Juneau Symphony Board Meeting Minutes DRAFT
February 21, 2017
Juneau Symphony Office, 5:15pm

PRESENT: Sarah, Sharon, Gail, Judy, Myrna, Jill, Colleen, Catherine, Annie (telephonic)
Absent: Neil, Keith, Mark, Staff present: Laura, Troy (telephonic)

Call to Order (5:20 pm)
Meeting agenda: Gail moved to approve the revised meeting agenda, Sharon seconded. **Motion passed.**
Approval of Consent Agenda: Updated minutes from 1/17/17, ED, MD, Fund Development and Co-chairs, Youth, and Player Relations committee reports. The minutes from 1/17/2017 and President's report were amended by Judy. Gail moved to approve the consent agenda with the updated minutes and President's report, Sharon seconded. **Motion passed.**
Treasurer report (Sarah): Since the January Board meeting, income increased $5,570 and expenses $23,897.56.

- Sources of income - ticket sales (not all income is recorded yet), chorus, individual donations and JSS.
- Sources of expense - personnel, workshop leader, travel offset, travel, music, receptions, printing, donor event, professional development, youth outreach.

Old Business
Treasurer election: Jill Matheson has agreed to become the new treasurer, now that Sarah is president. Colleen moved to approve Jill's appointment as treasurer., Sharon seconded. **Motion passed.**
Training/retreat committee report – Myrna and Jill reported on the results of their task force's research into possible retreat work. Sarah noted that she would like the board to continue to pursue the work we started at the last retreat with Paul Hogle. Myrna reported that the committee is in favor of facilitated conflict resolution to help unify the board and Troy. Jill reported on her conversations with possible facilitators:

- **Jonella White** of Foraker: Recommends core values training, which is about core ideology, organizational values, creating stability to have conversations, having the right people and personalities at the table, and being able to focus on our mission to be able to work in a collaborative manner. Although the cost might be steep, there is a possibility of getting grant from Juneau Community Foundation for capacity building. May not be available in the timeframe we were hoping for.
- **Carol Prentice**, Prentice Consulting: Worked with the Symphony in the past (Susan Burke years) for Strategic Planning. Husband is a player. Had some availability in April and June, and would be happy to work with us on Strategic Planning, but is not trained in conflict resolution. Suggested other names.
- **Mila Cosgrove**: Is experienced with conflict resolution. Would need to meet with the committee ahead of time to fully understand what we wish to accomplish. Resolving conflict may be the best plan, depending on where things are, but sometimes putting policies, procedures, expectations, etc in place can solve the problem indirectly. Would probably be available in April or June. Cost would vary depending on how much work needs to be done ahead of time, would also consider an in-kind donation in part and said it would be affordable.
- **Barb Sheinberg:** Does not do formal conflict resolution or mediation, but does facilitate meetings and retreats when people are not on the same page. However, she is trying to slow

down and has a lot of big projects, so declined at this time.

Task force will continue its research. Next month, we can finalize plans. Aiming for retreat on 4/23-24, when Troy will be present.

New Business

April audience survey (Sarah) According to our policies, we should complete an audience survey annually, so we are overdue. Sharon and Catherine will participate in a task force for this work. Will start by looking for examples from the League of American Orchestras. Also, through our New Pathways work, we may be able to get input from Jamie Gamble, expert in developmental evaluation.

Concertmaster search – The June concert will be Lisa's last as she is moving to Fairbanks. Troy has identified some possible people to replace her. Has had conversations with Linda Rosenthal to help identify candidates. Must be someone who has availability. General agreement by Linda, Lisa, and others, that there is not a viable local candidate.. Troy suggestion: Augmented sponsorship could help with the additional cost of bringing in an outside concertmaster. We could market the sponsorship to potential donors as a specific means of raising funds for increased cost of out-of-town concertmaster.

Fund Development/Marketing committee changes (Colleen) Recommended that the two committees be merged and that the name be changed to "Donor Development." No objection, so we now have a Donor Development committee.

Discussion – education reports from "Boards on Fire" and "Powerful Boards" - Colleen, Judy, Myrna, Sharon, Laura. All presentation notes are appended to the end of these minutes.

April and June meeting dates: In order to have Troy attend meetings in person, we will change board meeting dates to concert weeks on a non-rehearsal day, i.e.**Wednesday April 19** and **Wednesday June 7**.

Business donor analysis: Colleen will share the color-coded donor analysis spreadsheet created by Laura. Please respond with your corrections by **March 1** to Laura.

Open Discussion: Troy registered his interest in meeting more with donors or potential donors while he is in Juneau. He asks that board and staff work on scheduling such meetings for April.

Myrna moved that the meeting be dismissed at 6:52 pm. Colleen seconded. **Motion passed.**

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Next meetings: Tuesday, March 21st, Wednesday, April 19th .

Colleen's notes;

Boards on Fire! Inspiring Leaders to Raise Money Joyfully
www.susanhowlett.com/boards-on-fire/
Susan Howlett

Governance:
Create an environment where board members get to lead.

Governance as Leadership: Reframing the Work of Nonprofit Boards (Chair, Ryan, Taylor): three modes in which a board operates: fiduciary, strategic, and generative.

Fiduciary: budgets, contracts, legal responsibilities
Strategic: goals and measurable outcomes relative merits of collaboration, positions to take in legislative matters
Generative: temporarily suspending the other two modes and thinking outside the box and how to address a systemic issue

Operating in the generative mode, members lean back in their chairs, with their hands behind their heads, saying, "What would happen if we thought about it this way?" Their view is beyond the room's walls and the conversation is animated and engrossing.

