

Quarterly Board Meeting Minutes - July 22, 2018 – 9:30am to 2:00pm

Location: Red Clover Meeting Room, Gifford Medical Center, Randolph, Vermont

PARTICIPANTS: Joey Bibeau, Jean Canon, Tony Conner, Victoria Jefferies, Adrienne Fisher, Martin Lalonde, Jane Sandberg, Judith Selin, and Lauren Wooden.

2018 Goals

1. Public Relations Committee - Director or Co-Director Assigned.
Gather Data re hub shows and record how many participate in hub activities.
2. Review Membership Categories.
3. Review Organization Structure.
4. Review Benefits of Membership – Two Shows; Hub Opportunities; Education.
5. Fill All Board Positions for 2018/2019.
6. New Website Restructure Complete.

The meeting was called to order at 9:48.

9:49 Approval of Minutes from the April 21, 2018 Board Meeting.

Adrienne made a motion to approve the Minutes from the April 21, 2018 Board Meeting. Lauren seconded the motion. There were no corrections. The motion passed unanimously.

9:50 Treasurer's Report –Chris Sumner

The balance sheet shows that we have over \$28,000 in operating cash on hand, and another \$2,222 reserved for the "I Can Paint" program. This cash balance represents approximately two years of operating expenses, so we may want to discuss where to focus some funding to boost the impact of VWS.

The income statement reflects strong collections in dues; direct reminders have had an impact. Thanks Lauren! Last year at this time we had only collected \$1,177 in dues. On the expense side the hub activity mirrors what Jane reported about Hub activity. The Montpelier hub spent \$94 through June, the Burlington hub has only collected income from the Vlad workshop and all other hubs did not have any financial activity. The spring event income is reflected in the financial, but I have not seen any invoices from the Landgrove for that event.

Has someone connected with the Langrove to determine what we owe?

The spring show brought in a net revenue of \$58. *Overall finances are in very strong shape.*

One idea I would like to discuss is renting a P.O. Box that will be the permanent contact for VWS. The continual rotation of officers creates a dilemma for maintaining permanent contact information with our insurance company, the IRS, the State of Vermont and the address on our checks. I'll try to bring some potential costs to the meeting tomorrow.

Chris had presented the Treasurer's report for the period through March 31, 2018 at the April meeting. However, it was not included with the minutes. Tony forwarded it to

the Board. The Board unanimously approved the Treasurer's report for the period through March 31, 2018.

Chris had two concerns:

1. She alerted the Board that we have a great deal of discretionary money to further our mission. There was a great deal of discussion, which proved to include some of the challenges that the organization has with our website, communication, and 'branding'.
2. As stated above, she suggested that VWS rent a permanent Post Office Box with a forwarding address that could be changed as needed. This would be an annual cost of less than \$200.

Results:

1. Martin made a motion to accept the suggestion of using some of the money to increase our monetary awards from one to two at our Juried Shows, totaling \$2000. Victoria seconded it. The motion passed unanimously.
2. Chris made a motion to rent a P.O. Box in the Burlington area. Jean seconded it. The Board approved it unanimously.

9:50 – 10:00 Presentation and Appointment of Jean Cannon

Jean has been a member of VWS since the late 90's. She has recently moved to Bellows Falls and is eager to assist the organization in this position.

Result:

Jane made a motion to appoint Jean Canon as Co-Director of Exhibits. Adrienne seconded it. The motion passed unanimously.

The Board discussed the need for an Historian, as well as the on-going search for a co-Director of Communications. This person would be in charge of publicity/marketing, etc. in other words, a person to Develop the Branding for our organization.

Directors Reports July 22, 2018

VWS PROGRAM DIRECTOR'S REPORT - Joey Bibeau

2018 VWS Fall Meeting

Our fall meeting will once again be held at the Middlebury Inn in October. The official date has yet to be determined but most likely on Saturday the 13th or Saturday the 27th. I've asked Annelein Beukenkamp to conduct a painting demo for us that afternoon. As of this writing, I am waiting for her reply. Between now and October, I will continue to solicit for donations so that we can hold a raffle to raise funds to grow the VWS DVD library. I also hope to have swag bags for the meeting attendees.

