

WHITEWATER ARTS ALLIANCE, INC.

A Wisconsin Nonprofit Corporation | 501(c)(3)

Resolution Authorizing WAA to Review and Vet Community-Initiated Public Art Proposals for the City of Whitewater

PREAMBLE

The Whitewater Arts Alliance, Inc. ("WAA") is an independent, private nonprofit organization. Everything WAA does, it does on its own terms and in accordance with its own mission, values, and judgment. This Resolution reflects that posture. WAA is not an agent of the City of Whitewater, is not subject to City direction or oversight, and does not derive its authority from any City body. WAA acts first and independently. What follows downstream in any City process is the City's own affair.

With that understanding firmly established, the Board of Directors of WAA finds and resolves as follows.

FINDINGS

1. WAA is organized under the laws of the State of Wisconsin and recognized as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code.
2. The City of Whitewater (the "City") established a Public Art Committee (the "Committee") pursuant to Section 12.46.090 of the Whitewater Municipal Code (Chapter 12.46, Public Artwork). Note: The Committee is referred to in various City documents by differing names, including "Public Arts Committee" and "Public Art Commission"; all such references are to the same body.
3. The City's ordinance already designates a WAA seat on the Committee, recognizing WAA's central role in the Whitewater arts community. WAA holds that seat on its own terms, as a representative of its own organization and mission.

4. Most public art projects in Whitewater are initiated and funded by WAA and similar external organizations. The City maintains no dedicated public art budget. WAA is a key operational force behind public art in this community and has been for years.

5. WAA has chosen to assume the role of initial reviewer and vetter of community-initiated public art proposals for the City of Whitewater, on its own terms and as a voluntary exercise of its organizational mission — not as a delegate, agent, or instrumentality of any City body.

6. WAA recognizes that proposals it chooses to forward will enter a City process governed by Chapter 12.46 of the Municipal Code. WAA studies that process thoroughly — not because the City requires it, but because WAA's effectiveness depends on forwarding proposals that are well-prepared and likely to succeed. Knowledge of the downstream process is a tool WAA uses in its own independent judgment.

RESOLUTION

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of WAA:

Section 1 — WAA's Independence: The Governing Principle

WAA is, and shall at all times remain, a fully independent, private nonprofit organization. This independence is not a preference or a negotiating position — it is the foundational condition on which WAA's entire public art role rests. If it is ever compromised, the role ends.

Specifically:

(a) WAA operates under no oversight, direction, control, procedural mandate, meeting requirement, or operational requirement imposed by the City of Whitewater or any of its boards, commissions, committees, departments, officials, or any successor body.

(b) WAA's governance, meeting schedule, internal decision-making, membership, finances, and operations are WAA's own. No outside party has any right to review, audit, attend, direct, or influence them.

(c) WAA's role in reviewing public art proposals is undertaken entirely voluntarily. WAA may define, redefine, suspend, or terminate that role at any time, for any reason or no reason, without notice, obligation, or liability to any party.

(d) Any attempt by any governmental body or official to assert oversight, direction, or control over WAA's internal affairs — however framed, however gradual, however well-intentioned — shall be immediate and sufficient grounds for WAA to terminate this arrangement in its entirety.

Every other section of this Resolution is subordinate to and governed by this Section. In the event of any conflict or ambiguity, the interpretation that best preserves WAA's independence shall prevail.

Section 2 — Authorization to Review Public Art Proposals

The WAA Board of Directors is hereby authorized to receive, evaluate, endorse, decline, or forward community-initiated public art proposals intended for the City of Whitewater, whether those proposals originate from third parties or from WAA itself. The Board establishes its own criteria, procedures, and timelines for this work. No outside party has any role in setting or approving those criteria, procedures, or timelines.

Section 3 — WAA's Independent Review Process

WAA's review of proposals is a wholly internal exercise of independent judgment. WAA evaluates proposals against criteria it sets for itself, informed by its own mission, aesthetic standards, and knowledge of what makes a public art project successful in this community.

