

MINUTES OF THE ORGANIZATIONAL MEETING
OF THE BOARD OF DIRECTORS OF
HERITANCE CORPORATION
24 March 2010

The annual meeting of the Board of Directors of the Corporation was held on the 23rd day of March 2010, at the principal office of the Corporation.

The following Directors, constituting a quorum of the Directors, attended the meeting and a waiver of notice signed by the absent directors was filed with the minutes of the meeting:

Directors attending the meeting:

- Heli Tuomi Carlile
- Jeff Doyle
- Maureen Ward Doyle
- Suzanne Dudley Schon
- Michael Yacavone

Exhibits (documents distributed to the Board Members):

1. **Board Packet** (single PDF) with the following documents: agenda (exhibit B), previous minutes (exhibit A), Financial Reports (exhibit C1,C2,C3), ED report (exhibit D).
2. **Evaluation of the Executive Director** (Handout, by Michael Yacavone)

Items:

1. Maureen Doyle acted as Chairperson of the meeting and Heli Carlile acted as Secretary and kept the minutes thereof.
2. **PREVIOUS MINUTES:** The Board voted Chairperson presented the minutes from the March 2009 board meeting (exhibit A). Upon motion duly made and seconded, the minutes were approved.
3. **AGENDA:** The Chairperson read the agenda (exhibit B). Upon motion duly made and seconded, the agenda was approved.
4. **FINANCE:** The Treasurer, Suzanne Schon, presented the finance reports (exhibit C).
5. **E.D. REPORT:** Maureen Doyle presented the Executive Director's Report (exhibit D).
6. **RESIGNATIONS:** Board accepted the resignation of Board Member Lauri Berkenkamp.
7. **DIRECTORS:** Upon motion duly made and seconded, the following were unanimously elected as Directors of the Corporation to serve for the number of years recorded until the

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annual meeting of the Board of Directors and until their successors are chosen and shall qualify:

- Jean Bermon one year, till March 2011
- Jeff Doyle three years, till March 2013
- Maureen Doyle three years, till March 2013

8. **OFFICERS:** Upon motion duly made and seconded, the following were unanimously elected as Officers of the Corporation to serve until the next annual meeting of the Board of Directors and until their successors are chosen and shall qualify:

- Maureen Doyle Chairperson of the Board of Directors
- Maureen Doyle President
- Michael Yacavone Vice President
- Suzanne Schon Treasurer
- Heli Carlile Secretary

9. **E.D. EVALUATION:** Michael Yacavone presented the Evaluation of the Executive Director (Exhibit F, Handout form meeting).

If anyone has comments, please submit to Michael Y by March 27, 2010.

10. **VOTE TO REVISE HERITANCE BY-LAW:** The following resolution was unanimously adopted:

- BE IT RESOLVED, that until the Board of Directors vote otherwise the number of Board Members will be **six**.

Executive Director's Report

- Statistics are looking positive
- **SEO strategy** discussion to take place between Jeff, Michael and possibly Graham. TBC

Action Items for Short Term:

1. **Incorporate unreimbursed expenses into the books:** Record all expenses to show real costs. (Maureen)

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2. **Informal Board gatherings:** Maureen will continue to organize either with individuals or as groups. Will aim to hold a meeting with every Board Member quarterly, either in person or by phone.
3. **Slow Art Day @ Hood** – Sat Apr 17 from 11am-12noon, followed by Lunch @ Zinn's. Maureen to send information via email.
4. **Fundraising Event** to be organized @ Hood. Some time between mid-May and mid-June. Maureen to investigate and provide Board with updates.
5. **Google Grant application for ad-words:** Maureen to pursue, based on suggestion from Matt Dunne.
6. **OMo Launch Plan:** To be fleshed out, but to include (1) Slow Art day April 17, 2010; (2) Google Grant AdWords; (3) Local news coverage Hood.
7. **PR/Media page for OMO website:** To be planned and implemented. Maureen, Heli, Jeff.
8. **E.D. Evaluation Feedback:** If any, all Board Members to provide Michael by Mar 27.
9. **OMo Business Plan:**
 - a. Create Executive Summary that gives snapshot of OMo for people short of time, also to be integrated into OMo site. (Maureen, Suzanne)
 - b. Add more about PR, publicity, raising awareness through media coverage (Heli, Maureen).
 - c. Investigate how we could connect with artists having openings, where OMo might have an opportunity to do a monthly artist podcast interview - done in advance along with an OMo exhibit. (Michael, Maureen)

Action Items for the Next Board Meeting (March 2011):

1. Election for Board of Director three-year seats held by Michael Yacavone, Suzanne Schon, and Heli Carlile; and one-year seat held by Jean Bermon. Consideration of additional Board seat; Election of officers.
2. Continuation of periodic informal gatherings of Board of Directors and invited guests.
3. Evaluation of Business Plan.
4. Evaluation of Executive Director.
5. Evaluation of Board members' contributions.

Signatures:

Maureen Doyle, President
Heli Carlile, Secretary