

The Sudbury Savoyards Board of Trustees

Thursday May 5, 2016, at 7:30 p.m.

Davison Chapel, Sudbury United Methodist Church

DRAFT Minutes

Board attendees: Susan Elberger, Chair; Hersch Clopper, Treasurer; Sue Flint, Secretary; Brendon Chetwynd; Tom Powers; Chris Fanger; Karen Powers, Church Liaison.

Attendees: Andrea Roessler, Company Publicist; Jim Ravan, Database Manager; Susan Beckett, Acting Managing Editor TSB; Elizabeth Reinhardt, guest.

Meeting called to order at 7:31 by S. Elberger

1. Consideration of Agenda
2. Secretary report (S. Beckett)
  - a. General report: Director invite letter has been sent and posted to website. Will also be included in *The Trumpet Bray*.
  - b. Approval of April minutes: approved.
3. Treasurer report (H. Clopper): See pdf. There are checks still being written for Sorcerer expenses and other general expenses that will decrease the available funds shown in the 5-05 file.
4. Election of Officers: the following officers were elected.
  - Susan Elberger – Chair
  - Hershel Clopper – Treasurer
  - Sue Flint – Secretary
  - Karen Powers – Church Liaison (temporary position)
5. Bylaws discussion and vote; presentation and discussion lead by Elizabeth Reinhardt, the non-profit lawyer engaged to work on Sudbury Savoyard's incorporation and bylaws.

Elizabeth introduced herself: she has a legal practice in Concord specializing in non-profit work and previously worked in the Massachusetts Attorney General's Office. She commented that we're a predictable and good phase of the growth of a non-profit. It is good that we've got people so committed to working on the details of the bylaws, which are necessary to incorporate. The legal environment for non-profits is one of increasing regulation and increasing demand for transparency with the view that non-profits are the stewards (and thus should be held accountable) of charitable assets. Elizabeth discussed the general organizational framework of a non-profit.

The Savoyards' bylaws were re-written starting with a template from Elizabeth to ensure that they fulfill the legal requirements, and customized to our organization and culture. Bylaws are intended to be the binding rules of the corporation, to help guide operations. So, it is good to have enough detail but be general enough to not have to be amended frequently. Elizabeth noted that incorporation will protect individual, un-paid, board members from personal liability.

Discussion included concerns about the powers of the board, how members will perceive changes to the organization's structure, membership dues. It was suggested that a vote of the membership be required to change Articles I, II, III or IX of the bylaws. It was requested that Vice Chairman be added to the Board Officers to take over if the Chair could not run a meeting. Brendon suggested

that the Bylaw committee craft a “what this means to you” letter that will go out with the bylaw amendments before the general meeting to approve incorporation.

It was agreed that, at the company meeting on June 12<sup>th</sup>, members would vote to incorporate, approving the Articles of Organization with Continuation sheet and bylaws (?) and empowering the board to incorporate.

After a discussion of proxy voting/absentee voting, it was agreed that Elizabeth would write language for a proxy voting provision, and the board will determine the procedure. Noted that the vote must occur at a membership meeting with proper notice, and that the board CAN act by unanimous written vote.

There was discussion of the term of the fiscal year; July to June was suggested.

Motion to approve the Articles of Incorporation and Bylaws in principle. Hersch (motion), Karen (second). Approved.

Next steps: The bylaw committee will finish the bylaws (checking changes with Elizabeth), write the letter of explanation, and send the information to the membership by May 13<sup>th</sup>. Elizabeth will draft the motion for the membership to vote on to approved the bylaws substantially in this form. After the membership meeting, the board will vote to incorporate and approve the final bylaws and ancillary policies.

6. Consent agenda (Motion to accept consent agenda (Hersch; second, Karen; approved):
  - a. Costume rentals (D. Roessler): Elaine Crane for Assumption College Theater Arts, \$50. Costumes coming back soon; Rental to Northeast Catholic College, Warner NH. \$50. Returned and paid. Will give money to Hersch.
  - b. Equipment/scenery rentals (L. Martin): There is still a rental out to Theatre III; I have a request for items for an elementary school production which will bring in \$10 when it is finalized; I also have a request for an indeterminate number of items for *Picasso at the Lapin Agile* (TCAN - early June)
  - c. Theater Liaison (P. Welsh): See attached
  - d. Church Liaison (K. Powers): Nothing SUMC specific to report.
  - e. Database Manager (J. Ravan): Work has restarted on the new database. The loader has yet to survive the first record, but many things have been updated in both the data model and the existing people.csv file. I am currently hand-editing that file to express talents (currently a string field) in a canonical way that will allow the loader to convert the information to a different and more regular format. The existing data is human-readable, but difficult for a computer to process. The new format is both human-readable and easy for a computer to manage.
  - f. Newsletter (S. Beckett): Deadline and contents have been established. Request for articles has been sent.
  - g. Social media (S. Flint): See attached
  - h. Archivist (A. Roessler): No report
  - i. List Manager (J. Cobleigh): No report
7. Fourth of July float (S. Beckett): I have requested information from the Sudbury C of C. The theme is “The American Dream”.
8. Maid to Order

