



REGULAR BOARD MEETING

January 12, 2023 – 8:00 A.M.

Pursuant to Assembly Bill 361, the January 12, 2023, regular meeting of the TOArts Board will be conducted via video conference / teleconference. Board members will be participating electronically and will not be present in person.

You may participate in the meeting by submitting your comments via [electronic comment card](#). Please submit your written comment by 7:00 a.m. on the day of the meeting and it will be provided to Board members before the meeting and made part of the item's record of the Board meeting. All comments received after 7:00 a.m. will be given to Board members after the meeting and made part of the item's record of the Board meeting.

If you would like to speak under Public Comments during this meeting, please click on the Zoom link below. If you have questions about speaking, please call Jonathan Serret at (805) 449-2767 or email JSerret@toaks.org. Persons addressing TOArts are requested to state their name and community of residence for the record.

To join the Zoom Meeting, click on the following link:

<https://us06web.zoom.us/j/8490770722?pwd=SjVldXQ2UzNkQUdPY2Q5QkhtdHJldz09>

or Call: (408) 638-0968

Meeting ID 849 077 0722 Passcode: toarts

MISSION STATEMENT

TOArts enriches lives and strengthens the fabric of the community through arts education and the presentation and support of visual and performing arts at the Bank of America Performing Arts Center and beyond.

VISION

Where the Arts Thrive for All

AGENDA

1) CALL TO ORDER

- 2) ROLL CALL:** Chair David Mead, Vice-Chair Eloise Cohen, Treasurer Al Lowe, Secretary Janet Scherr, Board Directors John Bradley, Kathy Jeffers-Volk, Leanne Neilson, Kyle Rohrbach, Elibet Valencia Muñoz, and Sean Rendineo

3) PUBLIC COMMENTS

4) MINUTES

- a) Approve minutes of annual TOArts Board Meeting on December 14, 2022

5) BOARD BUSINESS

a) FINANCE

- i) Monthly Financial Update
- ii) Divestiture Task Force update

b) COMMITTEES

- i) Arts Education Committee – update
- ii) DEI Committee – update
- iii) Committee overview – confirm board membership on various committees

c) ADMINISTRATION

- i) Approve temporary modifications to the Brown Act, from January 1, 2023, and extending through February 28, 2023, in accordance with Assembly Bill 361 and Government Code section 54953(e), authorizing remote teleconference meetings of TOArts.
- ii) Adopt updated mission statement
- iii) Adopt TOArts travel policy
- iv) Review existing memorandum of understanding with the City of Thousand Oaks and consider and discuss changes.

d) DEVELOPMENT

- i) Development Activities – Update

e) PROGRAMMING

- i) TOArts Presents ticket sales - Update
- ii) TOArts Presents programming – Update

6) BOARD CALENDAR

- a) Additions or revisions to the calendar
- b) Discussion about 2023 calendar and dates to meet in person

7) OTHER BUSINESS

8) BOARD MEMBER COMMENTS

9) STAFF COMMENTS

10)REVIEW AGENDA FOR NEXT MEETING – Regular board meeting February 11, 2023, in person.

11)ADJOURNMENT

Any public documents provided to a majority of TOArts Board Directors regarding any item on this agenda will be made available for public inspection at the Cultural Affairs Department Administration Office located at 2100 Thousand Oaks Blvd., Thousand Oaks, California 91362 during normal business hours. In addition, such writing and documents will be posted on the TOArts website at www.toarts.org. Americans with Disabilities Act (ADA): In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting or other services in conjunction with this meeting, please contact the Cultural Affairs Department at 805-449-2700. Upon request, the agenda and documents in this agenda packet, can be made available in appropriate alternative formats to persons with a disability. Notification at least 48 hours prior to the meeting or time when services are needed will assist City staff in assuring that reasonable arrangements can be made to provide accessibility to the meeting or service.



ANNUAL BOARD MEETING MINUTES

Thursday, December 14, 2022, 2022 – 8:00 A.M.
Zoom

Pursuant to Assembly Bill 361, the December 14, 2022, annual meeting of the TOArts Board was conducted via video conference / teleconference. Board members participated electronically and were not present in person.

MISSION STATEMENT

TOArts enriches lives and strengthens the fabric of the community through arts education and the presentation and support of visual and performing arts at the Bank of America Performing Arts Center and beyond.

