

**Richmond Symphony Board of Directors Meeting  
Tuesday, April 21<sup>st</sup>, 2020 at 4:00 PM  
Via Zoom Conference**

**In attendance:** Josh Bennett, Stu Blain, John Braymer, Priscilla Burbank, Elizabeth Cabell Jennings, Mark Cox, Ronald Crutcher, Alison Eckis, David Fisk, Gary Flowers, Cheryl Goddard, Maria Gogova, Jill Bussey Harris, Rebecca Horner, Brennan Keene, Chris Lindbloom, Ted Linhart, George Mahoney, Roger Neathawk, Kelly O'Keefe, Dale Porfilio, Kamran Raika, Rick Sample, Maura Scott, Richard Szucs, Brandon Taylor, Marcia Thalhimier, John Walker, Ludi Webber, Mark Wickersham, Elizabeth Wollan, Bucci Zeugner

**Also in attendance:** Jen Arnold, Walter Bitner, Victoria Cottrell, Aimee Halbruner, Gail Henshaw, Valentina Peleggi, Kathryn Pullam, Tom Schneider, Frances Sterling

**Regrets:** Phil Bennett, Lisa Byrd, Angel Clarke, Earl Ferguson, Steve Girard, Patrick Murtaugh, Debra Pollock, Leon Roday, Richard Smith, Mark Wolfram

**I. Welcome & Opening remarks**

**George Mahoney and David Fisk**

George welcomed all to the meeting, especially Valentina Peleggi, calling in from Italy, as the Symphony's new Music Director! He said that the video Valentina has sent with her announcement has been very well received. Valentina said she was very happy to be able to join the zoom meeting. George went on to say that we should be very grateful nobody in the organization has suffered Covid-19, and reminded all that we are putting the health of staff and musicians foremost. He noted we are being guided by health officials to best practice in this uncertain time. He then prefaced that there is some good financial news coming later in the meeting. The Symphony is lucky to be fully staffed, with strong leaders in the positions reporting directly to David. Thank you to all board members who have joined committee meetings within the past month. George then thanked the musicians for their heartening commitment and flexibility. A final note: please check email for the annual RSO Board Survey to be completed by May 8<sup>th</sup>. Feel free to elaborate and let us know what is on your mind in these surveys because your vision is important.

David added his thanks to everyone for the hard work that has gotten us to this point. The PPP money arrived in our bank account this morning as payroll went out. We haven't had to pull from the Rainy Day Fund, yet. We have completed the first phase of this experience, which is finding our clear path through the end of June. The second phase is figuring out how our time be used over the Summer and into the Fall.

**II. Consent Agenda:**

**George Mahoney**

**Approval of meeting minutes/notes:**

George asked for comments, questions or changes to the minutes. ***The consent agenda was adopted by all.***

**Date of Next Meeting:**

- (i.) Tuesday, May 19<sup>th</sup> via Zoom conference
- (ii.) **Save the Date: New Season Kick-Off & Reorientation: Afternoon & early eve Wednesday 9<sup>th</sup> Sept.**

**III. Regular Agenda:**

**Impact of Corona Virus and Financial Health report and discussion:**

**Rick Sample / David Fisk**

Rick directed attention to the temperature check sheet. What's causing concern? Financially, nothing is causing cash flow concern right now because of the loan we just received, but the question is what will happen beyond that. What does the fall look like? What does the new normal look like? We need to continue to watch cash flow even though right now we have some breathing room. What is going great, other than the loan for over \$800,000 that hit the bank this morning? Stakeholders are rallying around the Symphony. Many are responding positively to the upcoming Music Marathon. For the year-end, we can see a path to break even and have a small surplus. In accounting for PPP usage: the 8 week clock starts today, so from here we will have 4 two week pay periods, two months' worth of rent, retirement costs, and healthcare costs, for which we can apply for forgiveness. We are waiting on more guidance for how this will be done.

For FY21, he reported that the Financial Health Committee is going to propose essentially a ‘continuing resolution’, bringing to the Board in May or June an expense budget for the summer; and then we would bring a full budget in September for the entire year for the Board’s approval. Rick directed attention to the usual cash flow graph, which showed nearly \$1.4M of the credit line in use at the end of March. We now expect that to be down to about \$700,000 at the end of April. Of the 40% of the PPP loan that isn’t forgiven: the first payments on this start after a 6 month deferment period in November. It will be paid for 18 months through March of 2022 at 1% interest, which is very favorable. At the beginning of July, for the FY21 fiscal year, we will get the \$750,000 draw from the Foundation, so you can see we are in pretty good shape going into summer and going into the fall. Rick concluded by asking if there were any questions. A comment was made that this situation is very encouraging. George appreciated that a lot of work went into receiving this loan from David, Rick and Gail. We acted very quickly thanks to the work of those three. Question: is the interest rate fixed or variable? Answer: fixed at 1%.

