

**OHIO ARTS COUNCIL
BOARD MEETING
SEPTEMBER 17, 2013**

The meeting was called to order by board Chair Jeff Rich at 12:45 p.m. in the offices of the Ohio Arts Council in Columbus. Council members in attendance were: Jeff Rich; Ginger Warner; Sharon Howard; Sara Vance Waddell; Monica Kridler; Robb Hankins; Sen. Eric Kearny; Michelle Peasley, administrative aide to Rep. Peter Stautberg; and Goran Babic, administrative aide to Sen. Gayle Manning. Absent members: Jim Dicke, Rep. Armond Budish. Also present were: Appointed (not yet confirmed by Senate) board member Jane Foulk, Leo Almeida, legislative aide to Senator Kearny, Donna Collins, executive director, Ohio Citizens for the Arts; Karen Simonian, Advancement Projects Manager, Wexner Center for the Arts; Jack Jackson, deputy director, Wexner Center for the Arts; and Sherri Geldin, director, Wexner Center for the Arts. OAC staff members: Julie Henahan, Mary Campbell-Zopf, Missy Ricksecker, Kathy Cain, Brianna Dance, Ken Emerick, Dia Foley, Mary Gray, Dan Katona, Carla Oesterle, Kathy Signorino, Jim Szekacs, Kim Turner and Elizabeth Weinstein.

Board Chair Jeff Rich welcomed everyone to the fall board meeting.

Mr. Rich reminded the members that all board meetings are open to the public and that this meeting was being audio streamed via the Web. All board meetings are audio recorded for documentation purposes and as such are part of the public record. He asked members to speak clearly and not rush the making of motions. To further promote transparency in the agency's work, the meeting agenda will be posted to our website under the tab, "About OAC." After the meeting, the minutes from the full board meeting are added. Mr. Rich reminded the members to direct their questions through him to help the quality of deliberations and allow staff to more easily record the discussions.

Ms. Vance called the roll, after which Sen. Kearney made a point of order that board member Armond Budish was no longer house minority leader. He suggested that current House Minority Leader Tracy Maxwell Heard be contacted to ascertain whether any change needed to be made in the board roster.

APPROVAL OF MINUTES

MOTION by Sharon Howard, seconded by Sara Vance Waddell, to accept the minutes of the Ohio Arts Council Board, Finance and Executive Committee meetings held on June 19, 2013.

Motion carried without dissent.

CHAIR'S REPORT

Mr. Rich reviewed that the main order of business was to discuss and vote on: grant ratifications, committee reports and revisions to the agency's Administrative Code.

He announced that the board would also hear reports from our Finance; Programs, Panels, and Public Policy; and Executive committees, and Donna Collins, executive director, Ohio Citizens for the Arts will give a brief update on the OCA's activities.

DIRECTOR'S REPORT

Executive Director Julie Henahan welcomed everyone to the board meeting and presented her report.

Staff News

Ms. Henahan announced that she will be retiring from the OAC in July 2014 after 30 years of service. (Her last day in the office will be July 11, 2014 and July 31 will be her last day as an employee of the State of Ohio.)

She informed the board that, following the example of her predecessor, she was giving the board a 10-month notice so they would have plenty of time to find a replacement and ensure that the agency has time to address critical work, including development of a new strategic plan and biennial budget and applications for the National Endowment for the Arts (NEA). She stated that she has been very proud to be executive director of the agency, and after weathering several difficult years brought on by the recession, the OAC was now gaining financial strength.

She gave a brief synopsis of her tenure at the OAC, starting as an assistant in the Grants Office, becoming the assistant director and director of that office, then moving up to position of deputy director and, ultimately, the executive director of the agency. She stated that her broad experience in agency work has been helpful as she has led the agency, especially since the staff was reduced so dramatically in recent years. She thanked board members past and present for their support of the agency over all the years she has been with the agency. It is because of the foresight and vision of the board that this agency is one of the top state arts councils in the country.

Mr. Rich thanked Ms. Henahan for the generous notice and nearly a third of a century of service. He commended her intelligent leadership, especially during a time when the staff was reduced by two-thirds because of budget difficulties; leadership that has resulted in an upturn of the agency's fortune and has been rewarded by the legislature with increased allocations for the agency in the last two budgets. He announced that he would immediately form a search committee that will meet in October to decide whether to hire an outside consultant to help with the process and what criteria will be used in the search. He asked Ms. Henahan to prepare an updated job description, and to gather the materials that were used in the last executive search. He invited all board members to be on the committee.

Ms. Kridler asked that the board honor Ms. Henahan with a standing ovation, and the board responded with a lively *brava*.

Ms. Henahan thanked the board for their kind wishes.

Ms. Henahan then asked the OAC staff to introduce themselves, state their titles and the number of years they've been with the agency.

National Assembly of State Arts Agencies (NASAA) Update

Ms. Henahan reported that the National Assembly of State Arts Agencies (NASAA)

will be holding its biennial leadership institute in October in Jackson, Wyoming. This conference is geared toward the executive directors, deputy directors and board members of state arts agencies. This year's sessions will focus on arts advocacy and the intrinsic value of the arts, how state arts agencies can support returning veterans, and how the changing landscape of rural America may affect state arts agency policies in the future to name a few.

She reported that NASAA had a successful fundraising campaign this summer for the \$50,000 challenge grant it received from the Wingate Foundation. They had until September 30 to raise the match and they were just on the cusp of exceeding the target.

National Endowment for the Arts (NEA)

Ms. Henahan reported that the House Appropriations Committee's recommendation for the NEA's 2014 budget (OAC's FY2015) constituted a significant reduction from 2013, from \$146 to \$75 million. The President's recommendation was \$154.4 million.

She shared that she had received an update on the federal budget that week and at that point there had been no significant progress on the 2014 budget. She noted that the health care reform law and events in Syria might keep any serious forward motion in the next week from happening. Prospects for the NEA are better in the Senate, and staff will be keeping a close eye on things as they develop. She informed the board that there had still not been any decision on the next chairman of the NEA and it was unknown when that might happen as well.

Staff News (continued)

Ms. Henahan announced that Karine Aswad, assistant to the executive director, had left the OAC in mid-August to take a position with the City of Columbus as a project manager analyst.

She stated that the agency had received 300 applications for this position, and interviews for Ms. Aswad's replacement would start in early October after staff has finished the Work Force Plan and NEA grant updates. A candidate will be selected by the end of October and will hopefully start no later than mid-November.

She stated that in the interim, Missy Ricksecker has very ably been filling in and helping to keep work in the Executive Office moving forward.

