

**Women's Caucus for Art
Board of Directors Meeting Minutes
June 27, 2010
Arc Gallery, San Francisco, CA**

Board Members Present: *Janice Nesser-Chu, Rebecca Kramer, Brenda Oelbaum, Yuriko Takata, Priscilla Otani, Marsha Heck, Roxanne Phillips, Yueh-mei Cheng, Avinger Nelson, Leslie Aguillard, Susan Kraft, Patricia Martini., Dail Chambers, Jaimianne Amicucci, Sandra Mueller, Karen Gutfreund, Helen Poole Newman, Ulla Barr, and Barbara Wolanin*

Also Present: *Karin Luner (Nat'l Admin), Jennifer Colby, Elizabeth White, Liz Dodson*

Sunday, June 27th, 2010

8:35 am **Welcome and Call to Order by Janice Nesser-Chu, WCA President**
Shortly mentions the mind-mapping work the board engaged in on Saturday, June 26th and promises the board a transcript. She then reads her Board ABC, spelling out the ideal conduct by all board members. Goes over the agenda and the way she would like to run the meeting. Then she talks about the board job descriptions that are up on the website and the need to update them. She also wants to review Jennifer Colby's 5 year plan and see where WCA is in regards to prior set goals.

8:45 am **Old Business**
Nesser-Chu addresses the action items from the February meeting.

1. Getting WCA audited:

After a short discussion, it is agreed upon that WCA's budget at the moment is still too small to engage in an audit, but that the board will conduct an audit in the future when WCA's budget will be more in the \$100,000 range.

2. Fundraising Letter

Nesser-Chu informs the board that the fundraising letter is being worked on.

3. Board keeping track of their donated time and expenses

Nesser-Chu suggests board members look at the forms published on the website to start using them. Some members object that they can't find the forms.

ACTION: To find the forms which were established under Marilyn Hayes' tenure and upload them to the website. Helen Poole Newman will take on the responsibility to send them out to all board members.

4. Finding the minutes in which it states that the board will take on the conference for the next three years.

Luner, the national administrator, states that this statement is in the February 2009 Minutes.

5. Establish legal forms for personal money donations

Nesser-Chu did not have the time to follow through with a meeting with Voluntary Lawyers for the Arts, but will keep the on the agenda.

6. Finding out if WCA's incorporation status in DC make a difference for donations at the national level

This item stays on as action item.

ACTION:

Susan Kraft will contact Lawyer in DC. Nesser-Chu and Patricia Otani will forward incorporation forms to S. Kraft.

7. Old and new Lifetime Achievement Awards Selection Process Manuals.

Since Anne Swartz had rewritten the manual last year, the board would like to see the old manual.

ACTION: Eleanor Dickinson, who has been on the Awards Selection Committee for several years, is asked to supply the board with the old manual.

8. Awards Site Selection Committee was asked to submit a survey about the WCA Conference/Awards experience

The committee states that the draft of the survey is complete.

9. Survey how many CAA members are in WCA

Nesser states that WCA is compliant with the College Art Association (CAA) mandate which states that at least 10% of WCA members have to be also members of CAA. Luner conducted this survey.

ACTION: The agenda needs to be corrected in regards to these items.

10. Create a Tutorial about Digital Show Applications

Members of the board state that such tutorial are already out there and available on the web and that one should do some research.

ACTION: J. Amicucci will research available sources and will work with the Exhibition Committee, the administrator, and Nesser to produce a guide.

11. Pioneer Valley Chapter money transfer and letter to establish the chapter The chapter received a letter from Nesser-Chu and was approved and the Vermont chapter funds held in escrow were transferred.

12. National WCA Mentor Memberships

Proposal will remain tabled.

**9:12 am Winter Board Minutes approved with corrections from M. Heck.
MSP (Motioned, Seconded and Passed by all)**

Nesser-Chu, National Board President

Goes over the list of board reports and asks if anyone wants to add to or comment on their reports.

Sandra Mueller, as VP for Outreach, wants to hear from the board what they would like to see her work on. She also states that she would like to work closely with Dail Chambers, VP of Development, and Susan Kraft, 2nd VP. Karin Luner, Nat'l Admin, would like to see more care with correct spelling and correct naming of titles in the reports.

Sandra Mueller and Susan Kraft, suggest to work on a WCA Style Guide

9:20 am **ACTION:** to create a WCA style guide

9:21 am Helen Poole Newman, Pacific Region VP

States that the San Diego Chapter is not in compliance with WCA's charter. They have changed their dues structure and only paying \$25 dues per member. Currently, 80% of CSD members are in the subsidized category. Mueller explains that the chapter is undergoing leadership changes. Further discussion on how to deal with the issue is put in the parking lot addressing new business.

