September 27, 2021 Board Minutes

Cantus Board of Directors Meeting

Meeting held via Zoom

Brian Newhouse called the Board Session to order at 5:30 pm.

In Attendance: Sandra Davis, Alberto de la Paz, Nancy Gaschott, Theresa Gienapp, Jonathan Guyton, Elizabeth Hartwell, Laurie Meyers, Brian Newhouse, David Niles, Jeff Reed, Paul Scholtz, Kevin Stocks, Frank Stubbs, Kim Taylor, Barb Thomas, and Beth Anne Thompson

Staff: Joseph Heitz and Anne Todey

Absent: PaviElle French and Paul Johnson

Artists: Samuel Green, Jeremy Wong, Alex Nishibun, Jake Christopher

Approval of the Minutes

Brian called for a motion to approve the minutes from the August board meeting; Jeff moved, and Laurie seconded. Brian asked for a revision in the Class Notes program description (from NPR to MPR). With that revision, the minutes were approved unanimously.

Discussion of Conflict of Interest Policy

Brian raised the 2010 Cantus Conflict of Interest policy for discussion by the board. Jeff noted that last year the board members sent emails confirming their agreement with the policy rather than signing and returning the document. Brian asked the members to email Joe and Anne in response to the Conflict of Interest policy.

Artists' Report

Paul and Alberto responded to questions about the Artists' Report. Jon asked if the artists have had any discussions about future direction and strategies for the ensemble (long-term visioning). Paul said that they try to include more of those insights in future reports to the board.

Jeff asked if the ensemble had participated in the MPR Class Notes event yet. Paul

said it was a great experience, and that they have done a couple of performances. They are getting a lot of requests for Class Notes performances. The program for Class Notes is based on the "My Journey, Yours" program. The themes of immigration and home seem to be resonating with the students. Alex reported that the demand for MPR Class Notes performances has exceeded expectations. MPR Class Notes has already exceeded the budgeted projections. Joe noted that Class Notes will help to make up for some of the budget shortfalls due to the lack of touring.

Executive Director's Report

Joe gave an overview and responded to questions about the Executive Director's Report. Barbara drew attention to the Como Park event and the fact that it yielded higher returns than expected. Brian asked if Cantus could consider including a similar event in future years. Joe said it would be a question of scheduling.

Joe gave an update on subscription and single-ticket sales for the upcoming season. At present, we are at 40% of goal for the first concert. He noted that sales for the online concerts tend to come in very late with a large percentage of sales during the streaming period.

Joe noted a challenge for the Christmas concerts. Some venues have capacity caps for the Christmas concerts, and some concerts are nearing capacity with just subscription ticketholders.

Jeff asked how are the singers feeling about traveling to states with higher COVID rates. The ensemble has some instituted new COVID travel policies (i.e., masking, social distancing). They are not offering indoor, post-concert meet and greets. Jacob noted that the ensemble is being proactive in communications with venues about COVID protocols.

Financial Report

David Niles offered updates on the current month's financials. David reported that the audit is underway now. Due to the preparation time needed for the audit materials, the month by month detail for the FY22 financials were not included in the current month's board materials.

David noted that contributed support is ahead of budget, due both to government grants and the strong results from the Como Park event.

Earned revenue is somewhat behind budget, but the overall revenue is ahead of the

budget by approximately $28,000. David noted expenses continue to be under budget. Kim asked for more detail on the under spending for expenses. Joe noted that the savings on expenses was not related to staffing but to small savings in a number of other areas.

David presented the Statement of Financial Position. He reported that the ensemble continues to have a strong cash position of $738,000. David reported that currently liabilities are low, and that the forgiveness of the second PPP loan will be reflected in next month's financials.

There is an expectation to draw down some cash through the end of the year, but the ensemble continues to be in a strong financial position.

David gave an update on the audit plans. The Finance Committee will review the draft 990 and the draft audit in October, and the audit materials will be presented to the full board at the November meeting.

David also asked for a volunteer to join the Financial Committee.

Theresa asked if there were any recommendations for dealing with the cash on hand. David said the finance committee would discuss this issue, but options may be limited.

Brian asked for a motion to approve the financials. Frank made the motion and Theresa seconded. The financials were approved unanimously.

Engagement Committee Update

Jonathan gave a report on engagement. Jon noted that last year we had more contributions from out of state due to the virtual offerings (over 700 new virtual fans). The ensemble is considering new ways to engage Cantus' national fans. Current giving for FY22 is at $20,000, including contributions from those buying season tickets.

Jon discussed the board pledges for the upcoming year. He stressed the importance of having full board participation. He asked the board members to return the board pledge document to Joe.

Governance Update

Frank gave an update on the Governance committee. The board was asked to consider the candidacy of Paul Wilson for board membership. A couple of the members asked if Paul's membership on the SPCO board posed any issue under

Cantus' Conflict of Interest Policy. The management committee had discussed this issue and does not see it as a conflict. Sandra noted that some of the SPCO connections could be helpful to Cantus as well.

Barb made the motion to approve Paul Wilson for a 3-year term, Jeff seconded. The board voted unanimously to approve his candidacy.

Strategic Planning Update

Brian and Joe gave an update on the ongoing strategic planning process. There have been a series of initial conversations with consultants who may be engaged to undertake this process. Brian shared a draft calendar for the strategic planning process. The work of the consultants will likely be performed from January to May 2022. Brian proposed holding a special session of the board in May or early June 2022 to discuss the results of the process ahead of the June gala.

The consultants recommend the creation of a strategic planning sub-committee comprised of 6-8 members including representatives from the board, administration, and ensemble. Brian affirmed that the process would be conducted with inclusion and transparency.

Nancy asked if the process would include feedback from donors and audience members. Brian said that consultants have proposed different strategies to garner that feedback. Kim asked for more information about the hoped-for results of this strategic planning process. Brian commented that the strategic plan could help the organization to prioritize its future actions and parameters.

Beth Anne asked if the timing is right to undertake strategic planning, given the ongoing uncertainty related to the pandemic. Barb expressed the view that Cantus needs help to strategize our way out of the pandemic.

Jon asked the artists to comment on their feelings about engaging in the strategic planning process. Paul Scholtz reported that the artists are positive and very energized about playing a role in the process. Brian thanked the board for the feedback, and he encouraged the board members to continually share additional thoughts throughout the process.

The meeting was adjourned at 6:42 p.m.