

ArtStream
Board of Director's Meeting
October 6, 2016

MINUTES

ROLL CALL

Roll call was conducted by Secretary Maggie Haslam. In attendance at the meeting: Lina Aybinder, Pamela Brown, Kristen Chou, Adrian Forsythe y Korzeniewicz, Maggie Haslam, Sari Hornstein, Karen Mitchell, Paul Murray, Frank Myers.

ArtStream staff in attendance: Executive Director, Heller An Shapiro

MINUTES RATIFICATION

A motion was made to approve the minutes of the July 21, 2016 meeting as written. The motion carried without dissent.

WELCOME NEW OFFICERS/BOARD MEMBERS

New Board members Kristen Chou, Karen Mitchell, and Paul Murray were welcomed to the Board.

Outgoing Chair Pamela Brown gave special thanks to Lina Aybinder, Sari Hornstein, and Frank Myers for their support over the past two years. Incoming Chair Frank Myers' first official duty was to thank Pam, "For being there when we needed you, and leaving your position with ArtStream's foundation in a tremendously positive state." Maggie Haslam seconded with "Pam, you are leaving ArtStream better than when you got here." Pam received a round of applause from all Board members.

FY17 FINANCIAL STATEMENTS/GALA RESULTS

Lina Aybinder reported that the unaudited FY16 deficit is \$7,791.

The FY17 budget revenue projections increased by \$11,149 and expense projections increased by \$11,157 due to the expected fees from an added performance weekend, and an increase in payments to teaching artists as more classes are added. ArtStream is projecting to end FY17 in the black by \$2.

As of October 1, 2016, the Sixth Annual Gala netted \$66,107, a 32% increase over the 2015 Gala. Ticket sales were up 8% over 2015, but still 15% lower than projected. The cost per person was reduced by 15%, from \$140.98 to \$122.02. Lina recommended working to further reduce that cost. Heller An Shapiro noted the cost per person was lower because there were 10 more people in attendance and the catering and centerpiece costs were reduced. The cost of staff time is not included in the budget. Almost half (\$32,000) of the net revenue was contributed directly by Board members.

Board members suggested seeking more sponsors and media, and diversifying the guest list beyond parents.

Sari reported that while the Gala was a lovely event and the speeches were terrific, food line moved too slowly and the program prevented dinner table conversation. The program was rushed because the Silver Spring Civic Center site requires everything to be out of the building by 11 p.m. Members suggested moving the dancing to the reception area and providing a comfortable conversation area so volunteers could start loading out the table seating area sooner. Members will send additional suggestions for improvement to Heller An so she can compile and report back.

Board members would like to see a party every year, but would also like to investigate other ways to raise the money.

NEW BUDGET FORMAT PROPOSAL

The proposed budget format was approved as written. The detailed line items will help the board make informed decisions, however, in the future, the line items may be combined. Karen Mitchell requested that the budget include current year projected, prior year actual, current year budget, and variance of projected to budget. The budget data can roll up into one page to assess trends, or the Board can track trends in a dashboard format. Paul Murray requested that a balance sheet be included in the budget packet.

BYLAWS AMENDMENTS

Board members reviewed the following proposals for amendments to the March 12, 2013 Bylaws:

ARTICLE IV. Section 4.04. Term. ~~The initial Board members shall be divided into two approximately equal groups, one half (1/2) of the members to serve for an initial term of one (1) year and one half (1/2) to serve an initial term of two (2) years or until a successor is duly elected.~~ No person shall serve more than ~~three (3)~~ two (2) consecutive full terms on the Board of Directors. Persons serving an initial term of less than ~~two (2)~~ three (3) years may serve for ~~two (2)~~ one (1) additional ~~two~~ three (3) year term. After serving the maximum time allowed, a person may again serve after being off the Board of Directors for one year.

ARTICLE V. Section 5.02. Term. Officers shall serve a term of ~~two (2)~~ one (1) year and until their successors are elected, or until they are removed for cause.

ARTICLE V. Section 5.08. The Duties of the Secretary. The Secretary shall keep or cause to be kept, accurate minutes of the Board's meetings, see that all notices are duly given in accordance with the provisions of these Bylaws or as required, ~~by custodian of ArtStream's records, keep a register of the post office address of each Board member,~~ and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the Chair or by the Board.

ARTICLE V. Section 5.09. The Duties of the Treasurer. The Treasurer ~~oversee the deposit of funds of ArtStream into the proper accounts; the reconciliation of all receipts and disbursements from such account or accounts; assure the bookkeeper is keeping accurate records of the finances of ArtStream; prepare a financial accounting for each Board meeting; and oversee all end of the year accounting~~ shall oversee the implementation of the Financial and Investment Policies and the performance of an annual audit by a certified public accountant; assure that all federal and state tax reports are filed; and, further, shall report on the financial condition of ArtStream at all regular meetings of the Board of Directors and at all other times as determined by the President of the Board.

