**VMC Emergency Board Meeting April 21, 2022 Via Zoom**

**Final Draft**

**I. Called to Order: pm 7:04**

**II. Board Members Present via Zoom:**

1. Rachelle Matheson, President
2. Jana Hart, Director
3. Laura Brody, Secretary
4. Dennis Haberkamp
5. Teresa Loftus, VP of Membership
6. Amy Christensen, VP of Technology
7. Mike Nettleton, VP of Marketing
8. Thomas Nadal, VP of Concerts
9. Dan Warner, VP of Business

**III. Other Attendees**

1. Min Kuang
2. Russell Freeland
3. Pat Tidland
4. Susan Pautz

**IV. Board Members Absent: 0**

- **General Discussion: Cowlitz Tribal Council Grant**
  - **Rachelle** shares contents of email: Karen Bowerman told Rachelle the Tribal Council always approves the recommendation of the tribal review board. Board is recommending that they approve the full amount of the grant. The council won't review the recommendations until the end of the month.
  - **Current Status**: Dennis spoke with foundation manager and was told that Karen was not in the loop and that we would be resubmitting our grant application. Also, have funds that they release and use and if we needed the time we could resubmit to be awarded in October or earlier.

- **Rachelle:** The Cowlitz Tribal Council representative said VMC can change the way we use the grant.
- **Dennis:** It's his understanding that we cannot use the grant for things other than what's on the grant application. Grant would be based on hiring of Executive Director. We would have to resubmit the application to use it for something else.
- **Russ:** Will we follow Russ's guidelines for this meeting?
- **Russ:** Did you (Dennis) revoke the grant application?
- **Dennis:** Yes
- **Rachelle:** The grant application status is still active. Did everyone change their mind about the grant proposal we voted on at the last board meeting?
- **Tom:** We need to move to change grant application status.
- **Dennis:** Due to the additional info about the grant's financial structure and financial burden on the choir, we should override the previous motion that was passed and withdraw the submittal and resubmit a reallocation of the funds. Moves to withdraw the grant and resubmit a rewritten application.
- **Tom:** He's made a motion, there needs to be a second and then there can be a discussion. Motion seconded by Teresa.
- **Teresa:** We don't have good clarification on the direction of the grant and if we can change to direction after funding. That needs to be clarified before we withdraw.
- **Russ:** Clarification needs to be done by more than one person to keep biases out of the report back.
- **Teresa:** To prevent that you get it in writing.
- **Russ:** We don't want to seem difficult to work with
- **Laura:** Can Dennis clarify the analysis of the financial responsibilities of VMC
- **Rachelle:** The Executive Director needs to raise funds to pay for the grant.
- **Jana:** Executive Directors across the country are not funded by grants.
- **Teresa:** The first year budget dictates the expenditure by the VMC $12K
- **Laura:** Do we really need an ED? Why not fix the problems that moved us to this point instead.

- **Rachelle:** When we talked about having an Executive Director we decided that there was too much work to be done because our higher artistic endeavors are require it.
- **Teresa:** Doesn't think the pre-work has been done to hire an Executive Director. Does it require an adjustment to the By-Laws. It will take time to make all the adjustments and work to implement the actions
- **Russ:** The Executive Director does whatever it is that needs to be done. The worse that happens is that we do away with the ED and give back the money.
- **Dan:** We're conjecturing on a bunch of things we don't know about? Who is going to over-see the ED? This person's going to have to raise money. Fund raising realities: We raised over $10K last year. The rest of it came from ticket sales, etc…
- **Jana:** 6 years ago we studied the ED issue. One of the big concerns was who will train this person?
- **Teresa:** It's not a fast fix.
- **Min:** What she knows about our fund raising experience creates these questions:
  - What is our success rate of fund raising in the past.
  - **Dan:** Explains how he uses his relationships to create donations. We keep it small
  - **Min:** If we are to maintain that kind of level, do we have the capacity to continue?
  - **Min:** The ED is responsible for operations and raising enough money to pay for the salary. Along with this one person being hired, there is no mention of an employee to be an assistant. This feels necessary.
  - **Min:** Do we want to withdraw and resubmit? If the Cowlitz Tribal Fund feels they can fund this grant, shouldn't we be consulting with them? The characteristics will change and this may not be doable. Don't change midstream. It will affect our reputation.
- **Rachelle:** If we change the grant we have to withdraw and resubmit it.
- **Min:** Doesn't think there is a large enough employment pool to find someone to hire. Should we ask for consulting money to figure out the details? (Meaning unclear to me at time of recording of minutes)

- **Dennis:** It's important to the Cowlitz Tribal Council that we take our time to figure out what we want to do. We can resubmit in the next quarter. The funds are there. Most of their funding is in arts and education.
- **Mike:** What kind of operations will an ED be responsible for? What does "Operations" mean?
- **Tom:** Regarding concern about who will train this person, they should come with a functional skill set. ED raises their own salary as a rule. We need to know what an ED does and what would we do?
- **Dennis:** In May the board will change and there will be training involved in that, as well. It could be too much to have to train an ED, too.
- **Teresa:** Should we revoke the grant and resubmit to put that money in the right place and define operations.
- **Rachelle:** Since she is the person who submitted the application she should be the person to withdraw and submit a new grant… that saves face. Rachelle will ask her contacts on the Cowlitz Tribal Council to give their feedback about this situation.
- **Dennis**: Told his contact (Tribal Fund Manager) we were interested in a revision of the grant application that's much more compatible with what we do. (Timmy) suggested that we withdraw and resubmit. Take your time and do a good job in your definition of what you would use the money for.
- **Jana:** Based on what Timmy said, we should wait until June when there is a new board and create something that is for and from the new board.
- **Vote:** The motion is to withdraw the grant and resubmit a rewritten application. Motion passes.

V. **Next Topic:**

- **Rachelle:** One of the things that we've talked about in board meetings is to make sure we are not stepping on the toes of other board members. There's a lot of ambiguity in the Operating Procedures and By-Laws
- **Teresa:** Should we form a committee and make sure the By-Laws are still working for the choir and that actions and work is clear and make more sense. Often things are getting confusing and dropped.

- **Rachelle:** Would love to see younger people on the board or at least not all seniors.
- **Tom:** In any organization, there will be times when responsibilities overlap. Criticisms need to be private.
- **Dennis:** We should continue to offer: “Anything for the good of the order?”
- **Dennis:** Advanced planning is important. Being more proactive and not reactive in our job. Communication between board members in a more casual format.
- **Teresa:** We are here to support each other as a caring choral family. It’s okay to disagree and bump heads. But we’re working well.
- **Dan:** How about at our General Meeting, we have everyone who is new introduce themselves and show them how friendly we are.
- **Jana:** We have so many young people coming in and all of these young people come to our concerts and think we are a good group to join.
- **Min:** What’s important is that people are the meaningful part of a group.
- **Rachelle:** Dad joke: Definition of a dysfunctional family is any family with more than one member.

- Next Board Meeting: May 3 at 6:30
- Meeting Adjourned at 8:52 pm