

**FAI Board of Directors Meeting  
February 14, 2018  
Kansas City, MO**

**In attendance:**

Matt Smith (President)  
Lisa Schwartz (Vice President)  
Deana McCloud (Secretary)  
Alka Sharma (Treasurer)  
Matt Sever (Member at large)

Lynn Cingari  
Michelle Conceison  
Donald Davidoff  
Lou DeMarco  
Gil Gastelum (not formally seated)  
Joan Kornblith  
Michael Kornfeld  
Sam Lee  
Tim McFadden

Gary Paczosa (not formally seated)  
Amy Reitnouer  
Ellen Stanley  
Denis Stiff (not formally seated)  
Laura Thomas (not formally seated)  
Greg Torrington  
Mary Sue Twohy

Aengus Finnan, Executive Director

**Regrets:**

Dom Flemons  
Erika Wollam-Nichols

President Matt Smith called the meeting to order at 8:30 AM CT. Directors were provided with Confidentiality and Conflict of Interest forms to sign and return. A reminder was given of the confidentiality of all Board meetings. New Directors, Gil Gastelum, Laura Thomas, and Gary Paczosa, were welcomed to the Board. Directors exiting the Board, Donald Davidoff, Tim McFadden, and Erika Wollam-Nichols, were thanked for their dedicated service on behalf of Folk Alliance International.

**Review of Minutes**

Directors were provided minutes from the December 8, 2017 Board meeting to review. Michelle Conceison requested changes to be made in order to maintain confidentiality of details. Those changes were noted and made to the draft of the minutes.

A question was presented regarding whether minutes should be made public or not. The auditor's recommendation was that the minutes be available upon request, but not posted for public viewing. A discussion following about the need to create a policy regarding this procedure.

Motion: As a matter of policy, all FAI Board minutes will be available on the website.  
Moved by: Donald Davidoff  
Seconded: Michael Kornfeld

Result: Motion approved by majority vote  
Motion: To approve minutes with the noted corrections.  
Moved by: Donald Davidoff  
Seconded: Tim McFadden  
Result: Motion approved by acclamation

### **Executive Director's Report**

Aengus noted that there were two outstanding items in the December minutes: a formal report from the ExChange and a think tank that is still to be scheduled. The ExChange program was provided for review.

### **Membership and Conference Registration**

A detailed chart was provided in the Board kit that outlined memberships based on categories, votes, and seats. In addition, data in regard to the 2018 conference registration was detailed. This comparative data enables tracking from year to year. Currently, 2018 is tracking higher than 2017. A question was asked about the discrepancy between room nights and registration numbers. This is due to construction that the Westin is currently undergoing, thus reducing the total number of rooms available.

### **Music Camp**

Aengus provided a review of the Music Camp and its reduced size for the 2018 conference. The plan for the Camp in Montreal is to focus on high-level master classes for artists attending the conference, folding the Camp content into the conference.

### **Development**

A tracking chart for Development was included in the Board kit. Michelle asked about the Board fundraising goal and the benchmarks for grant funding. lou noted that this would be discussed as part of the Development report. Aengus noted 100% donation participation from all Board and staff.

### **Awards Show**

For the first time, the FAI awards ceremony is being held in an off-site venue. Aengus reviewed the plans for the show and transportation options for the event.

### **The ExChange**

A Nordic edition of FAI's pilot European micro-conference will be held in Gothenburg April 9-11. We are anticipating 100 registrations, and the event will be more focused on industry development for Nordic countries. Rather than being showcase focused, this event is primarily about building relationships in the region.

### **Future Conference Sites**

The site of the January 2020 conference will not be made public until late 2018. We are contracted for 3 years in Kansas City to toggle in and out of the city as a home base. Dates for future conferences are:  
February 13-17, 2019, Montreal, Quebec, Canada  
January 22-26, 2020, TBA, USA  
February 17-21, 2021, Kansas City, USA  
February 23-27, 2022, Kansas City, USA  
2023, TBD, USA

February 21-25, 2024, Kansas City, USA  
2025, TBD, Canada (anticipated)

As of this date, there is a booth in the Registration area selling registrations for Montreal at \$30 off the Early Bird price.

### **Treasurer's Report**

Alka Sharma provided a financial report that was reconciled through December 31, 2017, and noted that finances are in good order. Tim requested information about the store inventory. Aengus replied that much will be part of the silent auction, and excess inventory can be donated to music programs and other entities.