9:25 am Nesser-Chu states that in absence of members their reports stand as submitted. She also reports that Karen Frostig, Publications Committee Chair, has stepped down. Her commitment to get an ISBN number for WCA's awards catalog was not followed through, and is still on the agenda.

ACTION: Barbara Wolanin will contact the Library of Congress to get an ISBN number.

9:28 am Karen Gutfreund, Exhibitions Committee Chair

Reports that she has secured a space for the National Exhibition in Chelsea in New York City.

She would like a committee to work on the prospectus and finding a juror.

Marsha Heck, Member of the Arts & Education Committee

Speaks for Eleanor Dickinson who will join the meeting in the afternoon.

She states that Dickinson would like to see a list of WCA members' participation in other organizations and see where there are possible links to collaborate. She also would like to see support for her compiled adjunct statistics.

Nesser-Chu thinks that the name of the committee should be changed.

Mueller suggest that the education committee report under the Outreach Committee.

Yuriko Takata, Nominations Chair, suggests taking up the conversation when Dickinson joins the meeting in the afternoon. Item is put on parking lot.

9:37 am Nesser relays that Margaret Lutze wants to transition out of her Treasurer position and states that the board needs to find a new officer.

Luner suggests to contact all WCA chapter treasurers to start dialog.

Mueller suggests to compile a list of current Treasurer duties.

ACTION: Compile list of duties for Treasurer

ACTION: Every board member needs to submit a skill list

ACTION: Get an example of what a skill list looks like

ACTION: Applications of possible candidate need to go to the finance committee, which will be joined by Avinger Nelson and Dail Chambers.

9:50 am Marsha Heck congratulates the board on how far it has come, reflecting on the board minutes from 2008. (Round of applause)

Nesser-Chu reports that Dale Osterle is looking for a raffle prize. She also reports that the Florida Chapter is finally stabilizing.

Aquillard adds that she has lost contact with Leslie Broersma, who came onto the board as Chapters' Council Director in 2009.

9:57 am Amicucci wants the board to know that she just emailed her report in.

Mueller points out the meager Chapters' Council Directors' participation at board meetings, and that the board structure might need rethinking.

Nesser wants to put the discussion about the relationship of Chapters' Council Directors and Regional VPs on the parking lot.

Liz Dodson, New Media Chair,

reports that Leslie Hume is working on the prospectus for the video shorts festival and wants to put the exhibition "Women & Water Rights" on the parking lot.

Poole Newman, Eco-Arts Caucus Chair,

wants to be on a committee to oversee the conference's green practices, maybe work with CAA on greener possibilities.

Kraft want to address the "Committee-of-one" problematic. General discussion ensues about committees and caucuses

10:00 am Yueh-mei Cheng, Young Womens Caucus Chair
Reports that YWC has secured an exhibition and performance in NYC.

Nesser-Chu suggests that the prospectus should go to the Exhibition Committee for guidelines and logistics.

Barbara Wolanin, Advisor, Chapter Relations VP

Not satisfied with the prior argument that the board structure of Chapters' Council Directors is severely flawed, challenges the board to a head count to see who came up through Chapters' Council. After numerous hands-up, she concluded that the structure does work and the majority of current board members have indeed been elected through the council.

BREAK

PROPOSALS

10:23 am **Sponsor: Janice Nesser-Chu, WCA Board President**
Title: Title change from National Administrator to Director of Operations
Cost: 0

MSP

ACTION: Update bylaws/website to reflect new title

Sponsor: Janice Nesser-Chu, WCA Board President

Title: Create new position of VP for Lifetime Achievement Awards
Cost: 0

Mueller suggests a title change to **VP for Special Events**, which is accepted. Name changes will be also made in the VP job description. The new position secures continuity of event celebration and planning.

MSP

ACTION: Update bylaws/website to reflect new position of VP Special Events

10:40 am **Sponsor: Janice Nesser-Chu, WCA Board President**
Title: Purchase a Submissions database to simplify the application process
Cost: \$1,000

Discussion

Feasibility of ownership versus using a program that already exist; chapter participation and chapter usage fees if implemented; implementation in stages and setting up a fake show to test the program to sort out problems before the national show; researching other possibilities before buying a product that might have flaws and depend on one programmer instead of an established company with an 800 number to call when problems arise.

Mueller also wants a current server back-up copy in case there is a server break-down or in case possible vendor issues should arise. She also wants WCA to have a copy of the code for future use.

11:15 am **ACTION:** \$1,000 will be put in escrow to be tapped into for permanent solution. In the meantime, Luner and Gutfreund should work on finding a solution for the national show in 2011.

