



(860) 434-7802 90 Lyme Street, Old Lyme CT 06371 www.LymeArtAssociation.org

## BOARD OF DIRECTORS MEETING MINUTES

June 20, 2018, 4:00 pm

**Board members present:** Del Bach, Jay Berryman, Donna Gilberto, Debbi Goodman, Sarah Lucas, Emily Reynolds, Steven Ross, Lee Ruck, Kim Sapia, Carrie Walters

**Board members absent:** Gayle Asher, Serena Bates, John Beatty, Roger Clements, Lisa DeFilippo, David Moore, Katherine Simmons. **Guest present:** Joan Wallace, APEC chair

**Staff:** Laurie Pavlos, Gary Parrington, Jocelyn Zallinger

**Call to Order:** Vice President Emily Reynolds convened the meeting at 4:05.

**Minutes Review & Approval:** Carrie moved to accept the minutes. Lee seconded the motion. May 2018 meeting minutes were approved unanimously.

**Treasurer's Report:** Steven reported that accounts are all close to budget, discussing where there are variances: higher utilities reflect long, cold spring. Quarterly interest payment is shown in May in the budget but came in in June. Operating balance, after paying all bills, is \$18,233, and the Capital Campaign account balance is just under \$9,000.

**Gallery Report:** Jocelyn reported that sales have been slow. Hopefully typical strong summer sales will reverse this. Recent receiving for American Waters was strong, with 432 entries and 123 acceptances. This is for just two galleries since the Hudson Valley Art Association is renting the front two galleries. The opening is Saturday and Jocelyn encouraged the board to attend. There will be a yacht club reception on July 31; an invitation has been sent to local clubs and marinas through Ruth Emblin, the commodore of the Essex Corinthian Yacht Club.

**APEC Report:** Joan Wallace reported that the 2019 calendar has been completed and will be presented at the next board meeting. APEC came up with a proposal to limit LAA's painting storage responsibilities: "As of the American Waters exhibit (opening 6/23/18), work left in storage over 90 days will become the property of the Lyme Art Association and will be disposed of at our discretion." This policy will be stated on the inventory forms (which require a signature), included in handouts on receiving days, stated on the LAA website, emailed to the artists on the Artists list, and appear on the sales slip for purchasers. Lee moved to accept APEC's proposal and Carrie seconded. The proposal was approved unanimously.

### **Development:**

**Golf Party Outcome Report:** Gary referred to the Golf event's budget included in the package; the event netted \$4,357. It is a wonderful collaboration with Old Lyme Country Club, and is nearly entirely run by Dave Moore.

**Second Century Committee:** Carrie reported that there is just a short punch list remaining in the project. Tomorrow the exterior lighting will be installed along the walkway, lighting the front of the building, and eliminating a dark spot remaining in the front parking lot.



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Randy will be installing gravel along the building's perimeter to prevent dirt from splashing up on the exterior during rain. Gary reported that we are still fundraising. We hope to meet our current Capital Campaign expenses with current Capital Campaign donations, leaving the expected pledged Capital Campaign income as seed money for upcoming phases of work.

**Palate to Palette:** Emily reported that sponsorship cultivation and renewals are in full swing. Some new restaurants will be approached. The goal for sponsorships is even higher than last year. Emily asked board members to come up with possible sponsors.

**Building and Grounds Report:** Laurie reported that Paul Sellier, the new building and grounds volunteer, has been working hard and getting things done. The air conditioner is now installed and working in the studio, new toilets will be installed in the upstairs men's room and a repair will be made to the downstairs ladies toilet. Paul will be working with Connected Systems to upgrade the alarm system, and has a long list of other projects that he will prioritize with the staff and will work through.

**Education and Activities Committee Report:** Laurie reported that the David Dunlop workshop was sold out, as is the upcoming Jordan Sokol workshop. Tatiana Yanovskaya-Sinks workshop ran with seven students. We have a new instructor for beginning oil painting, Jackie Jones, who will start in September. The committee is working to lay out activities and workshops for 2019.

