



CCPA Board Meeting Minutes

15 March 2022

via Zoom

Board Members present:

1. Jaci Guerena, Chair
2. Ed Kashin, Vice- Chair
3. Allison Carter,
Secretary
4. Linda Dievendorf,
Treasurer
5. Chico Schwall
6. David Hughes
7. David Zupan
8. Mike Walker
9. Nancy Forrest
10. Deb Maher, Interim
Executive Director,
(non-voting)

Board Members absent: None

Staff and support:

- Bob Fennessy, Staff
- Sandra Bishop, Scribe

Participants:

1. Steven Berkson
2. Heather Kent
3. Dennis Hebert
4. Kathy Ging
5. Joe LaFleur
6. Jon Pincus
7. Sherry Franzen

Welcome and Remarks from the Chair – Jaci Guerena

7:08pm

The Chair briefly stated the guidelines for participating in the meeting:

- Board members have 2 minutes each time they speak in discussions. Please leave cameras on, if possible.
- Members and other participants will have a total of 3 minutes to speak during the meeting; may use the time in 30- second segments during different discussion items. Please turn camera off unless speaking.
- Please keep comments constructive. Don't make claims against specific people.
- No comments will be accepted through Chat.
- Participants may email Qs to all board members at: board@wowhall.org

Agenda Review – No changes to agenda.

7:11pm

1. Consent Agenda – Minutes of February 15, 2021 CCPA Board Meeting as corrected (in Board packet) were APPROVED unanimously with 8 YES votes.

7:12pm

2. Public Comments

7:15 pm

- **Kathy Ging** – Suggested that Board meetings be held in-person to allow members to socialize and include an option for attendance via Zoom. She also stated that any Board meeting, other than closed sessions need to have minutes.
- **Sherry Franzen** – Hopes to continue to attend Board meetings via Zoom. She inquired about Board meeting minutes that are listed as pending on the website.

3. Interim ED Report; Highlights – Deb Maher, Interim Executive Director

7:20pm

Jaci – Reminded Board to hold questions until the end of the Interim Director’s report. Members may email questions to board@wowhall.org

Deb – Quarterly Status Report

- An organizational assessment has been done using the nonprofit life-cycle assessment tool. Looking at all aspects of the WOW Hall the organization is a turnaround organization at this time. It is at a critical juncture. The biggest challenge is to refocus on creating a sustainable organization as the board moves from operational to a strategic/policy generating board.
- The Board chair works with the three main standing committees. There will be work groups under the committees. People with skill, experience and commitment; with time and availability are needed for the committees.
- The Board chair interacts with the Executive Director, the ED manages operations working with staff. Staff reports directly to the ED.
- Fundraising is a priority. Several grant writing deadlines are at the end of March.
- There have been two new employees hired. There is an improved financial system in place, and an improved knowledge management system for internal documents and information.
- Work begins this quarter and continues into next quarter on hiring and transitioning to a new Executive Director.

4. Financial Report – Deb Maher, Interim ED & Linda Dievendorf, Treasurer

7:42pm

- February financial statements were explained. (Deb)
- We are in a good place, have enough to keep going for several months after June. A lot of shows are coming up with potential for more income. (Linda)
- If we were a start-up the \$400,000 (Shuttered Venue Operators Grant) is like seed funding, but we must be sustainable after that. (Deb)
- Financially things are looking good and we are starting to look at doing more community events. (Deb)
- Based on current projections even with a shortfall, there would be about \$300,000 in the bank and it would carry the expenses for about 18-20 months, enough time to generate more income and reduce the need to spend down. (Deb)

Discussion (approx. 10 minutes): In response to a request by **David Zupan** to see more specific figures comparing financials from shows the following people took part in a discussion about whether or not the board should receive monthly reports with a show-by-show financial breakdown as in the past: **Jaci Guerena, Ed Kashin, David Zupan, Chico Schwall, Mike Walker and Nancy Forrest.** Member **Steven Berkson** also spoke.

Some board members felt it would be very useful to have those monthly production reports to make good programming and marketing decisions. Other board members felt that information such as what was paid to performers should not be publically disclosed. There was some talk about the possibility of having comparative reports while keeping some information private.

5. Moving Forward; Committee Structure

8:15pm

Jaci – At the Feb 15th Board meeting a proposal from Deb Maher, Interim ED, on a committee structure was approved. It was suggested that officers serve as committee chairs appointed by the Board President. The following board members will serve as chairs of the three main committees:

- **Linda Dievendorf** will be the chair of **Internal Affairs Committee**.
- **Ed Kashin** will be the chair of **Governance Committee**.
- **Allison Carter & Mike Walker** will Co-Chair **External Affairs Committee**.

Linda Dievendorf – There will be three main committees: *Financial Oversight*, *Historic Preservation*, and *Human Resources*. Carolyn Goerger will be on the *Financial* or *Human Resources* committee. David Hughes has extensive experience. Send inquiries or interest to: internal.affairs@wowhall.org

Ed Kashin – *Governance Committee*; I've been reaching out to people. Looking at WOW Hall policy writing for the hall itself, gathering agenda items (for board meetings) such as by-laws revision or updates, board orientation (where the board is headed), board development retreats & classes. Being ambassadors to the public. Send inquiries or interest to:

governance@wowhall.org

Mike Walker – *External Affairs Committee*; will complement strategic goals of WOW Hall. There will be a very responsive approach to committee work. Katy Vizdal's report sets a story arc to follow. There will be sub-committees & work groups. As Chico says get membership involved. There is opportunity for a wide berth of programming within budget. Need expertise, skills and commitment to collaborate in a positive way. Marketing is parallel to outreach. Fundraising is operational and a committee will augment that.

Allison Carter – There will be work groups with goals. Send inquiries or interest to: external.affairs@wowhall.org

In summary:

Jaci Guerena – The three main committees will meet once a quarter. Sub-committees and work groups will meet more often. Sub-committees will be ongoing. Work groups will handle projects on a timeline.

If interested in serving on committees or work groups individuals will be asked to please let us know when you are available, how much time you have, and skills that you bring to a committee.

6. MOTION to adjourn

8:39 pm

Moved by Jaci Guerena, Seconded by Ed Kashin.

No objection. MOTION passed.

Jaci Guerena – Meeting is adjourned.

Next meeting is:

Tuesday April 19th 7pm.

(3rd Tuesday of every month).

SUMMARY of ACTION:

February 15, 2022 CCPA Board Meeting Minutes

APPROVED

Committee Chairs appointed as follows:

- ***Internal Affairs Committee*, Linda Dievendorf, Chair.**
- ***Governance Committee*, Ed Kashin, Chair.**
- ***External Affairs Committee*; Allison Carter & Mike Walker, Co-Chairs.**

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