Ratification of Executive Committee vote due to lack of quorum at June 19, 2013 board meeting

Ms. Henahan brought the board's attention to the need to approve the Executive Committee's votes taken in a special session on June 19, which was convened due to lack of quorum at the board meeting. She explained that the business had been to approve the FY2014 grant recommendations. According to the agency's code, the Executive Committee can meet at intervals between the regular board meetings to approve the business of the council. She advised the board that they would now need to vote to approve the votes taken during that committee meeting.

MOTION by Robb Hankins, seconded by Sara Vance Waddell, to approve the Executive Committee's votes taken in a special session due to lack of quorum on June 19, 2013.

Sen. Kearny requested a clarification of the business that was carried out in Executive Committee that needed to be approved. Ms. Henahan replied that it was the approval of the FY2014 grant recommendations.

Motion carried without dissent.

COMMITTEE ASSIGNMENTS

Mr. Rich directed the board's attention to the 2014 Committee Assignment handout and called for a vote to approve the recommended slates for three board committees: Finance; Programs, Panels and Public Policy; and Nominating. He noted that the nominating committee would meet before the January meeting to come up with a recommendation for the Executive Committee slate. The approval of the Executive Committee will be part of the formal business of the board at the January meeting.

MOTION by Sara Vance Waddell, seconded by Ginger Warner to approve the slates for board committees for the upcoming calendar year.

Mr. Rich stated that approval for committee assignments of new board members is contingent upon Senate approval of their appointment to the board.

Motion carried without dissent.

COMMITTEE REPORTS

Finance Committee

Finance Committee Chair Ginger Warner reported that the committee met and considered the budget presented by Ms. Henahan. She asked Ms. Henahan to give a summation of quarterly budget report and remarked that the agency has operated in a very conservative manner in the last quarter.

Ms. Henahan brought the board's attention to the budget summary, which shows the expenditures in each category of the agency's budget over the last quarter. She reported that expenditures had remained steady—except for the grants line, which fluctuates over the course of the year, with large expenditures in the first quarter when final reports are being processed and final grant payments are made. Payroll remains basically the same throughout the year, at about \$375,000 per quarter. She noted that fluctuations can occur during the year because of changes in staffing. She added that annual payroll expenditures comprised only 13.5 percent of the overall expenditures for FY2013. The industry standard for like organizations recommends that 25 percent or less is very good. The OAC is well below the standard benchmark, and added that the additional operating expenses on top of payroll amounts to only another three or four percent. Staff travel remained unchanged, comprising 0.6 percent of the overall administrative budget. The agency operates on a tight budget, allowing the bulk of the money to go out in grants.

Mr. Rich shared that when he and Ms. Henahan went on legislative visits earlier this year, legislators were unanimously impressed with how low the agency kept its overhead budget, enabling the

distribution of funds from the hardworking citizens of Ohio back into the community. Good work.

MOTION: Committee recommends approval of the OAC Quarterly Budget Report

Motion carried without dissent.

RATIFICATION REPORT

Re-ratification of April 8 Grant

Before beginning the process of going through the ratification report, Deputy Director Mary Campbell-Zopf asked Assistant Attorney General Angela Sullivan to review some background information related to conflicts of interest and Ohio contract law.

Ms. Sullivan asked the board if they were willing to waive their attorney/client privileges for this discussion; the board had no objection to doing so.

Ms. Sullivan began by stating that her comments are hers alone and not a formal opinion of the Attorney General's office and recommended that the board seek an opinion by Ohio Ethics Commission for a more definitive answer regarding this issue. She began her report, stating her conclusion that the Ohio Citizens for the Arts (OCA) and OCA Foundation are so intricately intertwined as to constitute one entity for purposes of ethics law. They share the same director, the same board members, the same office, the same telephone number and the same website; therefore, based on her research, they need to be considered the same entity. She also reminded council members that they are considered public officials for purposes of these ethics laws.

The question she was asked to review was whether council members can serve simultaneously on OCA and OAC boards. She stated that they probably could, but that the real question is whether the board member can meet the exceptions set forth in the public contract law, ORC 2921.42(C), a criminal law that precludes public officials from having a definite and direct interest in the contracts of the public agencies they serve. This prohibition is also in this council's administrative rules passed last year. Assuming that the board member can meet the exceptions, they must refrain from discussing or voting on grants being awarded to the OCA Foundation. Given the council's issues with quorum, this may be difficult; as the rules are written now, if a board member abstains from a vote, they are still counted as being present at the meeting, which may be problematic (because quorum could be lost). She reminded the board members that they have been given the honor of serving on this board precisely because of their knowledge and experience in the arts; therefore, everyone will have conflicts of interest. There is nothing wrong with having a conflict of interest; it is just a matter of disclosing the conflict and abstaining from discussion and voting on issues pertaining to the organization of conflict. She restated her recommendation that the OAC seek an advisory opinion from the ethics commission.

Ms. Henahan provided some background on how this issue was brought to her attention. At the April 8, 2013, board meeting there had been a vote to ratify a grant awarded to the OCA Foundation for work that was done on an economic impact study; at that time all the board members had voted, including two members of the board who were serving simultaneously on the OCA board (not the

OCA Foundation board). A question was posed after the meeting whether that was too close of a relationship.

Mr. Hankins asked if the board members had abstained from the vote at the April meeting. Ms. Henahan replied that they had not, and the recommendation of counsel was that this particular grant be brought back to the table today, and that those two individuals abstain and the board re-vote to ratify the OCA Foundation grant.

Mr. Rich and Ms. Warner left the room to abstain from discussing or voting on this grant ratification.

Board Secretary Sara Vance Waddell then read the motion for re-ratification:

Motion: At the April 8, 2013, board meeting, the board voted to ratify a grant to the Ohio Citizens for the Arts Foundation for \$10,000. This grant needs to be re-ratified by the board because the Assistant Attorney General has determined that the OAC board members who also serve on the OCA board did indeed have a conflict of interest with this grant award.

MOTION by Sharon Howard, seconded by Monica Kridler, to ratify the FY2013 Special Organization Grant to the Ohio Citizens for the Arts Foundation.

Motion carried without dissent.

Mr. Rich and Ms. Warner re-entered; Mr. Rich asked Ms. Henahan to contact the Ohio Ethics Commission for an opinion per the AAG's recommendation.

RATIFICATION REPORT

Ms. Campbell-Zopf provided a brief history and background of the agency's ratification process and reminded the board members that the rules that guide the staff's work were created by council.

Ms. Campbell-Zopf directed the board's attention to the FY2012 ratification report. She reported first on the ratifications, adding that, in response to a directive from the board, the report includes information on whether the funding sources for the grants, are state or federal.

Ms. Warner shared that she had also asked that grants awarded to fiscal agents be identified on the ratification reports and added as an example that it seems sometimes that the agency is making large grants to the Ohio Citizens for the Arts as a pass-through.

