

Minutes of the December 16, 2020 Meeting of the Arena Theater Board of Directors

1. **Call to Order** – Pratt called the meeting to order at 6:02 p.m.

2. **Roll Call** – Present: Pratt, Beattie, Fernandez, Joakimides, McMurtry, Andersen, Archer, More, Montag, Boyd, Marrinan and Moseley

Absent: Wilkinson

Minutes: Archer

3. **Privilege of the Floor/Correspondence/Suggestion Box** – Boyd reported that Rufus is still hospitalized but he is better and hopes to be discharged soon. Boyd followed up on an earlier email re Pat McFarland's decorative seat offer. They date back to a years-ago renovation of the Theater and she has offered them to us. No one was able to place the seats and McMurtry suggested that she email us a photo of the chairs so that we could better evaluate the offer.

4. **Approval of Minutes of the November 18, 2020 Board Meeting** – Joakimides moved, and Andersen seconded, that the Minutes be adopted. The Minutes were unanimously adopted.

REPORTS:

5. **President's Report** – Pratt reported how pleased she has been with each Board members' participation this past difficult year and wanted to wish each Board member a happy holiday.

6. **Treasurer's Report** – Fernandez reported based on the quarterly report for the last six months. That showed income of \$81,700 over the last 7 months (without PPP is \$62,000), \$32,000 total operating expenses w/o PPP loan, total expenses of almost 45,000 with net operating income of \$36,800 w/o depreciation. The PPP Loan forgiveness application has been approved and our loan has been forgiven. Income in Nov \$11,400, total expenses (w/o PPP loan) was \$6,700 and the monthly net income was \$4,600. The total net income over the last 3 months was \$37,000.

7. Standing Committee Reports

a. **Finance Committee** – Archer reported on the Finance Committee's proposals re Financial Transparency and Protocol for Purchases of Capital Expenditures Over \$500.

Proposal re Financial Transparency:

The Finance Committee is committed to transparency and, to that end, adopts the following procedure for the sharing of the Theater's financial information:

Any questions pertaining to the Theater's finances should be directed to the Treasurer and Bookkeeper for a prompt detailed response.

Draft Monthly Financial Reports should not be shared outside the Finance Committee. They are prepared and submitted to assist the Finance Committee in its duties during that Committee meeting. Because they only cover the preceding month they are a snapshot in time and subject to revision given that the business of the Theater is ongoing. As such, they may not be accurate after the Committee meeting for which they were prepared. The Draft Monthly Financial Reports should not be publicized or distributed outside of the Finance Committee meeting for which they were prepared. Draft Monthly Financial Reports (Profit and Loss and Balance Sheets) are the subject of this Proposal.

Finance Committee meetings are open to all members.

The Bookkeeper will prepare and submit to the Treasurer and Finance Committee Draft Quarterly Financial Reports, due at the first Finance Committee meeting on the month following the close of the Quarter (i.e., 45 days after the close of the Quarter). The Board of Directors has agreed that Draft Quarterly Financial Reports should be provided for review and discussion by Board members at the first Board meeting on the month following the close of the Quarter (i.e., 45 days after the close of the Quarter). The Draft Quarterly Reports are for information purposes to Board members and should not be publicized or distributed outside of the Board meeting for which they were submitted.

Board of Directors meetings are open to all members.

There was a lengthy discussion of this Proposal. It was agreed that some additional changes need to be made and that it would be addressed at the next Finance Committee meeting and, then, at a later Board meeting.

Proposal for Capital Purchases over \$500.00:

The Finance Committee is committed to oversight and control of purchases by the Theater and, to that end, adopts the following procedure:

Before a proposed purchase of \$500 or more can be approved the following must be submitted to the Finance Committee for its review prior to submission to the Board:

1. Detailed description of the need for the proposed purchase; and,
2. Detailed technical and/or price comparison data (at least two price comparisons).

This information is to be presented to the Finance Committee for review, consideration and response (either in-person or by Zoom or email) and recommendation to the Board.

This Proposal will not apply to purchases over \$500.00 in an emergency situation.

The Proposal was discussed at length. The original proposal was amended by addition of the last sentence.

If approved the Procedure(s) will be printed onto separate pages for inclusion in the Manual.

b. Fund Development Committee – Pratt reported that the Fall Fundraising Letter has been mailed. A bit later than we planned on, but still good timing. Pratt suggested that we look at the timing of prior Fundraising Letters and the response that they generate.

