



CCPA Special Membership Meeting

Minutes 28 June 2022 via Zoom

Introductory note:

Purpose of this *Special Membership Meeting* is to allow CCPA members to vote on a revised FY 22-23 budget (7/1/22 through 6/30/23).¹

Members present:

Approximately 30 members attended the meeting. Deb Maher, Interim Executive Director (non-voting) was also present. A quorum of more than 25 members was present for the budget presentation, discussion and vote on budget approval.

Welcome & Introduction

Jaci Guerena – CCPA Board Chair

7:05 pm

We are having this meeting at a similar time as the old Annual Membership Meeting. The pandemic threw us off-kilter, so we are having the Annual Membership Meeting in the fall. That leaves us with this special budget meeting at the end of the fiscal year. Our fiscal year ends June 30th.

The staff has informed Deb (IED) toward creation of this budget. It has been through review by our Treasurer, the Finance Committee, and then reviewed by the Board. Our Board unanimously agreed to bring it to the membership for approval as called for in our by-laws. Deb will make an Interim Director report, her last one, because she will be the Executive Director in a few days (on July 1st). She will also present all the information about the budget, with Linda's help (Linda Dievendorf, CCPA Brd Treasurer). We will have time for questions and then hopefully approve the budget.

Accomplishments, overview of upcoming activities, and budget

7:08 pm

Deb Maher – CCPA Interim Executive Director

It's been an interesting nine months. We've accomplished a lot.

¹ Since the fiscal year for the organization runs from July through June the annual meeting has usually been held in the spring, but because of COVID and other disruptions to the meeting calendar the 2021 Annual Membership Meeting was delayed until November 14th 2021. At that meeting members approved a general policy statement, elected Board members and approved a budget for the time period 7/1/21 through 6/30/22 (FY 21-22). Since that budget expires on 6/30/22 the CCPA Board of Directors called this *Special Membership Meeting* to discuss and vote on the FY 22-23 budget.

FY 22-23 Budget Presentation: (Slides available on WOW Hall website).

- Budgets tell a story of where we are going. We begin with the current **Vision Statement** unanimously agreed to by the Board. That's our North Star. That's what is guiding the work. These are the key elements of the vision statement:
The WOW Hall; a beloved historical legacy with contemporary relevance, shines as a vital performing arts community center with diverse offerings serving Eugene and beyond.
- Another thing that is guiding the work are our common **Core Values**. The core values are what we are going to invest in. The core values are around working together and serving the community with a shared common vision, accepting different ways of achieving it. Acknowledging that everyone has something to contribute.
- **Strategic Goals** guide how we are going to get there. The overarching organizational goal is sustainability to enhance community engagement and outreach to underserved populations. To do that we will continue to build organizational capacity, maintain and celebrate historical nature of the WOW Hall, increase educational opportunities and programming for underserved groups, include more diverse representation on board, staff and volunteers, create more revenue-generating programming and performances. All those goals are describing what we are going to do, and align with the vision.
- This is a philosophy (**Guiding Philosophy**) that I have introduced and the staff and board has endorsed. It's a strength-based philosophy that looks for what is going right. It is a model that looks at possibility-thinking not solution-finding. What we want to co-create together rather than looking for what is not working, and blaming and trying to fix things. We are building on the traction that we have from the SVOG (Shuttered Venues Opportunity) grant and all the rebuilding that we have done.

What we have done in the last 9 months – we have gotten on our feet.

The next fiscal year 22-23 is about staying on our feet.

Accomplishments in the last nine months (October 21 – June 20, 2022)

These accomplishments include new staff hires, refined monthly financial reporting, 8 grant applications, technical and safety improvements to the Hall including WiFi throughout, new security cameras, relocated utility pole with additional lighting in the parking lot. We have improved the booking process, increased social media. Since Sept 2021 there have been 66 live performances with nearly 11,596 attendees. There have been

multiple community gatherings, including a blood drive. Board development has included a strategic workshop and has recently adopted a new Committee structure so that we can include more people and engage more people in the organization.

CCPA/WOW HALL – Income/Expense Trend by Fiscal Year

I want to give you a diagram of our money, of where we have been.

At the bottom are the fiscal years, beginning with FY 16-17 where we had more expenses than income. We had more expenses (than income) in FY 17-18. Here was the first time (FY 18-19) than we had more income than expenses. We were moving in the right direction. Then it started to go downhill in 2019 and 2020. Then here we are with the pandemic in FY 20-21. Our total income in FY 20-21 was \$187,943. Even though it was low, we still had less expense so we still had funds at the end of the year. Then we got the SVOG grant and it (income) went way up in this FY 21-22 period. Our expenses are \$462,663 (to-date) & we have \$189,817 profit (at this point in time).

