



CCPA Board Meeting Minutes

18 September 2023

via Zoom

Board Members present:

- Ed Kashin, Chair
- Thomas Hiura, Vice-Chair
- Allison Carter, Secretary
- Linda Dievendorf, Treasurer
- David Hughes
- Debrae Firehawk
- Jaci Guerena
- Sherry Franzen
- Deb Maher, Executive Director, (non-voting)

Board Members excused: Mike Walker

Staff and support:

- Steven Berkson, Tech volunteer
- Sandra Bishop, contract scribe

Other participants: None

Welcome and Remarks from Chair – Ed Kashin

7:07 pm

The Chair welcomed everyone and explained the meeting rules. Any member of the public will have 3 minutes total time to speak, with 2 minutes on any subject. Chat feature is only for typing Hand to request to speak; not for posting comments.

Agenda Review

August Board meeting minutes are not available for approval tonight.
Add ANNOUNCEMENTS to the agenda.

Announcements

Jaci Guerena, Board Member – In order to remain on the National Historic Register we are required to give tours of the building once a year. On Saturday September 23rd from noon to 3PM Sam Harmon will led tours on the hour. There will also be an Ice Cream Social.

Debrae Firehawk, Board Member – Coalescence is doing a Halloween dance ritual. Come as your favorite ancestor.

Q. Debrae Firehawk, Board Member – For the historic tours, is there any information about race relations and any interactions with the Kalapuya folks?

Jaci added that at Volunteer Trainings there is an acknowledgement that we are on Kalapuya land. Thomas suggested contacting Esther Stutzman, a Kalapuya elder and storyteller.

1. Public Comment **7:20 pm**
No public comments.

2. Organizational Highlights – Deb Maher, Executive Director **7:22 pm**
Staffing and building projects:

- Staff changes include rehiring Eric as facilities manager. Focus on building maintenance and improvement. He will not be working 7 days a week, and will have time off. David is sorting the new merchandise. Photos will be featured on the website to promote online sales as well as in-person sales.
- Kiosk redesign is moving forward. There may be a possibility of sponsorship from Jerry's or a similar place. Debrae suggested BRING or Restore for wood.

Grants and other income:

- Received a \$30,000 grant from Oregon Cultural Trust for the roof. It will go into the Raise the Roof fundraising account. We still have to raise \$50,000.
- Also received \$6,350 from the Oregon Arts Commission.
- We got word that \$41,000 in state money is coming.
- We are waiting to hear about (when) the \$20,000 in Employee Retention Credit money will come through.

Deb went on to explain the grant process – organizations ask for a Letter of Inquiry. If you get passed that stage then they ask you to apply for a grant. We got word from the Oregon Community Foundation to proceed to the next level. That grant would be for \$25,000 and it would go for general operations. Don't know if that will come through or for how much. We are waiting to hear from the Miller Foundation. We requested \$40,000 for general operations and talked a lot about our commitment to cultural diversity. Probably hear in October on these. More grant research is being done. Using the Instrumental platform. Oregon Community Foundation grant is due by Sept 28th.

Promotion and ticket sales:

- We are now using HIVE, thank to Mike Walker. It's designed to send email blasts that are targeted to previous ticket buyers; automated targeted show announcements. It's linked to Ticket Web. We are starting to see higher ticket numbers.
- Doug Fuchs, is our contract PR marketing guy. He has done a lot of work with the McDonald and the Cuthbert. His work is tied to the advertising budget that is put

together on a show-by-show basis. He is working with Skyeler. There is a budget that Skyeler works out for each show. So we are not doing a retainer with Doug.

FaceBook update:

It's getting resolved. FB requested verification to prove who we are. That has been sent in to them, so we can recapture our FB page.

Q./Comment. Ed Kashin, Board Chair – Sam Harmon years ago set up an alternative FB page - CCPA WOW HALL - for a long time he was mirroring what was on the regular WOW HALL page. Sam was going to give me the log-in. We might want to use it as an alternative.

Q./ Comment. Sandra Bishop, Member – Talk with Steven Berkson about this first. He tried to gather all these different sites. He knows about all these alternatives. In the past it was a lot less formal and people offered to do sites. So, talk to Steven.

Deb agreed to talk with Steven and contact Skyeler, as he is coordinating this.

