PLEIN AIR PALM BEACH

MINUTES OF THE OCT. 21, 2014 MEETING – 1:30PM

OSS, DELRAY BEACH, FL.

Present: Ralph Papa, Donna Walsh, Manny Jomok, Pati Maguire, Frances Lynn, Steve Nash; Sheila Wolff, Ted Matz.

1. Donna, co-organizer, opened the meeting at 1:55PM and handed out an agenda, cash flow statement and a yearly calendar of events
2. Following the agenda, Donna explained the cash flow from May 2013 to present. The line by line items included income received from contributing artists, sponsors, sold merchandise (Cafepress store), DAL50 Plein Air Festival registration, exhibition fees and commissions from sold paintings. Expenses were also listed that ranged from web and meetup site service costs to DAL50 transferred funds and marketing and program fees. The net cash available for operating funds amounted to 2,439.00.
3. Donna summarized other financial items that included the TD bank account (authorize use given to Lorrie Turner and Donna); Paypal for registering show participants; and the need to raise funds to pay for fees leading to 501c3 applications and insurance costs. Donna also clarified our status as being only a Florida non-profit organization and **not** a 501c3 qualified, federal entity. As such, donations are not tax deductable under federal regulations. All agreed for the need to seek 501c3 status down the road. Donna asked that previously handed out forms for reimbursement is used for anyone seeking such monies. She will post the form on our website.
4. Next on the agenda involved our Bylaws. Since few in the room had read the proposed by-laws, we were encouraged to study the proposal and email Donna for suggestions, revisions and any other input to the proposed document by Nov. 1st and prior to submitting a finalized version to the State as a non-profit, required annual report by the end of the year. To facilitate an online discussion, any comments or suggestions to the proposed By-Laws should be copied to each board member when you input Donna.
5. Under policy and procedure developments the following was discussed and voted on:
6. In regards to renewing monies sent by contributing artists, a motion was made by Pati to continue their status as contributing artists without further payments and with specific benefits until Jan. 2016. Seconded by Ralph and all voted in favor of approval.
7. A second motion was made by Frances to set as a minimum donation by contributing artists after Jan. 2016 to 25.00 as the on-line annual payment for status as a contributing artist. Pati seconded the motion, followed by no discussion, and a unanimous vote to approve.
8. Donna emphasized the need to have all corporation documents, signed contracts; both originals and copies are kept and maintained in one location. Her knowledge of what IRS would scrutinize brought an urgent need to comply with that foreknowledge. To do so effectively would require installation of officers, mainly a Secretary and a Treasurer. Ralph suggested the Board look into developing the job description and selecting the person(s) who would take on these responsibilities. Frances was asked to hold and secure the Northridge University contract until the officer positions were filled.
9. A quick review of the calendar developed and printed up by Donna. It showed monthly events from June 2014 to May 2015. Without too much discussion, all were impressed of the busy schedule to take place in the coming months. Ralph commented on the need to have volunteers to help conduct these events. Later on in the meeting, Pati suggested that we tap the total Meetup group (277) to seek help. A meeting was scheduled to invite all Meet-up members to come and support and volunteer for all of the upcoming scheduled events. It is to take place on **Monday, Dec. 1st at 2:00PM at the Crest Theatre at OSS in Delray Beach.**  Donna and Ralph will post the invitation. It is a good idea but specifics will need to be developed soon as to how and what is to take place. No one volunteered to spearhead the event. Pati cleared the use of the facility for the meeting.
10. Ralph summarized the two upcoming shows, handing out sheets of information about each. Both shows are open to contributing artists and details included the following:
11. **NORTHWOOD UNIVERSITY** **SHOW**– Frances Lynn, Coordinator

Where: Jeannette Hare Gallery, on campus at 2600 No. Military Trail, West Palm Beach.

Length of show: Nov. 14, 2014 to Feb. 23, 2015

Deadline for entry: Sept. 21st

Entry fee: 30.00

Sales: On any work sold, a commission of 20% will be charged as a donation to Northwood University. Any transactions from sold art work should be carried out between the artist and Northwood University, without the involvement of PAPB.

Drop off: Nov. 14th, from 9 – 11AM

Show opening: Nov. 14th

Reception: Sat. Feb. 21, 12:00 to 2:00PM

Pick up: Feb. 23, 2015, 9:00AM -12:00PM

1. **CORNELL MUSEUM SHOW** - Ralph Papa & Pati Maguire, Coordinators

Where: OSS, corner of Atlantic and N. Swinton, Delray Beach

Length of show: Dec. 16, 2014 to Mar. 8, 2015

Deadline for entry: Oct. 19th

Entry fee: 30.00

Sales: Artist – 80%; PAPB to receive 20%

Drop off: Dec. 8th & 9th, 10:00AM – 2:00PM

Show opening: Dec. 16th

Reception: Thursday, Jan. 15th, 5:30 – 7:30PM

Pick up: Mar. 9, 2015, 10:00AM – 2:00PM

Other details on the hand outs also included how to apply and upload images of submitted paintings. Ralph discussed the possibility of cash prizes to be awarded at both shows. A concern by Donna as to donations from sponsors (who seek tax exempt usage), and their donations use for prize awards may need to be investigated since it may jeopardize our ability to secure a 501c3 status. In another use of funds for prizes, Steve has a sponsor willing to donate prize money for shows and will work with Pati and the DSforthe Arts accounting person as to the best manner for disbursing such a sponsorship.

With caution, the board accepted a motion by Pati to utilize a formula for a percentage breakdown of show fees collected to be used as follows:

50% - for prizes

30% - for expenses (to be determined as budgeted for the show by the person in charge)

20% - to PAPB

Ralph seconded the motion. Without further discussion, the motion was approved.

1. Through Ralph’s efforts and contacts, the above shows were developed this past summer and a need to have an immediate jurying process for selecting art work was needed to be set in place in order to meet deadlines and fulfill limited space availability for the shows. During the summer, a conference call was also organized and conducted in which directors were informed of the jurying process developed by Ralph. It was agreed by directors involved with the conference call to install the jurying process temporarily for the above two shows with an understanding that the jurying process needed board approval in the forthcoming meetings for future exhibits.

Ralph continued his presentation of the two shows by describing the jurying process briefly. He handed out a spreadsheet, using the data for the Cornell Museum Show as an example of how the process actually works.

In an attempt to understand, first the need for a jurying process, and the development of future shows that would include all members or non-juried shows, the directors engaged in an emotional and heated debate. Donna expressed a personal desire to model the Cultural Council Show last spring where all PAPB members had the opportunity to exhibit. She would support any shows that did not utilize a jurying process and was opposed to the primary development of shows that required a jury selection process. Both sides of the issue were discussed by those present with Ralph, Manny and Pati leaning towards the need to have a process in place for selecting art work, especially where space limitations existed. Other points of discussion stemmed around developing more shows where everyone would have an opportunity to exhibit. With further need to discuss the policy of a jurying process, the board decided to have a separate meeting just to discuss this apparently, sensitive issue. Sheila Wolff offered her home **at 700 NE Broadview Dr., Boca Raton** for such a meeting. *The meeting will take place on* ***Monday, Jan. 5th, at 5:00PM****.* Pati agreed to be the facilitator for the meeting. No other meetings are scheduled during the Holidays.

The lateness of the hour necessitated adjournment and the meeting was called to do just that by Donna at 4:05PM.