



**BALTIMORE OFFICE OF PROMOTION & THE ARTS, INC.**  
**BOARD MEETING – TUESDAY, MARCH 17, 2020 - 9AM**  
**MINUTES**

**Attending:** Anana Kambon, Board President, Tom Crawford, Michael Davenport, Heidi Daniel, E. Scott Johnson, Brian Lyles, Franklin McNeil, Jeffrey Pillas, Paula Rome, Laurie Rush and Michael Shecter

**Staff Attending:** CEO Donna Drew Sawyer, Barbara Cyrus, Jocquelyn Downs, Rosalind Healy, Lenora Henry, Kathleen Hornig, Brian Wentz

**Absent:** Jack Lewin

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**Welcome**

Anana Kambon, Board President, welcomed the group on the call and introduced Heidi Daniel, CEO of the Enoch Pratt Free Library, as the newest Board member. Heidi gave a brief overview of her position and involvement in the community. Heidi expressed enthusiasm to serve on the Board of Directors and hopes to make this a longstanding partnership. relationship.

**Approval of Meeting Minutes**

- The BOPA meeting minutes from the December 5, 2019 meeting were approved and adopted as final.

**Governance Report – E. Scott Johnson**

- Scott Johnson, Chair of the Governance Committee, provided an update on what the committee has been working on.
  - The Bylaws are being implemented for the first time.
  - The committee previously reached out to the Lisa Hamilton, CEO of The Annie E. Casey Foundation to inquire about joining the Board, but unfortunately she declined due to other obligations. However, Ms. Hamilton recommended Talib Horne, Director of the Baltimore Civic Site at Foundation. Scott explained the importance of having a relationship with the Annie E. Casey Foundation and the committee would like to approach Mr. Horne to join the Board.
    - A motion was made by Scott Johnson to ask Talib Horne to join the BOPA Board. All in favor; the motion was approved.
- The last Board of Directors meeting took place in December 2019, which was the Annual Meeting. During the annual meeting officers are recommended and elected at that time, however it did not occur at that meeting. The current slate of officers are who we would like to recommend to serve for the current year: Michael Shecter, Vice President; Jeffrey Pillas, Treasurer and E. Scott Johnson, Secretary.
  - A motion was made by Anana Kambon to re-elect the current officers. All in favor; the motion was approved.

- The Term Limits of the Chair and Vice-Chair were brought up for discussion. The determination of how long each person should serve is located in the BOPA Bylaws. Elections are done on an annual basis and once a three (1-year term) has been served that would be the limit. If that person wishes to serve again, they would take a one-year break and then request to join the Board in an officer position. We are now in the year to re-elect new Chairs.
- The Secretary and Treasurer positions do not have term limits; they can remain in that position as long as they are willing to serve in that capacity. We are looking strategically at the future. If any board members have an interest in leading the board to speak to Scott, Anana or Donna so this can be discussed in the next Governance Committee meeting.
- The Governance Committee discussed conducting the CEO's performance review. The CEO is responsible for the hiring and firing of staff at the organization and that person is hired by the Board of Directors. The board has an obligation to perform the annual review and Anana Kambon, Board President will conduct the review. The Board should set precedence and have this practice in place.
- The Conflict of Interest Policy was discussed and contained inconsistent requirements. The current contract is a requirement that only applied to BOPA employees and not the Board members. The policy was revised by the Governance Committee for the Board. In the past Board members have never been required to sign a Conflict of Interest therefore; an electronic version will be sent out and will be implemented as soon as possible.

### **Finance Report – Jeffrey Pillas**

- The Finance Committee met in February, reviewed the financial statements and discussed where funds are invested with Brown Advisory. We had losses over the past 7 days due to the COVID-19 pandemic.
  - It was advised we should not sell what we currently have invested. We should be able to make up the lost funds and will not have to pay taxes. If the market does not recoup, we could lose a substantial amount of money. The market is volatile now and the Finance Committee will stay on top of the situation.
- Donna Drew Sawyer, CEO will be meeting with Brown Advisory as they reached out to keep us apprised of what is happening.

### **CEO Report – Donna Drew Sawyer**

- Donna sent a letter to the Board on Saturday, March 14<sup>th</sup> announcing both BOPA and BFAI are constantly in a changing mode due to the health crisis.
  - There will be no public access to any of the facilities.
  - We have delayed our April 5<sup>th</sup> opening of the Farmer's Market.
  - BOPA staff are working from home and are still available from 9:00 am - 5:00 pm. Our email is operational and Baltimore City is working to give us access to the BOPA directories online. We have social distancing in place until March 29.
  - There will be no overtime or business travel allowed. We are making sure we can pay our hourly workers. We are currently in good shape but we are being conservative.
- We have been in touch with the Walters Art Gallery and plan to present the Janet and Walter Sondheim exhibit in May 2020.
- We are moving forward and using our website and social media to keep the public aware of any updates and our activity.
- As a member of the Mayor's Cabinet Donna is continuing to work with Baltimore City as well as other members in the arts community to best support our creative society.

- Currently, we have sponsors for Artscape, but need to make sure the event will still happen the weekend of July 17-19<sup>th</sup>. However, we are prepared to refund any deposits if necessary.
- Since the schools are closed due to the Coronavirus pandemic there will be no programs at schools. The Camp Creative program has been canceled.
  - Donna is working with Jocquelyn Downs, Arts Council Director to create a cultural experience online at home.
    - Heidi Daniel, CEO Enoch Pratt Library has offered her support to help with the cultural community.

### **Arts Council Report – Jocquelyn Downs**

- The Arts Council is coming off of a very successful Scholastic Art & Writing Awards program. We had 4,000 submissions across the state. Winners were announced at a ceremony held at Center Stage on March 1, 2020. BOPA recognized 7 students who received scholarships. Special thanks to Board members Tom Crawford and Brian Lyles for funding scholarship awards for the students and presenting during the ceremony.
- We had 32 winners from our region and 5 of them from Baltimore City who will go to New York for a national ceremony.
- Public Art: Some city schools are being destroyed and we have artwork in those buildings. We have asked the schools to let us know if any work is being destroyed. We are looking into the proper way to transfer art ownership.
  - Paula Rome offered her assistance as she was the Chair of 1% for Art for 8 years and could be a valuable resource.
- The Community Arts Grant is coming up soon. These are grants to serve the under-served community. We want to boost excitement around School 33 although we have canceled Camp Creative. We are also looking into providing an online virtual gallery tour to keep the community creative and involved. Overall, we are in good shape and need to keep spirits high.

### **Other Business**

- There being no additional new business, a motion to end the meeting was made and seconded.

Anana Kambon adjourned the meeting at 9:45 am.

Minutes respectfully submitted by:

*Barbara Cyrus*

Barbara Cyrus

March 18, 2020

Date