

Governing Board Meeting

February 14, 2021; 10:00 AM – 1:00 PM CST

Virtual via Zoom

Attendance:

Board members: Linda Nutt, JoEL LoGiudice, Maggie Fansher, Reneau Dubberley, Pat Moody, Cara Young, Sally Bebawy, Roberta Bell, Pat Chaffee, Synthia Clark, Audrey Deal-McEver, Cynthia Gadsen, Shaun Giles, Candace Gooch-Ward, Jessica Hagar, Kelly Hider, Wansoo Kim, Vincent Lillegard, Wisty Pender, Christi Teasley, Paige Ward

Staff members: Kim Waag

Linda calls the meeting at 10:01am. Linda asks Shaun to introduce himself, since he was unavailable for yesterday's retreat due to a prior commitment.

Approval of November 2020 Minutes

Pat Moody moves. Reneau seconds. No further discussion. Motion carries.

President's Report

Linda reminds the board of two motions from the last board meeting in November (the proposed by-law change of increasing the at-large members on the executive committee and the approval of new board members), reporting that the membership at large approved both.

Linda encourages board members to explore the new private board portal found on tennesseecraft.org. She asks that each board member look over their contact information and notify Kim if anything needs changing. Contact information is private to fellow board members. Please include contact preferences. Bonnie will be contacting each member monthly to track time spent on board work. This data will be helpful to Kim for grant writing and reporting.

Executive Director's Report

Kim shares a bulleted snapshot of updates ('touchpoints') twice a month via the portal to the entire board. She welcomes questions about her report written for this meeting.

Roberta asks for Kim's opinion on the likelihood of holding the Spring Fair in person. Kim updates the board on the spring fair. Applications close on Tuesday, lower than normal but still coming in. As of Friday, 136 total, 10 ineligible, 3 incomplete. Jury will review applications February 18th - 25th. Staff will undertake a full stake-out of the fair on Thursday on the new Parthenon lawn (new layout, both with and without COVID-19 protocols). This information is crucial to COVID-19 necessary subcontractor bids (fencing, etc.). After Kim has the measurements for the layout, she will construct a budget, which she will share with the executive committee.

March 23rd is the booth fee deadline. The Health Department requires a risk assessment report (full maps, layout, walking route) in the second week of March before the Metro Parks board can approve a permit.

Jessica asks for more information on COVID-19 restrictions. Kim reports:

- Maximum people inside the fair is 500, based on square footage.
- There can be food trucks, no self-service food.
- We will be required to socially distance the booths.
- Hand sanitizers at all entrances, and with artists. Masks required.
- Daily temperature checks of all staff/volunteers.
- Audio announcements reminding everyone of protocols.
- No big tents (kids, demo, breakfast), up to a double-size for an artist. The large emerging makers' tent would have to be separated into individual tents.

Kim mentions that the executive committee decided to transition to virtual Kid's Tent initiatives for the Spring Fair no matter the decision on the larger fair.

As of right now, the Health Department is only approving events two weeks beforehand.

Linda summarizes the three main issues - COVID-19 status, Health Department approval process, and the additional expenses need to hold such a fair. Executive committee is continually discussing feasibility, and the whole board will be a part of the decision process once we have budget numbers and Health Department approval.

Wisty asks if we could have large tents without sides. Kim responds that large tents with no sides are not allowed as sides might have to come down for inclement weather, and then the event would be considered an indoor event, which we would not be permitted for.

Kim to share Order 12, Section 7 website to the board to stay apprised on the COVID-19 situation.

10 minute break. Meeting resumes at 10:47am.

Board Officer Treasurer

Linda thanks Reneau for his willingness to become the full-time treasurer.

Sally moves to approve Reneau Dubberley for the position of board treasurer. Christi seconds. Reneau abstains. All in favor.

Treasurer Report

Reneau reminds the board that all members have a fiduciary responsibility to the organization. The Finance Committee reviews monthly reports on the financial condition of the organization, income and expenses reports in detail, and has full visibility on the organization's fiscal status. He asks for anyone interested to join the committee.

First, he reviews the balance statement. The organization accrues around twenty-eight thousand in expenses monthly, and as of now, has about four months of expenses in the bank. Invested cash remains consistent with past years.

All chapters are under Tennessee Craft's 501c3 status, so their funds are on our financial statements, but the chapters have autonomy over these funds.

Cash receivables are primarily grant monies promised but not yet received. MNAC paid around forty-thousand of their promised grant, thus the difference in assets at the end of the calendar year. The organization recognizes money when it's granted not received.

PPP and EIDL are currently shown as liability, as these funds are still recognized as a loan.

Linda highlights donor-restricted funds, and defines this category as money given to the organization for specific purposes.

Wisty asks about the PPP and EIDL loans. Those are zero because that line refers to December 2019 when the loans had not yet been received.

Reneau reviews the statement of activities second, noting that government contributions are low, but foundation and individual gifts are higher than budgeted. In addition, earned income is low because of the lack of in-person fairs. Gross income is ten thousand less than expected, which Reneau remarks is extraordinary given the COVID-19 year. Grant organizations and donors have given more to the organization due to the pandemic.

