

**FAI Board of Directors Meeting
January 22, 2020
New Orleans, Louisiana**

In attendance:

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

Enrique Chi (not formally seated)
Lynn Cingari
Rose Cousins (not formally seated)
lou DeMarco
Gil Gastelum
Susie Giang (not formally seated)
Chloe Goodyear
Joan Kornblith
Sara Leishman

Gary Paczosa
Chris Porter
Amy Reitnouer
Matt Smith
Laura Thomas
Meg Tarquinio
Gerald Torres (joined at 11:22 AM)
Reid Wick

Aengus Finnan, Executive Director
Jennifer Roe, Director of Operations

Regrets:

Rosalyn Dennett
Dom Flemons
Michael Kornfeld
Denise Stiff

Call to Order

Aengus provided a review of credentials for the conference.

President Lisa Schwartz called the meeting to order at 8:42 AM CT with a reminder of the confidentiality of discussions and the process for being put on the list to be recognized based on Modern Rules of Order. Newly elected Directors are encouraged to participate in the discussion; however, they will not vote on motions until they are formally seated at the AGM.

A welcome was given to new board members and a review of Board documents that are available online and in print format. Board buddies are available to help answer questions from new Directors. FAI is a governance board for an international organization, so Lisa encouraged all new members to familiarize themselves with documents and responsibilities.

Conflict of Interest and Confidentiality agreements were distributed. Directors were asked to review, sign, and return those to Deana McCloud. All written policies are included in the board kit, and Aengus reviewed the need to state any conflict of interest if applicable.

Lisa reviewed the meeting agenda, and an introduction and Icebreaker session was held until 10:00 AM.

Break at 10:05; reconvene at 10:15.

Review of Minutes

Directors reviewed the Minutes from the November meeting.

Motion: To approve November minutes as presented
Made by: Matt Smith
Seconded by: Joan Kornblith
Result: Motion was unanimously approved

Ethno USA

A presentation about Ethno USA was given by Suchet Malhotra, Blasko Smilevski, and Jay Gilman. Aengus noted that this is emblematic of where FAI is as an international organization. This program is the realization of mission-specific programming in direct partnership with an international organization (JMI) for this opportunity being offered for the first time in North America. JMI has a 75-year established record of successfully organizing an international network for youth and music. Directors were given an update on the current status of plans for the program.

Executive Director's Report

Membership

The board kit included a chart tracking membership, and Aengus provided an overview of data set information for new directors, noting each account type has a different number of vote counts. FAI's current 2605 total memberships equal 4429 available votes. These are dictated by FAI bylaws, as are the seats available for each level of memberships. Jerrod is focused on insuring that all organizations are aware of assigning the available sub-accounts for contacts and key personnel.

US/Canadian/International membership data was provided as was a breakdown of regional memberships and a chart reflecting the upward momentum and growth in total memberships, votes, and reach.

Performing Arts Alliance

Aengus updated Directors on the Performing Arts Alliance and FAI's formal acceptance into the PAA. This is significant in terms of credibility as a board, staff, and community within the music community as well as having arts affiliates recognize FAI as an asset at the table for discussions and strategies for decision-making policies and advocacy work.

2020 Conference

Data for hotel reservations and conference registrations were provided to Directors. As of this date, registration is 3335, putting the conference registrations well above the 3000 registration goal. Fan registrations were limited to 100 in order to cap total registrations based on current growth.

Aengus also noted that, because of the amount of information FAI is managing/communicating there are two websites (folk.org is for general FAI info and links, folk.conference.org is exclusive to the conference) and there are two schedule tabs for the conference (one is an overview “at a glance” and the other is more detailed).

2019 was the first year that the Music Camp broke even financially. This was a result of the “right-sizing” and making the camp an internal event with modestly priced advance registration for masterclasses.

Upcoming Event

This is FAI’s third year to partner with the International Bluegrass Music Association and the Blues Foundation to present a GRAMMY event. Amy Reitnouer will manage the event and represent FAI. Amy Hanaiali’i will be representing the regional roots category, and Amy Reitnouer just received notification that she will be bringing hula dancers with her. GA tickets are sold out at this time.

In regard to The ExChange in Australia, Aengus noted it’s the most exciting edition of the event to date based on local engagement, funders, and industry as collaborative partners. Thanks were expressed to Chloe Goodyear for all of her help with connections in Australia to ensure the full community is reflected.

