

AOTG Board Meeting MINUTES

Monday, October 13, 6:00 p.m.

Call to Order: Louise called the meeting to order at 6:05 pm

Roll Call –

Present: Janis, Louise, Kirsty, Linda, Diane, Gia

Absent: Lorna, Livia, Stacey

Approval of Minutes from September, 2025 meeting. Kirsty motioned to approve, Linda seconded
All those in favor AYE

Treasurer's Report – Kirsty

MM \$10,988.93

LLC Checking \$13,548.20

Petty Cash \$200

Total \$24,737.13

Financially we are in a decent spot. Glen provided an analysis for us which Kirsty will send following the meeting. The report is a snapshot of where we are and what we might do to balance at end of year.

2nd report will show 2022 – 2026 forecast

Glen will join the meeting a bit after 7:00 pm to answer any questions we might have.

@ 7:17pm

Glen: Recently completed an analysis of our expenses over a period of 3 years and confirms we have been running at a deficit. At our current rate he projects a deficit of -\$6190 by 2025 year-end. To remedy we could reduce expenditures, but we already quite lean. The most effective way to reverse the deficit would be to increase number of artists, but this is dependent on space availability. We currently have 35 full space 15 half space artists. If we could increase this to 38 full space and 16 half space (gain 3.5 artists) we could potentially balance our budget by year end due to the monthly rent increase and the increase in sales by additional artists. This would greatly depend on space, and Display's ability to figure out where/how we could add additional artists. We know we have a completely full house now.

Another option is to Increase our current commission rate from 20% to 23. We shy away from increasing monthly rent as we expect that may trigger some artists to leave. We note that we believe AOTG is on the very low end of rent/commission pricing among the galleries in the region. Glen proposes that increasing our commission to 23% would generate an additional \$500 annual income.

Since Glen joined us in April 2025, he estimates overall our bills have increased at least \$300/month. With our rent increase coming this number increases to \$400/month.

We discussed the large balance (apx \$13,500) sitting in a money market account earning just pennies each month in interest and all agree we should move that into a short-term CD account. In a 4-month CD our money would be earning about \$100/month in interest. Investing in a 4-month would keep the funds unavailable during the term (unless we paid an early withdrawal fee), but based on forecasting our checking account is able to keep us afloat comfortably. Barring any unforeseen circumstance this is something the board feels comfortable with.

Janis is going to review the Operating Agreement to see if this transaction would require a membership vote.

Glen is also looking into implementing direct deposit for payment of commission checks, something we have been discussing for some time. One issue to resolve is how to provide the monthly statements to artists, with options being to

either email the statement to the artist or have the treasurer file the statement in their folder. DD would save the mailing expense of the check but need solution of the statement.

Secretary's report – Janis

November calendar has been sent to members, just ONE extra shift this month!

Vice President's Report – Louise

Two-year lease with just \$100 increase. Louise shared the history of rent increases since 2001, which amazingly has been very very few increases of minimal amounts and most often no increase at all.

Louise would like to have an idea of what the remediation expense would be should we leave the gallery and have to return it to its natural state. Louise will pursue

Committee Reports

Membership –Gia

Jurying went very well in September. We admitted Denny Grossman, Woodworker (wait list) Janet Becker, Polymer Jeweler (in gallery) Jeff Brickell, Stained Glass (wait list) Kate Proctor, Printmaker (wait list)

Next jurying will be in 2026

Display – Stacey

No report as Stacey was not in attendance

Special Events – Diane

Wine Ale & Food Fest. Very successful event with the organizers already focusing forward to the location and date of next event. Amazing turnout of people in downtown and old town. At AOTG we did not see huge purchases but very well attended, which results in exposure. Over 600 tickets were sold for the event.

Trick or treat planned as normal on October 31st. Diane will send a note out to members asking for candy donation, Placer Artists tour 7-9 and 14-15. Country Christmas December 13th and 20th. Diane will be sending an email out with more information. It's important for members attending events to wear name tags – Diane has a remedy, will purchase name tags and Sonja will do her calligraphy magic and create a name badge for all members

Publicity – Lorna

Lorna not in attendance but requested Louise ask if someone is able to create and send out the November newsletter for Gini. Gia graciously offered to manage this and will check in with Gini

Facilities – Linda

Been focusing on the supply closet and trying to get it organized. Working with Susan Stoll as a lot of the inventory belongs to display. Darian is working on moving it to the storage shed and believes this has not occurred.

We have our new printer up and working, but before it was installed the old printer needed a cartridge so it was replaced. Now we have the old printer with a new cartridge. Suggestion is to let Glen take it home to use to run reports (until cartridge runs out) or present it to the membership for purchase. Diane also offered to put it out on marketplace if no members are interested

Kirsty suggested sending out an email now to members to determine interest (in lieu of waiting for the November meeting). This was a great suggestion and we all agreed on that approach.

