

**TO:** CITY ARTS COMMISSION

**FROM:** Tim Hetherton, Library Services Director  
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**TITLE:** Newport Beach Arts Foundation/City Arts Commission relationship

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## **INTRODUCTION**

The Newport Beach Arts Foundation was officially incorporated on August 7, 1998, and held their first organizational meeting on October 5, 1998, at which Directors were appointed, officers elected, and Bylaws adopted. Since its inception, the Newport Beach Arts Foundation, a private non-profit 501(c) (3) organization, has been dedicated to supporting cultural arts activities of the City Arts Commission.

As the City Arts Commission becomes increasingly interested in cultivating funding sources from the private sector, the relationship with the Newport Beach Arts Foundation, as the Arts Commission's City Council approved support group, is critical towards achieving those goals.

This report is intended as a review of obligations and responsibilities of both the Arts Commission and the Newport Beach Arts Foundation.

## **PURPOSE AND ORGANIZATION**

The purpose of the Arts Foundation, as indicated in the Articles of Incorporation, is to further the objectives of the arts programs of the City of Newport Beach through fundraising. Amendments to the Foundation Bylaws are subject to the approval of City Council. The Bylaws provide that all meetings of the Board of Directors shall be open to the public in conformity with the California Open Meeting Act. The City Council has no appointive authority to the Board of Directors of the Foundation. The Articles of Incorporation and Bylaws are attached (Attachment A).

The Newport Beach Arts Foundation is organized exclusively for charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986. The charitable purposes for which this Corporation is organized are to further the purposes and objectives of the arts programs of the City of Newport Beach, California. The Board of Directors shall request annually from the City of Newport Beach Arts Commission a statement of funding priorities, or "wish list".

## **MEETINGS**

All meetings of the Board are open and public, and all persons shall be permitted to attend any meeting of the Board, in conformity with the California statutes governing the corporation, commencing with Section 54950 of the Government Code. However, the Board may hold closed sessions during any meeting to consider those matters that may lawfully be considered in such sessions.

## **BOARD OF DIRECTORS**

The bylaws state that the number of Foundation Directors should not be less than five ( 5) nor more than twenty ( 20), and the exact number is to be specified from time to time by action of the Board of Directors. All Directors must have an affiliation with the Newport Beach community.

The Chair of the Arts Commission and two Arts Commissioners serve as non-voting members of the Foundation Board. In addition, the Arts Commission shall appoint three Directors who are not members of the Arts Commission who shall serve one ( 1) , two (2) or three (3) year initial terms as determined by the Arts Commission.

All other voting Directors shall be appointed by the Board of Directors and shall serve one ( 1) , two (2) or three ( 3) year initial terms as determined by the Board of Directors. All subsequent terms for appointed voting Directors shall be three (3) years. Appointed voting Directors shall have as many successive three (3) year terms as the appointing entity deems appropriate.

Each member of the Board of Directors shall have one vote. There shall be no proxy voting permitted for the transaction of any of the business.

## **OFFICERS**

The Officers of the corporation are as follows: a President, a Vice President, a Secretary, and a Treasurer. The corporation, at the discretion of the Board of Directors, may have additional officers. All Officers shall be selected from among the Directors. One person may hold two or more offices, except that one person may not hold both the offices of President and Secretary or Treasurer.

## **FUNDING CITY ARTS PROGRAMMING**

The Foundation Board of Directors is expected to make an annual request to Arts Commission to provide a statement of funding priorities. The Foundation Board then determines which of these priorities to fund.

ATTACHMENT A: NBAF Articles of Incorporation and Bylaws

## **NOTICING:**

This agenda item has been noticed according to the Brown Act (72 hours in advance of the meeting at which the Board of Library Trustees considers the item).