Board members agreed to remove the Board Officers from the actual business management of ArtStream. Members discussed implementing three, three-year terms. It was agreed that outgoing Board members' service is valuable on committees or advisory boards, so two, three-year terms will work best.

A motion was made to approve the Bylaws Amendments as written. The motion carried without dissent.

PROJECTS FOR FY17 AND BEYOND PROPOSAL FROM PATTI WOOLSEY

Board members expressed the following questions and concerns regarding the proposal from Patti Woolsey to write a book about ArtStream's Inclusive Theatre Company model:

Is the Inclusive Theatre Company (ITC) model sustainable? How many ITCs are realistic? Are there enough people on waitlists for new ITCs to be successful formed? Starting a new ITC is an opportunity and a risk. Is ArtStream financially able to start a new ITC?

How can ArtStream keep people involved without the opportunity to participate in an ITC? Because ITCs attract people to ArtStream, it is problematic to keep turning them away.

Although Caitlyn Fitzgerald, Production Manager, is creating systems and structure, including an ITC Handbook, there is not a curriculum for the ITCs at this point. Patti's oversight in the past helped create clarity for the model and contributed to the success of ArtStream's programs. However, most of her knowledge is not written down.

An ITC manual could allow ArtStream to train other organizations or artists, expand the program, and possibly charge licensing fees. What are the benefits to being "ArtStream certified?"

Is there another organization to partner with that might have the infrastructure to support an ITC?

If ArtStream decides to contract with Patti, parameters/discussion topics include:

1. Does this support the ArtStream mission?
2. If Patti starts a new ITC, how long will she be involved with it?
3. What form should ArtStream's ongoing relationship with Patti take?
4. How much financial exposure is ArtStream being asked to take on?
5. If ArtStream invests in the front end, what is the financial return?
6. A detailed proposal and clear chapter/content outline are needed, as well as a confirmed publisher and editor. One way to think about a possible ArtStream book is as two parts. The first part is theoretical part - outlining the ITC vision and structure; the second part is how to implement the program.
7. A model for the book could be Ivymout's book *Unstuck and On Target* for which Ivymout has full control and marketing revenue. Could ArtStream market this type of manual, expanding the brand from metro DC to a wider audience?
8. If ArtStream starts a new ITC as a laboratory in 2017-2018, how will participants be involved in the book?
9. Can the book be written without forming a new ITC?

Board members began a discussion that resulted in issues to be addressed at a future strategic retreat:

1. ITCs are important and valuable – but from a financial perspective they may not be sustainable.
2. What is the best option for the board to pursue for the next couple of years to put ArtStream in a financial position to expand ITCs?
3. What programs should we focus on right now, over the next 1-2 years, that give us the best opportunity to strengthen and/or bolster our finances?
4. Super Social Saturday offers many of the communication and social skills and capacity-building opportunities that ITCs offer, without the focus on performance/audience. Is this a place to expand?
5. Can we tap certain markets with a less costly version of ArtStream programs?
6. Who is our population? Higher/lower functioning? Under-served adults? Where do those groups exist and who should we go after? (e.g., should we focus on people with IDD as they are coming out of schools?)
7. Who wants our programs most? Where can we find new income sources?
8. Where can we find more teaching artists?

Board members agreed to return to this proposal after a focus on ArtStream's total strategy at the next board meeting and during a strategic retreat in the first quarter of 2017. In preparation, Heller An will research similar ITC programs and assess the number of potential participants for ArtStream's ITCs and report back to the Board.

WEBSITE RE-DESIGN

Maggie Haslam reviewed the new beta website design. Board members expressed great appreciation and thanks to John Newman, Director of Marketing. Members will review and submit comments directly to John. Kristen requested more information about how

ArtStream will track click analysis. All Members requested a Board intranet (a password protected site where Board materials can be stored and easily accessed). Heller An reported that Board and artist intranets will be created.

ARTIST DEVELOPMENT AND TRAINING PROGRAM EVALUATION

Board members reviewed the training evaluation results. Heller An reported that a report was sent to the Max and Victoria Dreyfus Foundation.

NEW BUSINESS

Heller An reported that Fletcher, Heald and Hildreth (FHH) will serve as legal counsel through a barter arrangement. In exchange for promoting FHH's services through ArtStream's social media, ITC programs, and Heller An's LinkedIn account, FHH will offer a per project cost that is 50% below their regular rates.

Maggie reported that a friend who owns a contracting company offered to make a construction donation to ArtStream. Heller An and Maggie will follow up with him regarding sets or costume shop cabinets.

A plan for a Board strategy retreat will be developed.

NEXT MEETING

The next meeting of the Board of Directors will be December 8, 2016, 7-9 p.m. in the ArtStream office. Future meeting dates will be approved at the December meeting.

The meeting was adjourned at 9:03 p.m.

Respectfully submitted,
Maggie Haslam