

MINUTES

ROLL CALL

Trustees

Lyon, Stephanie, Chair	Present
Robbins, Dennis, Past Chair	Present
Candelaria, Mark, Secretary	Absent
Long, Catherine, Treasurer	Present
Anderson, Rhonda	Present
Baughman, Tim	Present
Bennett, Julie	Present
Beverly, Bruce	Present
Biddle, Steve	Present
Boyle, Peter	Present
Brown, Kirsten	Present
Camuñez, Dino	Present
Coleman, Richard	Present
Dahdah, J.P.	Present
Fedewa, Mary	Present
Galbut, Keith	Absent
Harman, Kristopher	Present
Johnson, Brianna	Absent
Jones, Paige	Present
Kovach, Christine	Present
Lewis, Alison	Present
Martinez, Cristobal	Absent
Nelson-Johnson, Priscilla	Absent
Peterson, Erik	Present

Peterson, Linda	Absent
Rakoczy, Jeff	Present
Roskam, Merle	Absent
Schenkein, Jaqueline	Present
Sutton, Melanie	Present
Weishaar, Mistie	Present
Wills, Kathy	Present

Gill, Jennifer Deputy Director Canal
Convergence
Krivanek, Erin, Director of Development
Marsh, Natalie, Director of Learning &
Innovation
Martin, Michael: CFO
Messmer, Abbey, Director of Programming
Roth, Summer, Director of Marketing
Ryan, Valerie, Interim Director of SMOCA
Sheridan, Andria, CAO & Recording Secretary
Wuestemann, Gerd, President & CEO

Guests

Janie Ellis
John Flicker
Ralph Kimball

OPEN MEETING

1. Call to Order & Announcements

Stephanie Lyon

- a. Stephanie Lyon called the meeting to order at 4:08 p.m.
- b. **Introductions:** Gerd offered a sincere thank you to Janie Ellis, Ralph Kimbell, and John Flicker who are hosting the Board meeting at Cattletrack. Gerd provided an overview of the agenda and tour and thanked the staff and team for setting up for the meeting and everyone for making time to be a part of the meeting.
- c. **Public Comments**—None.

CONSENT AGENDA

2. Motion to Approve Consent Agenda Items

Action

Stephanie Lyon

- a. **October 2024, Board of Trustees meeting minutes**

A motion was made by Rhonda Anderson, seconded by Dr. Jackie Schenkein, to approve the consent agenda. Motion passed unanimously.

REGULAR AGENDA

3. Chairs Report

Gerd Wuestemann, Stephanie Lyon

a. Mission Moment: Stephanie spoke about the most recent Canal Convergence event we just had in November. She recognized that it was our 12th annual Canal Convergence which included over 50 special events, classes, tours, performances and a night run. Highlights include three days of a drone performance and the mini film festival. Stephanie offered a huge kudos to the team notably Jennifer Gill, Kiara Brown, and the whole Scottsdale Arts team that helped bring the event together.

4. Finance Update:

Michael Martin, Cathy Long

a. FY24 Audited Financial Statements as presented by CBIZ: Michael provided a review of the FY24 Audit which ended June 2024 and is not wrapped up. He noted that the full audit report was part of the pre-read packet. Alan Close our partner with CBIZ the figures the finance committee reviewed, discussed, and approved in the last meeting. We received an unmodified opinion stating our financial statements are fairly and accurately reported. We received a recommendation that our Finance and Development teams communicate more about grants. A recommendation was given that when we start construction of the Ziegler Theater, there might be some tax credit opportunities. This was a first-year audit, so it was a very in-depth audit as they got to know our organization. Gerd thanked Cathy Long for her work during this process.

A motion to approve the FY24 Audit was made by Cathy Long, seconded by Alison Lewis. Motion passed unanimously.

October 24 Financials and Investments: The October financial reports were reviewed on November 19, 2024. We anticipate the November financials will be more significant because they will reflect both Canal Convergence and Dreamy Draw. Our current projects remain on target with budget, and our contingency is mostly intact. Our investments didn't have great performance in October but they are still up overall year-to-date. On the balance sheet and cash flow we see some larger bills. We are low on our cash flow due to pending receivables from estate gifts. Thank you to Keith Galbut who found some additional accounts with some of our estate gifts which will increase the size of those anticipated gifts. In November we found out that the Ziegler homestead has been sold with the deal being finalized and we anticipate that will be dispersed in the next few months.