Deb reflected on her first 2 years* as the Executive Director:

Coming up to a two-year anniversary Oct 6th since becoming Executive Director.

- For the past 2 years the focus has been on structure and about where we are going. We have come a long way in terms of structure. We've invested in office equipment, electronics, furniture, the web site, job descriptions with more clarity in what people do in their positions. We've put in place a system for contracts, tracking through the process to settlement. There's been a lot of internal focus on infrastructure.
- We spent the SVOG money precisely as it was supposed to be spent. It was an 18-month time frame. They required it be spent on hiring staff, paying contractors and artists. We did all that perfectly. We have invested in all these platforms like PRISM, to track all our shows; HIVE, gives us the ability to target emails; VOLUNTEER LOCAL used to track and coordinate volunteers. Work is being done on managing the membership database so everything will be in order for the annual meeting. And the grant seeking and tracking infrastructure is in place.
- We are members of the Springfield Chamber of Commerce and partners with Travel Lane County. And will soon be a member of Eugene Chamber of Commerce. They all have calendars and will link to us for more promotion to the business members, and it is a resource for us to find additional sponsors.
- Having been on vacation I can see that with our employees and volunteers we have a good internal team and a good internal focus. That allows me to be outwardly focused in a stronger way.
- All in all we are in a possibility mode, a growth mode and continuing to keep moving in a positive direction.

* Deb served as Interim Executive Director for one year, before being hired as Executive Director.

Q./Comment. Ed Kashin, Board Chair – I want to add to that, after all of the back-end and the upgrades, the WOW Hall outwardly is still the WOW Hall. The way it works is more efficient and we have 20th century things going on, but the WOW Hall is still the WOW Hall. Something to be proud of.

A. Deb Maher, Exec. Director – That’s a point well taken - the culture. Allison has talked a lot about that, why people like to play at the WOW Hall, the ambience and how people feel when they come into it. How different it is from corporate venues. It is very unique. And, it’s not just for shows. We are having a Lane County Health and Human Services meeting. Have had board meetings and weddings. We had a celebration of life for Denny from Country Fair. It’s a heartfelt place.

Board questions & discussion about \$20,000 matching funds:

A board member asked and Deb clarified that the \$30,000 grant money received does not count towards the amount needed to activate the \$20,000 matching funds (from a private anonymous donor). It was stated that the organization is about \$44,000 away from activating the \$20,000 matching funds. Upon hearing this several board members pointed out that they specifically remembered being told the matching funds would be triggered when \$24,000 was raised in donations not including grant funds.

Deb replied – No. It’s \$50,000 total. I think there was some initial conversation of \$24,000, but it won’t take us there. It won’t cover what we need.

Board members understand the need for raising approximately \$90,000 and the need to continue fundraising even if the \$20,000 donor is trigger. But there was confusion and concern over whether or not \$24,000 or \$50,000 raised in donations would trigger the matching funds.

Deb went on to explain that \$50,00 would still be needed: Hypothetically even if we get the \$20,000 – who knows how much we can raise on the \$50,000. Maybe we can hit the mark. I hope we can. If we exceed the \$50,000 mark that would give us the cushion we need to make sure we can cover inflation in the (roofing) bid. We can’t count on the bid that we got. And we have to have a good quality job. There is language in the poster that says anything above \$50,000 would be used for general building maintenance. It would be great to see enough left over for plastering on the ceiling from the water damage. The plastering is terrible throughout the building. We have a lot of repair work to do that is roof related. That doesn’t include gutters. . . there’s a lot of deferred maintenance including electrical upgrades that are needed. Hoping we don’t have heavy-duty rain this winter. Last year we had water running down the wall in the woman’s restroom. We need at least \$90,000 because of inflation. That’s why \$50,000 is the goal of the Raise the Roof campaign. Our donor has said the \$20,000 would hit if we hit \$50,000. Maybe I can go back and revisit that.

Q./Comment Ed Kashin, Board Chair – We can move on. We can talk about this offline and get some clarity on what triggers the \$20,000 in matching funds.

