

**FAI Board of Directors Meeting  
April 9, 2019**

**In attendance:**

Lisa Schwartz (President)  
Matt Sever (Vice President)  
Deana McCloud (Secretary)  
Alka Sharma (Treasurer)  
Ellen Stanley (At-Large)

Lynn Cingari	Sara Leishman
Lou DeMarco	Amy Reitnouer
Gil Gastelum	Matt Smith
Chloe Goodyear	Denise Stiff
Joan Kornblith	Meg Tarquinio
Michael Kornfeld	Laura Thomas
	Reid Wick

Aengus Finnan, Executive Director  
Jennifer Roe, Director of Operations

**Absent:**

Dom Flemons  
Ellen Stanley

**Regrets:**

Gary Paczosa  
Gerald Torres

President Lisa Schwartz called the meeting to order at 3:06 PM CT and reminded all Directors of discussion confidentiality as well as the process for being put on the list to be recognized.

**Review of Minutes**

Minutes were provided with the Board Kit prior to the meeting. Joan Kornblith noted that she was not listed as being present for the February meetings.

Motion: To approve the February minutes with addition of Joan as being present.  
Made by: Matt Smith  
Seconded by: Michael Kornfeld  
Result: Motion was approved

Laura Thomas also noted that on the shared list of Committees, she should be listed as the Advocacy Co-Chair. Deana will make that correction to the list.

## **Executive Director's Report**

Aengus Finnan began his report by celebrating that this board conference call included calls from Ireland (Aengus) and Chloe from Australia. He thanked the Board for their consideration of adjusting the time for meetings to enable the international members/travelers to be present.

Aengus also pointed out the new format for the Executive Director's report in the kit. This format is based on the goals from the Strategic Plan and provides support for progress made toward each objective.

Creating a diversity strategy is one of the action items assigned to him in the Board section of the Strategic Plan related to Building a Strong, Relevant Board. Consequently, conversations have begun on the staff level in order to build a Cultural Equity Plan and access best practices from experts in this area. This will be a lengthy process, but initial steps are being made. Both staff and board will receive training, and an Ad hoc committee has been formed (including Dom, Gil, Gerald, Alka and Lisa) which may expand to become a Task Force with community members after the June meeting.

In regard to the goal of Expanding Reach and Impact, Aengus noted the measurables included in his report that continue to elevate the FAI brand. On May 11, Lisa and Aengus will be traveling to Toronto in order to meet about the proposal regarding Folk Alliance Canada. And the Fifth Annual Regional Leaders Retreat is planned to be held in Chattanooga.

In order to address the goal of Engaging and Retaining Membership, Aengus noted that the focus is supporting development of the Regions.

## **State Arts Advocacy Captains**

Aengus informed Directors that Jennifer Roe has been asked to serve as a State Arts Advocacy Captain through Americans for the Arts. He provided an overview of Jen's role in that capacity.

## **Staff Updates**

Amie Therrien, the 2019 Program Coordinator has declined to renew her contract, and Michelle Conceison will be stepping into the role. Aengus will be looking more strategically at this being a year-round position and conversation.

Treasa Levasseur's role as the 2019 Canadian Rep will evolve into an Outreach Coordinator position, specifically focused on engagement of the southern US states (SERFA/SWRFA) for 2020. For 2021, the focus will be on the Midwest (FARM).

## **Deadlines-At-A-Glance**

Directors were provided with a schedule of organizational deadlines leading up to the 2020 conference.

## **2020 Conference**

A list of registrations to date was provided, and Aengus reported that the host hotel is at 24% capacity as of this date. Directors are encouraged to make hotel reservations early in order to ensure accommodations at the host hotel.

## **Finance Committee Report**

Treasurer Alka Sharma reviewed the balance sheet that was provided in the Board Kit. She noted that cash balance is lower than it was at this time last year due to the office build-out. Other items of note included item code 41300 (Grants and Foundations), which include spending not in the budget since the grants covered 100% of costs; and code 45100 (Conference Registration), which reflects \$60,000 more than budgeted YTD. Jen provided a current update on that line item, which shows over \$500,000 than budgeted.

Alka thanked Aengus, Jen, and the staff for their work in presenting an incredible conference, which is reflected in the revenue.

Aengus noted that the fiscal year ends in June, and the organization is in a much better position this year due to implementation of strategies and programming of conference events.

Alka will be presenting the new budget at the June meeting in Nashville.

**Action Item: Alka will send out Doodle poll to schedule budget discussion Think Tank.**

## **Advocacy Committee Report**

### **PRO Subcommittee**

Michael Kornfeld provided an update on the status of the PRO subcommittee. This group met in March to discuss the next steps, which will be similar to the agreement drafted with ASCAP and BMI previously. This agreement is meant to ensure FAI-member small venue concert presenters are not subject to PRO fees, and the subcommittee hopes to announce the agreement while in the Nashville BMI offices.

Aengus noted that a formal letter has been sent; however, he has met with Senior Vice Presidents at BMI. Both were very intrigued with FAI serving as the broker for small venues in this process. These are good first steps to move the process forward.

### **Health Subcommittee**

Laura Thomas reported that the Health Subcommittee will hold a meeting later in the month in order to continue their work in progress and set new goals.

## **Nominating Committee Report**

Amy Reitnauer provided Directors with three documents and a timeline for the nominating process. The Nominating Committee is beginning the process of identifying strong candidates for this year's elections and request Board suggestions for the ballot as well as the advisory board. Nine directors are scheduled to cycle off the Board in 2020. Those Directors are asked to inform NomCom of their intentions to run in 2020. Creating a balance between incumbents and new candidates for election is being discussed within the Committee. Directors reviewed the chart that listed board term as part of the discussion.

## **Nashville Meeting**

Lynn Cingari reported that she was just in Nashville and mentioned to her office about the FAI meeting in the city. A question followed about the reception invitations.

Action Item: Aengus to send Nashville reception invitation in the following weeks.

### **Development Committee Report**

Lou DeMarco provided a brief update on Development as well as a reminder that the fiscal year ends June 30. That gives the organization two months to reach the \$10,000 donation goal.

Action Item: each Director to bring one donation to the table at the Nashville meeting in order to reach the annual goal.

### **Governance Committee Report**

Matt Sever reported that the Governance Committee met the previous day and discussed issues presented to the Committee from the staff. It was noted that the AGM needs to be better aligned with best practices for an organization of FAI's size.

Action Item: GovCom will create a list of suggested changes in the format in order for the organization to be in compliance.

Another issue being discussed is the possibility of establishing term limits.

Action Item: GovCom will have those recommendations ready to present at the meeting in Nashville.

### **Other Business**

Aengus pointed out that the current Strategy Plan is located in the Board Kit Appendix. He encouraged Directors to ensure that the goals of the Strat Plan are embedded in committee reports.

Also as part of the Board Kit Appendix is a report/letter from Steve Adelman. A grant enabled FAI to bring Steve to the conference in order to provide a risk assessment of the event. This externalized report from an expert in the field is highly recommended. Denise Stiff commended the decision to complete this risk assessment and noted that it was very helpful, insightful information.

Lisa Schwartz informed Directors that a link has been sent for the Executive Director's annual review, and noted that it was important for everyone to complete this by the deadline.

Motion: To adjourn  
Made by: Michael Kornfeld

The meeting was adjourned at 4:07 PM CT.