A motion to approve the financials was made by Rhonda Anderson, seconded by Dr. Jackie Scheinken. Motion passed unanimously.

5. Governance Committee Update

Gerd Wuestemann

Gerd reviewed that there was a property that was seeking to install a 9 story video on the side of their hotel. This topic was covered at a recent City Council meeting where Public Art defended their position as part of the appeals process. Kati Ballares prepared a strong case, the attorney for the hotel presented their case and then there was a lengthy discussion with the Council. Present were also 2 of the incoming council members. Council voted six to one in our favor. There is an upcoming meeting with city staff regarding the Ziegler Theater. Keith Galbut will help us negotiate on the contract with the city. We have asked for some exemptions on the contract and are hopeful for a positive outcome. We are also on parallel tracks with regards to contracts with the architect. The newly elector Mayor for the City of Scottsdale has requested to hold the inauguration in the VGP Theater, and we will work towards that. Dino Camunez asked a question regarding a previous partnership with Honor Health. Gerd confirmed that at this time we don't have an update, but will provide one as we know more.

6. Cattle Track Presentation & Tour

Janie Ellis / John Flicker / Ralph Kimball

Janie Ellis provided an overview of Cattletrack's historic property as well as a tour of the property. John Flicker and Ralph Kimball provided a presentation on the master plan for Cattle Track and the future of the space. This includes

the vision of artists living and working on the site and the hope that Artspark will be able to use this location as its principal home not only for local artists but for national artists as well. Currently, there are eleven studios, and the hope is to add up to twenty more. Currently, Cattle Track has three residences and there are plans to add another nine residences. There is a desire to continue to keep Cattle Track as a working space but find high-quality engagement between the public, artists, and other creative spaces. Cattletrack Arts Compound (CTAP) non-profit was established in the 1990s, and Janie has decided she would like to donate everything to CTAP, which would be one of the largest donations to the arts in the history of Scottsdale. Janie is open to do this as soon as CTAP is ready. Janie would retain a life estate on her residence and continue to live there, the rest would be owned and operated by CTAP. There is revenue that supports the operations of Cattle Track. All revenue and expenses will come to CTAP, but we would need to create an annuity to fund Janie's operating expenses, and the principal would become an endowment for the preservation of Cattle Track.

It is proposed that Scottsdale Arts would become an operating partner, with CTAP as owner, similar to the current contract with the City of Scottsdale. Gerd thanked Janie for the tour and remarked that this is a once-in-a-lifetime opportunity because places like Cattle Track don't exist in this world. Dino commented that Janie is talking to Scottsdale Arts because it represents the knowledge and resources to incubate young people to expand their artistic practices and their vision outside of the classroom. Janie invited everyone to return to connect with and speak to any of the artists. Alison Lewis asked what the mentorship process looks like. Janie responded that there is a collaborative approach to problem-solving. Stephanie Lyon asked what the next steps are and what is needed from the Board of Trustees. John responded that the master plan needs to be completed, the transfer from Janie needs to occur and then there needs to be an understanding if they are partnering with another entity. Dennis Robbins asked if there were any restrictions with the historic designation. Ralph responded that there are, existing buildings cannot be torn down but new buildings can be added, and we can add to existing new buildings. In addition, there are some current tax and legal implications with Janie as an individual owner which will change once the donation is made to CTAP. Dino Camunez suggested that an ad hoc committee is formed to look at existing staffing capabilities and other financial factors. Gerd clarified that a year ago the Board of Trustees voted to allow Gerd to explore the possibility of a relationship.

A motion to approve creating an Ad Hoc Committee was made by Kathy Wills, seconded by Dino Camuñez. Motion passed unanimously.

9. Other Business

Stephanie Lyon

None

10. Adjourn

Stephanie Lyon

The motion to close the meeting was made by Rhonda Anderson and seconded by Peter Boyle. Motion passed unanimously

Meeting Adjourned at 5:56 p.m.

Respectfully submitted,
Andria Sheridan
Recording Secretary