

## Dudas Inspiration Venue for the Arts



Board Meeting Minutes  
February 9, 2019, at 3:00 p.m.  
708 East Main Street, Richmond, Indiana

MEMBERS PRESENT: Jared Adamson, Amy Dudas, Andy Dudas, Pam Fraizer, Matt Socey, Stacy Wentzell

MEMBERS ABSENT: Chris Gibson, Amy Sekhar

President Andy Dudas called the meeting to order at 3:07 p.m.

Secretary Amy Dudas presented the minutes of the November 4, 2018, Board Meeting. Jared Adamson moved to approve the minutes as presented. Andy Dudas seconded the motion. After an opportunity for further discussion, the motion passed unanimously.

Treasurer Amy Dudas presented the Treasurer's Report. Jared Adamson moved to accept the Treasurer's Report as presented. Matt Socey seconded the motion. After an opportunity for further discussion, the motion passed unanimously.

Progress on building improvements was discussed. Stage lighting has been ordered and some has come in. Aaron Clarke has been gracious enough to help us with installation when we're ready. In addition, we are gathering information about installing the beginnings of a sound system. Finally, we continue to wait for a final estimate packet for the expansion project.

Live! at Diva: We did have a third party use on December 21, 2018, for a group of people seeking space to engage in crafting projects. Documentation provided.

DIVA Ed: We have submitted a grant application to the Women's Fund of the Wayne County Foundation to fund a women in leadership improv workshop led by Lynne Perkins Socey.

DIVA Productions: The Department of Improv is still very well received and nearly always sold out. Other possible internal productions were discussed.

There was no old business.

In new business, potential new board members were discussed. In addition, the members were asked to sign a renewed Conflict of Interest form. Finally, Amy Dudas pointed out an inadvertent conflict in the Articles of Incorporation and the Bylaws. The Bylaws indicate that DIVA will not have members, but the Articles do. The founding members, Amy Dudas, Andy Dudas, and Stacy Wentzell, all agreed that the original intention was to form a nonprofit organization without members. However, the Board discussed the merits of being an organization with members (requiring amendments to the Bylaws) and of being an organization without members (requiring amendments to the Articles). After discussion, a motion and a second was made to amend the Articles to be consistent with the Bylaws. The motion passed unanimously.

There being no additional business to come before the Board, the meeting adjourned at 3:38 p.m.

Respectfully submitted,

Amy Noe Dudas, Secretary