

**BOARD OF TRUSTEES
MEETING MINUTES**

Monday, June 18, 2018 at 11:00 AM Eastern

PRESENT:

Sheldon Epps
Anne Kauffman
Ethan McSweeney
Laura Penn

ON THE PHONE:

Mark Brokaw
Linda Hartzell

ABSENT:

Mark Lamos

STAFF PRESENT:

David Roberts
Executive Director
Elishia Merricks
Program Associate
Gennah Borg
Communications Intern

I. CALL TO ORDER

- i. President Sheldon Epps called the meeting to order at 11:08, welcoming the Trustees to the annual SDCF Board of Trustees Annual Meeting. He stated that the agenda was crowded and encouraged the Trustees to move swiftly on each item.

II. PRESIDENT'S REPORT

i. Annual Meeting and Trustee Terms

- a) Executive Director, David Roberts reminded the Trustees that prior to the transition last November, SDCF updated the by-laws calling for an annual meeting to be set in the month of June. At this meeting, the Board of Trustees would elect some of the Trustees to their first full term. Previously, each member of the Board (with the exception of Laura Penn, due to her ex officio status) were appointed to either 6-month or 18-month abbreviated terms. The staggering of the abbreviated terms allows the SDCF Board to avoid full Board turnover all at the same time. Mr. Roberts explained that at the June meeting Mr. Epps, Mark Brokaw, and Ethan McSweeney needed to be nominated for a two year term each, effective July 1, 2018 - June 31, 2020.
- b) Trustee Election

LAURA PENN MADE A MOTION TO RE-ELECT SHELDON EPPS, MARK BROKAW, AND ETHAN MCSWEENY AS TRUSTEES. ANNE KAUFFMAN SECONDED. MOTION WAS UNANIMOUSLY APPROVED.

ii. Gordon Davidson Award status update

- a) As the Davidson Award was not presented at the Theatre Communications Group annual conference in June, SDCF staff and the Davidson Committee are exploring a ceremony in Los Angeles in the Gordon Davidson rehearsal room at CTG, Mr. Davidson's home theatre. Mr. Roberts informed the Trustees that SDCF staff are hopeful for Mr. Eustis' availability in September to allow for better planning, however, there may be a quick turn-around for an August event if Mr. Eustis' availability dictates. Mr. Roberts the Trustees to attend if they are in the area or can directly cover expenses, however, the budget is unable to support travel. Ms. Penn suggested that SDCF staff and the Davidson Committee may consider presenting the Fichandler Award and the Davidson Award together this year, as the Fichandler is being awarded to the Western region and a joint presentation may help to distinguish the two awards;

the Fichandler being mid-career award and the Davidson a lifetime achievement award. Ms. Penn also encouraged the Board and staff to prioritize the Davidson Committee for attendance, as there is a lot of donor potential amongst them and it would be an opportunity for cultivation. Mr. Roberts noted that any Fichandler presentation would be entirely dependent on what part of the Western region the honoree is from.

III. SECRETARY'S REPORT

- i. Secretary Mark Brokaw asked the Trustees to recommend any changes or additions to the minutes from May 21, 2018. Hearing none, he asked for a motion to approve.

ETHAN MCSWEENY MADE A MOTION TO APPROVE THE MINUTES OF THE MAY 21 BOARD MEETING, SHELDON EPPS SECONDED. MOTION WAS UNANIMOUSLY APPROVED.

IV. EXECUTIVE DIRECTOR'S REPORT

i. Program Updates

- a) **FY19 Observership Class** was selected last week. A record 409 applications were received (besting the 3 previous years for which we have data readily available). 150 members, selected from a semi-blind application process, resulted in:
 - 60% Female or those identifying as Transgender or Gender-Non-Conforming
 - 30% People of color
 - 11 Choreographers
 - 99 Directors
 - 40 Director/Choreographers
- b) **Masters of the Stage – Regional Originals.** Discussions with Graham Smith and planning underway for a second season of mini-series + curated season by other artists. Staff is particularly interested in securing a choreographer's voice. Mr. Roberts is also reaching out to past stakeholders, such as Tommy Kail, to gauge their interest in further involvement either with another series or on an advisory level.
- c) **Theatre Communications Group conference** - Much of the conversation throughout the conference was around workplace conduct and EDI (Equity, Diversity, and Inclusion).
 - i. **Sessions attended:**
 - Robert O'Hara – No One is Safe, Everyone is Welcome – creating protected spaces to do dangerous work
 - Equitable Measurement and Shifting Power – evaluation tools to measure and support EDI initiatives
 - #MeToo Town Hall
 - Looking With Intention – Ensuring Your Leadership Search is Inclusive and Equitable (Bruce Thibideau & Wyona Lynch-McWhite, ACG; Linette Hwu, Woolly Mammoth; Kevin Moore, Actors Theatre of Louisville)
 - Black Theatre Commons Advocacy Check In
 - How We Move Forward – conference wrap
 - ii. The Trustees discussed a protest that occurred during the TCG conference, a protest against The Muny's production of *Jerome Robbins' Broadway*, where white actors portrayed stereotyped characters in redface, yellowface, and brownface. The conversation developed into a question regarding how does SDCF respond to such a situation? Ms. Penn communicated that part of the challenge at the Union with EDI is that it supports directors and choreographers and the choices they make. As long as their choices are not violating the rights of other artists, SDC

doesn't have opinions on their aesthetic. She continued on to say that it doesn't mean that SDC isn't trying to encourage its Members to think differently, but if an SDC Member makes a particular choice, as a union SDC would not criticize that right to cast the show how they choose. The union encourages creative choices and does not police the aesthetic. On hearing that the Trustees are keen for the Foundation to have a policy, Mr. Epps suggested that responsibility of SDCF is to not take a position - but to broker conversation, and be a forum for people to express their opinions either way, in a way that the Union cannot.