As part of the overview of the finances, Alka noted that the loan to Folk Music Canada was provided by FAI Canadian funds. A government grant to FMC is scheduled to be received in March for FAI repayment. Aengus will schedule a think tank in March to discuss the FAI Community Fund. A concern was noted about staff accrued leave on the balance sheet. Donald noted that the amount is in line for the current time of year, but it's good to be aware of the situation. This will be looked at before the close of the fiscal year to assess.

**Board members took at 15 minute break.**

### **Development Report**

lou DeMarco provided an overview of Board fundraising goals. To date, four donors have given \$1751 based on Board contact. There was a reminder that the fiscal year ends in June. Asks being made this week will be reported to lou to avoid duplication. lou encouraged that we be confident that potential donors can afford to give. A discussion followed about the purpose for donations as opposed to general operating fund expenses and tips for asking—ask for advice to receive money.

Meredith Krygowski, a singer/songwriter who has great experience with Development, has joined the Development Committee. It was recommended that we highlight events such as the ExChange and the GRAMMY event recently held in New York City for funding opportunities rather than focusing on the operating budget.

### **Membership Committee Report**

Michelle Conceison reviewed the Membership research report. The Committee has issued RFPs to 9 potential research partners for stakeholder feedback research. In addition, the RFP will be posted post-conference on the CRN network email listserv for Arts research professionals.

The RFP was provided to Directors, noting that this is an excellent opportunity to gather evidence of the economic impact of the Folk genre. A discussion was held of other business and political opportunities that this research might provide, as well as education and marketing benefits for the organization.

A reminder was noted that all non-board members serving on committees need to sign Confidentiality agreements that will be placed in Google docs.

## **Nominating Committee Report**

Amy Reitnouer will be sending a timeline for the entire Nominating Committee process. She also reminded Directors to keep their eyes open for members who might be interested in Board service and notify her of potential candidates.

Donald advised new Board members to review the Bylaws specifically related to Committees. Mary Sue Twohy suggested that a task force be created for Folk DJs.

## **Board Introductions**

Directors spent an hour introducing themselves and stating “something about me” regarding the last ticket they purchased. Matt Smith asked that a note be made for the February 2019 Board meeting to allow an hour for this getting acquainted time.

## **Break for lunch – 12:00 PM-1:00 PM**

## **Regions/Governance**

Mary Sue Twohy and Lisa Schwartz led a discussion about the deep dive that was done in regard to Regions and their relationships with FAI. Based on the survey completed by Directors, there are three items that still need to be discussed:

- Should a Regional officer be able to serve on the FAI Board? The survey results were divided 50/50, which was very different than the prior discussion at the Malibu meeting. At this point, we need to decide on this and set policy to move forward. Michael Kornfeld provided information to new Board members about this thoughts and desire for there to be Regional representation on the FAI Board. A discussion followed about the reasons that this should or should not be allowed in order to guide policy.
- Can a FAI Director run for Regional office after joining the FAI board?
- Can a Regional Director run for FAI Board?

A discussion followed about the three questions and lack of enforcement of a policy as well as the Board election process and Board self-policing. There is consensus to not allow someone to serve as an officer of a Region as well as an officer of FAI. It was suggested that a task force with Region leaders be scheduled to see what their opinions are.

Motion: That FAI adopt a policy that officers of the FAI Board not become officers of a Region and vice versa.

Made by: Donald Davidoff

Seconded: Amy Reitnouer

Result: Motion passed with one recusal

Matt Smith and Mary Sue Twohy both expressed appreciation to Michael for being a thoughtful participant in the discussion related to these issues.

## **Advocacy Committee Report**

### **Copyright/PRO Subcommittee**

Ellen Stanley noted that the Copyright/PRO Subcommittee is in the early stages of negotiating a PRO for small venues.

### **Travel/VISA Subcommittee**

Aengus has been doing a great job communicating travel issues and updates to Members.

### **Health Subcommittee**

The Subcommittee has been focusing on the creation of one-sheets addressing specific areas of concern. The first one-sheet deals with sexual harassment/discrimination. The one-sheet was included in the Board Kit and will be available to conference attendees. A pledge committee to a safe musical community is included at the top of the one-sheet. It was noted that the list of diversity may need to include religion/spirituality when the one-sheet is updated.