Where we are going: FY 22-23.

Ongoing activities are: Booking for live events/classes and rentals, fundraising, board development and committee engagement, more streamlined and efficient management and administrative systems, ongoing improved external communications via the NOTES and social media.

In the First Quarter

We will be installing new office furniture & computers, launching new website, Rock Camp in August – working with our team to create a Strategic Plan which will drive our fundraising plan.

In the Second Quarter

We want to **hire a Community Voices Coordinator**. Looking for someone who is bi-lingual. This is one of the programs that came out of the study that Katy Visdal did for us. We want to do outreach into the community and do more daytime programming. We are **launching our Youth Council**, to do planning and design in this quarter, funded through a Lane Arts Council grant.

There will be the **Annual Membership Meeting and electing new board members**.

There will be the **Annual Membership Party** in December.

In the Third and Fourth Quarters

I have not planned out particular activities in Q3 and Q4 because it will be driven a lot by what goes on in the first two quarters of the year. Activities will include more community programming and launching a Youth Council prototype, probably in spring 2023.

Sandra Bishop – CCPA Board Scribe

7:18 pm

Confirmed quorum: At this time we have a quorum of at least 25 people.

Deb Maher – CCPA Interim Executive Director

A line item explanation of the proposed FY 22-23 budget was presented.

NOTE: Slides and a background report with notes on each item in the budget is available on WOW Hall website).

Linda (Board Treasurer) and I had a good meeting with the Finance Subcommittee and the Internal Affairs Committee. Everybody gave helpful feedback. That led to refining the budget. The Board reviewed and endorsed the budget and now sends it on to the members.

SPECIAL ANNOUNCEMENT

We got some news yesterday that blows this budget out of the water in a very good way. Yesterday the Oregon Cultural Trust notified us that we have been awarded \$224,807 dollars ARPA money.

This is ARPA (American Recovery Plan Act) money. Oregon received \$30 million dollars. The state legislature said whoever got SVOG money could not get this money first. People (organizations) who didn't get SVOG money received the ARPA money first. So when we saw the notice yesterday I thought maybe we would get \$10,000 dollars.

We were going to do a revised budget, but couldn't do that in a day. There is a process for budget revision. Here is what receiving the ARPA money means. The ARPA money has to be spent by Dec. 31, 2023.

BUDGET DISCUSSION and Q & A

7:47 PM

Q. Sherry Franzen, Member – I would like to see memberships increase in dollar amount. Would like to see sustaining members.

A. Deb Maher, IED – We are discussing tiered memberships; it's more predictable. Would likely have ranges of contributions and reward people with tickets or merchandize at different ranges of contribution. Details not decided yet.

Q. Ed Kashin, CCPA Board member – We got ARPA grant – does the \$190,000 carryover in this budget become a reserve fund?

A. Deb Maher, IED – We won't have to touch it this year. It will go into the Money Market account.

Q. Ed Kashin, CCPA Board member – I assume the budget will be revised again after the ARPA money arrives and is in the bank?

A. Deb Maher, IED – Yes, we are confident that the money will come. In the meantime we have plenty of money to get us started & keep us in good shape.

Q. Sandra Bishop, Member – You mentioned payroll expenses are less than last year. Are all positions filled? Or is that savings going to be used up by positions that aren't filled right now?

A. Deb Maher, IED – It includes what positions we have. Doesn't include Development Officer or Community Voices Coordinator. But one of the big savings was that the Executive Director salary was significantly cut.

Q. Sandra Bishop, Member – Does the Hall have an Emergency Fund? Does the Hall have any sort of Capitol Improvements Fund? For example, what happens if a tree falls on the building? It seems like now is a really good time to set aside money in an emergency dedicated fund of some kind.

A. Deb Maher, IED – The answer is yes. This can be a Board policy coming out of the Finance Committee – what we would do with the cash in the bank. Right now there is over \$350,000 in the bank. The question is how should that be managed. It's in the Money Market. We can call it an Emergency Fund. It's there. We transfer some money from that fund to take care of bills.

I want to respond to your question if a tree falls on the building. We have an insurance policy that covers sudden and accidental incidents whatever they are. It also covers general liability related to performances. We are in discussion now with the insurance broker to get even better coverage and rates. So in terms of protecting the building right now we have a very good insurance policy. I'm suggesting we increase the amount of coverage given inflation and what's going on in the country.

Q. Ed Kashin, CCPA Board member – When we updated our budget maybe the answer to Sandra's question to have an emergency fund would be a contingency line item in there with however many thousands of dollars we think we need to take care of an emergency. Call it a contingency.

