

Dudas Inspiration Venue for the Arts



Board Meeting
July 6, 2017, at 5:30 p.m.
404 South 17th Street, Richmond, Indiana

Andy Dudas called the meeting to order at 5:40 p.m. Directors present included Andy Dudas, Amy Dudas, and Stacy Wentzell. Chris “Fox” Gibson was also present as a guest and prospective board member.

Amy presented the proposed Bylaws which had been previously circulated to the members of the board. After discussion, Stacy moved and Amy seconded to approve the Bylaws. The motion was unanimously approved.

Amy presented Resolution 1: Formation, as a document indicating the founding directors’ ratification of the July 2, 2017, Articles of Incorporation and the recent approval of the Bylaws. After discussion Amy moved and Stacy seconded to approve the Resolution. The motion was unanimously approved.

The following slate of officers was presented for consideration:

Andrew R. Dudas, President
Amy Noe Dudas, Secretary/Treasurer

After discussion, Stacy moved and Amy seconded to vote in the proposed slate of officers. The motion was unanimously approved.

In order to move forward with nonprofit status (specifically to allow for deductible donations to be made) through the IRS (or 501(c)(3) status), an officer of the organization requires authorization from the Board. The application form is referred to as a 1023-EZ, for which Amy reported DIVA qualifies after reviewing the necessary materials and completing the required checklist. After discussion, Stacy moved and Amy seconded to grant Amy with the authority to apply for 501(c)(3) status. The motion was unanimously approved.

Amy presented funds advanced by her and Andy in order to get the organization off the ground, as follows:

7/3/17: Indiana Secretary of State (Articles of Incorporation)	\$ 30.00
7/3/17: IN-BIZ (convenience fee for online filing)	\$ 1.00
7/6/17: Amazon.com (purchase of script <i>The Odd Couple</i>)	\$ 11.72

It was also explained that the 1023-EZ application would cost \$275, which would also be advanced. Andy and Amy plan to either seek reimbursement from DIVA when it starts to see some revenue or write off the advances if 501(c)(3) status is approved.

Amy explained that Dudas Properties, LLC, would be the owner of the building, which would house retail tenants on the ground floor, Dudas Law on the second floor, and DIVA on the third floor. Accessibility is crucial to DIVA's mission; therefore no public opening of the space can be made without the installation of an elevator. Amy explained that any funding for the installation of an elevator or other improvements to the building in general, even if to reconfigure the space intended specifically for DIVA, would need to come from sources to Dudas Properties, LLC, and not from individuals or businesses seeking to donate to DIVA. Amy is researching government grants for the improvement of downtown buildings or historic buildings, and Stacy will look into options for providing access to disabled youth.

Andy presented the vision for DIVA, which includes providing an open-concept arts venue that would be easily converted into exhibition or performance space for any art form. The plan is to acquire configurable staging, portable seating, an interchangeable lighting system, a sound system, and the like. Andy presented 3-D images of ideas for configuration of the space, signage, logos, and other graphics. A general discussion was held regarding ideas and anticipated issues.

Amy and Andy plan to start a discussion with Lynne Perkins-Socey regarding an improve class which would be offered to a specified number of individuals who would become the DIVA Players (name pending), a regularly-performing improve troupe which would generate some revenue for the operation of other DIVA activities. Players would pay a pro rata share of Lynne's fee.

Additional prospective board members were discussed, with the idea of including as many board members who represented various art media. Jared Adamson, Matt Socey, Lynne Perkins-Socey, Laura Hinkley, Ron Deane, Amy Sekhar. Amy and Andy will schedule a meeting with Jared Adamson when he returns from vacation to determine his interest in joining the Board. Amy moved and Andy seconded to name Fox Gibson as a new Board member starting the first year of his second term.

The domain name imadiva.org was unanimously approved. Amy and Andy indicated that they would start working on a web presence over the weekend.

It was noted that the next Board meeting will need to be held in October, November, or December of 2017. After exploring some additional Board members to invite, Andy will work on setting the next meeting date, time, and location.

There being no further business to come before the Board, the meeting adjourned at 6:54 p.m.

Respectfully submitted,

Amy Noe Dudas, Secretary