packet for this meeting; (2) includes very precise and specific terms/agreement that protects RAC and holds level of accountability for grantees; (3) can be used for multiple types of grants; and (4) a simplified application process without lowering the level of requirement from grantees.

Motion made by Gennaria, seconded by Wilson, and unanimously carried to approve the updated Grant Agreement. Vote as follows:

Yea – Purnell, Gennaria, Russell, Carter-Adams, Arbuthnot, Isom, Johnson, Levy, Nickens, Ochoa, Williams, Wilson

Nay – none

Abstain - none

President & CEO Report (Cooksey)

Cooksey called for the following reports:

1) Cultural Tourism Outreach FY 2023 Results (Scherder)

Scherder reminded that during April, RAC launched STLArts.org as an effort into cultural tourism and outreach with the following results: (1) social media (October 2022 – October 2023) – kudos to Schipkowski – massive increase/growth in listed categories for [a] Instagram and Facebook [b] search and video campaigns for Google/YouTube – the largest platform in the world, and [c] Performance Max Campaigns (Google); (2) STLArts.org launched in April 2023 – goal for the year was 100K, actually reached 120K – reported that top cities also included Frankfurt, Germany; (3) Email Campaigns – constant contact through RACSTL e-newsletter, Indianapolis Monthly, 614 Magazine-Columbus and St. Louis Magazine; (4) Airport ads – St. Louis Lambert, Columbus, Indianapolis; (5) Radio – STLPR on air tags, broadcast announcements and online banner ad unique users; (6) Sponsorships and Partnerships; and (7) and Key Takeaways – digital is king, social media works, ROI is a must, rethinking sponsorships and local vs. national.

Cooksey commented on the following: (1) positive feedback from grantees on STLArts.org as a resource; (2) grateful for the talents of Scherder, Schipkowski and the Grants Team; and (3) overall relationship building with grantees – and grantees’ trust to share content and willingness to learn as RAC moves into its purpose of cultural tourism and outreach.

Levy asked if there is a way to leverage RAC’s knowledge for the community.

Schipkowski shared that Scherder has already led two (2) workshops - one for individual artists and one for arts organizations providing a robust yet broad overview of what works for RAC and best practices.

Cooksey noted the workshops were recorded and will be built out.

Scherder added that several giveaways are held and partnerships to help advertise shows, and that Schipkowski also does a weekend repose on “what to do in the arts”. He further added that as a part of continual outreach, there is an ongoing process in helping teach grantees on how to market themselves and lean into ecommerce to survive.

2) CULTURA 2023 Results (Stallings)

Stallings reported that CULTURA was held on October 23 and shared the following overview: (1) was a great event; (2) CULTURA elevates the latest research on the arts through data driven stories that inform publics and policy; (3) will be an annual event sponsored by RAC to convene researchers and bring arts and cross sector nonprofit organizations together; (4) outcomes and attendance; (5) session to session retention; (6) Schipkowski served as an excellent moderator; (7) participation by outstanding panelists; (8) Cooksey gave an exceptional presentation; (9) survey and poll results; (10) key takeaways; and (11) CULTURA 2024 will be held @ 21C Hotel, date to be determined.

3) Public Art Strategy Update (Smith)

Smith gave the following update on the Public Art Strategy Report with Justice & Joy LLC: (1) thanked Gennaria, Fiorello and Isom for attending the Public Art Strategy Workshop held with staff on September 14; (2) outcomes from last session were integral in completing the final report; (3) with completion of the report, she (Smith) is now working on a revised scope of work for public art in 2024; (4) highlighted [a] RAC’s future role in

public art [b] RAC's identified three main outcomes of public art – belonging, unity, and affordable/economic growth; and (5) will send Public Art Strategy Report following this meeting (a one-page summary will be published for the public).

4) PerformYard (Dillard/Cooksey)

Cooksey gave brief overview on PerformYard on behalf of Dillard as follows: (1) RAC is implementing/launching an enterprise performance management system; (2) PerformYard can create own/individual annual goals, self-appraisals, timeline for goals, support onboarding of team members, cloud-based solution interactive, and allows feedback in real time. Cooksey gave kudos to Chance and Dillard for finding this easy to use, but very robust program.