Ms. Campbell-Zopf offered a clarification regarding the terminology and practice in this area. For example, the OAC sponsors the *Poetry Out Loud* program in partnership with the Ohioana Library Association and the Thurber House. The agency awards a grant to Ohioana to handle most of the program. This relationship is considered a partnership, an important distinction as the relationship between partners is different than that of a fiscal agent.

Ms. Henahan clarified that the OCA does not receive such funding, and suggested that Ms. Warner

was referring to the Ohio Alliance for Arts Education (OAAE), which is the agency that the OAC partners with on community arts programs: the Community Development programs, and the Appalachian Arts program.

Ms. Campbell-Zopf then directed the attention of the group to the FY2012 Summary Report of dollars that were awarded through ratification. The summary shows the number of applications submitted, the award amounts, and the board meeting at which the grants were ratified. The report continues with ratifications that are coming from FY2013 dollars. She pointed out the types of awards that are listed in the detailed report, including mission-aligned work with partners.

Ms. Henahan clarified that the summary sheets do not differentiate between grants that are funded through state or federal dollars; these are aggregations of everything that was funded; also at a prior board meeting a request was made to show a history of the ratifications, which staff has prepared, but at the last board meeting the quorum was lost before the report was presented. If the board is interested in discussing this issue at a future meeting, staff can update that report again.

MOTION by Ginger Warner, seconded by Sara Vance Waddell, to approve the grant ratification report.

Mr. Hankins asked where he could find the summary of what the board was voting to ratify. Ms. Henahan answered that the full listing was on pages 45 and 46 of the Council Book.

Motion carried without dissent.

COMMITTEE REPORTS (continued)

Programs, Panels and Public Policy

Panels

Mr. Rich reported that the Programs, Panels, and Public Policy Committee recommended that the panel slates for Artist in Residence, Arts Partnership, Individual Excellence Awards, General Project and Creative Economy Support, and Traditional Arts Apprenticeships be approved.

Motion carried without dissent.

Artists with Disabilities Access Program Evaluation Report

Mr. Rich directed the attention of the board to the Artists with Disabilities Access Program (ADAP) Evaluation Report, which was the result of a team effort begun last winter by Ms. Campbell-Zopf and ADA/504 Coordinator Kim Turner, along with consultant Craig Dreeszen, Ph.D. He commented that this is an area in which the OAC can be particularly proud. The OAC program is unique among state arts agencies. The recommendations of the report are excellent.

OAC Guidelines Revisions

Mr. Rich directed the board's attention to the memo and revised OAC *Guidelines* for Sustainability, Arts Access, ADAP and The Big Yellow School Bus. He stated that the Programs, Panels, and Public Policy Committee recommended approval of the OAC *Guidelines* revisions with one

dissenting vote.

Ms. Warner requested that the board defer approval of The Big Yellow School Bus¹ guidelines until it is determined whether this program is needed, and money will be going to areas and schools that are truly in need.

MOTION by Ginger Warner to approve revisions to OAC *Guidelines* exclusive of The Big Yellow School Bus received no second.

Motion failed.

Regarding the Big Yellow School Bus discussion, Ms. Kridler stated that in her experience, program funders like to see that schools are doing some of the heavy lifting with funding, and a grant request indicates that the schools are finding a way on their own to pay for transportation. She added that it would be great to get this source of funding flowing through the system this year; agency staff will need to do an especially good job marketing the program to schools in need so they know that the grant is available. This is a great way for the good work of the OAC to go even further to an even broader group of people. She shared that she likes the fact that it directly impacts the lives of children.

Mr. Hankins added that it's not bad for the agency to do a prototype and keep an eye on how it goes. One of the realities of life in America is that every year there are fewer kids going to arts events, which means there are fewer adult attendees for our future arts audiences. This is a very important issue. It may not be the perfect way to approach it, but a prototype or experiment can be good.

Ms. Warner shared that she agrees with the prototype idea.

Ms. Henahan stated that staff will ensure that there is a great deal of emphasis on the criteria in the program guidelines that priority will be given to applications where rural and urban students in underserved areas are served.

Motion carries with Ms. Warner dissenting.

Executive Committee

Mr. Rich directed the board's attention to the agenda of the Executive Committee meeting, beginning with the quarterly budget report, which had already been approved.

Constituent Satisfaction Report

Program Coordinator Jim Szeakacs reported that the survey measured satisfaction on a number of issues, including general services from the OAC, which yielded very positive results — high satisfaction of 88-95 percent with little or no negative ratings; the final report content and process, which yielded results that were 75-76 percent positive, adjusted to 86-92 percent to account for the

¹ The Big Yellow School Bus program provides up to \$500 to help schools meet the transportation costs of educational field trips to arts and cultural activities.

possibility of response bias. Staff added the question of how long it took to complete a final report, which yielded a broad range of 1-180 hours. Considering the same results broken into quartiles, the mean and the median completion time represents about 10-16 hours. The survey included a section for open-ended comments, and generally speaking the responses were very positive, with the exceptions being availability of more money, streamlined reporting, better notification processes for deadlines and reports that are due, more regional meetings and contact with coordinators. In all it was a very favorable reflection of the agency's grant process.

Mr. Rich thanked Mr. Szekacs for the report, and stated that we can all be proud of the results. He also reported that the committee had recommended that next year the survey should make the respondents' names confidential to ensure no bias, and possibly yield fairer results.

Poetry Out Loud (POL)

Mr. Rich reported that the recruitment season for the *POL* program has begun, with teacher training workshops on October 17, and workshops for school champions on February 15, 2014. State finals are scheduled for March 8, 2014, and the national finals in Washington, D.C., are scheduled for April 29-30, 2014. The national cash prize for the winner is \$20,000. He offered that it is a great program that is continuing to grow and reported that the Executive Committee had suggested state winners perform for the legislature so that they can be proud of our great young citizens.

Ms. Campbell-Zopf stated that the exceptional teacher toolkits were developed, printed and promoted through the National Endowment for the Arts and the National Poetry Foundation. She offered to provide board members or legislative aides samples of these toolkits so that they could share this program with their constituents, and added that staff would be happy to follow up with constituents upon request. Staff has been working with the Ohio Department of Education, and there has been some nice coverage in their teacher newsletter.

Agency Communication Report

Public Information Office Director Elizabeth Weinstein reported that the 2014 Governor's Awards for the Arts in Ohio luncheon will take place on Wednesday, May 21, 2014, at noon at the Columbus Athenaeum, and asked that board members save that date on their calendars. She stated that nominations were being accepted and the Awards Selection Committee is scheduled to meet on the morning of November 20, 2013.

She reported that National Arts & Humanities Month is coming up in October and that staff had partnered with Capitol Square Review and Advisory Board to develop and promote the events for the month, including a poetry reading in the Riffe Center lobby, a performance by the Zydeco band Mo' Mojo at the Statehouse, and special tours highlighting the Statehouse art collection. She encouraged board members to look at the press release on the website for a full schedule of events.

