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REGIONAL ARTS
COMMISSION OF ST. LOUIS



**Regional Arts Commission
Governance Committee Minutes - DRAFT
April 13, 2021 @ 1:00 PM via ZOOM**

→ **Attendees**

Kellie Trivers, Mont Levy, Cheryl Walker, David Wilson

Staff: Vanessa Cooksey

Other: Lea Sutherlin, Admin Consultant

Call to order: Kellie called meeting to order at 1:03 p.m.

RAC Business Update

Cooksey: **HB 1365 & HB 1366** - she received update from Explore STL and RAC government affairs reps; Rep. DeGroot did not have support on behalf of the bill, therefore hearing was not held on April 8th and rescheduled for April 15th.

Levy: Willing to travel to the hearing if needed.

Cooksey: Concern is that nothing prevents either bill from being added as an amendment to another bill; if 1365 does not get a hearing, 1366 can be assigned to a different committee.

→ **FY20 Audit Distribution:** Statutory requirement has been met as Cooksey and Lea worked April 12th on sending audit to same leaders/offices from last year - Governor, Mayor, County Executive and Board of Aldermen. Already received acknowledgements from Michele Knox, Office of the Mayor, and Jay Nelson, Office of the County Executive who also noted that he enjoyed the RAC Town Hall held on March 31st.

RACstl.org/commission Updates: Cooksey and Lea working on a broader plan to incorporate Sunshine training; making additional updates to RAC public Board Governance website to include agendas and minutes in addition to notices already being posted; goal to have meeting notices for the year posted by May 2021; will be user friendly; easy to follow/accessible.

Levy: How many have logged into sunshine training?

Cooksey: Sunshine training was held via RAC Zoom; will check to see if that info is available.

Board Governance Refresher Training: Checking with this group first to see if it is necessary to have annual Board refresher training (covering governance best practices) for all Commissioners.

Trivers: Need to discuss retreat/agenda and when that might be; that would be part of that agenda along with the new online handbook; should probably schedule sooner than later; possibly during the fall.

Cooksey: Might be worth having section of Board retreat that talks about governance in general.

Walker: Concurred with Kellie; added that she recalls it being done during Jill McGuire's tenure; thinks it would be helpful to make it a component of the retreat agenda that addresses it.

County & City Open Seat Nomination Discussion

Trivers: No response from County Executive regarding two submissions for Steve Knight, as candidate to fill Commissioner position vacated a couple of years ago by Andrew Scavotto, who was instrumental in drafting the Bylaws.

Levy: Maybe Commission should consider sending in another recommendation.

Discussion held regarding interest of Andrew Scavotto, to return to the Commission; the need to review closely and consider Andrew Scavotto, Steve Knight, and other names submitted.

Wilson: Reminded that there is only one opening now in the County and none in the City and agreed with moving ahead with other candidates.

Levy: Mentioned Brian Owens as artist representation but reminded this Committee of the need for a "numbers person."

Trivers: In January, there will be one appointment from the County and four from the City; she will send her list of names to this Committee.

Cooksey: Kathy suggested two African American men – Eric Madkins, Regions Bank and Stacy Clay, First Bank.

Wilson: Stacy Clay is at First Bank, but profile shows he is not a numbers person.

Levy: Important to raise the profile and network of the Commission while thinking about raising funds for RAC.

Cooksey: Orvin Kimbrough, Chairman & CEO at Midwest BankCentre called to congratulate her upon her Presidency at RAC, and offered his assistance wherever needed.

Wilson: Reviewed info on Orvin Kimbrough; noted he would be a strong candidate.

Levy: Asked Walker to contact Orvin Kimbrough to get his thoughts about/interest in RAC.

Trivers: Russell tenure expires in about a year; possibly consider an artist for the January nomination for the city.

Levy: Noted that Corcoran will not be able to serve on the Ad Hoc Facilities Committee.

Trivers: Suggested Hank Weber as possibility.

Chair Succession Plan Discussion

Levy: Commission has not operated according to statute for decades; says what it says; he is willing to stay another year at pleasure of the Commission; if not, need to think about replacement by June; real replacement would come in a year.

Cooksey: Asked if change could be made in line with the statute to align appointments with calendar year as June is disruptive; consider making appointments effective January to match other appointments.

Trivers: If it is a public record issue, it can be fixed.

Levy: Possibly check with Jay Nelson (St. Louis County) about extending to January.

Wilson: Noted the following: (1) important to have stability and competence in the role; (2) must be in accordance with the statute; and (3) want to be aligned properly from calendar point of view; if County shows willingness to reappoint Levy as chair for next six months, then Walker could be lined up to have a City appointment six months from now, and put the Commission in a position to achieve all three things; then moving forward can prepare the Vice Chair to take on the role as Chair.

Walker: Expressed appreciation the vote of confidence; Deaconess and other duties take up a significant amount of her time right now; if goal is to have appointment made by July; she would be willing to do it if it is the will of the people.

Cooksey: Noted for clarity – County Executive chair appointment is June 2021; six months lining up with January would be the City's turn; onus is on RAC and this Committee to identify who would be next for subsequent appointments, so that the Mayor and County Executive do not have to figure it out for the Commission from within their respective jurisdictions.

Levy: If going with letter of the law instead of changing the law, need to start thinking about a vice chair/chair arrangement as a team so over a four-year period the Commission will have stability.

Wilson and Trivers concurred.

Discussion was held regarding the following: (1) adding a succession plan to the bylaws; (2) possibly exploring a new/updated set of Board policies; (3) possibly expanding this committee to in this process; and (4) possibly inviting Commissioners to self-nominate.

Wrap-up/Next Steps

Action item 1: Walker will work on a revision to bylaws and bring to this Committee a redline version; will send for review by this Committee prior to next full meeting on May 13th.

Action item 2: Walker will get in touch with Orvin Kimbrough to see if he's interested in joining the Commission.

Levy suggested taking candidate names to Commission at May meeting.

Next Governance Committee meeting will be held on Friday, April 23rd at 9:00 a.m.

The April 13th Governance Committee meeting ended at 10:00 a.m.

Submitted by Lea Sutherlin
Administrative Consultant