

FAI Board of Directors Meeting May 18, 2020

In attendance:

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

Enrique Chi
Lynn Cingari
Rose Cousins
Rosalyn Dennett
lou DeMarco
Susie Giang
Chloe Goodyear (arrived at 4:34 PM)
Michael Kornfeld
Sara Leishman

Gary Paczosa
Chris Porter
Amy Reitnouer
Laura Thomas
Meg Tarquinio
Reid Wick

Regrets: Gerald Torres

Aengus Finnan, Executive Director
Jennifer Roe, Director of Operations

Call to Order

Lisa Schwartz called the meeting to order at 4:00 PM CT and led a check-in with Directors about their current situation dealing with COVID-19. She followed that with a reminder of confidentiality of the meeting and the process for being placed on the list to speak.

Minutes

After a review of the minutes from the April meeting, there were no corrections or questions.

Motion: To approve the April minutes as presented.
Made by: Reid Wick
Seconded by: Michael Kornfeld
Result: Motion was approved

Executive Director's Report

2021 Conference and Financial Status

Aengus provided an outline of things FAI has been doing to date in order to continue supporting the community and noted that there has been nothing but positive feedback about the decision to cancel the 2021 conference. There has also been a positive response to donation requests. FAI has received grants from NEA and PPP and will complete the fiscal year with a profit.

The next FY will result in a deficit. The current report does not yet include recommendations for the budget, but Aengus noted that 1/3 of the staff will be laid off as a result of COVID-19. It's uncertain if FAI will be able to maintain the remaining staff for the next year, but Aengus is researching additional emergency support as well as reaching out to the community for support. FAI has received funding from the Kulaeav Cultural Fund to engage high-profile Folk artist to develop something positive and creative.

FAI Pivot

The pivot of FAI's programming focus has three main points:

- Provide a list of online resources
- Provide a list of online concerts
- Provide a list of streaming and archived webinars

Advocacy Partnerships

Partnerships with Alliance of Performing Art Conferences and Performing Arts Alliance are not music based, but it's substantial to know FAI is at the table with these advocacy organizations for support, resources, and government advocacy opportunities. It is important to be a presence during conversations so FAI doesn't let interest in the organization and community slip.

Finance Committee Report

Alka Sharma provided the April financials and noted that the report indicates that FAI is in good financial shape so far. There were no discussions or questions about the report. Staff is in the process of developing a two-year financial forecast that will be presented to the Finance Committee. Aengus and Jen are in the process of redeveloping the 2021 budget to present.

Emergency Fundraising

Aengus presented the possible new 2021 conference dates and plan, noting that the coming fiscal year will end in a positive way. FAI currently has \$500k in reserve funds and will burn through a substantial amount of those reserves in the coming year. While the organization is in a healthy place due to the past leadership of the Board and Lewis, the approaching year will be a difficult one.

As a result, FAI will be moving into emergency fundraising in order to shift gears about how revenue is generated with the loss of 2021 conference revenue and shore up cash reserves. Alex's full attention will be focused on this effort, and staff will be leading the fundraising initiative with sensitive and compelling messaging. Staff and Alex will want to strategize with the Board through the Fundraising Committee to activate asks from Directors, perhaps with Directors providing a contact list with an organic script to engage a primed donor. The goal is to set things up so that it works for FAI and the community for the long term.

Community Fund

In regard to the Community Fund, Aengus is looking at what would have been useful two years ago as well as what would be useful two years from now. A possible idea for the long term sustainability of the fund would be to locate a minimum of \$50k in seed money outside of regular development goals.

Conference Dates

The Kansas City hotel provided per night rates data for alternative dates for the next in-person conference. FAI is obligated to honor the hotel contract, so alternative dates need to be established. The

dates provided maintain the established FAI price point for the Westin and Sheraton. The survey to attendees will confirm the assumption that this is important for continued attendance.

There are only three times in 2021 where \$159/night rate is possible. A discussion followed about the pros and cons of each date available. Aengus noted that November 17-21 is the only viable opportunity in 2021 that would allow FAI to host a conference in person. This date conflicts directly with Mundial Montreal. Aengus has been in contact with them to discuss this possibility, and they are discussing the possibility of shifting dates a bit to avoid overlap, and FAI would also adjust Wednesday events to Sunday to avoid conflicts. NERFA is the weekend before these dates, so there is potentially a significant crossover in delegates. Data was provided to outline those conflicts, and Aengus has reached out to ExCom of NERFA to discuss. The missing data is community feedback which a survey will address.

