

## TEXAS FOLK MUSIC FOUNDATION

### Board Meeting Minutes

August 11, 2009

### Conference Call

**Board Members Present:** Steve Gillette, Michael D'Eath, Adams Kirkpatrick, Bill Stacy, Thomas Chapmond, Theresa Tod

**Board Members Absent:** Therese Spina, Chuck Lesniak, Jon Charles

**Others Present:** Cheyanne Pearl, Syd Franz, Val Stinson, Walter Lee, Bobby Tod, Lenore Langsdorf, Stuart Vexler, Vern Crawford, Charlie Land, Dalis Allen, Steve Carruthers

Michael called the meeting to order at 6:30 p.m.

Michael noted that the main original purpose of meeting was to be responsive to festival, regarding decisions that needed to be made. Charlie said he was not prepared to discuss the budget.

Minutes: The minutes of the July meeting were circulated by email, and editing changes incorporated. Approval was postponed to get feedback on a remaining question related to finances.

KFF ticketing system: Michael clarified that the Board would not make decisions about a ticketing system at this time, but needed better understanding of the issues involved. Val reported on a proposal to "go ticketless," noting that Syd and Cheyanne have done a great deal of work to research the options. They have considered all options; for all potential problems identified, the solution is an improvement to the current system. Syd added that ticketing for our festivals requires a very complex system, and she believes they've identified a solution that offers the desired benefits.

It was suggested that we should think about how to promote this and prepare people for the change, at the Wine and Music festival; while extensive objections aren't expected, getting advance support is wise. Dalis confirmed that we can advertise in the program; Michael suggested that it should be also marketed from the stage. Michael will draft a message, and send around for review. We don't anticipate a lot of objection, but it's good to get support in advance. Walter suggested using "electronic ticket system" terminology, similar to the airlines, rather than "ticketless." Coming up with an appropriate Kerrville acronym was also suggested.

Michael thanked the team for the excellent work.

Michael noted that he had received some suggestions from Lenore; a copy will be circulated to the rest of the Board. The team responded that they had discussed her recommendations and agreed that they were helpful.

Membership committee report: Thomas reported that the committee (consisting of Thomas Chapmond, Walter Lee, Lenore Langsdorf, Bill McNeil, Charlie Land, Chuck Lesniak, & Dalis Allen), and achieved consensus. The summary report was emailed. Key points:

- Cost of basic membership - \$100. If you renew before final deadline of renewal, you get a \$25 discount.
- Cost for volunteers – Allow people to apply for a hardship membership, at 50% off the regular price. Hardship memberships would be considered for someone who is on staff, participates in work weekends, and has worked at least 40 hours.
- All Board members would be elected by the membership. The timeframe is sufficient that it can be a thoughtful process; members have time to nominate additional people (to those recommended by the Nominating Committee). Member-nominees require a second; must be a member in good standing; and must sign a form stating that they meet required criteria. The secretary would certify that the criteria are met. The nomination should also identify what vacancy the candidate is nominated for.
- Levels of membership: The committee suggested that this be addressed later; there should probably be a level that includes an 18-day ticket. Operating Committee input would be important in considering higher membership levels.
- Honorary membership: This would be a way to honor people; but they don't get a vote.
- Cumulative voting: No cumulative voting would be allowed; each member would have one vote per vacancy; votes could not be accumulated and assigned to only one candidate. The length of each term must be indicated. Unexpired terms get filled at the next meeting; the board can appoint someone to fill a vacated position until the next election, at which time the membership must approve the position.
- We will seek input from attorneys as to what language needs to be in bylaws versus procedures.
- Membership communications will emphasize utilization of a website and email; snail mail should generally be avoided.

Thomas will write up the committee's final recommendation and circulate by next week. A final vote should take place at the September board meeting (at Wine and Music Festival).

Michael requested comments or concerns; none were expressed.

Dalis indicated she is willing to work with Thomas on other levels of membership. A "Kennedy level" could include some backstage privileges. Thomas suggested that we should approach other partners that the Foundation supports, such as Rice Festival, to see if they would offer a benefit for a membership package. Several options were suggested. Michael suggested that anyone who wants to be involved should contact Dalis; Theresa suggested circulating ideas to the Board for comment. Stuart suggested sending to operating committee for review as well; there is a meeting Thursday.

Budget: Michael asked Charlie when the budget would be ready for review and discussion; Charlie suggested setting a meeting in two weeks.

Rod Kennedy's house: Walter reported that Rod accepted the offer he made for QVR to purchase the house, with Rod relinquishing his life estate, with the provision that he would be able to keep his two (antique) trucks under the carport, indefinitely. Charlie responded that he didn't see it as a problem, as long as Rod was willing to accept any risk for damage. There is still sufficient space for parking at the house (two spaces). Care would be needed to ensure that

the house isn't used unofficially. Due to imminent knee surgery and possibly back surgery, Rod isn't certain how much time he'll need to vacate the property. Walter would like to make January 1<sup>st</sup> the goal. QVR intends to close the deal and make payment in September; at that point the lease implications for TFMF will be explored. QVR is negotiating a quit claim for everything on the property.

Charlie noted that a couple of out-buildings don't belong to Rod. Dalis says there is a little brown storage building, near his house; it currently contains lp's which can't legally be sold. There are some legal issues that would need to be explored; current ownership is with another organization. Walter will mention this to Rod. There is also a building where Rod has his office. Walter said QVR is interested in using it for an office; Thomas expressed interest in TFMF sharing office space with QVR.

Thomas moved to adjourn; Steve seconded. The meeting was adjourned at 7:30 p.m.

*-Submitted by Theresa Tod, Secretary*