

**Minutes of the
Board of Directors
Wednesday, September 29, 2021
6:00 pm**

1. **Call to Order** – Beattie called the meeting to order at 6:23 p.m.

2. Roll Call - Present – Beattie, Joakimides, Andersen, Archer, McMurtry, Wilkinson, Sussman, More, Boyd, Marrinan and Moseley. Also attending as guests by Zoom were Molly Morgan, Maria Arana; Erin Kirchener, Roberta Rams and John Thompson

Absent - Crutcher

Minutes - Archer

3. Privilege of the Floor/Correspondence/Suggestion Box - All of the comments from the guests were directed toward the Board’s pending decision regarding a vaccination policy as it related to complying with Mendocino County Health Officer’s September 19, 2021 Order re Notice of Vaccination Policies for Patrons and Workers Where Food and Drink are Provided Indoors.

One guest thought that the fact that Opera had already instituted a vaccination-required policy was a discriminatory policy because it disqualifies a group of people “based upon a pretty disputed situation.” This guest thought that adopting such a policy went against the Theater’s Mission Statement of preserving the Theater as a community resource.

Another guest agreed and felt that a vaccination requirement would be very discriminatory and would “usher in totalitarianism and divide this country and our little small town even worse.”

Two other guests agreed, couldn’t even believe that this was up for discussion and urged the Board to “make the Theater open to everyone.” They pointed out that they had, in the past, supported the Theater financially “a lot” and threatened that they will not do so if a vaccine requirements is passed. One mentioned that she was already not coming to the Theater now because of the masking policy.

Archer noted that the Board had received an email from Ms. Wishner with regard to the vaccine conversation as well.

There was nothing else in either Correspondence or the Suggestion Box.

4. Approval of Minutes from August 25, 2021, Board meeting – Joakimides moved to approve the Minutes, seconded by Beattie. The Minutes were approved unanimously.

REPORTS:

5. President’s Report – Beattie commented that he was pleased that our operations are proceeding as smoothly as they are and commended our staff and volunteers for their dedication and hard work. Joakimides added that she appreciates this Board and even though we have different and strong opinions we all bring something different to the Board and are working together for the Theater’s benefit.

6. Treasurer’s Report – Andersen reported that all Board members should have received the 1st Quarter P&L and Grants List and he would review some of the important entries.

We have spent \$54,878 in Grant funds in the 1st Quarter and, when spent, those funds are logged as income. This includes the CA COVID Grant of \$15,150 and the Community Foundation Operations Grant of \$7,500 were received and spent in this Quarter as well as funds from earlier Grants that were spent in this Quarter.

\$6,538 from the second PPP Loan was spent and that loan has been completely forgiven.

We received a Shuttered Venue Operations Grant of \$91,145 in July, spent \$3,700 in the 1st Quarter and \$14,800 in this Quarter leaving \$52,645 that needs to be spent by December.

Boyd reported that we have been approved for a second SVOG of an additional \$54,000 but we have yet to receive those funds.

Bottom line, earned revenue (excluding Grants, donations and membership dues) was \$32,948, expenses were \$40,199 leaving a net loss of \$8,000 for the 1st Quarter. After adding income from closed Restricted Funds and Grants (\$54,878) to the earned income (\$32,948) and then reducing that for expenses (\$40,199) our net income was \$50,018 for the 1st Quarter.

Our tax returns have been submitted and are being reviewed. We are reviewing Cinema income and there has been a good response to the Opera season opening.

7. Standing Committee Reports -

a. Finance Committee- Archer reported that both the Personnel Committee and the Finance Committee have reviewed the prior policy of relying on volunteers for the ticket booth and concessions stand for Film Club and felt that with the Board's recent decision to change the Film Club policy to charge members \$7.00 that both of those positions should become paid positions.

b. Membership Committee – Joakimides reported that membership is holding steady and we have 322 partners and 505 members. We received \$2,005 in membership dues and \$760 in unrestricted donations. The Committee is working on the Fall and Winter Fundraising Letter for Board review at the October Board meeting with a target of having it out before the holidays. She mentioned a list of topics that might be included in the letter and invited suggestions. She also described the developing brochure for planned giving.

b. Fund Development Committee – Wilkinson reviewed the gift comparison reports by year that Moseley has provided to the Committee has reviewed and commended Boyd for the fundraising timeline that is much more understandable. He is assisting with drafting the Fall Fundraising Letter and the Planned Giving brochure that was redesigned by Moseley. He mentioned several possible upcoming Grants and deciding what expenses can be used for those funds.