3. Financial Report – Deb Maher, ED

7:50 pm

- The \$30,000 that came in from the Cultural Trust grant does not show in this budget, it will be posted in the assets in the capital account. Money from the state and likely the Oregon Arts Commission will be in the budget next month.
- Membership this month brought in \$4,700.
- Ticket sales in August were \$27,000. This is very good, unusual that it's the summer.
- Total revenue for the month is \$45,000; to-date is \$87,600.
- Earned income is tracking well. We need to increase our contributed income, such as sponsorships.
- Expenses are higher this month mainly because we paid all annual insurance.
- Payroll expenses were \$45,000 this month. Our payout varies. We have core staff and variable staff. Amount spent on payroll depends on the number of shows.
- Production expenses, artist fees are a big expense. We made \$27,000 and paid out \$11,000 in fees generating a net of \$16,000.
- Total production costs for the month were \$17,000.
- Total expenditures for the month were \$72,000. There is \$700,000 remaining in the budget.
- As we go into the year we hope to see more income from grants, more shows, higher attendance and higher ticket costs. We will be revisiting our rent rates; working with Skyeler, Linda and others. We will be looking at ways to raise revenue such as concessions and other pricing. Goal is to find ways to reduce expenses and increase income.
- Some money was shifted from one of the CDs to the checking account to cover expenses. It has to do with timing of when grant and other money comes in.
- Streetlight project is being resurrected.
- The higher amount of money showing as assets last year reflects COVID relief money. There's a lot of talk in the nonprofit world about the COVID cliff. It turns out there are a lot of nonprofits and venues that received that SVOG money, which set the tone and now the question is set how are you going to maintain it.
- This is going to be a year of possible, moving forward, fundraising and looking at ways to be more efficient with our money and our time.

Production Report

- We had six shows in August and generated about 90% of the income generated in July from twice as many shows. Likely from higher ticket prices.
- One idea is that we may be able to sell advance tickets at a cheaper rate, then cost would go up closer to the show.
- Jazz Is Dead two weeks out they didn't see the ticket sales and cancelled. The buying culture in Eugene is short term before a show. We don't do performance

guarantees. We don't have the funds to do that. We are trying to better anticipate ticket sales. There are a lot of walk-ups, people who buy day-of-show.

- Flop-stopper spread sheet from Mike Walker (used by McMenamins) will help to gauge how far out to do more promo for shows.

Q. Sandra Bishop, Member – This is a question about the production report – several years ago there was a request from a board member that there be a differentiation between the types of events in the production report so there could be a look at what the community-based events are compared to the larger shows. Could that be done?

A. Deb Maher, Exec. Director – What you are seeing on the production report now is shows. We will check it out.

Q./Comment. Steven Berkson, Member – Things don't have to be 2-dimensional. You can have a production report on ticket income. You can have a report on income in general. Things that you don't charge for, that have a community benefit, still have a cost and they can show up in some kind of a sheet (report). You basically just need to create an extra field for designation for those kind of events, to be able to sort the assorted events whether they have tickets or not, and be able to show community benefit and social benefit things that are beneficial for grant writing and other aspects of what the WOW Hall is besides the shows.

Discussion: It was pointed out that the Production Report is showing events generating income from ticket sales. There are private rentals that are not necessarily ticketed events that generate income. It might be good to have some other type of report showing community events. It was pointed out that several years ago there was a big uproar and accusation that the WOW Hall doesn't do anything but big shows. It was acknowledged that this kind of information about community use does impact grant writing and is included in grant applications. As volunteer hours are already tracked perhaps there is a way to better track this information. It was further noted that private events like weddings or memorials are community events that may not be known. Ed suggested that perhaps this could be taken into a work group.

For additional detail see:

CCPA BUDGET to ACTUAL_thru31Aug2023.pdf, one page

CCPA-Assets-thru-31Aug2023.pdf, one page

CCPA Production thru 31Aug2023.pdf, one page

4. Internal Affairs Committee Report – Linda Dievendorf, Chair 8:11 pm

- A copy of the Service Animal policy was sent to all Board members.
- Two things related to general admission were added to the policy after consultation with staff:
 - The service animal may take up one General Admission seat at no charge.
 - A trainer who accompanies a service animal in training pays an admission fee.