The final information relates to recent updates received from the hotel, confirming the price points could be maintained with the November dates. The possible scenarios:

1. Skip 2021 in-person conference completely and maintain February schedule
2. Reschedule the conference to November, beginning in 2021
3. Looks at other dates in spring with an additional fourth year to the Kansas City hotel contract

FAI is contracted for three years in Kansas City, so there is the remaining question of what the organization will do in 2023. Aengus recommends staying in Kansas City for 2023 for financial recovery reasons.

Aengus noted that the November date is prime booking season, while spring provides a better time of year for weather and flu season. May dates are also possible in the spring. A discussion followed.

Break at 6:05 PM CT; reconvene at 6:15 PM CT.

Nominating Committee Report

Amy Reitnouer and NomCom are working to identify a succession plan for the next year and the future to streamline the process. Amy further noted that the committee is working with Jerod and Aengus to create a more communal community role with more teamwork within the committee. She has spoken with current Directors who are coming to an end of their terms. Lou and Chloe have indicated that they don't plan to run again. Ellen will not return unless needed and appointed. Amy and Gary are discussing 7-8 candidates for five seats, and there are also three appointed seats available.

Directors need to identify gaps created and those who could fill those gaps. NomCom would like to propose a new policy with the goal of establishing a viable succession plan. A discussion followed.

Motion: To accept proposed the following new policy:

- The Nominating Committee will be comprised of three directors (and three non-directors) at any given time. In order to prevent any conflict in the Chair role:
- One director shall serve as the Chair; in that time they will train the second director with reference to the Chair role

- The third director must be in their first term on the Board. This will allow for early investment and involvement in the Committee.
- Additionally, chairmanship would rotate annually so that any director who is up for re-election or appointment in a given year is never in the Nominating Committee chair role.

Made by: Amy Reitnouer
 Seconded by: Laura Thomas
 Result: Motion passed unanimously

Governance Committee

Matt Sever noted that things are in process, and the committee is in the midst of helping Amy with the Youth Advisory Council.

Membership Committee

Amy spoke with Ellen Stanley the previous week about establishing a Youth Advisory Council as opposed to an advisory board.

Programming Committee

Deana McCloud noted that the committee is available to assist as needed by staff, specifically with the awards as a focus, but also with any digital programming with which they can assist.

Fundraising Committee

Lou DeMarco reported that he, Alex, Aengus, and Sara met to discuss FY 2020 and the impact of COVID on fundraising as well as planning for FY 2021. As Aengus noted, FAI is fortunate that some stakeholders have been donating. The committee is developing a game plan, and Alex will create a one-sheet for Directors to use in order to make an ask. Directors will also be asked to contact past donors in order to thank them for support.

Advocacy Committee

Michael Kornfeld reported that the Copyright/PRO subcommittee hasn't met in the past several months. Aengus has taken a large role in directing the negotiations with ASCAP and BMI to extend house concert benefits to small venues. Copyright is addressing streaming issues and questions, specifically for venues.

Laura Thomas reported that the health subcommittee met in April to review the work staff has done for providing COVID resources.

Michael is launching a new subcommittee for legislative action. A review of those members joining that subcommittee was provided, and the Committee membership list will be updated.

Matthew Covey will be joining the Travel/Visa subcommittee.

Regions Committee

Ellen Stanley reported that the regional leaders retreat was held virtually and that all regional conferences have been cancelled.

Amy added a request that any names of potential Board members be sent to her.

Other Business

Aengus led a discussion regarding future trainings. Normally this Board meeting would include a training session, but he will look at scheduling a training in the future given the current disruptions to everyone. As an organization and staff, one of the things identified to continue as a priority is Cultural Equity training, engaging the community who are looking for opportunities to be part of a conversation, and learn.

Aengus will evaluate the best process for implementing ideas and suggestions for what the Board would benefit from learning this year. Lisa will gather feedback and discuss ideas with Aengus with the realization that it is vital for the Board and staff to stay engaged.

Motion: To adjourn the meeting.
Made by: Rosalyn Dennett

With all business being complete, the meeting was adjourned at 6:56 PM CT.