She also reported that the agency's ongoing press releases and social media efforts continue to grow. All of the agency's press releases, *ArtsOhio* e-newsletters and *Links & Threads* e-magazines are shared on the OAC website, which is easily accessible to constituents and the general public. The agency's Facebook and Twitter pages are updated with at least one new post every business

day. She added that currently, the OAC's Facebook page has more than 5,040 fans, and the OAC's Twitter account has more than 1,300 followers.

She shared that the *Ohio Magazine Arts in Ohio Travel Planner* has information about arts events in Ohio throughout the next year, and that the PIO office was working on the 2014 Ohio Arts Festivals and Competitions Directory, which will come out in late December.

Mr. Hankins asked Ms. Weinstein what she considered to be the hardest challenge marketing the work of the OAC. He stated that when he was appointed to the council he found that people don't know what the OAC is or does. He noted that this is an important question because it relates to some of the initiatives we have discussed today.

Ms. Weinstein stated that it is challenging to broadly circulate information about the many programs the agency funds and produces. PIO staff and interns utilize social media to engage new audiences. She stated that keeping up with the press and the changing climate of media is also very challenging.

Wexner Center for the Arts (WCA)

Mr. Rich reported that Ms. Henahan had done follow-up work after the June 19 board meeting to address some questions the board had regarding this issue. He recognized the WCA staff members in the audience and invited them to introduce themselves. Sherri Geldin, director, Jack Jackson, deputy director and Karen Simonian, advancement projects manager, introduced themselves.

Mr. Rich directed the board's attention to the Wexner Center for the Arts (WCA) follow-up report. He summarized the report, stating that in 2009 the issue of whether or not to open up the WCA to the Sustainability (over \$1.5 million) category had been presented to the board for consideration and a decision. At that time it was determined that no changes to the OAC *Guidelines* should be made. This year Ms. Geldin and WCA stakeholders contacted us again and asked us to revisit the subject. At the June board meeting the board decided that in order to revisit the subject more information was needed, and asked Ms. Henahan to put together a follow-up report. He explained that in essence the report found that although in 2009 only two states were giving this type of support to public university-related institutions; in 2013, 11 states had such grant programs that would allow for operating support for these state institutions, whether they are for the performing arts or museums of some nature.

For many years, the OAC has awarded Project and Sustainability (under \$1.5 million) grants to the WCA and other university-connected arts centers across the state. The board had decided not to put the WCA into the category of Sustainability (over \$1.5 million) because of their state support. The materials the board received at the June meeting showed that the Greater Columbus Arts Council (GCAC) had changed its guidelines to allow WCA to apply for operating support. The board was presented with letters from various legislators in support of that change; GCAC also wrote a letter asking the board to reconsider the OAC policy as they had.

He continued that Ms. Henahan prepared this report and the board opened it for discussion at this morning's Executive Committee meeting. Committee members expressed concern that making changes to the Sustainability (over 1.5 million) guidelines to include the WCA would open the

floodgates to other similarly situated university or community college-affiliated institutions. The recommendation of the Executive Committee was to ask the staff to research whether this decision would newly qualify a plethora of other institutions for this grant category, or the WCA is uniquely situated to qualify for such funds, so that board members would be able to better judge the economic consequences of such a decision. He opened the discussion to the whole board, and invited the Wexner Center staff to come forward and share anything they had to add to the discussion.

Mr. Hankins shared that he was unclear how many ways a university person or department can currently receive support from the OAC.

Ms. Henahan answered that while the guidelines for Sustainability (under \$1.5 million) do not include a cap on the number of departments in a university that can come in for funding, the OAC *Guidelines* do include a \$40,000 cap on the *amount* of money that a single department within the university can receive through any combination of grants that they are eligible for, whether it is Sustainability (under \$1.5 million), Arts Partnership or Project Support.

Mr. Rich clarified that the WCA had offered not to count state dollars in their overall budget for purposes of the award formula. They currently have a budget of over \$10.5 million, of which \$6.3 million is non-state money. They asked that the \$6.3 million be the figure that is used in the calculations for an award, which would mean they would qualify for roughly \$99,000-\$100,000/year.

Ms. Kridler asked for clarification of the OAC *Guidelines*. She brought up the scenario Mr. Hankins had suggested, and in that scenario, wouldn't the theatre department in question have to have an outside advisory board, receive at least 20 percent of its income from private sources, not be an academic department within the college or university, and be required to manage its own budget? Mr. Rich replied that the restrictions she was asking about were from the Georgia Council for the Arts, which are different from the OAC's. Ms. Henahan added that the Georgia restrictions would be a good outline to work from if council were going to adopt changes to the *Guidelines*.

Ms. Henahan put the other SAAs in context with regard to this issue, stating that for many of them, the operating support that they provide to their university arts-based entities are not nearly the size of the Wexner Center. If the board is going to consider this, these sorts of stipulations make sense for an arts organization within a university.

Ms. Kridler asked if these kinds of groups would be part of this floodgate phenomenon.

Ms. Henahan replied that as far as she knew there are not many arts-based institutions in a university setting in this state that have a budget over \$1.5 million. This is the question the Executive Committee has asked staff to look into.

Ms. Warner shared her concern that the potential for the agency to be overwhelmed with new applicants was not restricted to the groups that may be able to come in for the Sustainability (over \$1.5 million). She remarked that there are many state-supported colleges, universities, and community colleges who do not apply for grants from the OAC because they believe that they

are precluded from applying because they receive state support through the university or college. She offered the example of the University of Cincinnati, which she asserted doesn't apply for any agency funding. She requested legislative clarification on what state support for universities really means, remarking that universities are getting state support and asked if coming in for Sustainability and Project Support constituted double dipping. She added that the agency needs to be careful about jumping into this because it could greatly impact the agency's limited pool of resources, and that the board needs to know how many organizations would be eligible for funding before making a decision on this matter.

Mr. Rich invited Ms. Geldin to add any input from her institution. He thanked her for all the great programming the Wexner Center does, adding that the institution has brought regional, national and international acclaim to the state. Ms. Geldin shared that the WCA appreciates the concerns that have been raised, and does not seek to mitigate the due diligence that needs to be done in examining this complex issue.

Ms. Geldin then offered the following distinctions for the board's consideration:

- 1) The difference between a place like the Wexner Center and any college or university department of art, theatre, dance, or music. As an institution, the WCA stands apart from the academic departments because it operates within the Office of Academic Affairs but reports directly to the Provost, not to a Dean or Executive Dean.
- 2) The WCA behaves in a manner that is more akin to all of the major institutions to which the agency provides support through the Sustainability (over \$1.5 million) category. The WCA has its own board of trustees and derives a great deal of its funding from membership and private contributions from local, national and international sources.