2019 VWS workshop

At this time I have a email agreement from Andy Evansen AWS to conduct our VWS-sponsored workshop next year. Unless there is a mutual agreement to change both or

either the date and/or location, it will be held at the Landgrove Inn from June 10th - June 13th. The following is from the Andy's website.

Andy began painting watercolors in the mid 1990's, is largely self-taught, and has studied with such well-know watercolorists as Skip Lawrence, Eric Weigardt, Alvaro Castagnet and Joseph Zbukvic.

His watercolors first gained recognition after winning an international competition through American Artist magazine in 2005. His paintings have appeared on the cover of American Artist's Watercolor magazine and in International Artist, Watercolor Artist, Plein Air and American Art Collector magazines. His award-winning paintings are in collections on 4 continents and he has become a sought-after workshop instructor who paints and teaches internationally.

He served as president of the Minnesota Watercolor Society from 2004-2006, was elected a signature member of the prestigious Plein Air Painters of America (PAPA) in 2012 and is now serving as their president. He remains the only watercolorist invited to exhibit in the annual 'Wild Side' Exhibition, a show of works done on Catalina Island by some of the top landscape painters in the country. His paintings have won numerous awards, including the Bronze Medal of Honor at the 2012 American Watercolor Society Exhibition, the High Winds Medal at the 2015 AWS Exhibition, and the Painters Award in the Northwest Watercolor Society's 2012 Waterworks Exhibition.

DIRECTOR OF MEMBERSHIP REPORT – Lauren Wooden

This Membership report is for the period from 4-15 to 7-15-2018.

VWS Membership Data as of 7-15-18

Members – Current (Paid through 2018) 152

2018 Student Members (free): 31

Members - Unpaid for this year (Paid thru 2017) 42

Total: 225

Lapsed Members (last paid for 2016 dues) 33

Total: 258

20 Terminal Members (last paid 2015 dues)

6 New VWS members as of January 2018:

Signature Members in arrears:

9 Signature members last paid in 2017

5 Signature members last paid in 2016

2 Signature members last paid in 2015

During this quarter, 45 members paid their dues to become current.

Lauren also requested that there be a PayPal option for members to pay their dues. The Board agreed that this would facilitate the process. Tony will look into getting this set up before January, when dues are due.

COMMUNICATION DIRECTOR REPORT - Judith Selin

I have no new news other than to say I'm feeling good about the newsletter and it's development — especially the names to faces column. The ongoing challenge is to get volunteers to write for it. Also how to get HUB point people to continuously submit reports to promote connection and inspiration??

Another improvement was the addition of member's town names (on the name tags) during the last Spring meeting. I thought there was more member interaction at that meeting.

HUB DIRECTOR REPORT - Jane Sandberg

I sent out an e-mail on July 10 to the Hub Point People:

"I need your Action Reports before my next board meeting. So far I can say that the Burlington Hub requested \$ for space rental and presenter expenses for their August workshop with Vladislav Yeliseyev.

But I don't know if Mary Alice's health is better and she got funding from MAG for a Barbara Parfume workshop in Newport. Did Kate Reeve's NH hub have any Plein Air days; were they able to get Shari Blakely for their annual Workshop? Did Lynn (Middlebury/Rutland hub) contact Jean Mackay for a journal sketching workshop? Has Diane, Manchester/Bennington hub, contacted her hub members to "pass on the torch"? Lisa and Terry from Montpelier/Stowe had their show in March. What's next?

I can't report "Nothing is happening" in your hub. Point people need to arrange one or two activities per year. So please let me know what's next OR e-mail your hub members and find someone to help organize events. And then e-mail me.

Molly, Brattleboro Hub, wanted some ideas...I researched and found out:

Museum Field Trips:

Clark Museum, Williamstown, MA: Women Artists in Paris 1850-1900, until September 3. Extreme Nature, November 10-February 3.

Boston Fine Arts Museum: Winnie-the-Pooh, September 22-January 6

Montreal Museum: Picasso, until September 16, Alexander Calder, Mobiles/Sculptures Sept 22- Feb 24

Middlebury College: Looking back to 1968 until August 12. Art & Islam Sept 14-Dec 2, Contemporary April 28

Burlington Hub suggestions: **Workshop presenters:** Susan Abbott, travel sketchbooks.