- The link to the document was posted on the website under the Board notice. No feedback was received from the membership.
- Differentiation between service animals & Emotional Support Animals is good.
- Noise considerations – if someone comes in and says it is too loud – that is covered under reasonable accommodation. Nothing in state or federal guidelines would require us to adjust the sound level. It would be up to the individual to judge whether or not it is an appropriate environment for their animal.

MOTION: Move that we accept this **Proposed Service Animal Policy** dated 9/7/2023. Jaci moved. Debrae seconded.

Discussion:

Q. Sandra Bishop, Member – It seems like it’s more than a policy. It seems that there’s a lot of background material that may not be part of the policy. What would you post as the policy? Can some of it be considered informational rather than adopted as policy?

Q./Comment: Steven Berkson, Member – I would suggest that what you really want is a procedure, perhaps in an employee manual, for staff that details how to ask questions and a policy statement that is succinct. Just what the intended practice is, not the procedure of how it is implemented. The implementation would be handled by management and staff. No reason not to adopt this policy, but might want to revisit it.

Q. Sherry Franzen, Board Member – Is this going to be posted on the website so people with service animals can plan their visit? For people who might be traveling from a long distance something on the website to access any specifics would be good.

A. Linda Dievendorf, Treasurer – This is intended to be a policy used by staff and that we refer to but not to be posted, except that service animals are accepted.

A. Deb Maher, Exec. Director – Yes, and. We can put a simple statement up that is visible to the public, and take this material and use it to have a staff briefing about service animals.

Further discussion:

It was clarified that the purpose of the policy is to give the staff guidance, not to be posted. This gives the staff information that can be provided if people ask. It is most important that staff have an understanding of the law. Staff can decide what to post, if needed. It was pointed out that the reasonable accommodation standard would protect the Hall from unreasonable requests. The only two animals recognized as service animals are dogs and miniature horses under federal law, but not state law. It was clarified that services animals are not required to wear identifying gear of any kind.

MOTION

Move that we accept this Proposed Service Animal Policy dated 9/7/2023. Jaci moved. Debrae seconded. YES, 8; zero NO; No abstentions.

For additional detail see:

**Proposed Service Animal Policy 9.7.2003.pdf – CCPA-Service Animal-
Policy_Adopted 2023-09-18.pdf, one page**

If anyone is interested in working on internal affairs projects please contact Linda at:
internal.affairs@wowhall.org

5. Governance Committee Report – Thomas Hiura, Vice-Chair 8:27 pm
Thomas reported on Election Guidelines and Appoint Election Administrator:

- The date for General Membership meeting and election of Board members is Sunday November 12th 4pm. It will be via ZOOM. Hybrid was considered. It was decided Zoom format was best for this meeting because of possible COVID cases stepping up and some challenges with participation in the previous hybrid meeting (July 29th).

BOARD ACTION

The Board unanimously approved Sunday November 12th 4pm via ZOOM for the General Membership meeting.

Further report and discussion

- Work Group on the election met. Attending were Ed Kashin, Jaci Geurena, Steven Berkson, myself, and WOW Hall Assistant Membership Coordinator David Ferris.
- The election went well last year. So we are going to move forward with similar process as was used last year. It was agreed that we need to get someone trained who can administer the election next year and going forward.
- Steven would be a good person to administer the election this year. Soon after this year's elections Steven will work on training someone to do it.

Steven Berkson, administrator of the 2022 election explained the process used:

Administration of the election using the 3rd party service there is no way to tamper with the ballots. The only issue would be – did everyone get a ballot. The only issues would be the claim that someone got a ballot who wasn't supposed to get one, or that someone qualified didn't receive a ballot. When voting takes place over the course of a week it's hard to not notice, and then complain that you didn't receive a ballot.

We have talked about training someone to do what I did last year. It's too late for this year. The bigger issue is that would make the election less auditable is (if we have too many people involved). After the election there is a record in the GMail account specific to voting and specific to candidate information. The more people who have access to it, the more likely something could be tampered with. Like deleting requests for ballots and then seeing people got ballots but their requests are missing. These are things that you can go back and prove but only with a great deal of effort, so the fewer people that have access the better. That's why at this late stage trying to train somebody else was too late. It shouldn't be someone on staff or on the Board. Should be someone impartial. There needs to be limited access. That's the primary source of security.

Steven further encouraged the Board to appoint an elections administrator for this year and to make a change in the time for requesting a ballot.