She stated that these distinctions are key to considering among which cohort the WCA belongs for reasons of determining level of support. It is the WCA's understanding that there isn't another example of an arts center that is both a part of a university but also very much a part of the civic arts infrastructure. All of the work of the WCA endeavors to create a dual constituency of "town and gown," as well as state, national and international constituencies. She continued that based on the research that Ms. Henahan presented, she agrees that the Georgia Council has created a good template and thinks that there are other criteria that could be added that would even further preclude any kind of floodgate phenomenon that the board is concerned about. The notion of producing work by and for students is the central mission of many university-based arts entities, but it is not the WCA's mission. She stated that in that regard, it would be difficult to find few—if any—institutions comparable in the state.

Ms. Geldin shared that because of the fact that the WCA has not been considered among its peers in the Sustainability (over \$1.5 million) category, institutions who truly do have budgets under \$1.5 million consider the inclusion of the WCA in the Sustainability (under \$1.5 million) to be regrettable and would appreciate the chance to receive the support from that category that currently goes to the WCA. She noted that the amount of funding the WCA could apply for has changed over the years. When she arrived 20 years ago there were several programs they could apply to, and in good years that could bring in \$70,000-80,000 before the (\$40,000) cap was instituted. She added

that the WCA's governance, structure, financing, and the scope and breadth of their programming make them exceptional with respect to arts institutions that are part of university campuses.

Ms. Warner interjected that she appreciates how exceptional and unique the WCA is and that their influence is felt beyond the state at national and international levels, but that does not take away from the fact that they are receiving over \$4 million of state money through The Ohio State University (OSU). The fact that they report directly to the provost shows that they are a part of OSU. It is the state funding that the WCA receives as a sub-entity of OSU that threatens to open the floodgates to anyone else who receives state funding. She affirmed that she doesn't believe there is another arts institution like the WCA in the state, but there are other major theaters at other universities that do much more than just present student work, albeit not to the same extent that the WCA does.

Ms. Geldin responded that while it is quite possible, the WCA, as Mr. Rich pointed out, offered to remove the funding they receive from Ohio State. Ms. Warner interjected that the WCA still receives funding from OSU, and the fact that they are going to remove it so that they would receive less funding secondarily from the state doesn't take away from the fact that they are already receiving state funding for operations.

Ms. Geldin shared that in the over 20 years and three university presidents there has been very strong sentiment that the dollars allocated to the WCA from OSU are not a subsidy, but are in effect a fee for services for all the students and faculty members that the center serves. Ms. Warner asked if the WCA prepared a budget to submit to the provost every year. Ms. Geldin stated that the situation was less clear than that. The provost and the president sit on the WCA Foundation board, which is a 501(c)3 and has its own governance structure, and the WCA does not submit a budget back separately to the...Ms. Warner interrupted, asking how the funding they receive through the university was determined. Ms. Geldin answered that the university allocates a certain amount each year and informs the WCA staff of the amount. She explained that the amount they receive is based on the provost and president being on the foundation board and having an awareness of the center's overall budget. The WCA does not submit a request for its allocation.

Mr. Rich inquired if it were the will of the board to accept the recommendation of the Executive Committee to have the staff get additional information.

Ms. Kridler asked about the timing of this decision and how it will affect the WCA's application to the Sustainability (under \$1.5 million) category.

Ms. Henahan answered that the next business meeting is in April 2014, and the board would not be able to vote on the issue until then if they vote to defer the vote now. She stated that the WCA is being funded through the Sustainability (under \$1.5 million) category through the end of this biennium (June 30, 2015). She stated that the next deadline for any Sustainability grant (over or under) is February 1, 2015.

Mr. Rich asked Sen. Kearny if he had any insights or comments from the legislative perspective on this issue.

Sen. Kearny replied that he did not know enough about it to provide an opinion. He added that he found Ms. Warner's comments interesting.

Ms. Geldin shared that OSU CFO Geoff Chatas had explained that because of all the different revenue sources that come into such a large university, it was not possible to parse whether any portion of the \$4 million the WCA receives from the university is in fact state money. It could be coming from private sources; less than 15 percent of the overall funding for OSU is state funding, and this 15 percent gets spread over the vast university. It is not at all clear whether any of the WCA's allocation from OSU comes from state funding, which is an important detail when considering the overall issue.

MOTION by Ginger Warner, seconded by Sara Vance Waddell, to accept the recommendation of the Executive Committee to defer a vote on the issue until further research on the broader effects of the decision is completed.

Ms. Kridler stated that she was concerned that a lot of time and effort will go into this research and that like the WCA, no one will be able to say definitively whether they are receiving money from the state.

Ms. Geldin inquired how this decision will play out in the biennium budget.

Ms. Henahan answered that the next official deadline for Sustainability (over \$1.5 million) is February 1, 2015, for funding in 2016.

Ms. Geldin asked if there were a way to formulate the proposal such that it is approved subject to the research that is gathered.

Ms. Warner responded that approval of the proposed change would require a change in the OAC *Guidelines*, which the board would have to vote on.

Mr. Rich agreed, stating that the decision will be coterminous with the vote to change the OAC *Guidelines*.

Motion carried without dissent.

Agency Priority Work

Ms. Henahan reported that agency staff was working on the National Endowment for the Arts' grants and reports and the Work Force Plan, which were both due at the end of the September; Grants Office staff was preparing for the FY2015 deadlines, which will be starting in January; and Information Technology is working with staff to prioritize 2014 expenditures for upgrades to the agency's IT equipment. She also noted the current and upcoming two shows at the Riffe Gallery and encouraged the board to stop by the gallery to see the current exhibition, "Poetics of Pattern."

MOTION by Monica Kridler, seconded by Sharon Howard to accept the Executive Committee report.

Motion carried without dissent.

JCARR/REVISIONS

Mr. Rich stated that Ms. Campbell-Zopf and Assistant Attorney General Angela Sullivan would present an overview of the revision process for the agency's Administrative Rules through the Joint Committee on Agency Rule Review (JCARR) and a report on board questions about quorums. He reminded the board that they had not been able to vote on these revisions at the June 19th meeting due to a lack of quorum.

A discussion and vote on the proposed changes to the rules will follow the presentation; the board would first discuss and vote on the more straightforward revisions (i.e., alignment with JCARR style restrictions, gender-balancing of pronouns, etc.), and then on three more complicated rules on quorum, notice to the public, and gifts and donations.

Ms. Campbell-Zopf gave a brief overview of the JCARR process, and reminded the board that the OAC is a creature of statute, and everything the agency does goes back to its enabling legislation. Statutes don't change much over time, but administrative rules can, and that JCARR requires that an agency's administrative rules be reviewed by JCARR every five years, whether they change or not. The OAC staff started working on these changes about a year and a half ago.