David asked that the number we received through the PPP loan does not go outside of this meeting, because we do not want people to feel we are flush with cash when we are genuinely and honestly trying to fundraise. He proceeded to answer the questions we are asking ourselves about what we are going to do with our summer weeks and what our plan for the fall is. He reassured members that if you haven’t been a part of the conversation yet, you will be, as we work through these questions in our committees. 1. When and how should we resume programming? 2. What kinds of artistic programming will meet the needs of our traumatized community? 3. Under what conditions will our patrons feel comfortable going out again? 4. When will patrons be willing to make plans to attend our programs? 5. After restrictions on public gathering are lifted, will spending be the same as before the crisis and what level of demand should we expect? 6. What steps should we take to assure patrons our facilities are safe? 7. How have patrons adapted to at home participation? 8. Will heightened interest in virtual programs extend beyond the current health crisis? 9. What are the revenue opportunities available to us through all of this? These are the questions we are wrestling with and we have the opportunity to test some of the assumptions and experiment over the summer in case we are forced to continue with a different approach in the fall. Available to us, in thinking about this, are the thoughts of all the other organizations around the world that are wrestling with the same questions. Be reassured that we are well connected to international discussions going on. We are very well plugged in to the League of American Orchestras who have worked very fast to create forums for these different questions. To go local for a moment, the kind of research we are doing, includes conversations with Innsbrook After Hours, Dogwood Dell, Venture Richmond, and others like the Richmond Ballet, Virginia Rep, and the Richmond Forum to help us put the jigsaw puzzle together of what we could and should be doing.

David directed attention to the listing of summer events. Currently, only one event is on sale, which is the rescheduled Star Wars in concert on the 19<sup>th</sup> of June. In reality, we are doubtful that this event will actually happen. Before we have to publicly postpone it again, we are trying to get a firm fall date set for this. We’d rather not have to sell this all over again if patrons are willing to bear with us and hang in until it is rescheduled in the fall. We are still exploring what to do with the weeks of June 11<sup>th</sup> and 18<sup>th</sup> that the musicians have granted us. We mentioned StarWars sitting in one of those weeks, but also there is the rescheduled concert at Westminster Canterbury. We’re waiting to hear if they want to go ahead with that. At this point we are waiting to see what the Governor does, hoping quite soon he will give us guidance and enable us to decide whether or not to go ahead for the Big Tent Festival and whether to try to do something with the orchestra in that first week. People are more likely want to come back together if the event is outside, so this Big Tent would be a test run for what we would do for 4<sup>th</sup> July and what we will do at Maymont in September. Forest Hill Park is not massive, so we will be careful about the amount of audience we attract. We have a conversation this week with Genworth to try to get some decisions around whether the 4<sup>th</sup> July goes ahead or not. If Henrico doesn’t want to do the 4<sup>th</sup> July, we don’t want to rule out the possibility of the Symphony doing something for the 4<sup>th</sup> July that would help bring us back together and provide some healing. We will explore playing somewhere else rather than Dorey Park. One thing we might explore, is if we don’t want to go ahead and do a performance in that second week of June because it feels too soon, then we might pre-record a program that can be broadcast on 4<sup>th</sup> July, either streamed or televised.

In July and August, we also have the six recitals in the Beethoven Summer Series. We want to practice streaming in case we need to continue that in the fall. We can try to combine both live and streamed, by having no more than 50 people in the ‘live’ audience. We are talking with VPM about what they may be able to partner with us on and broadcast.

A question was asked about the close proximity of the musicians on stage. David deferred to Jen and Valentina to discuss this. Jen said they are thinking about alternate programs to have smaller groups. Jen said we will always have an option for a smaller program to get us going. Valentina said also each instrument has different issues, for example, a wind

instrument presents more challenges than a string player. Valentina thinks that separating musicians can have an impact, but she agrees that a smaller group is a good way to go about this. In a smaller orchestra instrumentation we can find a solution. She then commented on having the chorus and musicians on stage is quite challenging, so it's important to rethink the staging. Tom Schneider added that it depends on how the picture changes. Obviously the first weeks in June will be different than in September. It all depends on how the government is handling Covid-19 to help people feel comfortable. Any musician that is considered at risk by a doctor is able to opt out of performances with a doctor's note which is another way to protect certain people. David and George mentioned that best practices should be in place.

Frances gave an overview about the plan for the Live Music Marathon on Saturday. The first official communication that spells out what we are doing will be sent out today. The webpage is being created as we speak. Jen and Frances are almost done with the lineup. The programming will continue from about 10am till 7:15 pm. Valentina will be involved in a Q&A with David. Frances thanked Valentina as well as Walter and his team. The youth orchestra has a slot for a lunch hour. The whole day, about 30 musicians will be playing fantastic pieces of music. The email being sent out tonight will be a guide to all the different things you can do, including ways to chat, donate, share, and engage with the online audience. George welcomed the Board to provide comments about the Music Marathon from wherever folks are watching.