- Producer (S. Elberger): The Cannon Theatre has agreed to take payment as a percent of the gross ticket sales.
  - Director (J. Ravan): first read-through was last night. Rehearsals start next week. There are three new-to-the-company actors: Mike Giblin, Aurora Grabill, and Katy Goguen-Young.
9. Mikado producer, location, concerns as to themes (S. Elberger, B. Chetwynd): Brendon Chetwynd volunteered to produce (moved to accept, seconded, and approved) and is looking for active board support. There was a discussion of potential venues since Lincoln/Sudbury is only available for one weekend in February and not available in April. Maynard HS is available only for the April vacation time-period (not February) and has a smaller stage (40x18); the tech and green room space is good; the auditorium is great. Jim Ravan will help look at the stage and Brendon will get a price for Maynard. Chis Fanger is talking to Nashoba Regional, and Laurel Martin is talking to Framingham, Hersch Clopper will check Keefe Tech. Location decision needs to be made by the end of May.

Set building and storage are planned to stay at the church for this winter. There was discussion of how to store the set without the stage. Build a box? Store at Maynard?

10. UMCOR donation (S. Elberger): discussion tabled.

11. Task force reports

- Communications (S. Beckett): Meeting April 27th. Newsletter agenda established; Would like to establish a separate task force for Web redesign
- Finance (H. Clopper): the committee recommended a membership fee of \$20 and a stage fee of \$25. Discussion.
- Church (S. Elberger): Email from the church indicates that they're going ahead with the renovations as planned with the kitchen moving, storage in the library, vestibule stays. They will not ask for "shared stewardship" right away. It was suggested that as an independent 501(c)3, we will not owe the church financial reports the way we have been doing.
- Location (K. Powers): The Performing Arts Center in Framingham is interested in working with us.
- Website (S. Flint): Jim Ravan and Roberta Sutter are potentially interested in working on the website revamp.

12. Planning for 2017 meetings: (S. Elberger): first Thursdays of the month remain a good night for the board to meet going forward; Karen will book meeting space at the church.

13. Planning for 2018: discussion tabled.

14. Summer retreat (S. Elberger): There is a need for a summer retreat for planning; Susan will send email.

15. Other items

## **Report of the Theater Liaison: May 2016**

Lincoln Sudbury Regional High School is unavailable next year in the way we have used it for a number of years (3 consecutive weekends). Next winter, the winter break is a week later. On our traditional second performance weekend, the LS orchestra needs the auditorium space for concerts and the following weekend LS is hosting the All State Music Conference. I have asked to see if putting the “put in” backward a week makes a difference to maintain our traditional calendar but the answer is no. Ditto for the spring break weekend. Our typical schedule requires three consecutive weekends. Next year this is not available including post Spring break.

Based on what I have been told, it seems what is available is the winter Break week. We could:

Start Lighting install 2/17/17

Put In on the 18th

Monster Sunday on the 19th

Choose rehearsal/performance dates during the week

Have two performances Saturday Feb. 25th.

Strike on the 26th.

I have been a member of the Savoyards since 2008 and I respectfully submit we should consider this. A “good” house is considered 250–280 attendees but the auditorium including the balcony can hold far more than this. Not having the second weekend will save big money. And who would not love to perform in front of a truly full house?

A worry is putting all our eggs in a February basket. I met with Carly Evans on 4/29 to see if a later two consecutive weekend schedule is available. She told me LS is having a 2017 scheduling meeting on 5/3 and she would let me know about confirmation of winter break and if a later 2-week space is available. I will have an update prior to the May Savoyards Board meeting.

Peter B. Welsh

Theater Liaison

## **Report of the Social Media Coordinator: May 2016**

Social media: Thanks to Andrea’s comments bringing the problem of multiple pages to the attention of the Communication Committee, we’ve started work to consolidate the various Savoyards Facebook pages.

At the moment we’ve got:

1. Our “official” Sudbury Savoyards page (admins: Deede, Sue F; and 7 “editors”) – we need to verify this page to be able to merge the unofficial business page with it (see #7).
2. The 50<sup>th</sup> Anniversary Page (admin: Deede) with lots of pictures from the past; we need to decide what to do with this page.
3. Sorcerer Cast & Crew – taken down and pictures saved
4. Patience Cast and Crew (admin: Deede and Joyce) – SF saved the posted photos and put them up under the main page.
5. Ruddigore cast and crew page (admin: Joyce? Deede?) – someone should save the pictures from this page and take it down.
6. An unofficial Sudbury Savoyards page dating from the Princess Ida production

7. An unofficial Sudbury Savoyards business page put up automatically by Facebook – pictures have been saved (except Chris Pollari’s official pictures which we’ve got elsewhere); we can try to merge this page with our official page to try to make it go away; people have posted to it.

Suggestions for going forward: get the main official page “verified” so that we can hopefully get rid of the FB-generated business page. Put up one private Cast & Crew page for shows going forward so that people can share pictures/comments; we can add /delete page members as appropriate for the current show. Decide what to do with the 50<sup>th</sup> Anniversary page.

Sue Flint

Social Media Coordinator