As part of its own quality standard — and for no other reason — WAA familiarizes itself with the City's downstream process so that proposals WAA chooses to forward are well-prepared. This knowledge belongs to WAA and serves WAA's purposes. The relevant downstream path, as WAA understands it from the ordinance, is:

(i) WAA, having completed its independent review and chosen to act, forwards the proposal to the City's Neighborhood Services Department (312 W. Whitewater Street) at a time of WAA's choosing, allowing sufficient time for the City's one-week advance filing requirement to be met.

(ii) While the City's Public Art Committee exists, it reviews the forwarded proposal and, if it chooses, makes a recommendation to the City Council. Following any

dissolution of the Committee, proposals proceed to the City Council by whatever path the amended ordinance establishes.

(iii) The City Council takes its own final action. That action is entirely the City's. WAA has no role in it and no responsibility for its outcome.

WAA is aware that the City's ordinance requires City Council involvement at multiple stages for commissioned artwork (call for artists, artist selection, and contract). WAA's independent review applies to the initial proposal. What the City does after that is the City's process, not WAA's.

Section 4 — WAA-Originated Proposals

When WAA itself originates or sponsors a public art proposal, WAA applies an internal review procedure of its own design to ensure it does not serve as both author and sole judge of its own proposal. The specifics of that procedure are WAA's own internal matter.

Section 5 — Private Property Proposals: Scope and Standards

WAA's vetting role under this Resolution extends only to proposals that seek City acceptance, City recognition, or City involvement — that is, proposals intended to enter the formal §12.46.080 process. WAA's role does not extend to purely private art decisions made by property owners on their own property without seeking any City involvement.

Specifically, a property owner who chooses to paint a noncommercial mural on their own building is exercising a right expressly permitted under §12.46.020(a) of the Municipal Code as "Creative Building Art." That decision requires no City approval and no engagement with the public art process whatsoever. WAA has no role in such projects, and this Resolution creates none.

WAA's vetting role is triggered only when a private property proposal actively seeks City acceptance or recognition — for example, to access public art funds, to be included in the City's art inventory, or to carry the status of an "approved public arts project" under the ordinance. For such proposals, WAA exercises its independent judgment regarding the preparedness of the proposal, including its assessment of whether ownership and consent considerations have been sufficiently addressed. WAA's decision to forward or decline any such proposal is entirely its own and creates no obligation or liability to any party.

Section 6 — No Financial Obligation

WAA assumes no financial responsibility of any kind for public art installations, their maintenance, removal, insurance, or any other associated cost, by virtue of this role. Any project's financial obligations belong to the proposing party and/or the City, as they may separately arrange.

Section 7 — Right to Discontinue

WAA may discontinue this role at any time, for any reason or no reason, without notice, process, or obligation to any party. This arrangement confers no rights on any outside party to WAA's continued participation.

Section 8 — Authorized Representatives

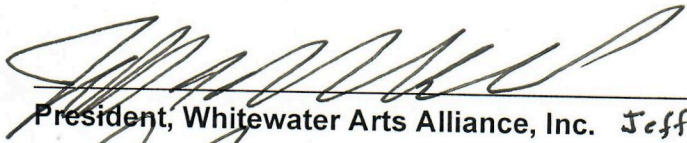
The President of WAA, or such other person as the Board designates, may communicate WAA's decisions and act on WAA's behalf in forwarding proposals and in any coordination WAA chooses to undertake with City staff. Such coordination is always at WAA's initiative and discretion.

Section 9 — Effective Date

This Resolution takes effect upon adoption by the WAA Board of Directors.

CERTIFICATION OF ADOPTION

The undersigned, being duly authorized officers of Whitewater Arts Alliance, Inc., hereby certify that the foregoing Resolution was duly adopted by the Board of Directors of WAA at a meeting duly called and held, at which a quorum was present and acting throughout.



President, Whitewater Arts Alliance, Inc. Jeff McDonald Date: 6-10-2026



Secretary, Whitewater Arts Alliance, Inc. Cam Zerk Date: 6-10-2026

Date of Adoption: 6-10-2026