**Governance Committee Report:** Lee reported that the governance committee had its first meeting last week. The committee will be addressing five issues: 1) How the bylaws addresses the absence of an Executive Director was tabled at the last membership meeting. The committee will come up with a proposal by the end of August for the next membership meeting. 2) There are deviations between the current bylaws and the Articles of Incorporation (2001). The committee will work to bring Articles of Incorporation into agreement with the bylaws. 3) The committee will work to establish a process for succession among officers and committee chairs. 4) Lee is reviewing the minutes and correspondence of the LAA and creating a timeline of policies and other changes over time. He is currently up to the year 2000. The goal of this review is to publish a membership manual/handbook.

### **Other Business**

**New Board member nomination:** Paul Sellier is very willing to serve. He's already contributed significant time and money and is clearly invested in LAA. His brief bio is attached. Lee moved to offer Paul a seat through the next membership meeting when the membership can vote on a full term. Steve seconded the motion and it passed unanimously.

**Gallery rental fee price change:** Gary explained that the proposed increase in rental fee is for events, not exhibitions. He has researched other venues, and we would still be an outstanding deal for events if we increase our fee to \$1,500 for a 4-hour event (\$350 for nonprofits). Additional fee per hour if the event goes over 4 hours would be \$300 (\$50 for nonprofits). Sarah asked whether setup and breakdown time is included. Gary explained that we do not charge for



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the setup time and flex a bit to allow for breakdown. Steven questioned increase considering our limited kitchen, but Gary said that similar facilities charge \$5,000 and up. We also negotiate lower fees when it makes sense; such as for a small party during regular hours. Sarah moved to accept the increase in gallery rental fees. Del seconded and approval was unanimous.

Steven moved to adjourn the meeting at 5:05 pm. Del seconded and all were in favor.

Next meeting: July 18, 2018, 4:00

## Lyme Art Association Profit & Loss Prev Year Comparison January through May 2018

	<u>Jan - May 18</u>	<u>Jan - May 17</u>	<u>Budget 18</u>
<b>Ordinary Income/Expense</b>			
<b>Income</b>			
4002 · Membership - Dues	12,725.87	13,169.00	12,000.00
4003 · Entry Fees	13,260.00	12,160.00	14,583.38
4004 · Donations	15,598.13	29,702.10	12,669.00
4004.10 · Fundraising Events	6,130.03	8,750.00	3,400.00
4005 · Exhibition Rental	5,550.00	260.00	5,400.00
4005.5 · Facility Rental	1,625.00	3,300.00	7,000.00
4006 · Misc Sales	2,880.75	40.00	
4007 · Education	18,340.00	24,072.50	25,838.00
4009 · Commissions - Sales of Artwork	13,478.56	12,405.96	20,838.00
4011 · In Kind Donations	15,440.00	11,622.00	18,750.00
4100 · Grants	3,000.00	3,000.00	4,000.00
4200 · Interest & Dividends	6,567.70	11,725.10	12,500.00
<b>Total Income</b>	<u>114,596.04</u>	<u>130,206.66</u>	<u>136,978.38</u>
<b>Expense</b>			
5000 · Education -Class Expense	114.85	5,792.44	9,900.00
5300 · Utilities	4,912.17	4,086.82	6,051.00
5401 · Maintenance-Cleaning	2,399.26	2,359.05	2,294.00
5402 · Maintenance	3,410.46	2,252.03	2,500.00
5404 · Grounds	1,369.99	5,379.00	4,250.00
5451 · Office	1,837.72	1,314.83	2,663.00
5453 · Miscellaneous	190.00	0.00	0.00
5461 · Fund Raising	0.00	1,011.22	200.00
5650 · Insurance	3,832.50	3,902.00	4,169.00
5701 · Exhibits	6,562.81	5,805.80	6,916.69
5725 · Postage & Shipping	617.40	343.00	625.00
5751 · Printing	234.42	0.00	419.00
5801 · Publicity/Advertising	2,487.07	2,686.19	3,338.00
5802 · In Kind Expenses	15,440.00	11,622.00	18,750.00
5850 · Capital Expenses	0.00		6,669.00
5901 · Bank & Credit Card Fees	2,131.63	2,186.32	2,919.00
6500 · Payroll	59,961.08	54,267.41	62,319.00
6561 · Gallery use expense	341.09	437.47	169.00
8300 · Promotion and Travel	364.50	467.07	1,044.00
8401 · Training	0.00	0.00	316.00
<b>Total Expense</b>	<u>106,206.95</u>	<u>103,912.65</u>	<u>135,511.69</u>
<b>Net Ordinary Income</b>	<u>8,389.09</u>	<u>26,294.01</u>	<u>1,466.69</u>
<b>Other Income/Expense</b>			
<b>Other Income</b>			
4004.6 · Grants - Capital Campaign	1,000.00	0.00	5,000.00
4010.3 · Capital Campaign Donations	59,499.33	12,153.80	50,000.00
<b>Total Other Income</b>	<u>60,499.33</u>	<u>12,153.80</u>	<u>55,000.00</u>
<b>Other Expense</b>			
6701 · Capital	3,085.55	0.00	
6702 · Capital Campaign Exp	190,438.31	0.00	270,500.00
<b>Total Other Expense</b>	<u>193,523.86</u>	<u>0.00</u>	<u>270,500.00</u>
<b>Net Other Income</b>	<u>-133,024.53</u>	<u>12,153.80</u>	<u>-215,500.00</u>
<b>Net Income</b>	<u><b>-124,635.44</b></u>	<u><b>38,447.81</b></u>	<u><b>-214,033.31</b></u>