If we created more opportunities for boards to have generative conversations, they would find the strategic conversations more contextual and satisfying, and they would lean into the fiduciary conversations eagerly because the financial and legal topics would feel vital to accomplishing the big ideas they created up front.

Fundraising then becomes a natural step in the process of achieving the vision they "birthed" in a generative conversation.

How to shift the content of your board meetings so leadership can emerge: Imagine a meeting with an agenda that unfolds like this:
- An opportunity to build community among board members
- An inspiring reminder of the organization's mission
- A vote on a "consent agenda"
- An opportunity for education or training of board members
- A generative conversation about a matter of consequence

Tips:
- Bring food to every meeting
- Introduce yourselves at every meeting (in JS's case certainly for several months after a new member joins), and share a fact about yourself.
- Remind people of the group's mission at every meeting to keep their leadership inspired; tie in the committee work to this mission
- Consent agenda: staff puts into one document all of the reports and routine items that normally take up a meeting's time yet don't require board discussion (for example, the President's, ED's, and MD's reports, finance report, committee reports,, or perfunctory ratifications). This document is sent

out ahead of time with the expectation that everyone reads it before coming to the meeting. Then all items are voted on at once, becoming the flicks record of the organization. A consent agenda elites from the discussion anything that already happened in the past and allows the board to spend the meeting time looking forward and applying their wisdom to important matters.

- Include 20 minutes of education or training so board members can anticipate learning something germane every time they attend a meeting. Think about education in terms of your line of work, and think about training in terms of how to be a more effective board member.
- Imagine all of the above only taking about 30 minutes total, leaving you with 60 minutes to engage in rich, deep, satisfying conversation about something that matters, preferably something that relates to your strategic goals. Perhaps a task force went away after the strategic planning retreat to hammer out a recommendation on some topic. Give them a few minutes to outline their ideas and then open it up to the whole board to discuss.

When board members are engaged in authentic leadership, they'll be eager to ask for financial support.

Get Board input regarding what may be needed on the board meeting agenda: get it well ahead of time to shape the agenda and reports to be given ahead of time.

Mission:
If board members can't state the mission of the organization in an instant, they can't be using it to inform decisions they're making at board meetings. How could they be inviting others to support our work, if they do not know it?

Judy's Boards on Fire notes:
Board members as ambassadors: be clear in recruitment about what the organization is and values and what is expected of board members. If directors aren't fired up, how can they joyfully and sincerely share their belief in the organization and its goals with others? If directors aren't willing to act and be involved and work hard, how can they expect others to be convinced that the organization is worth time, effort, or money?

Board members need to be comfortable with each other and trust each other. They should feel positive about sharing ideas and points of view that may differ from others perspectives, even the majority, and from organizational history and practice. Generative discussions will happen in an open and collegial environment and will be quashed in an environment of fear and control.

Donor recognition should be part of each director's day, and it should be deliberate, personal, prompt, meaningful, and specific. Tell people what their dollars are doing in the community. Show people through players, JSS youth, competition entrants, etc. what the organization has meant to them. Those touched by the symphony tell the story best.

Brainstorm ideas -- such as getting the MD together with a selection of major donors when the next season is selected for a sneak preview time -- insiders info. Send major donors a CD. And don't neglect donors at all levels. Everyone is important and deserves thanks.

Myrna's notes from Powerful Boards Seminar, February 2017

I chose to focus on Part One, the **Responsible Governance Section**, to avoid duplication since Boards on Fire covers Fundraising (Pt Two) pretty thoroughly.

1. Should only have **3 committees**: Finance, Fundraising, Governance. Everything else is a task force.

2. Keeping by-laws up to date is a governance responsibility. Instead of specifying committees, state: **"The Board may appoint Committees and task forces."** This keeps a fluid structure.

3. Are we being driven by **History & Habit**? It should be what's effective in our current situation with our current Board Members. So do #2 above.

4. Pay attention to **tax discussions** in Congress, State, & local government and how this may impact us and our donations.

5. **Competition** for donations among non-profits (board members, volunteers, donations, staff, filling seats at concerts). Should we be called a "Social Benefit Corporation?"

6. Organizational Development—Some boards stop at level 1.5 because there's no delineation of what's **"Board work"** and what's **"Staff work"—**causes tension.

7. Recommends using a **Board Profile Worksheet** with skills, expertise, personal data, so that we don't keep recruiting PLU's. Recommends use of a **Board Responsibility Sheet**, and a **Board Check List** of yes/No questions. We were given samples of all of these.

Laura's notes on Legacy Giving:

An important aspect of donor cultivation is legacy giving; i.e. bequests in patrons' wills. Many people have their money tied up in large assets, like houses, and cannot donate much during their lifetime. But they can be generous in their wills. Some people, often those without heirs, fail to make a will. We should be encouraging people to do that. Drawback: we can't know always know who has named JS in their wills and thank them. Some organizations have a legacy giving club and call them out in the program, even if they haven't given in life. There was such a box in the SF Symphony program.

We should have a discussion with the JS Foundation people. They want to begin actively seeking legacy donors, which is great. But it might not preclude us from doing so. We should have such a discussion.

He said, at the very LEAST: put a **Bequest** button on your web site. It should click through to a page that tells people what to do if they want to put JS or JSF in their will.