ii. Fundraising Update

- a) The next Trustees meeting on Monday, July 16, will again focus on development, and consultant Christine O'Connor will attend in order to continue advising and training. Ms. Kauffman, Mark Brokaw, and Ms. Penn all confirmed in person attendance. Mr. Epps, Mr. McSweeney, and Linda Hartzell confirmed their online attendance. Program Associate, Elishia Merricks, will schedule a test with the Trustees attending online to ensure that all are familiar with the process.
- b) SDCF staff are in the process of producing a short fact sheet for all SDCF programming for the Trustees' quick reference. They aim to have completed this document by the July 16 meeting.
- c) SDCF staff training on eTapestry/ Blackbaud continues.
- d) Mr. Roberts informed the Trustees that SDCF staff sent out a spring appeal, focused on previous FY17 donors who have not yet given in FY18. The document focused on the Observership Program with quotations from Observers' final reports.

V. TREASURER'S REPORT

i. FY19 Proposed Budget Presentation

- a) Mr. McSweeney started his report by reminding the Trustees that the proposed budget needed to be approved before the July 1 fiscal year start. He indicated that the proposed budget for FY19 shows a modest income increase from the FY18 projections, the more significant differences can be seen in the income line, with an increase in individual fundraising. This includes the SDCF Trustee minimum gifts and the SDC Board member gifts. There is some messaging to be done indicating that individual giving is separate from the "Mr. Abbott" gift. Moments to note are as follows:
 - i. Corporate – projects the usual gift of \$65,000 from SDC with the additional gift of \$5,000 from Time Warner. Mr. Roberts is hoping to continue to cultivate the relationship with Time Warner but noted their company is in flux at the moment. Ms. Penn suggested that Mr. Roberts and Mr. McSweeney schedule a meeting with the SDC Treasurer, Michael Wilson, to confirm the SDC gift.
 - ii. Government - \$20,000 for a research grant is budgeted to be received from NYSICA. Total costs of the project are projected at \$40,000.
 - iii. "Mr. Abbott" – The gross income total of \$210,000 is lower than what the "Mr. Abbott" achieved in FY18 but it is higher than what was originally budgeted for FY18.
 - iv. Observerships – This line has been increased from \$250 to \$300 for weekly stipends.

- v. SDC Foundation Awards – increase due to travel as the Fichandler Award is being presented to an artist in the Western region and in addition to honoring their success at the SDC Foundation Awards, SDCF intends to present the award in the honoree’s region. Ms. Penn suggested that if there is going to be an increase in expense for the awards evening that SDCF should consider increasing the cash award for the Callaway winners. The Trustees agreed and Ms. Kauffman indicated her desire for the Breakout Award to increase the cash award with the view that it would have a more significant impact for an artist at the ‘break-out’ point in their career. Mr. Roberts agreed that the ratio of artists cash awards to award presentation expenses was out of balance, but also noted that many Fellowship funds are dictated by donor restrictions.
- vi. The Davidson Award – currently projected for \$3,000 is an estimate as the event does not yet have a concept.
- b. **Action: Funds Transfer**
 - i. Mr. McSweeny brought to the attention of the Trustees that SDCF borrowed a total of \$76,332 from the reserve fund and that the money needs to be replaced before the fiscal year is complete. He indicated that SDCF should be taking the money out of SDCF’s cash account budget to replenish the reserve fund. He warned that the cashflow in the second quarter of FY19 indicates that SDCF will need to borrow from itself again, and as is cyclical for SDCF at this time of year. He added that knowing this ahead of time allows us to plan.

ETHAN MCSWEENY MADE A MOTION TO TRANSFER \$76,332 FROM THE SDCF OPERATING ACCOUNTS TO THE RESERVE FUNDS. ANNE KAUFFMAN SECONDED. MOTION WAS UNANIMOUSLY APPROVED.

ANNE KAUFFMAN MADE A MOTION TO PRE-AUTHORIZE THE \$67,000 TRANSFER FROM RESERVES TO OPERATING ACCOUNTS TO BE CONDUCTED ON OR AROUND SEPTEMBER 1, 2018. MARK BROKAW SECONDED. MOTION WAS UNANIMOUSLY APPROVED.

VI. EXECUTIVE SESSION

- i. Compensation & Job Descriptions

BOARD INFORMED STAFF FOLLOWING THE EXECUTIVE SESSION THAT THE FY19 BUDGET WAS APPROVED.

VII. ADJOURNMENT