VISION

Where the Arts Thrive for All

ACTION MINUTES

1) CALL TO ORDER: 8:00 AM

- 2) **ROLL CALL:** Vice Chair Eloise Cohen, Secretary Janet Scherr, Treasurer Al Lowe, Board Directors Kyle Rohrbach. Board Directors John Bradley, Kathy Jeffers-Volk, Elibet Valencia Muñoz, and Sean Rendineo. Absent: Chair David Mead,

Staff present: Tracy Friedl, Jonathan Serret, Caressa Gomez, Elisa Magano and Niki Richardson

3) PUBLIC COMMENTS - None

4) MINUTES

- a) Board reviewed the minutes from the November 10, 2022 regular Board meeting

MOTION: Bradley made a motion to approve the minutes of the November 10, 2022, regular Board meeting, seconded by Scherr; approved 9-0.

5) BOARD BUSINESS

a) FINANCE

- i) Monthly Finance Update – Treasurer Lowe provided an overview of the November finance report and investment positions. Director Rendineo asked about Per Cap – reports. Executive Director to present at a future meeting.

ii) Divestiture Task Force Update – none.

b) COMMITTEES

- i) Arts Education Committee – Associate Director provided a brief update on AccessArts.
- ii) Olson Grant Committee made a motion to authorize increasing the Olson Grants to \$132,500 with the expenditure of \$20,000 from Carpenter Fund to support Conejo Schools Foundation grant for All District Music Festival 2023, seconded by Bradley; approved 9-0.
- iii) Committees overview – discussion of different standing and ad hoc committees – directors identified which committees they would like to serve on. To be reviewed
- iv) Nominating Committee made motions:
 - (1) to approve Directors Scherr, Lowe, and Cohen for a three-year term starting January 1, 2023; seconded by Neilson; approved 9-0.
 - (2) to approve Board Treasurer and Chair nominations of Lowe and Mead respectively for a second two-year term, seconded by Jeffers-Volk; approved 9-0.

c) ADMINISTRATION

- i) Approve temporary modifications to the Brown Act, from November 1, 2022, and extending through December 31, 2022, in accordance with Assembly Bill 361 and Government Code section 54953(e), authorizing remote teleconference meetings of TOArts.
MOTION: Neilson made a motion to approve the temporary modifications to the Brown Act, seconded by Jeffers-Volk; approved 9-0.
- ii) Adopt updated mission statement
It was decided that the Board would review mission statement edits during the month and send suggestions to Associate Director who will bring the revision back to the next Board meeting for a vote.
- iii) Adopt TOArts travel policy – revisit during January board meeting
- iv) Review existing memorandum of understanding with the City of Thousand Oaks and consider and discuss changes – revisit during January board meeting.

d) DEVELOPMENT

- i) Development Activities – Associate Director provided an update on fiscal year to date development activities.

e) PROGRAMMING

- i) TOArts Presents ticket sales – Executive Director provided an update on TOArts Presents ticket sales.
- ii) TOArts Presents Programming – Executive Director provided an update on TOArts Presents programs.

6) BOARD CALENDAR

- a) Additions or revisions to the calendar.

b) Discussion about 2023 calendar and dates to meet in person will be conducted during the annual meeting in December. – revisit during January board meeting.

7) OTHER BUSINESS

8) BOARD MEMBER COMMENTS

9) EXECUTIVE DIRECTOR COMMENTS

10) REVIEW AGENDA FOR NEXT MEETING - Next regular board meeting is scheduled for 8:00am; January 12, 2022, via Zoom.

11) ADJOURNMENT - The meeting was adjourned at 10:04am.

Committee/Task Force	Description	Time Commitment	2023 Cmte Members
Audit	To work with treasurer and accountant to ensure TOArts' annual audit is done efficiently and effectively. Accepts audit for file.		Full board
Investment	To work with the money managers and the treasurer to ensure TOArts' investment policy is in effect	3x year, 2 hour meeting (30-45min) with MS advisors	Elibet, Al, John, David
DEI	To ensure that the commitment of the board is upheld in an ongoing and sustainable manner		Kyle, Eloise, Leanne,
Development and Marketing	To support fund development staff in fundraising for and brand marketing of TOArts		Sean, Kyle, Eloise, Kathy, Janet
Nominating Task Force	To identify, interview and propose recommendations to the full board to add new board members, renew board terms and executive officers per bylaws	adhoc cmte as needed	
Olson Performance Grants	To review and determine grant awards for recipients of grants to offset their rental of the BAPAC theatres	meets online to discuss grants as they come in	Eloise, David, John
Arts Education	To review AccessArts grant funding and consider other arts education initiatives	meets online to discuss grants as they come in	Leanne, Kathy, Elibet
Financial Divestiture Task Force	To work with City staff on separating the financial functions that are currently provided pro bono by CTO staff.		Sean, Elibet, John, Al
Major Gifts Campaign Task Force	To work with Associate Director on Major Gifts Campaign to raise \$5M		
Inclusive Advisory Council	To sit in on inclusive advisory council meetings as an observer		Sean, DEI cmte
All committees except the nominating committee are standing committees of the board.			
Task forces are temporary and disbanded after their purpose has been served.			
Inclusive Advisory Council is made up of members in the community that serve audiences that historically have not viewed the Bank of America Performing Arts Center as a place for them to enjoy the arts. Advisory Council meets and reports at the request of TOArts Staff and does not report to the Board.			