Sussman reported that the Science Grant has been submitted and we are awaiting a response.

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

Cinema – Marrinan reported that the film schedule includes the current film, Free Guy, to be followed by Pig, Respect, The Card Counter, Shang-Chi, Many Saints of Newark and Dune. Moseley discussed the Comprehensive Movie Analysis that was recently circulated to the Finance Committee and she and intends to continue to provide such an Analysis going forward to assist Fin Comm's review of Cinema finance and operations.

Live – Boyd reported that there are plans for a show in February 2022. It would be a solo performer, sit-down show and she will provide more details as it gets closer.

Film Club – Boyd reported that Film Club reopened with a showing of Manhattan Shorts last Monday. It was very well attended and almost sold out with approximately 50 in attendance. The regular Film Club schedule begins next Monday with a showing of Casablanca. Joakimides noted that it went smoothly and people seemed to be excited to be back. She believes films are booked through December and the Committee is looking for volunteer ushers.

Publicity and Telecast – Moseley noted that Exhibition on Screen was Sunday at 1 pm followed by a film at 4 pm. There is an hour needed for turnaround between the two events and it would be tight to have a 4 pm showing given our COVID cleaning protocol. She suggested that the matinee could be moved to 7 pm on Saturdays when there is either an Exhibition on Screen or Ballet showing. Joakimides asked whether the staff was comfortable with two events/day and Moseley pointed out that it would be two different groups of staff. Beattie felt that given our new heaters and air scrubbers provided additional cleaning and suggested that a second showing at 7 pm might be practical. Boyd suggested that we might want to try this on one or two occasions to see how it worked out.

Archer asked how well attended the 4 p.m. showing has been and asked whether we should consider doing away with that showing in favor of a 7 pm showing. Moseley reported that the Sunday 4 p.m. showing was our second most attended weekly showing. Beattie reported that the 4 p.m. showing has a core group of 20-35 people. With the days getting shorter the question was raised as to whether people would want to go out on a Sunday night showing. Moseley pointed out that the 4 p.m. showing was the only matinee showing for families. It was agreed that the Committee would continue to review this issue.

d. Facilities Committee – McMurtry reported that the Theater facility is checked daily and is working well. The air scrubbers are working well.

e. Personnel Committee – Archer reported that, other than the discussion of the paid positions for staff at the Film Club reported under the Fin Comm report, there was nothing further to discuss.

OLD BUSINESS

8. Reopening committee update – Boyd reported that the Committee continues to meet regularly, monitors COVID numbers in Mendocino, monitors what other theaters are doing (especially re vaccine policies), most of the Opera season tickets have been sold and it will have a vaccine requirement. The Committee felt that it should not “get ahead” of the CDC or Mendocino County on the issue of a vaccine requirement. There is a fee COVID Test at City Hall every Thursday morning.

9. Discussion and decision regarding requiring vaccinations or negative Covid tests for all theater attendees, staff and volunteers – Archer reminded the Board of the prior discussion of this at our September Board meeting. Since our last meeting the County has announced a color code system that applies to our Theater. He reviewed the differences in the three placards and Andersen shared them on-screen.

The Green Placard states: All employees are vaccinated or tested weekly.

Vaccinated patrons welcome inside.

All must wear masks inside except when actively eating/drinking.

The Yellow Placard states: All employees are vaccinated or tested weekly.

All patrons may be seated inside.

All must wear masks inside except when actively eating/drinking.

The Red Placard states: Employees are not required to vaccinate.

Patrons are not required to vaccinate to eat inside.

All must wear masks inside except when actively eating/drinking.

Archer reported that as of this time we would fall in the Red category. He also noted that both the Opera Club and Film Club have asked the Board to make their showings require proof of vaccinations

to attend. He felt that, while there are some persons who for medical reasons may not be able to be vaccinated, as long as the number of persons that remain unvaccinated for other reasons remains as high as it currently is, we will not achieve herd immunity and will not defeat COVID. For that reason he supported the Board adopting the Green Placard. All of our employees save one are vaccinated and the unvaccinated employee does not object to weekly testing. Fin Comm discussed this issue and agreed that the Theater would pay for this weekly testing if necessary.

Sussman pointed out that if we didn't have this weekly testing we couldn't qualify for either the Green or Yellow Placard. He suggested that we require our unvaccinated employee to test weekly as a condition of continued employment. Archer pointed out that Opera tickets have been sold with the representation that proof of vaccination would be required for entry. Beattie felt that that decision was based on concerns about the sale of season tickets, that an exception was made for Opera at the Committee's request, and that a vaccine requirement should not be necessary for entry into the Theater.