Old Business

Shifts/Staffing Monthly Calendar

We had agreed to take another look at this as at the Membership Meeting we asked how our members felt about the number of increased shifts of late, and they all agreed they don't like it! It is important to note that the number of extra shifts decreases as we increase the number of artists. In November we have just ONE extra shifts, but of course that number will change as the monthly calendar and number of weeks in a month changes. However, we are currently at a full-house, and while there will always be some extra shifts the Board feels this is acceptable and part of our responsibility to work them as we are ALL owners of AOTG. To try and solve the situation will only result in other situations to resolve. Ie., if we close one day a week, we then potentially reduce our sales. If we were to remove a middle shift on an additional day of the

week, we potentially end up with more artists than shifts and/or run into a situation of addressing our many members that have gravitated to the 12-4 shift due to personal limitations.

The Board firmly believes that for now, this is a non-issue and not something to resolve. This needs to be presented to the Membership during the November meeting.

During this discussion we gravitated back to AOTG income with comments:

- We have not had a full membership for most of this year. Adding members increases income
- Currently have 50 members
- In discussing how other galleries run, we are on the low side of rent/commission
- At 20% our commission is lower than any regional galleries. An increase would help us become solvent and may need to be considered.
- Diane noted that the other galleries are receiving income from teaching classes, while we are not. Curious what the galleries are paid for allowing a class in their space. This would be very difficult for AOTG as we simply do not have the space to dedicate for it. The large concern is the possibility of an artist's work being ruined by people participating in a class and having an accident. We just don't see a solution for this and for this reason agree to table the discussion of holding classes at AOTG.

Directors & Officers Insurance –

Current quote is \$1700 month. Several board members have offered to check with their homeowner's insurance to see if they could possibly be covered under that policy. Gia has been great about checking with other galleries and questioning their premium costs.

While we are all interested in digging into this, there are mixed feelings about whether or not the insurance is necessary. We know there could be members that will not take a position on the board without it. We also know we may never need it but are reminded our attorney suggested we have it. Janis shared the excerpt from Therese Tuttle (Attorney) October 3rd 2024 memo where she strongly advises we have a policy for ALL members of the gallery as we are all owners and therefore considered managers.

Kirsty asked Glen Kramer to share his thoughts on the topic.

45 years' experience on various organizations – in each situation they had D&O Insurance but never had a reason to use it. Doesn't believe the reality is such that we would not need to be covered and feels bad there is angst about it. Glen's feeling is based on his own experience in 45 years not ever having a claim presented against the organization.

Pending Class Proposal

See above under Shifts/Staffing Monthly Calendar

New Business

2025 ballot (for 2026 Business Year)

Janis was unable to provide an update on how the Nomination Committee is doing with their calls to Membership. She promises to contact Christina when she returns from vacation and provide an update at that time.

Great news to note:

- Gia would be interested in retaining position if it were decided that all board members be relieved of shifts. Note of caution: if all board members would be relieved of shifts, we'd be back to increase of extra shifts. In further discussion Gia agreed to reach out to a member on her team to see if she would be interested in Co-chairing the position:
- Liv would stay in position if the board has insurance
- Linda offered that has always been difficult to have people step up, and many times it's to the last minute before someone offers to hold a position. She feels there needs to be more pressure our members.
- Kirsty is willing to stay on as Treasurer
- Louise would offer to stay on as VP if we have a President
- Linda offered to stay on as Facilities
- Michelle Magnus-Brown has agreed to run for Publicity Director

Janis reminded the Board that their names, as well as any other interested members would go on the ballot for vote in November. Additionally, in a co-chair situation the two board members would share 3 shifts per month, rather than each working just 1 shift. That is the decision last year's board made in a co-chair situation and it seems to work well. Janis clarified (as she misspoke last month) that a board member may hold the same position for four years, not three as previously stated.

Diane's previous suggestion in September that the positions of President, Secretary, Treasurer receive some form of compensation for their roles (ie., eliminate all their shifts, gas reimbursement) was not discussed.

2025 Lease/Vacate Agreement -

Documented under VP Report above

ADA Compliance -CASp inspection -

Still moving towards Livia's employer providing a visual inspection of our gallery and not creating a report. This will be done for informational purposes only. Louise will f/u with Livia as we believe this inspection has already occurred. We acknowledged when this was presented at the September 2025 Membership Meeting there was one member who was quite concerned what this inspection might mean.

POS training for Glen

Louise questioned if Glen is being trained on the POS system. Nothing happening officially but learning the system. Recent issue for one of our artists to ring a sale for one of our new members due to having exhausted the number of artists we could have. When we reached 99 we went to having new members start their code with initials, not numbers. Going in and using an old number can create an issue. Need solution for this as well as with like initials.

Member/Owner Meeting Agenda & Financials Packet

Janis asked Kirsty if she has made arrangements to have this information posted in the Member section of the website. She will take care of it right away.

Linda motioned to adjourn the meeting. Kirsty seconded. All in favor AYE

Adjournment

Louise adjourned the meeting at 8:18 pm

Respectfully Submitted,
Janis Quinn, Secretary