MOTION: Amendment to the elections procedure to move the end time to request a ballot from 2PM to noon on the last day of voting.

Discussion on the motion: Three hours may not be enough time to check on eligibility if someone requests a ballot on the last day of voting. Discussion among Board members made it clear that changing the time would still allow a member plenty of time to request a ballot. Voting deadline is automated and cannot be delayed. More time may be needed to make sure that a last minute ballot request can be processed and ballot released to a member so that they have time to vote.

It was noted that last year the Board voted on and adopted the entire elections procedure and schedule. This is an ongoing policy. We do not have to re-adopt the procedure for voting. It can be amended.

MOTION: Amendment to the elections procedure to move the end time to request a ballot from 2PM to noon on the last day of voting.

Jaci moved. Allison seconded.

8 YES, zero NO, No abstentions.

Appointment of an election administrator for 2023

Ed pointed out that it is very important that we prepare for this annual election and make arrangements for training a person for the future. He and other board members acknowledged how appreciative the Board is for Steven Berkson having stepped up to do this and what an excellent job Steven has done. Ed recommended Steven be appointed for another year as Election Administrator. Steven accepted.

MOTION: Appoint Steven Berkson as Election Administrator for the 2023 Board of Directors election.

Ed moved, Sherry seconded.

8 YES, zero NO, no abstentions.

Discussion on the upcoming Board member election:

The Board members who are up for re-election are Allison Carter, Linda Dievendorf, David Hughes and Mike Walker.

David Hughes announced he is not running for re-election.

The Board and ED Deb Maher expressed their appreciation and how they will miss him on the Board. Deb noted how well this board has worked together and hopes the outgoing Board members who have contributed so much will continue to be involved and available.

For additional detail see:

CCPA-Election-Process-Adopted_2022-09-20.pdf, 8 pages

To volunteer for work groups or contact the Governance Committee please contact Thomas at: governance@wowhall.org

6. External Affairs Committee Report – Co-Chairs Allison Carter & Mike Walker **8:51 pm**

Allison reported:

Working with Skeyler, the Raise the Roof work group wanted to put a fall fundraiser into the hall. The date we got was Thursday Oct 26th. So we are doing a bhangra costume Halloween party. It's called Bollywood horror. It will be very fun, and likely to sell a lot of tickets. We are very thankful they can do it. Anjuli and the Incredible Kid, they are amazing musicologists. Expert in this genre. There will be a dance lesson and costumes.

It was agreed that there would be a plan for how to make a fundraising appeal during the event. Aside from ticket sales there would be a direct appeal during the event. It was agreed that there would be a large thermometer at the event showing money raised.

Anyone who wants to get involved with fundraising, social media or marketing please contact Mike or Allison or send any comments to: external.affairs@wowhall.org

Next Board meeting

Monday Oct. 16th 2023 at 7:00 pm via Zoom

Monthly board meetings take place on the 3rd Monday of the month, unless Monday is a holiday; in which case the meeting will be held on Tuesday.

7. Adjourn

8:57 pm

Ed Kashin, Board Chair – Meeting is adjourned.

SUMMARY of ACTION:

MOTION

Move that we accept this Proposed Service Animal Policy dated 9/7/2023.

MOTION PASSED

BOARD ACTION

The Board unanimously approved Sunday November 12th 4pm via ZOOM for the General Membership meeting.

MOTION

Amendment to the elections procedure to move the end time to request a ballot from 2PM to noon on the last day of voting.

MOTION PASSED

MOTION

Appoint Steven Berkson as Election Administrator for the 2023 Board of Directors election.

MOTION PASSED

Other Board Activity:

Ed agreed to work offline with Deb to clarify whether or not \$20,000 matching funds is triggered by raising \$24,000 in donations, or whether the match is triggered by raising \$50,000 in donations.

Ed suggested perhaps a work group could discuss possible changes or additions to the Production Report to clearly show community events other than shows.

Allison is working with Deb on formatting for a Raise the Roof fundraising appeal to do done during the Oct 26th Bollywood Halloween event.

Thomas and Ed are working to identify a person to be trained by Steven Berkson to take over responsibility as Elections Administrator beginning with 2024 election. A work group under the Governance Committee will work on this.