MSP

11:18 am **Discussion about Job Description for Regional VPs**
Priscilla Otani, President-Elect, wants to hear from the Regional VPs if the new job description is in agreement with them. Nesser states the the VPs were asked already. Brenda Oelbaum, Midwest Region VP, would like to see these descriptions more as a goal. Leslie Aguillard, Southwest Region VP, wants to have an email option as communication tool included. Helen Poole Newman,

Pacific Region VP, thinks that every VP should join all chapters in their region, or maybe have chapters offer free chapter memberships to their VP Wolanin, suggests to ask chapters to place them on their mailing list. Mueller would like to see the regions divided into time zones rather than geographical zones. Rebecca Kramer, Northwest Regional VP, states that she calls Oregon, the only chapter in her region every three months. However, Oregon, failed to send in a chapter report to her, even though the chapter is currently involved in a major exhibition. Mueller points out that the VP structure leaves out Members-at-large.

ACTION: update bylaws from National Administrator to Director of Operations in all instances.

The discussion of job description of Chapters' Council Director is put on parking lot.

Luner wants to change the name of Chapters' Council Director and strike the specific conference dates listed in Nesser's proposal to make it more general.

ACTION: Ulla Barr, VP for Chapter Relations, will survey the current Chapters' Council Directors area of expertise.

LUNCH BREAK

1:09 pm Discussion of Job Description of Director of Operations

ACTION: D.O. is to submit break-down % of time spent on duties

1:17 pm **BUDGET 2010-2011**

Nesser addresses the financial papers and goes over the proposed 2011 budget. Luner lays out the Balance and Income statements, which are not final for the year, however, only minor changes will be anticipated.

Board would like to see the National Show be separated from the conference category, and Mueller observes that there is no line item for building the organization. Luner points out that the new budget includes \$750 for the brochure, of which only \$150 will be needed, freeing \$600.

The amount is split up between \$200 for PR, \$200 for use of the VP for Development, and \$200 for use of the VP for Outreach.

2:00 pm **MSP-** Budget 2010/11 is approved with amendments.

Priscilla Otani pledges to donate \$1,000 to print a new brochure.

New Business

1. Strategic Planning Committee

Nesser-chu appointed Priscila Otani to head up the committee

ACTION: Strategic Planning Committee to begin work immediately

Members: Priscila Otani Sandra Mueller, Dail Chambers, Susan Kraft, Patricia Martini, Janice Nesser-Chu. The committee will also ask Margaret Parker.

2. NY Conference

Nesser-Chu gives update on live-space - women, art & activism

Will use CAA table to be part of live-space

3. Fundraising

Nesser-Chu sets goal to raise \$50,000, of which she pledges to raise \$5,000 herself. She asks each board member to pledge to raise \$500, which will also grant their name being listed in the catalog. The board agrees

ACTION: All Board members to participate in the Fundraising campaign by raising \$500. She also envisions a campaign to ask each WCA member to donate \$5. After a lengthy discussion of how to accomplish these goals, the board is left with the task of rectifying the misconception by the majority of members of how much of their \$40 membership dues go to the annual awards.

4. Caucuses

Nesser-Chu notes that after studying the bylaws, she found that there was nothing about caucuses. In fact, four caucuses are currently operating without governance. Nesser would like to see an amendment in the bylaws about how caucuses can operate.

ACTION: Taskforce to ask each caucus for a definition

5. Website

Wolanin states that she submitted a report about website issues to the admin and noted that the changes had been implemented.

The board also would like to see a total website overhaul and be reflected in the new brochure design.

ACTION: Luner and Amicucci will look for ways to innovate.

5. Media Awards

Brenda Oelbaum would like to establish a WCA Media Award held during the LAA awards. The board likes the idea of a Media award but is against holding it during the LAA awards and asks Brenda to come up with a game plan.

ACTION: Brenda should come up with guidelines and procedures for the awards. She should also find a separate timing of the award presenting, so that it does not infringe on the LAA celebration.

3:45 pm

The Executive Committee as chosen by Janice Nesser-Chu is voted in by the board.

MSP

Parking Lot Agenda

- ACTION:** Make headshots on board page smaller
- ACTION:** Nesser-Chu will make contact with the San Diego Chapter
- ACTION:** Nesser-Chu will name 6 people from each Region to be on the Nominations Committee, as set in the bylaws.
- ACTION:** Nesser-Chu will address the “Committee-of-one” problem by a call to members, and/or see if committees can be combined.
- ACTION:** Nesser-Chu and Barr will see how Regions are organized, and work on San Diego issue.
- ACTION:** Add Eleanor Dickinson’s article “The History of WCA”, published in *Blaze*, to website. Find out about publishing rights from Blaze producer.
- ACTION:** Treasurer is to submit job description and list of duties to Finance Committee
- ACTION:** Nelson will compile list of items the Board requests training in.

MSP to change name of Chapters’ Council Director
The Executive Committee may take on the change of name.

4:21 pm **Meeting Adjourned**

7/21/2010 All submitted Board Reports were approved by the Executive Committee. The motion was made by Ulla Barr, and seconded by Susan Kraft.

(Minutes written and recorded by Karin Luner, Nat’l Administrator)