Ms. Campbell-Zopf stated that one of the biggest problems the board has had relates to quorum. She reported that Ms. Sullivan has researched the issue thoroughly, working with key experts in the Attorney General's Office and submitting her findings for supervisory review and approval.

Ms. Sullivan began by asking the board if they were willing to waive attorney/client privilege. The board had no objection to waiving such rights.

Ms. Sullivan then summarized the informal opinion she had prepared relating to OAC quorum.

The first topic of discussion that Ms. Sullivan led was on the definition of "quorum."

She gave the following definition: *the number of members of a body as is competent to transact business in the absence of other members*. She stated that common law states that it is *a majority of the members of a public body*. She stated that the OAC's statute is silent as to a definition of quorum. RC 3379.04 (c) gives the council the right to **adopt such rules as necessary for administration of this chapter**. The council did so and passed rules Administrative Code 3379-3-05, which states that *quorum is a simple majority of the members of the Ohio Arts Council*. The rule, however, does not state whether both voting and non-voting members of the council are to be included when determining a quorum. She stated that the board has 15 voting and four non-voting members, and throughout the statute and the rules there is no differentiation between voting and non-voting members. She stated that numerous state boards have *ex-officio* and non-voting members, but the OAC board is unique in not differentiating between voting and non-voting members. She stated that if the General Assembly had meant to differentiate between the two types of members, it

would have done so. Therefore, for the OAC board right now, voting and non-voting members are considered when calculating quorum. She explained that according to RC 3379.04 (c), the council has the right to **adopt such rules as necessary...**,” meaning the council has the authority to revise the definition of quorum to include only voting members. This would bring it in line with similar boards and commissions.

She cited State ex rel. Keyes v. Ohio Pub. Emps. Retirement Sys., 123 Ohio St.3d 29, 2009-Ohio-4052, in which PERS had a similar problem and the court ruled that they could remedy the problem with the rule on quorum by amending it.

As for unfilled seats on the board, and what constitutes a majority vote, she stated that according to RC 3379.02 only members who are *appointed and confirmed* are considered when calculating quorum. Vacant council seats are not counted.²

Mr. Rich asked Ms. Sullivan if the language of the 3379-3-05 could be amended to state that “a simple majority of the voting members *present* of the council shall constitute a quorum.” Ms. Sullivan responded that this statement would be redundant, as the members present are the quorum by definition. She then went on to clarify what members are counted when calculating a majority vote at any given meeting. Ohio Administrative Code 3379-3-05 states that “...when a quorum is present, business may be transacted upon a simple majority vote of the members present at such meeting.” She stated that the Supreme Court, in Keyes v. PERS, held that a majority of members present includes those who abstain due to conflict, because they are still present. The ruling looks to Robert’s Rules of Order, which agrees. It can cause problems if there are too many abstentions on a particular motion because the board wouldn’t be able to pass it with a majority of members present especially since some of our members cannot vote.

Mr. Rich asked for clarification, offering the following scenarios: if a “simple majority” counted all the possible members, it would always be 10 (15 possible voting members and four non-voting members); as the rule is currently stated, assuming the three new voting members are confirmed, a majority for purposes of quorum will comprise *eight* members (with 10 voting members and four non-voting members). If the rule is amended as proposed to count only voting members in a simple majority, a majority would comprise *six* voting members (with 10 voting members on council).

Ms. Sullivan affirmed that his scenarios reflected a correct understanding of the rule. She added that the proposed amendment of this rule would bring it in line with every other state board that has this setup.

Ms. Campbell-Zopf then presented the revisions to the rules: group one, which contained changes to the sections on quorum, notice of council meetings, and gifts and donations. Per the last rule, she stated that the council’s statute allows it to accept donations, but that there has never been a rule related to it, and staff worked with AAG Sullivan to craft draft rules based on best practices of like agencies. She noted that because these issues may take more discussion, and because the agency

² Subsequent research into this issue has revealed that, in fact, Article III, Sec.21 of the *Ohio Constitution* stipulates that as soon as a board member is appointed by the governor they have the right to take and hold office until and unless the Senate declines to confirm their appointment.

is behind on its rule-revision process, her recommendation was to vote on an easier group first, which comprises simple changes for clarity and gender balance, exclusive of the ones on quorum, notice, and gifts and donations.

MOTION by Robb Hankins, seconded by Sara Vance Waddell to accept the proposed changes (without quorum, notice to the public, and gifts and donations) to the agency's Administrative Code.

Ms. Henahan noted that changes regarding quorum (namely, what constitutes a "voting member") have been made throughout the slate of changes; therefore, the board must discuss and vote on quorum issue before voting on the whole slate.

Mr. Hankins withdrew his motion, and made a new motion, amended to include all of the changes.

MOTION by Robb Hankins, seconded by Monica Kridler, to accept the entire slate of proposed changes to the agency's Administrative Code.

Ms. Warner proposed that the rule 3379-3 be changed to state that "the first meeting of the year shall be designated as the annual meeting of the Ohio arts council."

MOTION by Ms. Warner, seconded by Robb Hankins to amend the changes to the slate of rules to include a statement in the 3379-3-01 rule that: "the first meeting of the year shall be designated as the annual meeting of the Ohio arts council."

Ms. Campbell-Zopf stated that the reason the rules had been written referring to the meeting as a "regular" meeting, as opposed to an "annual meeting" was that such language was more in line with Ohio's Open Records and Open Meetings laws, which refer to "regular" and "special" meetings. She noted that the agency had not held an annual meeting for a long time, and the decision had been made to use language that aligns with those laws.

Mr. Rich proposed that the rule should state that "the first *regular* meeting of the council year shall be designated as the annual meeting of the Ohio arts council."

Ms. Kridler asked Ms. Warner what the purpose of calling the meeting an "annual meeting" was. Ms. Warner responded that there are certain things that a board usually does at an annual meeting, for example, appointing an executive committee, selecting a secretary, etc.

Ms. Campbell-Zopf asked if that meant there would be no reference describing what a regular meeting is. She stated that if so, that it would be out of line with what agencies usually have in their rules. She stated that there are two kinds of meetings, according to the rules on notice, namely "regular" and "special," and the OAC has never had a reference to "regular" meetings like other agencies do.

Ms. Sullivan stated that the rule did not need to include the definition of a "regular" meeting, if you

consider a “regular” meeting to be interpreted as it is in the Open Meetings Act.

Motion to approve all revisions carried without dissent.

Council adjourned for a break at 2:52 p.m. until 2:57 p.m.