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To: TOArts Board of Directors

AGENDA ITEM: 5.c.ii

From: TOArts Staff

Date: January 12, 2023

Subject: Updated Mission Statement

BACKGROUND

During the 2022 Board Retreat, it was discussed that the mission statement should be slightly updated to be more inclusive and collaborative and to truly embody the work TOArts has been doing in the past few years. Several board members also expressed dislike of the phrase "...Bank of America Performing Arts Center and beyond."

DISCUSSION/ANALYSIS

Current Mission

TOArts enriches lives and strengthens the fabric of the community through arts education and the presentation and support of visual and performing arts at the Bank of America Performing Arts Center and beyond.

Suggested Mission

TOArts enriches lives and elevates arts, culture, and entertainment through presentation, education, and collaboration to provide community support at the Bank of America Performing Arts Center and beyond.

Per the Memorandum of Understanding with the City of Thousand Oaks, adoption of a revised Mission Statement will require ratification by the City Council. If a revised mission is adopted by the TOArts Board, staff will incorporate a recommendation for City Council ratification in January 2023, when TOArts presents its mid-year update to the City.

RECOMMENDATION

Adopt new mission statement to help articulate more clearly the role of TOArts in and for the community we serve.

PREPARED BY: Niki Richardson, Associate Director



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AGENDA ITEM: 5.c.iii

TO: TOArts Board

FROM: Niki Richardson, Associate Director

DATE: December 14, 2022

SUBJECT: Adopt a TOArts Travel Policy

BACKGROUND:

When TOArts was formed in 2017, it was the expectation that over time, TOArts would start to reduce its dependence on City of Thousand Oaks (CTO) staff for operational support, while always retaining the close connection to the Cultural Affairs Department. This requires a slow and systemic approach to reducing this operational dependence on CTO staff.

CTO currently approves any TOArts related travel for which includes a multi-stepped process before and after travel involving multiple CTO staff. This is only because TOArts does not have its own travel policy.

Therefore, to reduce some of the burden on CTO staff and to streamline the process for TOArts-related travel, a Board approved travel policy is needed. This clarifies the process, since City staff are not required to approve of TOArts' expenditures which are included in the adopted Operating Budget. The proposed Travel Policy authorizes travel with approvals from the Executive Director and Treasurer or any officer of the Board.

RECOMMENDATION: To adopt the TOArts Travel Policy to reduce the burden on CTO staff for future TOArts travel authorizations.

BUDGET: No impact. All travel is pre-authorized in the TOArts budget at the start of the fiscal year.

ATTACHMENT #1: Proposed TOArts Travel and Mileage Reimbursement Policy

TOArts Travel Approval Policy

PURPOSE: To establish basic guidelines and procedures for travel on TOArts business including authorization and reimbursement for travel and related expenses.

DEFINITION OF TRAVEL: For purposes of this policy, the word “travel” is used to denote activities of employees and designated representatives in connection with authorized attendance at conferences, meetings, seminars, workshops, training, and related purposes, including necessary transportation to and from, including overnight stay.

GENERAL POLICY: TOArts recognizes the benefit of training and attendance at professional and business functions for the purpose of advancing professional knowledge and providing opportunities to exchange information related to nonprofit management and artist engagement issues.

1. Authorization for travel and expense reimbursement, for the purpose of this policy which may or may not necessitate an overnight stay:
 - Conferences
 - Seminars
 - Workshops
 - Meetings; and
 - Other functions from which TOArts derives a specific benefit through attendance.
2. Employees and authorized representatives are expected to exercise sound judgement when incurring and submitting travel expenses, in keeping with standards and proprieties of a visible and fiscally responsible nonprofit organization.
3. TOArts travel authorizations are not required for attendance at regularly scheduled professional meetings, such as those held monthly or quarterly, local breakfast or lunch meetings or project site meetings.
4. All expenses related to employee and authorized representative travel must be included in the budget.

APPLICABILITY: The policies in this document are applicable to all TOArts employees and employees of the City of Thousand Oaks representing TOArts. City of Thousand Oaks employees shall also comply with the City travel policy to the extent that it is applicable.

