

ATCA EXECUTIVE COMMITTEE Meeting Minutes | January 22, 2019 • 3:00 PM EST

PRESENT: Charles Giuliano, Jay Handelman (Foundation ATCA), Lou Harry, Bill Hirschman (Chair), Kerry Reid, Frank Rizzo, Wendy Rosenfield, Simon Saltzman, Robert Sokol (Secretary-Treasurer), and Martha Steketea (Vice Chair). ABSENT: Chris Jones.

Meeting was called to order by Hirschman. It was the first meeting to deploy the video conferencing, and the improved quality of audio and benefit of the video were noted. Also, Sokol announced that going forward, meetings would be audio recorded for minutes compilation purposes and the recordings will be deleted once the minutes are approved.

SECRETARY REPORT: Quorum was not achieved so, while there was general discussion, no business was conducted, and there are no minutes from the executive committee meeting scheduled for December 10, 2018.

TREASURER REPORT: Sokol presented unaudited financial statements as of December 31, 2018. Barring unforeseen items, operations will yield a minor surplus of revenue over expenses for the year from conference proceeds. Hirschman suggested investing some of the \$47K cash surplus currently on deposit. Sokol suggested using the data being gathered for a similar effort by the Foundation. Reid, vice president and treasurer of the Foundation, is serving on that to-be-inaugurated committee effort and will report back to the executive committee. Hirschman stated that the unofficial financial operations principle has been to keep one year of operating capital liquid and accessible. Handelman noted there might be a distinction between investment rules that apply to 501(c)(3) and 501(c)(6) organizations.

COMMITTEE REPORTS: Written reports were submitted by INTERNATIONAL (Jenkins) and STEINBERG/OSBORN (Harry). Additional reporting:

- **PRIMUS** (Reid): Nineteen submissions received. All but one appears to qualify for consideration. The committee is set up for deliberation via a channel on the ATCA website and plan to make a selection of three finalists (and a winner) by the end of March. Also, the committee needs to set the schedule for the 2019 round of submissions.
- **STEINBERG-OSBORN** (Harry): Addendum to the published report, trying to determine how many ATCA members will be present at the Humana Festival for a possible gathering. Sokol offered to assist with logistics for the annual award plaques for all program.
- **CONFERENCES** (Rosenfield): Handelman noted that recent work changes might impact the amount of time he can devote to planning conference. May plan a site visit to Winston-Salem to have a better sense of logistics and seeks support for developing a calendar and event details. Currently contacting African-American theatre company leaders for possible panels topics and participation. Sokol suggested national outreach effort by members in major markets. The publicist from the National Black Theatre Festival is hard to reach. Steketea noted the DIC committee could assist with content development. ATCA member Lynn Felder is local and able to help. Rosenfield and Sokol also offered to assist.

OLD BUSINESS:

- **BYLAWS VOTE RESULTS:** Hirschman raised the unresolved issue of conflicting news published about the bylaws revision vote from last fall. An analysis was distributed to the committee detailing the summary voting results. The actual number of votes needed to pass is two-thirds (66.67%) of those voting on a question. No committee members objected to ratifying the results, updating our operating documents, or sharing the same with the membership.
- **BUDGET:** Approval of the 2019 budget had been deferred from the January meeting due to a lack of quorum. Sokol reviewed proposed budgets details, noting an emphasis on funding programs that benefit the membership over operating costs. The budget was adopted as presented. (M: Steketea, 2: Saltzman, Unanimous)

NEW BUSINESS:

- **ACCOUNTING POLICIES PROPOSAL:** Sokol prepared a set of proposed accounting policies that empower and require the committee chairs to manage the budgets for their individual committees. Discussion was held on the distinction between oversight of the financial elements and oversight of programming. Sokol suggested that a sub-budget process might address questions of additional oversight. Harry raised the consideration of adding to the responsibilities of committee chairs by requiring their oversight of financial matters and logistics related to their work. The policy proposal also addressed questions of contracts for outside vendors, travel per diem guidelines, and a statute of limitations on payments and reimbursements. Sokol will verify any legal obligations on vendor payments. (M: Steketea, 2: Reid, Unanimous)
- **STANDING MEETING SCHEDULE:** Sokol proposed setting a standard monthly meeting date. The consensus was that Mondays at 2:00 PM (ET) seem to be the best option. Sokol agreed to poll the members for optimal days of the month. Giuliano suggested that members notify the committee a week in advance if they are unavailable. Sokol agreed to issue a monthly reminder.

[Minutes recorded by Robert Sokol, secretary-treasurer. Submitted February 18, 2019]