Third, Reneau summarizes the expense report. He calls attention to the percentage of budget line, noting most expenses are under budget except for the e-commerce site. This program was not appropriately budgeted for during the construction of the fiscal year budget. Overall, the organization and staff have done a good job controlling expenses in 2020. Reneau asks for questions.

For the current fiscal year, we show a net loss in the first six months of seven thousand dollars, and budgeted net income of six thousand, but the fourteen thousand dollar discrepancy is covered by the PPP and EIDL loans, which will be forgiven and transitioned to grants.

Overall, Tennessee Craft is in a decent financial position, controlling expenses with an increase in grant, foundation and individual gifts.

Given the loss in fair income, the organization will be eligible for the second round of the PPP loans. Kim is currently working on the application.

Motion to approve the Treasurer's report. Roberta moves to accept with column header change (December 31, 2019 on statement of financial position (third column to the right). Wisty seconds. All in favor.

Linda comments that the financial committee is exploring new accounting services for the organization.

Consent Agenda: Chapter and Committee Reports

Linda asks for anyone with comments on any of the chapter and committee reports, now is the time to speak. Normally the board moves to accept review of the chapter reports on an honor basis.

Development Committee Report & Appeal

There are three different campaigns currently underway: membership, annual giving campaign, and e-commerce special appeal. Funds to date can be found in presidents/executive director reports.

Linda remarks that monthly income throughout the fiscal year fluctuates based on program schedule. She asks for board members to think about giving on a monthly basis to help with cash flow. Our fiscal year runs July 1- June 30, so six months of the current fiscal year have already happened. Thus, new board members are asked to give an annual gift (or portion of their annual gift) in the next six months so Kim is able to report 100% board giving (either required or crucial marker in many grant applications).

Linda welcomes anyone to contact her with questions.

Formation of E-commerce Committee

To get everyone inspired, Maggie asks Kim to screen-share the draft website. She refreshes the board, particularly new members, about the history of the project. This time last year leadership decided that this was a program that needed a more robust platform and thoughtful design, thus the e-commerce site has taken more time and funds to see to completion. Tennessee Craft hired Muletown Digital, a local firm based in Columbia, TN to assist the organization with the project, and the site is well on its way. The staff are working with the Muletown team to finalize copy, content, and images.

She gives a summary of current fundraising efforts for the project:

- We've already collected over 65% of start-up costs for this project through generous gifts: ten-thousand from a family foundation, ten thousand from board members, and five thousand from a friend of Tennessee Craft. This leaves us with \$13,500 to raise (\$38,500 total for the project, \$25,000 collected).
- Our staff and the Muletown team are flying through the development of the site, and we will need to write another check to Muletown in the coming weeks. We have \$4250 to come up with now.
- Kim has generously offered to donate \$250 if the board can raise four thousand.

Maggie remarks that there is no other program that can be more impactful to artists right now, and asks each board member to think about giving to this project. There is a special link for board members to donate specifically to this project on our website. Hit the donate button and scroll down to find the e-commerce page.

Linda asks for a motion to establish a permanent e-commerce committee. Synthia Clark moves. Seconded by JoEl. All in favor.

Board Member Commitment Form

Synthia Clark explains that the idea of a board member commitment form arose from discussions around new board member orientation and the need to summarize all commitments in one place. The simple online form showcases all the ways to get involved, and is renewed annual to plan for fiscal giving and committee commitments. If approved, it would be due for all board members next Sunday.

Linda remarks that there is not a set amount required of board gifts, but everyone is encouraged to give on a level comfortable to them. She asks for board members to volunteer their time on committee/s in a way that utilizes their passions.

By signing this form, all members agree to thank 10 donors, in whatever way each feels comfortable.

Pat Chaffee asks if sponsored events include TCW events. Linda confirms yes.

Motion to adopt board member commitment form is made by Reneau. Seconded by Roberta. All in favor.

Linda asks the board members to complete the form by next Sunday. Please listen carefully to committee presentations later in the day, and feel free to contact committee chairs with further questions regarding committee activities.

Wistful motions to accept the consent approval for committee and chapter reports. Pat Chaffee seconds. All in favor.

Break for ten minutes.

Committee Descriptions/Functions – Committee Chairs

Finance Committee

Reneau remarks that the committee meets monthly to review the statement of financial position, and income and expense statement in detail. He estimates that it takes an hour to review materials before meeting, hour at meeting. He asks Vincent for his impressions. Vincent remarks that diving into the financial statements was a great way to get to know the organization, and that it took him a little longer to review information the first time, but Reneau's assessment of time commitment is accurate. Reneau remarks that you don't have to be an accountant or CPA to be on the committee, if you've overseen a budget or written grants, you would be a vital addition to the group. This group has 3 members, and is looking to recruit one more.

Community Engagement Committee

JoEl is co-chair of the community engagement committee with Kamila Sanders. The group has an ambitious agenda, as the committee is tasked with making sure as an organization we are welcoming, participating, and ensuring DEI in everything we do. The committee meets monthly, for around an hour. Other time commitments include a few hours a month working on small group action items. In the future, JoEl hopes that committee members will be able to get involved in community events, meeting with community members, etc. Welcome aboard to all!