AUTHORIZATION: All travel as further defined below will require submission and approval of a TOArts Travel Authorization Packet.

TRAVEL AUTHORIZATION PROCESS

APPROVALS

- All travel authorizations should be executed at least one month in advance where possible.
- Approvals are required by Executive Director and Treasurer or another designated/delegated officer of the board.
- Approval for Executive Director travel will be done by Board Chair and Treasurer or another designated/delegated officer of the board.
- City of Thousand Oaks employees representing TOArts must also obtain travel authorization from their department head and City Manager through the normal process.

TRAVEL AUTHORIZATION PACKET

The following documents are to be included with authorization request:

1. Official flyer or program from the organization conducting the training or meeting and an agenda detailing the schedule of events. A meeting brochure/flyer should reference travel location, dates, times, and cost.
2. Lodging/Hotel reservation
3. Transportation – Economy Class only (plane, train, bus, etc.)
4. Mileage (include Google Maps estimate for mileage reimbursement)
5. Rental Car reservation, if necessary
6. Miscellaneous Expenses (parking, shuttle, taxi, gas, etc.)
7. Per Diem – **ONLY** if not using TOArts credit card (include Per Diem Estimate Worksheet)

PER DIEM

Per diem, will be allowed for travel time and days at event and payment will be at the current rate set by the Federal Internal Revenue Service regulations [as noticed by the Treasurer in January of each year]. TOArts prefers that employees and representatives use a TOArts issued credit card and maintain detailed receipts for all travel-related expenses. If per diem is requested, all meals on that day must be included; splitting expenses between credit card and per diem is not permitted.

EXPENSE GUIDELINES:

The following expenses are eligible for reimbursement:

1. **Registration Fees:** Fees charged for registration at any authorized workshop, seminar, or conference can be paid through the employee's TOArts credit card and included as an authorized expense on the applicable Expense Report.

2. **Mileage Reimbursement:** Mileage reimbursement is based on the applicable Federal Internal Revenue Service Mileage Rates for actual mileage, or as estimated on Google Maps. During normal business hours, if travel begins from the employee's home, mileage claimed cannot exceed that from the office of TOArts. Mileage reimbursement should be the lesser of the cost of travel from home or TOArts' office. Outside of normal business hours, travel which begins from the employee's home should be claimed as actual mileage.
3. **Air/Train:** Allowance for air and train travel is based on actual round-trip coach fare, tourist class, or by the method least costly to TOArts.
4. **Rideshare, Taxi or Shuttle Service:** Projected expenses for Rideshare, Taxi or Shuttle service should be included. Shuttle, bus, taxi, or other public transportation should be used between airport, hotel, and conference or training site whenever available. Tips and gratuities associated with taxi or shuttle service should be included in the receipt.
5. **Parking Expenses:** TOArts will provide reimbursement for parking associated with travel, including parking at the airport, hotel, and conference or training site; receipts should be provided.
6. **Hotel Accommodations:** TOArts will pay for a hotel room (plus taxes and parking) for as many nights as necessary for the business portion of travel. The accommodations should be economical and practical. Special effort should be made to obtain lodging at or near the facility where the workshop, conference, or seminar is taking place.
7. **Tips & Gratuities:** Reasonable expenses for tips and gratuities are allowed for hotel and transportation purposes and are covered by the "incidental expenses" portion of Per Diem allowance. Tips for meals are included in Per Diem reimbursement.

TOArts employees and City of Thousand Oaks employees traveling on business on behalf of TOArts are expected to exercise good judgment and show proper regard for economy when incurring expenses in connection with the conduct of official TOArts business. Any expense for which reimbursement is requested should directly and clearly relate to the conduct of TOArts business.



BOARD MEETINGS, EVENTS AND PROJECTS CALENDAR

Updated 12/14/2022

Agenda ITEM: 6.a.

BOARD MEETINGS

Always held on the 2nd Thursday of the month at 8:00am in the Acorn Room unless otherwise noted.

2023 Meetings

February 11, 2023 (during board retreat)

March 9, 2023

April 13, 2023

May 11, 2023

June 8, 2023

July 13, 2023

August 10, 2023

September 14, 2023

October 12, 2023

November 9, 2023

December 14, 2023

OTHER DATES

Annual Board Retreat

Saturday, February 11, 2023 – Venue TBD

Gratitude Reception

Date TBD - Scherr Forum

Producers Club Luncheon

May 2023 – Los Robles Greens

FUTURE PROJECTS

Board meets with City consultant regarding TOCAP campus recommendations.