Taro Holmes, urban sketching. Jean Mackay, journals. **Plein Air Days,**

Monthly/occasional or Pop- ups. **Monthly Support/Critique Group.** They have set-up and how to run information.

I will find out where the new brochures are and get some to you to display at your upcoming events. Kate wants a Point People Forum on the website. I'll suggest that at the board meeting...What else do you want me to do? Your Hub Director, Jane

I heard back from:

Mary Alice Brenner, Newport/St Johnsbury Hub: "Since there are *only a half dozen watercolorists in the NEK, we collaborate with all other local arts groups. In June, a few of us in Lisa Beach's watercolor class attended her guided tour of the New England*

Watercolor Show in Waitsfield. Currently I participate in two local plein air groups in NEK - open to all through Meetup.com. On Tuesday's we paint out in Newport through the 99 Gallery to celebrate Newport's centennial (Watercolor). On weekends, we paint out in the NEK in collaboration with the Memphremagog Watershed Protection Association (all mediums). This group will have shows in the fall at the Cow Palace in Derby and the MAC in Newport. We also participate in the Westmore paintout contest. In July some of us will car-pool to the Eastern Townships Canada to follow the Tours des Arts. In August we may go to the Festival des Arts in Canada - call me for info on car-pooling." Mary Brenner

Lynn Pratt, Middlebury/Rutland Hub: "We have not gotten anything set up yet for a class. I emailed my entire hub and heard back from 2 people..." Lynn

Diane Liggett, New Hampshire Hub: "I've had health issues... I was hoping to get someone to fill in and discuss different venues.... My friend runs the professional gallery at the Cornish Fair. I have a form that I can email out to my Hub...This exhibition is for professionals and NOT a judging competition. Incidentally, this fair has more than 30 thousand people go through and there are a lot of sales! More than a lot of galleries in a year." Diane.

Jane, Hub Director

Director of Exhibitions-Victoria Jefferies

Victoria reported that the upcoming **VWS 2018 Members Fall Exhibition** will be at the Ash Hill Center for the Arts, Ash Hill, New Hampshire and will run from September 7th thru October 6th, 2018. Victoria will be hanging the show. The Opening will be September 9, 2018. Tony will be there to present the awards. There will be certificates to go along with the checks.

In addition, Gary Eckhart, who would be interested in hosting one VWS show annually at the Festival Gallery in Waitsfield, has approached Victoria. The Board discussed the pros and cons of this and decided to take it up at the September meeting, after Victoria finds out if there is a choice of seasons.

It was also determined that the VWS shows would accept paintings on Gesso Board, Aquaboard, and Clay board for future shows. and they could be presented without mats and glass, as long as they were protected with UV Varnish. If the artist used glass, the paintings would need spacers. In addition all materials would have to be archival. Victoria will change the prospectus and add a line that VWS will be allowed to show the artist's work on-line, unless the artist objects in writing.

Jean will work with Victoria to ensure a smooth transition, especially while a co-director is being sought.

11:07 – 11:30 By-Law Review Committee Report
Potential By-law Changes

1. Article III.1 Membership/ Article III.2.2

Currently open to anyone residing in any state or country. Reasoning to limit this may be due to risk of loss of income on workshops (member discount is typically larger than the cost of membership), or too many entries from out-of-state painters for VWS shows. Neither circumstance is reflected in current practice.

Question asked as to how other state watercolor societies handle this, and Martin responded that some are silent on the subject and some restrict.

Recommendation is to leave language as is.

2. Article III.2 Membership

Suggestion is to clarify language regarding signature membership. Martin asked if the intent is to allow a member a five year “rolling period” to meet the requirements for signature membership. (At any date in time that a member’s work is accepted into a juried VWS show, they must achieve two more VWS juried show acceptances within five years of the initial date). It is the consensus of the board that this is the intent.

Recommendation is to leave the language as is.

3. Article III.2.2 Signature Member

Language states that “Members may apply at any time to be upgraded to Signature member...”