OHIO CITIZENS FOR THE ARTS REPORT

Governor’s Awards for the Arts in Ohio & Arts Day

Donna Collins, executive director, Ohio Citizens for the Arts (OCA), reported that Arts Day is scheduled for May 14, 2014, and the call for student advocates for Arts Advocacy Day will be going out to superintendents and high school principals in mid-October. She welcomed OAC members to suggest schools for consideration. Schools will be selected by the end of November. She offered that training for the students, including tips on public speaking and self-presentation, would help prepare the students for college and job interviews, while also giving them a chance to speak with legislators and their staffs. She reported that the Awards Selection Committee nominees from OCA have been appointed: Katerina Ruedi-Ray, professor and director of the School of Art at Bowling Green State University, and Jeff Strayer, business owner and arts supporter from the Canton area. She will announce the third member as soon as she receives confirmation.

OCA Annual Meeting

Ms. Collins invited council members to attend the OCA’s next meeting on December 4, at which they will adopt a budget for the 2014 calendar year and elect trustees to their board. She welcomed recommendations from the OAC board.

She reported that the OCA will be creating a guide to successful government affairs committees, which they hope will be a big help to large and small institutions. She thanked the group for their advocacy efforts during the budget hearings last spring, offering that the 31.9 percent increase speaks to the effectiveness of their efforts. She also reported that OCA has produced two public service announcements (PSAs) to introduce folks to Ohio Citizens for the Arts, and stated that the PSAs were currently being reviewed. The PSAs are directed at two audiences: engaged citizens who want to be involved but are not sure how, and young people which might not realize the value of the arts to them as a means for them to move into jobs.

Ms. Warner thanked Ms. Collins for being such a great advocate and administrator for OCA and the arts in Ohio.

BOARD MEMBER REPORTS

Ms. Howard, Ms. Warner and legislative aides passed; Mr. Hankins offered his thanks to Ms. Henahan for her incredible service; Ms. Vance referred the board to the newly published *Arts Travel Guide*; Ms. Kridler announced that two hours into the Columbus Foundation’s second “The Big Give” campaign, which (in part) enhances donations given to the arts, \$2.5 million had come in from 3,000 donations. The donations will be enhanced by over \$1 million in matching funds.

Mr. Rich reported that he had visited the newly opened Pizzuti collection in Columbus and urged the others to see it. He noted the trend of owners of great private art collections, such as Ron

Pizzuti and Charles Saatchi starting their own museums, rather than donating or selling the work to existing museums. Both of these collections offer a great opportunity to see some great art.

ITEMS OF GENERAL INTEREST

OAC Staff Participate in National Conferences on Creative Aging and Accessibility³

Ms. Henahan reported that the agency was very fortunate to receive funding from the National Endowment for the Arts and Arts Midwest to send two staff members to participate in two national conferences in Washington, D.C. Participation in these national conferences revealed that Ohio is at the vanguard of policy and programming for both creative aging and accessibility in the arts.

Chiquita Mullins Lee, the OAC's Arts Learning program coordinator, attended EngAGE: State Communities of Practice in Arts, Health and Aging Initiative National Leadership Conference sponsored by the National Center for Creative Aging, August 19-20. The leadership conference brought select representatives from 11 states to the Kennedy Center in Washington, D.C., to discuss the impact of targeted programming in the arts on an aging population. The OAC was invited to attend because of the agency's ongoing commitment to lifelong engagement and learning in the arts. Of the 11 states invited to attend, Ohio is one of only two with existing initiatives in creative aging.

Kim Turner, the OAC's accessibility coordinator, attended the Leadership Exchange in Arts and Disability (LEAD) conference and training, sponsored by the Kennedy Center in partnership with The Smithsonian Institution Accessibility Program and the Mid-Atlantic ADA Center, August 20-23. LEAD is an international network engaging cultural administrators in a conversation on accessibility, disability and inclusion in the arts. It is also a network of individuals and organizations bound by the shared goal and dedication to the idea that the cultural arts should be accessible to all people in our community. Ms. Turner shared the agency's new Arts and Autism in Ohio Initiative at the conference, which was very well received.

³ Participation in these conferences furthered the agency's strategic plan, which identifies the following performance targets: to increase Arts Learning grant programs serving older adults by ten percent, to identify ten OAC-funded agencies whose mission is to work with older adults, and to publish two or three articles on creative aging for adults in state and local senior-oriented agencies; and the following strategic activity: Continue support for activities to reach underserved areas and populations, which include rural or isolated communities, people of color, people with disabilities, and children and older adults.

Arts and Autism in Ohio Initiative Report

Ms. Campbell-Zopf directed the board's attention to the OAC and VSA Arts and Autism in Ohio Initiative Report, which explores how the OAC might better serve constituents on the autism spectrum. She noted that the report, which is one of the first of its kind in the nation, was completed with funds from the Ohio Arts Council's Arts Education competitive grant from the National Endowment for the Arts (NEA).

Ms. Warner asked for some examples of programs for creative aging. Ms. Campbell-Zopf provided several examples and offered to forward a list of programs to the board.

Constituent Letters

Ms. Henahan noted the variety of constituents' thank-you letters.

Poetry Out Loud program featured in Ohio Department of Education E-newsletter

Ms. Campbell-Zopf brought the board's attention to the *Tools for Teachers* E-newsletter, which featured an article on *Poetry Out Loud*; she reported that staff will be sending information about the residency program to administrators and teachers throughout Ohio.

OLD /NEW BUSINESS

Strategic Planning

Ms. Henahan reported on the OAC strategic planning process, stating that planning for the better and fuller use of Ohio's cultural and artistic resources is a fundamental duty of the agency as set forth in its enabling statute. She shared that over the years, the agency's approach to strategic planning has evolved and become more comprehensive and sophisticated in response to a number of state and federal mandates and requirements.

At the *state level*, Ohio's state agencies, including boards and commissions, are expected to have up-to-date business plans to ensure a strong data-driven working environment and to meet accountability expectations. These plans are foundational to preparing the biennial budget proposals that agencies submit to the Office of Budget and Management, and the annual Work Force Plans that are submitted to the Department of Administrative Services.

At the *federal level*, state arts agencies (SAAs) work in close partnership with the NEA to make the arts available in more communities than could ever be possible through direct grants from the NEA. SAAs help to greatly extend the NEA's federal reach while translating national leadership for arts and culture into local benefit. At the core of this federal-state partnership is a *rigorous and publicly inclusive planning process* that each SAA engages in to identify, examine and advance its state's priorities.

The NEA reviews partnership grants from SAAs each year, on a three-year-cycle based on the following criteria:

- Quality of the agency's public planning processes to develop a state arts plan.
- Quality of the plan, including vision, mission, goals, strategies and evaluation.
- Quality of agency programs, collaborations, leadership and other accomplishments in relation to the plan.