"Other Expense draws from previous year's "Other Income"

**Gross Sales  
Month**

Year	January	February	March	April	May	June	July	August	September	October	November	December	Gross Sales
2012	\$1,900	\$3,055	\$6,320	\$6,290	\$7,308	\$13,775	\$14,241	\$12,750	\$5,750	\$13,398	\$17,114	\$10,321	\$112,220
2013	\$3,975	\$250	\$4,076	\$15,585	\$9,635	\$5,050	\$8,578	\$9,215	\$13,635	\$4,640	\$17,538	\$11,311	\$103,487
2014	\$8,545	\$2,985	\$5,425	\$14,298	\$5,785	\$14,515	\$15,565	\$7,235	\$5,945	\$18,933	\$18,125	\$10,925	\$128,281
2015	\$7,115	\$3,225	\$3,285	\$3,075	\$3,610	\$18,999	\$27,379	\$12,098	\$2,770	\$12,155	\$5,525	\$23,698	\$122,933
2016	\$2,520	\$2,787	\$10,255	\$22,425	\$8,065	\$26,915	\$6,367	\$5,525	\$13,580	\$6,700	\$20,570	\$9,580	\$135,288
2017	\$10,290	\$2,545	\$10,037	\$6,520	\$9,195	\$17,127	\$13,150	\$8,054	\$21,955	\$11,775	\$18,685	\$10,040	\$139,372
2018	\$12,840	\$1,250	\$6,900	\$2,893	\$15,920	\$943							

**Total Pieces Sold  
Month**

Year	January	February	March	April	May	June	July	August	September	October	November	December	Total Pieces
2012	5	8	12	11	13	16	33	17	12	14	22	21	184
2013	9	1	9	32	16	7	21	24	16	6	26	22	189
2014	17	7	20	14	11	16	36	16	7	27	19	20	210
2015	17	4	8	5	7	30	62	23	6	18	7	47	234
2016	7	8	17	17	6	29	17	12	13	7	28	16	177
2017	17	6	18	10	9	30	36	17	21	13	40	19	236
2018	15	2	18	5	24	4							