### **Sexual Harassment Training**

Aengus noted that a sexual harassment training session, a reissued values statement, and community gathering that focuses on sexual harassment are more important than ever in order to acknowledge that there is an issue in the world that needs to be addressed. FAI's motivating core values guide the discussion and provide resources and education.

In the music industry where so many are entrepreneurs with different norms, a variety of ages, etc., mixed with late night activities and alcohol, it's important to have statement that firmly addresses the organization's values. We are looking at proactive, positive training about sexual harassment and assault to inform, inspire, and commit to a safer music industry. We have a responsibility to be informed and encourage the rest of the community to be informed.

Board sexual harassment training began at 2:30 PM and ended at 3:05 PM

Aengus mentioned that the Resource page in the Board Kit provides contact information for reporting any harassment or abuse at the conference.

Matt Smith resumed the meeting with a discussion of activity and concern that friendly greetings not be eliminated from the gathering. There is the need, however, to ensure contact not be an uncomfortable, unwanted activity. Erring on the side of caution is encouraged. Directors were shown the FAI pledge banner that attendees will be able to sign, and were encouraged to sign themselves.

### **Retiring Board Members**

Matt Smith recognized the three Directors who will be leaving the Board: Tim McFadden, Donald Davidoff, and Erika Wollam-Nichols. They were each thanked for their tireless work and their passion for the organization and the community around it. Tim and Donald were presented with plaques, and Erika's will be sent to her.

Tim commented about his gratitude for the friends that he has made and the pleasure it's been both on a professional and personal level to serve on the FAI Board.

Donald noted that when he became treasurer, the organization was on the brink of bankruptcy, and now, thanks to great leadership, we're on firm financial footing. His advice was to not worry about solving a problem that's not necessary to solve. He echoed Tim's comments about the friends he's made during his terms on the Board.

### **Officers/Next Meeting**

Matt Smith mentioned that officer elections will not be held this year due to the 2-year terms. Officer elections will be held in Montreal 2019. The next in-person meeting will be held the first week of June. The focus will be developing a new strategic plan, facilitated by Liz Allen Fey.

Mary Sue provided information about Folk DJ chart initiatives. A temporary Folk DJ Task Force was established.

After the AGM, we will be meeting in order to constitute new Committees.

Motion: To adjourn the meeting

Made by: Tim McFadden

Seconded: Donald Davidoff

The meeting was adjourned at 3:47 PM CT.

**FAI Board of Directors Meeting  
February 15, 2018  
Kansas City, MO**

**In attendance:**

Matt Smith (President)  
Lisa Schwartz (Vice President)  
Deana McCloud (Secretary)  
Alka Sharma (Treasurer)  
Matt Sever (Member at large)

Lynn Cingari  
Michelle Conceison  
Lou DeMarco  
Gil Gastelum  
Joan Kornblith  
Michael Kornfeld  
Sam Lee

Gary Paczosa  
Amy Reitnouer  
Ellen Stanley  
Denise Stiff  
Laura Thomas  
Greg Torrington (left at 11:08 AM)

Aengus Finnan, Executive Director (joined at 11:13 AM)

**Regrets:**

Dom Flemons  
Mary Sue Twohy

Matt Smith called the meeting to order at 10:18 AM CT. Directors, particularly those who are new to the Board, were provided a list of Committees and asked to see which area they felt they'd best fit. ExCom left the room to discuss Committees outside of the general Board meeting. ExCom returned at 10:33 AM. The list of Committees was updated and will be posted on the Google docs drive.

Aengus reviewed conference events that Board members are asked to attend. These events include:

- Regional leaders meeting after Board of Directors meeting
- Decolonizing Folk at 1:00
- Meet the Recording Academy at 2:30
- Friday at noon – community gathering
- Saturday – Board alumni reception
- Presenters' reception at the Sheraton Terrace

If Board members are available to take a shift at the FAI 30<sup>th</sup> anniversary booth in order to meeting people, they are encouraged to do so.

Michael Kornfeld asked about future phone meetings since he has a conflict with the August date. Deana will look at dates and move to either August 7 or 8.

For travel to the in-person June meeting, US Directors will be reimbursed up to \$250 and those traveling from Canada will be reimbursed up to \$400. FAI will cover room nights for June 3 and 4.

Matt Smith thanked Directors for the incredible work they have done already this week and for their service and inspirational meeting. June will be all about the new strategic plan.

Motion: To adjourn meeting

Made by: Michael Kornfeld

There being no additional business to address, the meeting was adjourned at 11:36 AM CT.