Nordic Folk Alliance is what developed out of the Nordic ExChange. Based on the excitement of the event and response of the community and industry, the ExChange led them to create a Nordic version of Folk Alliance, now in its second year, overseen by FAI. 2020 dates are March 31-April 2.

The Kansas City Folk Festival local committee is moving forward with the KCFF as an independent event under the FAI 501c3 umbrella status. FAI staff meets with organizers to provide guidance and support, but there is a hands-off approach in regard to decisions and the ultimate production of the event. The 2020 edition will be held Saturday, May

Matt Sever congratulated and thanked staff, specifically Jerod, on the development of the conference app provided by GreenCopper, which is working wonderfully.

Finance report

Alka Sharma noted that the December financials are available in the board kit. Alka provided explanations of key line items of note on the financial report. An update to the budget needs to be made in order to include JMI Ethno USA revenue and expenses. Alka thanked Aengus and Jen on another successful financial year.

Development Committee

Committee Chair lou DeMarco provided Directors informational packets for fundraising detailing everyone’s responsibilities:

*Each board member is responsible for raising \$500 per fiscal year, not including their own donations. During the past fiscal year, Board contacts resulted in raising \$3046.42 of the \$10k annual goal.

*Directors are asked to make “thank you” calls 2-4 times a year to thank donors, specifically those other than the ones on their individual contact lists.

A list of current fundraising programs was provided. Only \$550 was raised during National Gift Giving Day. Based on a matching pledge, the total raiser was \$1100. The committee supplied names and scripts for Thank You Day calls. It was noted that most donations come as end of year donations. The Development Committee is working on a new program to reactivate prior donors. The donor packets included a donor list for 2019, new potential donor list that was updated by Board members, and discussion points.

A discussion followed about whether the committee should list the amounts donated by supporters when circulating internal reports to the Board. It was noted that the Board and staff met the 100% supporters of the organization. Reid Wick suggested that FAI look at developing cool and innovative branding for donors to make them feel more like they are part of a family of support, and suggested the idea of creating some inexpensive swag for those supporters.

Aengus noted that there is a snapshot of the donor wall in the board kit. Gerald Torres mentioned that the thank you calls he made were highly gratifying.

lou reported that the total board-solicited donations for this year totaled \$3046.42, reflecting 29 donations initiated by 7 Directors’ asks.

Enrique Chi suggested that donation requests (asks) use messaging that also connects to diverse audiences. Sara Leishman added that it might be beneficial to have artists from a variety of backgrounds provide testimonials about how FAI has helped them.

Lou reminded Directors that the bottom line is we are in the best shape we’ve even been in at this time of year, but we need to make up ground to reach the \$10k annual goal.

Governance Report

Matt Sever reported that in the past election, membership approved a change in the bylaws, allowing there to be three directors serving on the Nominating Committee instead of two. Amy will begin working on the launch of the Youth Advisory Council, which will be meeting on Friday. GovCom will be meeting to figure out the best practices for establishing the YAC and how best to proceed.

It was further noted that the only members who are allowed to vote are those who are members in good standing before voting begins. This means that once voting opens no new members can receive ballots. While this information is implied, it is not currently stated at the time the ballot is announced. This could possibly be a contentious situation in the future, so GovCom would like to have staff develop a communications piece to integrate into election details, ensuring these rules are more broadly known.

12:03 PM - Lunch break; the meeting reconvened at 12:35 PM.

Programming Committee Report

Programming Chair Deana McCloud provided a recommendation about increasing the future budget for programming. This is increasingly important as FAI continues to engage external facilitators to address cultural equity issues. As growth of the organization continues, it is recommended that additional funds will be required to fully accomplish the goals as an international organization focused on Cultural Equity.

Aengus noted that the programming budget has been increased in the past year, but it's still limited. A discussion followed about programming becoming its own item within the budget and using the fund as a way of engaging future fundraising for sponsoring programs.

Nominating Committee Report

Amy reported on the recent election results, noting the new directors and terms that will be served, both elected and appointed:

Enrique Chi – 2020-2022
Susie Giang – 2020-2022
Rose Cousins – 2020-2023
Rosalyn Dennett – 2020-2023
Chris Porter – 2020-2023

Amy further noted that Nom Com is working with Aengus and staff to streamline the nominating process and make those processes visible to the Board.