The current practice is to automatically upgrade a member when VWS accepts the third work in a juried VWS show within the five year period. Discussion ensued that it would be a good fail-safe for a member to be able to apply for signature status if the event of obtaining said status was inadvertently overlooked by VWS.

Recommendation to leave the language as is.

4. Article III.2.5 Student member

Current version of by-laws on-line states “Anyone who is 24 years of age...” At the October meeting the membership discussed changing the age to 22. Was this a valid change? Or was it within another motion that did not pass? Tony will research and bring back an answer to the board.

The October minutes are available in the VWS board shared Google drive. Tony will share the link and password with the board again.

The Recommendation from the by-laws committee is to add language that specifies that student members do not have voting rights and are excluded from serving as officers of the VWS.

5. Article III.2.2

Since we have student members in Article III.2.5, should we add clarifying language that “full paid membership is limited to those of 18 years of age or older?”

6. Article V.2 Directors & Co-Directors

Recommendation is to change all positions delineated in 2.2.1 to 2.2.6 to “Director” with a parenthetical (s).

7. Article VI.5 Board of Directors

Currently the language does not specify that a quorum of the board must be present to hold a valid meeting.

Recommendation is to add language requiring a quorum of the Board must attend a meeting in order to conduct any business. A quorum shall be defined as a majority of the board members, including officers.

8. Article XV Regulations Governing 501-C-3 Status

Martin explained that he reviewed by-laws from other organizations, and the sixty-page document for VWS seems very lengthy.

Recommendation is to amend language of Article XV to state that VWS will operate as a 501-c-3 organization. All the current language in article fifteen can be moved to procedure.

11:32 – 12:00 **Hubs** – How to increase member engagement?

The discussion ranged from overall participation. The Board agreed to take the ideas to the general membership. The Board will suggest changing the number of Hubs from 8 to 4. Jane, with Hub leaders input, will explore which geographical hub consolidation can take place and will outline the mergers. She will also develop a plan for New Hampshire. The Board will suggest that Workshops and Activities be organized and offered regionally, and after 2 weeks be opened to all.

12:00 - (Working Lunch)

Student Membership – The Board reviewed the concerns about student participation in hub events. Tony reported that he had spoken with both Lisa Beach and Suzanna Colby. Lisa assured him that the matter was taken care of. However, we will continue to evaluate this area.

The Board agreed that student participation had to have a value to both students as well as the VWS.

Value to Students

1. Access to a Gallery page (on VWS website and Facebook)
2. Instruction (at VWS’ Spring and Fall meetings)
3. Opportunity to enter a show
4. Students may their VWS membership as an activity on their college application

Value to VWS

1. Students could add energy
2. Student entries provide greater competition
3. Student provide opportunities for continued growth of the organization
4. The outreach is sometimes a necessary component for grant application, or non-profit status.

Discussion:

1. It was also decided that students must fill out the renewal form of membership even though there is no charge. Age of membership was discussed 14-22?
2. In addition, the I Can Paint program has become linked to student Membership. Tony will clarify that the I Can Paint Program can stand alone and does not require students to become members of VWS

(Tony pointed out that the proposed By Laws changes regarding student memberships were rejected at the Fall Meeting.)

1:20 – 1:55 Open **Regional Juried Exhibit** – pro/con *discussion*.

The exhibit would be organized for the fall or spring of 2020. It would be open to all New England states and held at the Bennington Art Center. There would be a brochure with images, awards, honorable mention categories*, etc. Tony would be the principal contact person. The board felt that a separate person would be needed as coordinator of the exhibit.

*Funds would be needed this.

The Board will continue to discuss this at our September 22 meeting and decide if we should proceed, which would mean presenting it the concept to the membership at the Fall meeting in October.

1:55 – 2:00 Other Business / Open Discussion

Do we need a Conflict of Interest Policy?

2:00 – 2:05 Next Board Meeting – September 22, from 9-12, Phone conference

2:05 Adrienne made a motion to adjourn. Victoria seconded it. The motion passed unanimously.

Respectfully submitted,
Adrienne Fisher, (Director of Volunteers)
(Substituting for Loretta Weitzel)