5) ARPA for the Arts Update (Morgan)

Morgan thanked her team – Charlie Bosco and Gregory Harris, and the Grants Team, then gave the following updates: (1) revenue replacement FY 2023 - June through November for GOS/artist support /and organization open application; (2) highlighted totals distributed, number of grants, minimum to maximum grants and completion dates; (3) Round 2 - negative economic impact (tourism) FY 2024 - December 2023 through July 2024 - will also include artist mural grants for 14 wards and organization grants that can management leadership and capacity to manage ARPA funds.

Cooksey extended kudos to Morgan, her team and the Grants Team for a job well done and accomplishing distribution of ARPA funds within the required deadline.

Carter-Adams asked about application and selection processes.

Cooksey noted that Hotel/Motel processes and infrastructures that can be utilized will be transferred/applied to ARPA grantmaking, along with working with CDA who will view applications and guidelines in alignment with federal grantmaking.

Isom asked about number of artist murals per ward.

Cooksey responded as follows: (1) there will be two murals per 14 wards for a total of 28; (2) exhausted every option to get money to artists in Round 1, in midst of challenging requirements from CDA; (3) requested CDA to approve remaining dollars to go to Round 2; and (4) CDA approved four [4] additional murals.

6) A&E Acquisition Update (Cooksey)

Cooksey shared her appreciation for Chair Purnell's leadership and support during the process for the proposed A&E acquisition and gave the following update: (1) provided timeline of A&E due diligence dates which began with September 14 – RAC Commission vote to proceed with due diligence; and (2) reviewed in detail due diligence timeline which included RAC legal team recommendations.

7) FY 2024 Work Plan Draft (Cooksey)

Cooksey shared the FY 2024 Work Plan Draft as follows: (1) Enterprise priorities – complete deliverable of APC Strategic Plan – youth arts education: A&E integration, and equity leadership and collaboration; (2) prepare to execute 40th anniversary plan [November]; (3) work plan from perspective of Admin and Operations; (4) work plan from perspective of grants and programs; and (4) noted this is 'draft only' to be approved by the Executive Committee at its January 2024 meeting.

8) Upcoming Events (Cooksey)

Cooksey shared a list of the following upcoming events: (1) Dec. 6, Cultural Partners Holiday Party Sponsored by RAC; Dec. 13, RAC @ The Foundry Open House; Dec. 25 – Jan. 1, RAC Holiday Break; Dec. 18, Jan 5 President & CEO Holiday PTO; Jan. 9 – Mar. 6, President & CEO Medical Leave; Dec. 8, Conflict of Interest Forms Due; and FY 2024 Commission Meeting Schedule published/calendar invites to be sent by December 8 – noted that all meetings will be virtual with the exception of a January 2024 Kickoff Gathering, the 2024 Annual Board/Staff Retreat and the 2024 Annual Board Meeting.

Wilson stated that RAC is doing good things, then requested that the minutes include the status of terms for the four (4) commissioners approved for reappointment during this meeting.

Cooksey concurred and noted that the status of terms would be included in the minutes.

Public Comment

None in attendance.

Roll Call & Adjournment

Motion made by Johnson, seconded by Gennaria, and unanimously approved to adjourn the November 16 Annual Board meeting at 9:40 a.m.

Commissioners Present

Andréa Purnell, chair, yea; Jerry Gennaria, secretary, yea; John Russell, treasurer, yea; Rhonda Carter-Adams, yea; Robert Arbuthnot, yea; Sam Fiorello, yea; Beverly Isom, yea; Roz Johnson, yea; Mont Levy, yea; Rudy Nickens, yea; Constantino Ochoa, yea; Angela Williams, yea; David Wilson, yea