The draft for the population of the 2020 committees was provided. With the Bylaw change, there can now be three sitting directors on NomCom. The current chair, Amy, will be stepping down from the role for her final year on the Board, but will remain on the Committee to help with succession plan. Amy also suggested that all committees should be looking at succession plans. Directors were encouraged to submit names of non-directors who might be interested in serving on the committee. Eight directors are scheduled to cycle off in the coming year, and Amy requested to speak with each one to see if they plan to run again.

Regions Committee Report

Matt Smith attended the Regional leader retreat in the spring, and the Committee hasn't met since that time. Most of the Regions' issues are being handled by Jerod on staff. He isn't able to create policy as that lives within the responsibilities of GovCom and ExCom. It was suggested that a member of ExCom act as a representative for Regions or establishing the Regions Committee as a subcommittee under Membership for the future.

A discussion followed. Aengus noted that the Regional agreement is a five-year contract and is due to be renewed this year.

ExCom will discuss prior to the next meeting, and this topic will be added to the agenda for the next full board meeting.

Action item: ExCom discuss possible solutions.

Membership Committee

Ellen Stanley forwarded a link to the Slover Linett research for new Directors' reference.

Amy noted that Friday at 3:30, there will be a think tank consisting of a select group of non-directors in order to share thoughts about prior experience with advisory councils and brainstorm ideas for bringing in a broader group of leaders. The think tank will also be working to cultivate a space for those without prior board experience, particularly young professionals and art ambassadors and board alumni, who would like to be involved. ExCom has been invited to attend this development stage for early discussions. The Membership Committee will be working with Gov Com to ensure there is accountability and leadership without an overwhelming amount of work required from any of the advisors. This subcommittee would be under the Membership Committee.

Advocacy Report

Laura Thomas provided a recap of 2019, including mental health resource sheets that were distributed at the Montreal conference, wellness-room programming for the 2020 conference, and conversations with the American Nonsmokers' Rights Foundation for FAI joining other music organizations in signing a Smoke-Free Music Cities resolution. Laura also shared Committee goals for 2020. The Committee is hoping to continue working on the idea of #FolkLifeBalance, following legislation that would replace venue licensing with artist licensing, crafting a statement of support for fair treatment for musicians, and monitoring developments in Washington and elsewhere that may impact the community. There will be a community gathering on Saturday with open conversation about the whole self.

Cultural Equity Report

Aengus noted that cultural equity has been part of FAI's strategic plan since the board meeting in Tulsa four years prior. It is vital to integrate the international values of diversity and equality into the processes that FAI establishes and to guide policy. This stretched a little more outside of the usual music discussions from the past and included a variety of board and staff training sessions and also extended to Regional leaders so that all leadership is thinking of these issues and language that should be used. FAI needs to do the work individually and institutionally rather than having marginalized communities pointing out the issues that may exist within the organization and events.

The process and planning is a challenge because of the need to find and resource new partners and speakers, and there are issues that will need to be navigated by professionals. FAI is committed to continue this process in a thoughtful way in order to create a group for planning and community perspective.

Discussion of ways the board might help facilitate and the funds that would be necessary to engage a professional to guide the development.

2020 Committees

Directors were given a chart listing current committee membership, 2020 draft of committees, and purpose and goals of each committee.

Committee chairs provided an overview of their committees and goals for repopulating each area. Updates to the committee list were recorded and provided as an addendum to these minutes.

In regard to the Site Selection task force, Aengus notes that this task force is currently dormant, but will need to be activated in order to review staff proposals and recommendations for 2023 and 2025. It was suggested that NomCom consider a local representative board member when looking at new locations for the conference.

Retiring Directors

Lisa provided recognition of retiring Directors with a brief bio of their service and accomplishments during their Board service. As this was their last meeting, thanks and appreciation were expressed for the incredible work from Denise Stiff, Gil Gastelum, Dom Flemons, Matt Smith, and Joan Kornblith. New Directors will be officially on the board after the AGM. Exit interviews were conducted with the retiring Directors as a formalized new process.

Other Business

Aengus noted that pronoun stickers are available to registrants for those who are inclined to add those to their name badges. There are also designated all gender bathrooms available. The AGM begins at 4:00 PM, and all Directors will be seated at the front of the audience. Directors are also asked to attend the Cultural Equity Summit and Board alumni reception.

Motion: To adjourn meeting
Made by: Joan Kornblith

With all business being complete, the meeting was adjourned at 2:47 PM CT.