Many of the Board members discussed their personal experiences with testing, false test results etc., and were concerned about what they perceived as the difficulty of enforcing such a requirement. He suggested that we would be backing ourselves into a corner on this with no long-term plan.

McMurtry added that he was concerned about children under age 12 that cannot be vaccinated and worried that we would be excluding them from all events. He felt that Opera was separate because they are more of an "exclusive community" that led to their request for a vaccination requirement. He felt that Film Club was more akin to movies in general.

Andersen added that he does not have a problem requiring employees and staff to be vaccinated or tested weekly, but was not in favor of requiring vaccinations for patrons as it would open a can of worms. He worried that vaccination cards are not fool-proof. Wilkinson agreed with Beattie and Andersen and felt that a vaccine requirement could lead to confrontations.

Sussman pointed out that he felt that there was a majority in favor of vaccinations/testing of employees and that would be in the Yellow category with respect to the public's entry into the Theater. He felt that Opera's request for a vaccination requirement was "another issue." As a scientist he believes that vaccinations and masking work and is insulted when others argue that requiring them is "discrimination" and/or "totalitarianism."

Andersen pointed out that we have followed a strict reopening safety protocol including sanitation, cleaning, masking, ushering and social distancing – all to ensure the safety of our staff and patrons and did not see how a vaccination requirement improves the safety of our patrons. McMurtry agreed.

Moseley asked if the purpose of our employees being required to be vaccinated was for their safety or the public's safety – or both. Beattie pointed out that the placard doesn't need to be placed until November 1 and felt that many people won't even read it. He pointed out how difficult it is to find qualified employees and made the point that he wouldn't want to lose any employees over this issue. Joakimides reminded the Board that our one employee that is not vaccinated does not object to weekly testing in Point Arena. Beattie reminded the Board that there can be a false positive test results which affect more than that individual and if that involved a Theater employee he questioned what the Theater would have to do (e.g., closing, cleaning, etc.). Moseley felt that working in the Theater is much different than working in a position with greater public contact (e.g., market) and questioned why the "burden" was being placed on our staff. She suggested seeking input from our staff. Beattie added that he felt that it was not up to a community theater like ours to require vaccinations as long as we follow our reopening protocol sanitation, limit and socially distance seating, and train our staff.

More added that we should recognize that variants are real and fully-vaccinated people are getting sick. As long as we have a policy that applies to one-half and not the other we are creating “separate but equal” discrimination. She stated that there are scientists that do not agree with the mainstream narrative. She does not believe that our theater needs to lead on this issue. She claimed that because the vaccines are being administered under emergency use authorizations, by law, you cannot force people to take it without informed consent and that we are in direct violation of the United States Constitution as well as the “Nuremberg Code” and, eventually, we’ll be held accountable in a lawsuit which would be harmful to our image. She urged the Board to be “very circumspect” in how we move forward on this issue. She felt that we should not be a leader on this issue. She felt that if we were going to test (our one unvaccinated employee) that we should test everybody, including those already vaccinated. Otherwise, she felt it was “specious” and “doesn’t make any scientific sense” because even vaccinated persons could get and spread a variant. She offered to share her many “documented and footnoted articles.” She analogized this as being a matter of “freedom of choice and our rights as individuals.” She argued that the Constitution upholds individual rights and disagreed with the 1905 legal precedent that upheld a governmental entity’s ability to require vaccinations. She reiterated that if we are going to test (our one unvaccinated employee) then we need to test everyone.

Archer responded that no one is requiring anyone to get vaccinated and that our one, unvaccinated employee, does not object to being tested weekly. More responded that given the variants anyone, regardless of vaccination status, can get sick and/or transmit COVID. Sussman pointed out that the data is clear that vaccinated persons are less likely to get sick and/or transmit the virus.

Joakimides noted that we are a small community theater and we’ve been, and are, incredibly careful. The Opera requested the vaccine requirement or they didn’t want to go forward and we agreed. In doing this we set precedence and that is a concern to her. She wants the Theater to remain a place for our entire community, to be open to all – including young children. She feels that the County Health Officer was being “tricky” in requiring placement of these placards. She does not see the Red Placard as being a terrible problem. She mentioned that Steve McLaughlin had changed his position on this and, when questioned, clarified that he’d originally seemed satisfied with our reopening protocol but, one week later, had changed to support proof of vaccination for entry into the Theater. Archer asked whether that wasn’t because they had polled the Film Club membership and Joakimides responded that she understood that he’d only spoken with several people on the Film Club Committee. She also noted what she felt was the “reward” and “punishment” aspect of a vaccine requirement.