David mentioned May 1<sup>st</sup>, which will be a self-imposed deadline to decide what to do with the June weeks if the Governor has not imposed one. Shortly after this comes the second deadline, which is May 15<sup>th</sup>, for our July plans. This is the date we want to announce the summer recital series and ideally put on sale our CYO packages for the coming season.

George closed this section by asking for any questions. There were no questions.

#### **Nominating & Governance Committee:**

**George Mahoney**

#### **Recommendation of Committee structure for 2020/21 (reducing from 12 to 9):**

George said the Board meeting schedule next year will be minimized. We are meeting 11 times a year at the moment and we think we can work that down to 9 and maybe one less than that. We are planning on consolidating the August Season Kick-Off meeting and the September meeting, into one in early September. Valentina's schedule works out for that timeline as well. The January meeting will also disappear: the Executive Committee will meet with Valentina that month to make sure all is well, but the full Board will not meet. We will avoid July, as well as August and January. He welcomed questions and moved onto the topic of combining certain committees.

The Committee structure requires Board approval. The proposal is to reduce the committees by 3, moving from 12 committees to 9. This can be accomplished by taking the work of Revenue Development and dividing it into three other committees: Nominating and Governance, Gala & Special Events, and Financial Health. The second combination would be to merge Audience Building and Public Relevancy. There are a lot of overlapping responsibilities and synergy in the current structure. The third committee that goes away will be the Music Director Search Committee.

***George asked for questions and a vote of approval by the board for the new structure. The motion was approved by all.***

#### **Election of members-at-large to Officer Nominating Committee:**

The Officer Nominating Committee this year consists of Richard Smith, George Mahoney, David Fisk, Elizabeth Cabell Jennings, plus two directors at large. Bucci Zeugner and Stu Blain are willing to serve in that capacity on the ONC.

***A motion for their election to this committee was put forward. All were in favor.***

#### **Artistic Excellence Committee:**

**Gary Flowers / Jennifer Arnold**

Gary noted that the Committee met two weeks ago with the musicians' Artistic Advisory Committee and within that meeting we all discussed the new guest conductor policy that the Artistic Advisory Committee and Jen Arnold had drafted, ultimately for this Board's approval. Jen that it was an easy effort and mentioned that the policy underlines the importance of guest conductors and that the recommendation of 3 per season would be a good number, in preference to the previous "1 or 2". Valentina had participated in the conversation too to ensure we had her approval and support for the

new policy. David asked Valentina to weigh in on the importance of guest conductors and especially the number 3. Valentina said it is a very reasonable idea and having guest conductors is healthy for the musicians by giving them new vision for the music, new ways to play, and it's healthy for the organization and the audience. It provides a different impact. It also enables the experience of different approaches to keep musicians on their toes. When considering number of programs and concerts we do, it is reasonable. She also mentioned that when she plans programs, she likes to create a full season approach with goals. Adding guest conductors who can help these goals through the season is a great idea.

Betsy suggested that as the Symphony staff is thinking of marketing and public relations for next season, there is some work to be done with explaining to audiences that having guest conductors is a positive thing. Particularly, with the first year of a new music director, we don't want audiences to misunderstand that if they come to a Masterworks that Valentina is not conducting, they haven't lost out, and it's not a bad thing. Perhaps some audiences don't understand the value and energy that a regular cycle of guest conductors can bring to the Symphony. There is room over the next couple of years to expand on this knowledge to our patrons.

***George advanced the Artistic Committee's motion to approve the new policy. The motion was approved by all.***

#### **IV. Any Other Business**

**George Mahoney**

George said that there is a lot going on, and welcomed questions and concerns to be sent to him or David. He said that it is beneficial to hear different view-points and what is being seen and heard / what you'd like to see accomplished. Consider this as you complete the Board Surveys please.

David made an additional note of thanks to Roger Neathawk and ndp, who will continue to continue with the branding and marketing for Menuhin pro bono. On a sad, but not unexpected note, we will bid farewell to Aimee Halbruner, our Project Director for Menuhin. She is unable to commit the same amount of time in the coming year. David thanked her for her many years of work and the amazing ground work that she laid for us regarding Menuhin. Also, every single one of our 44 competitors are coming to Richmond next year to compete in the competition. This is fantastic news as well as the fact that we can leverage Menuhin throughout our work this coming season. We also have the advantage of knowing these participants from all around the world for over a year and will be able to work that into international collaboration.

Marcia said that she has been reading a lot about arts organizations around the country and what they are facing, and that we can all be proud of the fact that for many years we have been fiscally responsible and created many connections across the community. The staff must be working very hard. As someone who has been involved in this organization for a very long time, Marcia said that we should be very impressed and thankful for what is going on from David's leadership down. We can be hopeful as we move forward from today. George as well as other Board members agreed, and the meeting was adjourned on that positive note.