Ms. Henahan read a sampling of panelist comments about the agency's planning process and plan made during our last public adjudication at the NEA in 2011, and stated that as *A New View: A Strategic Plan to Strengthen Ohio Through the Arts (2011-2013)* draws to an end, it is time for the board to consider how to proceed with the agency's next strategic planning process. The agency is behind in this work because of ongoing struggles with maintaining a quorum to conduct board business since January of 2013. In the past, council has identified planning consultants and initiated planning processes in the last year of a plan.

Ms. Campbell-Zopf outlined the major activities of past planning processes along with estimated time frames:

1. *Information Gathering Phase:* This typically involves constituent research and analysis and other forms of data collection associated with grant-making at the state and national level. Staff members also prepare environmental scans to gauge the political, educational, cultural, technological and/or economic conditions in Ohio. (*timeframe: six to nine months*)
2. *Visioning and Goal Setting:* Based on the findings gathered through the Information Gathering Phase, the next step is to translate those findings into coherent, compelling goals related to council's long-term vision for the state and the agency. Each goal has short-term outcomes whose completion is necessary for the overall attainment of the stated goal. (*timeframe: one or two board meetings—depending on the timing of those meetings, four months*)

She stated that in their grant proposals to the NEA, SAAs are asked to illustrate the degree to which they fulfill the NEA's five primary outcomes: 1) *Creation* (The Portfolio of American Art Is Expanded); 2) *Engagement* (Americans Throughout the Nation Experience Art); 3) *Learning* (Americans of All Ages Acquire Knowledge and Skills in the Arts); 4) *Livability* (American Communities Are Strengthened Through the Arts); and 5) *Understanding* (Public Knowledge and Understanding About the Contributions of the Arts Are Enhanced). Agency staff and board members will need to keep these outcomes at the forefront of their minds during the planning process and plan development.

3. *Initial Approval of Vision, Goals and Outcomes:* The OAC board considers, discusses, and approves the final goals and outcomes at a board meeting. (*timeframe: one or two board meetings—depending on the timing of those meetings, three months*)
4. *Work Plan and Executive Summary Development:* Working in teams and in conjunction with OAC board members, agency staff develops detailed work plans for each goal and its related short-term outcomes to guide and give direction to agency activities. (*timeframe: six months*)
5. *Final Approval of Plan by OAC Board:* The plan is presented at an OAC board meeting for discussion and approval. (*timeframe: one board meeting*)
6. *Introduction of Plan to the Field:* Typically, the OAC introduces its plan to constituents, authorizers and citizens in a variety of ways after its completion. (*timeframe: depending on the staff workload and available funds, four to six months*)

Ms. Campbell-Zopf continued that the agency's strategic plan is one of the most important policy and programmatic tools the board uses to focus its attention on state priorities and to also build, advance and promote the state's outstanding arts and cultural sector. With the board's guidance, agency leadership is confident that the next plan will be the most successful ever and make an important contribution to the health, vitality and prosperity of Ohio.

She then outlined the next action steps that needed to be taken by the board:

1. What sorts of questions to address,
2. Whether to work with a research firm to do the survey,
3. Whether to work with a facilitator, and
4. What the timeframe shall be.

Ms. Vance asked if the agency was looking at the Cultural Planning Group to facilitate the project again.

Mr. Rich inquired whether this work was in the budget and asked staff to gather data on what is in the budget and what the cost would be.

Ms. Henahan replied that the amount of money needed to complete as extensive a plan as the last one (\$75,000 over two-and-a-half years) was not in the current budget.

Ms. Kridler offered that a scope of work would need to be developed before getting quotes from contractors. She asked whether it would be to the agency's advantage to use the same group or if the agency was obligated to bid out. Ms. Campbell-Zopf stated that the agency always gets at least three bids for work at this level.

Mr. Hankins shared that the agency does great plans and noted that the council should have a discussion about what is presented to the NEA and how it is interpreted to the broader Ohio citizenry.

Ms. Warner suggested such a discussion could take place in October at the special meeting about the executive search and stated that it could be an open meeting (i.e., announced to the public). She noted the late time and offered that there would not be enough time in the current meeting to adequately discuss the next action steps recommended by Ms. Campbell-Zopf.

Mr. Rich agreed that the board would be more prepared to give the staff direction on this matter after giving it some thought.

Ms. Warner shared that at a past board meeting there had been a discussion about getting together to talk about the board's dreams for the agency, or how they might make changes. She noted that the board never has an opportunity to do that; the January board meeting was originally designed to accommodate such an open discussion, but has become more akin to a regular business meeting of the board with detailed agendas and reports. She suggested that at the special meeting in October, after the executive session to discuss the executive search process, the board could go into a public

meeting to develop recommendations for the strategic planning process and then conduct an open meeting (i.e., without an agenda) to talk about goals, dreams and the future of the arts council.

Mr. Rich asked for the opinions of board members about making the January board meeting a more open-ended discussion and envisioning activity as opposed to conducting business following an agenda. Ms. Warner interjected that her suggestion was to add the open-ended discussion to the October special meeting, since board members would already be making time to attend that meeting.

Mr. Rich then revised his question to the board to reflect Ms. Warner's intent.

Ms. Kridler shared that such a discussion would be more productive if board members had guidance and structure to prepare their thoughts for the meeting. Ms. Warner shared that she wanted the board to come together to talk in an open-ended manner about where the council has been and where it might go.

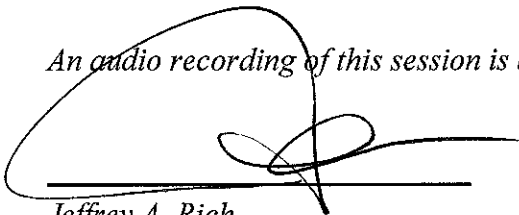
Ms. Kridler suggested that because board members' time is precious, such a meeting should have some structure that would not be so strict as to discourage open-ended, rambling conversation, but would give the discussion some shape.

Mr. Hankins agreed, and suggested that the meeting be led a facilitator so the discussion will take on a life and focus and would not be lost. Mr. Rich stated that the board would work on that.

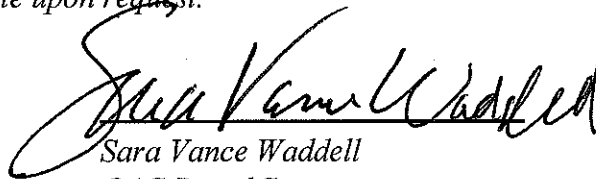
Mr. Rich then requested that Ms. Sullivan present in writing what parts of our executive search process must be open session. He stated that the board would be receiving communication soon to facilitate setting up the executive search meeting.

MEETING ADJOURNED at 3:40 p.m.

An audio recording of this session is available upon request.



Jeffrey A. Rich
OAC Board Chair



Sara Vance Waddell
OAC Board Seretary