**Year-to-date Comparison**

Year	January	Jan. - Feb.	Jan. - March	Jan. - April	Jan. - May	Jan. - June	Jan. - July	Jan. - August	Jan. - Sept.	Jan. - Oct.	Jan. - Nov.	Jan. - Dec.	Yearly Sales
2012	\$1,900	\$4,955	\$11,275	\$17,565	\$24,873	\$38,648	\$52,868	\$65,638	\$71,388	\$84,786	\$101,900	\$112,220	\$112,220
2013	\$3,975	\$4,225	\$8,301	\$23,886	\$33,521	\$38,571	\$47,149	\$56,364	\$69,999	\$74,639	\$92,176	\$103,487	\$103,487
2014	\$8,545	\$11,530	\$16,955	\$31,253	\$37,038	\$51,553	\$67,118	\$74,353	\$80,298	\$99,231	\$117,356	\$128,281	\$128,281
2015	\$7,115	\$10,340	\$13,625	\$16,700	\$20,310	\$39,309	\$66,887	\$76,785	\$81,555	\$93,710	\$99,235	\$122,933	\$122,933
2016	\$2,520	\$5,307	\$15,562	\$37,987	\$46,052	\$72,967	\$79,333	\$84,858	\$98,438	\$105,138	\$125,708	\$135,288	\$135,288
2017	\$10,290	\$12,835	\$22,872	\$29,392	\$38,587	\$55,714	\$68,864	\$76,917	\$98,872	\$110,647	\$129,332	\$139,372	\$139,372
2018	\$12,840	\$14,090	\$20,990	\$23,883	\$39,803	\$40,746							

Major Exhibitions - Gross Sales														
By Exhibition														
Year	Contemp orary Look				LOL Jr. Women		Marine Art		Anything Goes		Summer Paint & Sculpt		Deck the Walls	
	Associate Artist	Wonders of Winter	Four Acts	EA Show	LOL Jr. Women	Marine Art	Anything Goes	Paint & Sculpt	NE Landscape	Pastel Society	Deck the Walls	EA Room	Art Market	
2010	\$5,370			\$12,145		\$10,965	\$2,015	\$2,840	\$36,390	\$2,450	\$9,685	\$8,932		
2011	\$5,895	\$0		\$3,550			\$2,505	\$2,995	\$7,880		\$17,902	\$7,843		
2012	\$3,230	\$825		\$12,595		\$8,250	\$950	\$8,942	\$20,302	\$1,145	\$15,788	\$7,009		
2013	\$3,775	\$0		\$5,195	\$12,910		\$2,100	\$7,155	\$10,108		\$17,133	\$10,629		
2014	\$3,810	\$5,850		\$9,575	\$5,485	\$21,685	\$3,810	\$6,295	\$7,370	\$1,300	\$12,250	\$9,588	\$5,700	
2015	\$4,925	\$850	\$2,535	\$3,810		\$21,719	\$4,192	\$6,838	\$14,165	\$1,550	\$15,932	\$6,175	\$8,021	
2016	\$7,285	\$650	\$7,620	\$25,960		\$22,612	\$3,170		\$23,370	\$3,700	\$21,750	\$10,507	\$7,285	
2017	\$12,650		\$8,619	\$10,370		\$17,432	\$2,615		\$27,545		\$23,350	\$15,013	\$3,463	
2018	\$12,540		\$4,700	\$15,968		\$400						\$2,293	\$1,450	

Major Exhibitions - Total Pieces Sold														
By Exhibition														
Year	Contemp orary Look				LOL Jr. Women		Marine Art		Anything Goes		Summer Paint & Sculpt		Deck the Walls	
	Associate Artist	Wonders of Winter	Four Acts	EA Show	LOL Jr. Women	Marine Art	Anything Goes	Paint & Sculpt	NE Landscape	Pastel Society	Deck the Walls	EA Room	Art Market	
2011	12	0		5			9	8	8		34	22		
2012	10	1		11		10	8	15	21	2	28	18		
2013	10	0		8	27		10	11	10		29	27		
2014	9	10		4	10	28	15	10	15	2	30	19	14	
2015	7	5	8	7	7	23	16	9	14	2	33	14	25	
2016	12	1	19	11		22	14		17	5	33	27	12	
2017	19	3	14	7		33	12		27		46	37	11	
2018	13		12	22		1						8	5	

LAA APEC Committee

Recommendation Regarding Work Left in Storage

As of the American Waters:A Marine Show exhibit (opening 6/23/18), work left in storage over 90 days will become the property of the Lyme Art Association and will be disposed of at our discretion.

This policy will be:

- stated on the inventory forms (which require a signature)
- included in handouts on receiving days
- stated on the LAA website
- emailed to artists on the Artists List
- appear on the sales slip for purchasers

Artists may have work returned by shipping if a fee for shipping and handling is paid.