Fair Committee

Colleen Williams serves as the fair committee chair, and joins the meeting to talk about the committee's activities. The committee serves both the artists and the public that interact at the fair, and oversees the largest revenue generating program for the organization. Most artists that participate in the fair are members of Tennessee Craft. The committee sets policies for eligibility, standards for jurying, standards for appearance of fair and artists' presentation of work, considers logistics (fair layout, artist needs, ease of fair navigation by attendee), and helps facilitate emerging maker experience. Colleen has served as president for the last year, and participated on the committee for the previous three years.

After every show, the committee surveys the artists about fair experience, and digests and implements feedback from large initiatives (set-up/take down procedures), and tiny details (too much plastic water bottles?).

Next year is going to be very dynamic for the committee as they will continue to discuss COVID-19 protocols and the new location layout. The group usually meets three times a year, and members range from artist exhibitors, fair goers, board members, community members. She welcomes all kinds of input.

E-Commerce Committee

Maggie remarks that our goal as the e-commerce committee is to establish and oversee management of our newest program, SHOP Tennessee Craft. In the next couple months, the committee is charged with determining the details and functionality of the site/program, topics including overall budget, eligibility requirements, fee structures, marketing ideas, and funding initiatives. She states that time commitment will be heavier on the front end, meetings will start later this month, but ultimately the committee will operate much like the fair committee. The group needs members with virtual sales platforms experience, marketing experience, and a commitment to working with artists.

Tennessee Craft Week

Wisty serves as an advisor for Tennessee Craft Week, a project-based committee that focuses on this one-week, state-wide craft celebration with an honorary chair that leads into the fall fair. The pandemic forced the event to pivot to virtual platforms in 2020, and committee members came up with interesting ways to engage both artists and event participants. The program is revenue neutral, but funding will need to be secured for the 2021 event. Wisty welcomes members questions and participation.

Development Committee

Linda remarks that we do not have a chair for the development committee. With Bonnie taking on her new role as development director, this committee is reinvigorated and charged with brainstorming ideas for championing the organization to various communities. The group is responsible for helping staff reach financial goals, and strategizing about how to increase the organization's network. The group will work on a systematic approach to building relationships with donors, and in particular hosting a fundraising event. Linda encourages anyone with event experience to join. Members work alongside Bonnie and Kim to make connections with individuals, other like-minded organizations, and companies that can help further Tennessee Craft's mission

Scholarship Committee

As chair, Pat Chaffee remarks that the group meets monthly to discuss, and award two different scholarships: the member scholarship and summer study scholarship. The member scholarship supports a Tennessee Craft member artist with a gift of \$250 towards furthering their education. This scholarship is considered on a rolling basis, but applications are significantly down recently. The group will award up to five scholarships of up to \$500 through May 2021 as a response to online classes becoming more robust and expensive during the pandemic.

Summer Study scholarships award classes to artists in partnership with ShakerRag, Arrowmont, and Appalachian Center for Craft/TN Tech. The pandemic has impacted this program significantly, and Pat encourages anyone with a desire to help artists to excel in their crafts to join.

Workshop Committee

Linda comments that we do not have a chair for this committee due to a past board member rolling off the board. This committee focuses on artist professional development, but gathering feedback from this community is challenging. In the past, the organization hosted one or two day workshops with keynote speakers, open forums, small breakout groups, etc. on various topics including art, artistic careers, business strategies, etc.. Monies earned from the workshops support all scholarship opportunities. Both members and non-members attend, so these events serve as communication opportunities along with network builders. The pandemic has also affected this program, and needs a group to brainstorm other format opportunities.

Events, Technology (is considered an active committee but is Adhoc), Marketing and Membership Committees

All inactive for a host of different reasons, but could return on an ad-hoc basis. Linda thinks this would require more thought and deliberation, and board approval.

Committee Q & A

Linda opens the floor for anyone to ask committee chairs questions.

Pat Chaffee asks if chairs can invite non-board members to sit on a committee? Linda remarks that the Fair Committee and Community Engagement Committee is the perfect example of board/non-board collaboration.

JoEl moves to adjourn. Maggie seconds. All in favor.

Linda reminds the board of the meetings throughout 2021: June 12, 2021, August 14, 2021, November 13, 2021. All meetings will most likely be virtual, but if in person, virtual attendance will be an option.

Paige chats that she would be interested in seeing the membership committee merged with the development committee, as she sees development as nurturing relationships with all our constituents.

Wisty calls for committee chair check-ins to make sure there is no duplication of efforts and fostering potential collaborations.

Audry requests that we make a list of websites and/or social media accounts for board members who are practicing artists.

Synthia writes that she'd like to see a Communications and Technology Committee that focused on creating/combining resources for the organization and chapters, identified external needs, and understood/supported other committee endeavors.

Linda comments that existing board members will serve as mentors to new board members, pairings to happen soon.

Linda thanks everyone for their time this weekend. Welcome new board members!

Minutes prepared by Maggie Fansher

Linda M. Nint