Submitted by

L. Sutherlin, Exec. Asst. & Commission Administrator

Board Packet Attachments

- Full Commission Meeting Minutes, September 14, 2023
- FY 2023 Q3 Management Report
- October 2023 Cash Flow & ARPA for the Arts Statement of Activities
- FY 2024 Budget
- 2024 Slate of Officers
- FY 2024 Grantmaking Agreement
- Executive Committee Meeting Minutes, May 4, 2023
- Grants & Programs Committee Meeting Minutes, August 17, 2023
- Finance Committee Notes/Approvals, September 11, 2023 (Includes Minutes, June 5, 2023)
- Governance Committee Notes/Approvals, October 12, 2023 (Includes Minutes, August 10, 2023)

<u>Regional Arts Commission</u>	<u>FY24 BUDGET</u>	<u>NOTES</u>
<u>Revenue</u>		
Hotel-Motel Tax	\$ 7,976,029	Explore St. Louis Forecast (as of Aug. 2023)
Grants & Contributions	\$ 80,000	Gateway Foundation Gyo Obata Grant
Misc. Income	\$ -	TBD based on approved Growth & Development Plan
Interest Income	\$ 30,000	Increase based on new investmest model
TOTAL REVENUE	\$ 8,086,029	
<u>Expenditures</u>		
<u>Salary (4)</u>		
Payroll	\$ 1,250,000	13 FTEs (FYI: 3 additional 1 FTE and 2 PTEs are paid by ARPA)
FICA Employer Share	\$ 137,500	
Health Insurance Employer Share	\$ 100,000	
Retirement Employer Share	\$ 37,500	
Total Salaries & Benefits	\$ 1,525,000	
<u>Facilities (4)</u>		
Equipment, Furniture, Tech & Computers	\$ 15,000	Items not included in CIC rent
Maintenance Supplies & Services	\$ 10,000	Services not included in CIC rent
Utilities	\$ 5,000	Utilities not included in CIC rent (i.e. Gabbit Phone)
Rent	\$ 160,000	CIC 3rd Floor Desert Light annual rent (RAC@Foundry paid by ARPA)
Total Facilities	\$ 190,000	
<u>Business Administration (13)</u>		
Office Supplies	\$ 7,500	Items not included in CIC rent
Trade/Industry Organization Memberships	\$ 15,000	Local, regional and nationals arts and tourism orgs
Internal Meetings & Events	\$ 100,000	Commission Meetings/RAC Event rental fees and expenses
Staff Travel	\$ 125,000	For out of town travel and in town parking
Professional/Outsource Services & Consultants	\$ 480,000	Includes Consultant Team Members, Audit, etc.
Contingency	\$ 50,000	TBD
MarComm	\$ 315,000	Enterprise level expense includes St. Louis Art.org and RAC Initiatives
Interest Expense	\$ 12,000	Banking sweep account fees
Banking Services & Fees	\$ 7,500	Accounts @ MWBC, Commerce and PNC
Insurance	\$ 25,000	Includes all insurance coverage D&O, renters, etc.
Staff Professional Development	\$ 125,000	Includes all conferences, workshops and subscriptions
Enterprise Cloud Apps & Data Services	\$ 200,000	Includes all cloud services Blackbaud, Adobe Ent., Survey Monkey, etc.
Debt Service	\$ 33,000	PPP Loan
Total Business Administration	\$ 1,495,000	
<u>Grants (5)</u>		
Artist/Creative/Educator	\$ 1,500,000	2 Grant Cycles + APC Strategic Plan Grants and Public Art
Arts & Culture Organization	\$ 2,750,000	1 Grant Cycle + APC Strategic Plan Grants and Public Art
Non-Arts Organization Arts Program	\$ 250,000	1 Grant Cycle
Partnerships & Sponsorship	\$ 138,500	For-profits and Cultural Tourism Outreach initiatives
Honorarium & Stipend (Individual)	\$ 125,000	Stipends for Grant Reviewers and Program Participants
Total Grants	\$ 4,763,500	
TOTAL EXPENDITURES	\$ 7,973,500	All FY 2024 expenses to be funded by Hotel/Motel revenue only
REMAINING	\$ 112,529	FY 2024 Rollover Money
% OF TOTAL BUDGET		
ADMIN & OPS EXPENSES	\$ 3,210,000	
GRANTS	\$ 4,763,500	
DIFFERENCE	\$ 1,553,500	