**Lyme Art Association**  
**Swing for Art Golf Party Budget**  
**Old Lyme Country Club**  
**Monday, May 21, 2018**

<b>INCOME</b>	<b>Budget</b>	<b>Actual</b>
<hr/>		
Golfers	\$6,000	\$3,300
Cocktail Guests	\$1,500	\$1,175
Tee Sponsors	\$1,800	\$900
Presenting Sponsor	\$1,500	\$0
Cart Sponsor	\$850	\$0
Party Sponsor	\$850	\$850
Donations	\$0	\$150
	\$12,500	\$6,375
 <b>EXPENSE</b>		
<hr/>		
Greens fees	\$1,200	\$240
Cart fees	\$500	\$286
Food all guests	\$1,500	\$740
Bar all guests	\$1,000	\$503
Contingency/gratuity	\$250	\$249
<hr/>	\$4,450	\$2,018
 <b>Net Revenue</b>	 <b>\$8,050</b>	 <b>\$4,357</b>
	Net revenue 2017	4,096
	Net revenue 2016	3,106
	Net revenue 2015	2,729
	Net revenue 2014	2,569



**GOVERNANCE COMMITTEE REPORT**  
**LAA Board of Directors June 20, 2018**

The LAA Governance Committee had its first meeting on June 18, 2018. As previously discussed with the Board, the complement of the Committee includes two elected artists (one newly-elected, one "old-timer"), one Associate Artist, and t Associate Members (one of whom is an artist "wannabe." Three members of the Committee are present or past Board members.

The Committee understands its charge to be

To periodically review and analyze the policies, procedures, and legal requirements of the Lyme Art Association and, where appropriate, make recommendations to the LAA Board of Directors and the General Membership. Recommendations shall, where necessary or desired, address the issues from the perspective of Elected Artists, Associate Artists, and Associate Members.

The work-plan of the Committee for the next year consists of four issues

- The deferred bylaw issue of responsibility when there is no Executive Director This matter was deferred at the June 2017 Special Meeting. *We will review the two versions of Bylaws considered in June 2017 and will recommend one or a blend of the two.*
- Bring the Bylaws and Articles of Incorporation into sync. *We will review Current Bylaws; current Articles for consistency and will recommend appropriate action, including simplification of the Articles.*
- Consideration of succession planning for Officers, Committee chairs, and Board members under the current and possible LAA structures. *We will review material from American Society of Association Executives, National Council of Nonprofits, and other outside sources. We will also review the succession planning of other arts organizations.*
- after a comprehensive review of LAA minutes and correspondence, an LAA procedures and policies manual (probably by Spring 1999).

For the first two, we will make recommendations to the Board and Membership late this summer, in time for actions at the Fall 2018 General Membership Meeting. For the third we will bring a recommendation or alternatives to the Board by January, so that the Board may consider and take action prior to the Fall 2019 General Membership Meeting. No time frame has been set for the last issue.



Paul J. Sellier  
11 Sandalwood Lane  
Old Lyme, CT 06371  
(860) 214 2320

Permanent resident of Old Lyme since July 2016, with prior residences in Marlborough, CT and Wolfeboro, NH. Father of two - son Brian and family reside in East Hampton, CT and daughter Jennifer in Denver, CO.

Retired in 2017 as a Managing Director and Senior Portfolio Manager after 31-year career at Conning and Company, a privately-owned investment management and consulting firm specializing in asset management and risk management for insurance companies and pension assets. Conning has over \$125 billion of assets under management. Member of several management committees including Compliance, Credit and Risk Management. Prior work experience at The Travelers and Price Waterhouse.

Graduate of Boston College with BS degrees in Accounting and Finance. Received CPA designation from State of Connecticut during tenure as staff auditor at Price Waterhouse.

In addition to LAA, volunteer at Shoreline Soup Kitchen and Food Pantry and Children's Museum of Southeastern Connecticut. Pursuing volunteer as a docent at Florence Griswold Museum. Prior volunteer work for Boys Scouts and Girl Scouts and other civic organization in Marlborough, CT.

Enjoy time with family and being a grandfather, golf, cooking, leisure travel and a fan of New England sports teams. Enjoy various home projects involving woodworking and gardening and being an active and positive contributor to the Old Lyme and Shoreline communities.