Archer responded that his position had nothing to do with reward or punishment, but is based on epidemiology and science and preventing further disease. He reminded the Board that the issue before it was a decision as to the choice of placard necessary to comply with the County Health Officer’s Order. Beattie responded that we might not have to place any placards “if the Order is rescinded.”

Moseley raised the question of whether the Order actually applied to our theater and was reminded that the Mendocino County Health Officer’s Order applies to “theaters” and places where food and drink are consumed indoors. Andersen felt that the likelihood of transmission within our Theater is less than in a restaurant and questioned why the Order would apply to us (even though he agreed that it did). Joakimides added that some people that attended events at the Theater told her that they are no longer eating during films because they are frightened.

Archer pointed out that if the Board deferred the decision on this issue until the October 27 meeting there would not be enough time to publicize it before the placards have to go up. Beattie called for a Motion and Andersen moved that all employees of the Theater have to be vaccinated or tested weekly and that nothing further would be required from the public at this time (Yellow Placard).

Sussman seconded the Motion. More said that the staff should have input on this since it affects them as well. She argued that vaccinated staff should have a say as to whether anyone else needs to be vaccinated or tested. She complained that even though she recently won an award as Mendocino County Arts Educator of the Year, she is not going to be allowed into the schools to teach because she refuses to be tested on a bi-weekly basis. She reiterated her position that it is wrong to require testing of only a portion of the population and that it was “totally discriminatory.”

Boyd, Marrinan, Moseley and Joakimides added that they are comfortable with the current status quo.

Sussman called for a vote on Andersen’s Motion for the Yellow Placard and its requirements. The question was raised as to whether the vaccination or weekly testing requirement should also apply to volunteers. Wilkinson noted that because of our reopening protocol we should extend this to include our volunteers.

Andersen again moved to adopt the Yellow Placard, seconded by Wilkinson. The Board voted 4 votes for and 4 votes against. Beattie moved to adopt the Red Placard, not to be placed before November 1, seconded by More. The Board voted 4 votes for and 4 votes against. Archer suggested that we either place this as an Agenda item for the October meeting or that we hold the vote by email so that Crutcher can participate. More preferred to have the issue reconsidered at our October meeting rather than by email. It was agreed that this would be tabled and reconsidered at our October meeting.

10. Brainstorm reasonable expenses for SVOG funds to increase future profitability – Boyd reminded the Board of this continuing issue. Some ideas include planned giving, and she invited other suggestions. Boyd raised the idea of a weekend film festival and invited suggestions and participation from Board members. It was agreed to continue this issue to next month’s meeting.

NEW BUSINESS:

11. Rental request – Boyd reported that we have received a rental request for dance lessons and/or acting classes for children. She suggested that staff would provide any additional cleaning and our rental rate should be raised to reflect that. She solicited thoughts from the Board before following it up. McMurtry supported this proposal. Boyd suggested that we could calendar this for a day when we are not having any showings in the theater. Andersen suggested that we need more information as to dates, times, etc. and what precautions will the renter be using (e.g., masks). Archer suggested that we contact our liability insurance carrier as to whether we need liability waivers. Boyd responded that we already have a liability waiver that we use for rentals, modified for COVID.

12. Discussion and approval of Drug-Free Workplace Policy – Archer pointed out that the SVOG Grant for the \$91,000 that we’ve already received, and the second grant of \$54,000 that we are anticipating receipt of, have a requirement that the Theater have a written Drug-Free Work Place Policy. The draft policy that was circulated is based on the requirements in the Grant documents. It speaks to “illegal drugs” and the staff did not object to this at the recent Staff meeting. More questioned whether this was just putting yet another level of control into our community theater and whether drug testing would be required. Archer clarified that the proposed Policy would prohibit “the unlawful manufacture, distribution, dispensing, possession or use of a controlled substance while on the theater premises.” The proposed Policy was revised to exclude responsibility for the parking lot since it is not our premises. Archer moved that the revised proposed Drug-Free Work Place Policy be approved, McMurtry seconded the motion. More abstained because she couldn’t understand what a controlled substance was for purposes of the Policy. The revised proposed Drug-Free Work Place Policy was approved.

13. Sexual harassment prevention training – Boyd reminded the Board that we are required to have all employees and Board members go through this every two years. She will sending emails out to new Board members to get them trained on-line.

14. Next meeting date and time – Beattie thanked the Board and members that have attended this meeting for their contributions and set the next meeting to be held October 27, 2021 at 6 p.m. With that the meeting was adjourned at 8:15 p.m.