Wilkinson has the Quilt Auction site up and running and it will close at 8:00 p.m. (PST) on December 21, 2020. Pratt has put it on the Arena Theater Facebook page and the Pt. Arena Facebook page. Moseley has included it on our website and Marrinan has publicized it on the radio. Wilkinson encouraged all Board members to further publicize further.

Pratt reported that new or renewing members over the \$250.00 level will now get a personal thank you call. This is based on the excellent response that we got on our Lapsed Membership Campaign.

Montag out that there is a form letter that meets the IRS requirements that she will forward to Boyd. Pratt suggested that there were changes in the applicable laws that we would need to comply with to meet the IRS requirements.

Pratt reported that the Committee is investigating ways to publicize names for donations, membership, etc. while still maintaining anonymity for those wishing it.

b. Membership Committee – Joakimides reported that the Lapsed Membership Campaign was a tremendous success. It generated a total of 53 renewed lapsed memberships and/or donations totaling \$6,815. She made the point that a personal outreach worked very well on this campaign.

We just received two large donations (\$500 and \$2,000) which have yet to be recorded. As of mid-November we have 125 members, 161 partners, 14 sponsors, 11 patrons and 2 benefactors. We also have sustaining memberships at the following monthly amounts: 12@\$10/mo. 7@\$20/mo. and 1@\$100/mo. We also have 2 30 for 30 memberships. All together we have 359 memberships at various levels and 569 partners.

Joakimides reminded the Board that the next Annual General Meeting will be in April and that we should begin to consider the possibility that it will be held by Zoom. She reminded that there are three Board members up for re-election in April and that we should begin to look to potential new Board members and reminded us that we want/need to diversify our Board.

c. Programming Committee (includes cinema, live, telecasts, publicity and film club) –

Cinema – Marrinan had nothing to report other than continuing to promote the Theater on the radio and periodically going into the Theater to make sure the projection and equipment are maintained.

Moseley reported that we will have seven Christmas movies on our website for streaming. Interested members can purchase tickets for single movies or for the entire series.

Live – Boyd reported on the Virtual Holiday Talent Show. Many Board members participated along with members of the community and it very well-received. We had fewer attendees so our gross will be less than our earlier Talent Show but it was still a worthwhile project for our community. More reminded that, going forward, we should expand our publicity to Instagram and other platforms. Boyd reminded that the Talent Show is available in its entirety on YouTube. Pratt will put some of the individual clips onto our Facebook page. More suggested that we get permission from any of the talent that would be in those clips. The Board discussed ways to promote these links to reach more members of our community.

Publicity - Moseley reported that she has completed the information to finalize the article announcing the purchase of the front films and that will be in next week's publicity release.

Film Club – Pratt reported that the Finance Committee will be reviewing all of the figures re the costs of the Film Club and that data will inform a conversation about the future of the Film Club and/or some changes to the Film Club. Boyd pointed out that we offer Film Club membership as a part of our annual renewal and suggested that any changes to the Film Club could not be instituted for a year.

d. Facilities Committee - McMurtry reported that the Drive-In screen is stored. Daily checks and some cleaning continue. He recommended a plaque for Chris Campbell's herculean efforts which would be mounted on the railing near the sound board near where he would sit in the future. He also recommended that Jake Stillman be given a Complimentary Membership. The Board approved both recommendations.

e. Personnel Committee – Nothing to report.

OLD BUSINESS

8. Reopening Committee update – Boyd reported that the Committee has been discussing the legal issues that COVID may present. The main item of discussion was developing a survey to members (a draft was circulated by Moseley). We will wait until the County is out of the purple category and in the red category approaching the green category before circulating the survey.

Boyd mentioned that there is a Cinema certification program for COVID re-opening and Moseley is working to clarify that.

Andersen clarified many aspects of the task of re-opening and that the survey and certification are viewed as the most immediate steps. The Committee is still trying to put a final timeline into place and hopes to report back to the Board at our next meeting. It likely will not be a final timeline, more a draft timeline subject to the Stay-Home Order and COVID restrictions. Beattie suggested that the survey not be limited to members but also be available to the general community. Pratt suggested that when we do re-open we should publicize all of the steps that we have taken to re-open safely. The Committee will continue to explore this further.

NEW BUSINESS:

9. Next meeting date and time – January 27, 2021 at 6:00 p.m.

The meeting was adjourned