A. Deb Maher, IED – We can certainly look at that now. It's a point well taken. We are going to create a revised budget. We are going to have to show you how we are spending it. After getting grant money coming in this fiscal year we are going to be communicating with you about that as well.

BUDGET to be voted on POSTED on the screen.²

David Hughes, CCP Board member – It will be good to post Deb's (Interim Executive Director) slides. It will be a positive thing for members to see.

² NOTE: Meeting recording and all budget materials will be posted on the Wow Hall website.

Steven Berkson, Member & tech volunteer – The budget materials posted on the website will be dated (to reflect revised budget).

Sherry Franzen, Member – I would like to share this on FaceBook for people who didn't attend this meeting. So they can watch this entire meeting as soon as possible.

Deb Maher, IED – I have a concern. It's all public but I suggest we announce a Special Membership Meeting occurred to review the budget outline where the WOW Hall is going in the coming fiscal year and put the link to the WOW Hall website.

Sherry Franzen, Member – That's what I meant – put a link out there and encourage people to see this. It's so positive.

VOTE on the revised budget for FY 22-23 as presented.

8:06 PM

Jaci Guerena – CCPA Board Chair – Rather than do a roll call vote I want to ask – is there anyone who wants to vote against the budget?

Sandra Bishop, Member and Board scribe – I'm not sure we still have a quorum. Can you pause for just a second and let me do a count (who is on Zoom connection)?³

Steven Berkson, Member & tech volunteer – Point of Order: Normally once a quorum is achieved it is held unless somebody calls a quorum. It's only us asking ourselves, that we are stopping ourselves. I'm not sure we have to maintain 25 (quorum) once we've achieved it. Unless somebody is objecting and wants to stop it through that means.

Jaci Guerena – CCPA Board Chair – That was my impression but Sandra thought we needed to have it (quorum) at the time of the vote.

Sandra Bishop, Member and Board scribe – That's ok. It's a point well taken. And, Jaci it's your call as the Chair.

Jaci Guerena – CCPA Board Chair – I think way more than 25 people have had the ability to be here.

Steven Berkson, Member & tech volunteer – We are over 25 (in attendance) right now.

³ NOTE: In the Zoom recording only those participants with their cameras turned on are captured in the recorded video. There were dozens more members participating on the Zoom with cameras off. Quorum is determined from participant list in real time in the Zoom meeting.

Summary of Action (SEE: Below)

Jaci Guerena – CCPA Board Chair – Rather than doing a roll call vote on the budget – the way we used to do it at the Hall (in-person meetings) is asking first if anyone is going to vote no on this budget please raise your hand if you want to explain it. I don't see any hands. We have unanimous approval of the budget. Thank you for all the work that went into this Deb and Linda, and Finance Subcommittee. Thank you all for being here. And thank you to the State of Oregon for giving us almost a quarter of a million dollar grant.

Deb Maher, CCPA Interim Executive Director – Thank you everybody. I appreciate your support I really need you all to be ambassadors and totally engaged with me, with the staff, the board and with members. This is going to be a wonderful year, when we can all pitch in so that 2024 is totally solid and sustainable. That's my commitment. I'm going to be seriously outwardly facing. I will be in serious fundraising mode. I'll be working with Desiree, our Development Officer & House Manager to be preparing more proposals with Barbara. And our staff is upgrading the IT skills. I'm really excited about what the future holds. I can't wait to have you all get on the train.

Jaci Guerena – CCPA Board Chair – I want you to announce that grant one more time, as some people joined the meeting after your announcement.

Deb Maher, CCPA Interim Executive Director – Yesterday the State of Oregon awarded us \$224,870 (ARPA). That means we have \$370,000 in the bank right now. We don't have to touch it. We can use this grant and we might not have to use all of it, because if we replace it with money we generate then we are even more ahead. What I'm saying to everyone is – great news, but it's not (time for) cruise control because now we are on our feet. But this is the year we really have to push to make things happen so that we are in a true sustainability mode in 2024. You have my commitment. I want your commitment. The train is leaving the station – let's all get on it.

Jaci Guerena – CCPA Board Chair – Thanks everybody. In CHAT Bob is saying we should ask for any abstentions. Is there anyone abstaining on this vote to approve this budget? I don't see any abstentions. Thank you everyone.

Adjournment

8:10 PM

The Special Membership Meeting adjourned.

SUMMARY of ACTION:

- **FY 22-23 revised budget – APPROVED** unanimously by members in attendance
- **Announcement: CCPA has been awarded \$224,870 ARPA grant** (American Recovery Plan Act).