

11.14.2022 Board Meeting

ABSENT: Adam Petersen, Brian Cote, Kate Dippold

John called meeting to order at 5:33.

Shelly called attendance.

Rick Kinney to attend meeting at 5:45.

John handed out a packet. It had a Code of Conduct, Conflict of Interest, Financials, Minutes, 990. Please complete the 990 and return to Sarah. Return the Code of Conduct and Conflict of Interest forms to Shelly.

Rick Kinney attended for the final Interview @ 5:43P. Rick thanked the Board and said he was excited about the possibility of leading the festival under the Board's direction.

What will you do In your first 30 days? Clean the bathroom. He would like to meet with Board Members individually and send out a questionnaire. Wants to get to know us and facilitate good relationships. After cleaning up the facility, he would call Jeff Haddock and find out how things are going with the Headwaters Alliance. He had indicated there were changes coming which will have a huge impact on where the festival is going. Contact as many people as possible to make sure the festival is a success. Read through the bylaws and how the Board operates. Look at 1099 and budget. Look at the volunteer list - make sure they're still on board. Start discussing the hiring process for the other two positions. Wrap his head/arms around everything.

When do you know that it's time to ask for help? Way before he feels overwhelmed and when he knows we have the resources. He loves the active Board and how we all pitch in. He thinks everyone on this board is working. If he doesn't have the help here, he'll find it.

Where do you get your energy for your job? He has a passion for entertainment, live events, community involvement. He likes seeing things created out of nothing. This amazing festival is created from several events within. He likes a sense of accomplishment. He also takes care of himself - hydrate and sleep.

What would you add/subtract/divide/multiply about TRF? Add:

In the first year he would add some organization. No new events - it's in 8 months. Add some energy and excitement - especially from a volunteer perspective. Add some perspective with the outside experience he has. Communication and methodology to do so.

Subtract: Drama from the organization as a whole. This was due to lack of communication. Everyone wanted the same thing, but didn't know how to get there.

Multiply: Revenue and Marketing. This Is a 53 year old festival and has an amazing foundation. We have to pick it up. Add some Marketing and excitement to what we already have. In future years - present ideas for driving revenue and driving new opportunities.

Divide: Doesn't know about operations to answer that. He'd like to find out where the duties fall for the different committees. Does anyone feel overwhelmed?

Revenue - Earned or Sponsorship? Earned Revenue Is relevant to the spending habits. He'd like to add to that, but

doesn't want to make promises. Keep Increase at JFA and Midway. Contact the Midway company asap and see what we need to do to make it better. From a revenue - cautious not to add a ton this year.

There's still a perceived notion that after 7P TRF Isn't safe for families - how do you turn that around?

Marketing. Talking about safe, family fun. Increased security - more police officers and contract personnel. New methodologies to prevent weapons from entering. More drones. How well are areas lit up? How much physical lighting is there? Work with John or whoever to make sure all of our t's are crossed and I's dotted. Has experience with security and keeping thousands of people safe.

What is your management style? How do you boost morale?

Participation. It helps If you know what your employees are doing. Communication. Having weekly meetings with your full time staff and one-on-ones every two weeks. There's always an open forum - best/worst parts. What you like/don't. How can he improve? How do you function better? What are you lacking? Don't leave things unsaid. Make employees feel they have equity. Build morale by giving people equity in what they're doing. Make them feel empowered. Facing problems as they arise. Don't let things fester. Discuss the issues.

We're volunteer driven - over the last several years, there's been issues getting them and getting things done what would you do? Rewards program. Discounted tickets - TRF and other venues. Friends at Embassy, Clyde, Brass Rail. Incentives to make them want to come and volunteer. There's other ancillary revenues for those partners. Better form/ways of communication - early and clearly defined roles. How are we communicating. Incentives. Equity. The Volunteer day was cool.

There are two areas that make up 80-90% of our revenue. JFA and Midway - they're weather driven. What's your opinion?

It's a problem. We need to diversify - If we want to protect our purse, we need to come up with things that aren't weather related. We cannot afford to take that kind of hit. We need to look at partnering with organizations that own venues that are indoor that we can make part of TRF. Backup plans.

Do you think we're going to have a lot of difficulty with the change in control of Headwater Park from the alliance to the Park Board? Rick heard that they may have decided to extend the relationship. Communicate with the City & pertinent people at the Parks Dept. 2023 will remain the same. Year's after will be with the City. Status Quo for 2023 as far as cost, etc. All about communicating.

The Board of Directors assigns Committee Chairs & Events. This Board is a working Board. There's some discussion of moving to an Advisory Board. What's your opinion the current way we doing things? He thinks an Advisory Board will work better. He wasn't close to the past way things went. Questioned whether Chairs were Board Members? This is similar from the change from ED to DOR. The DOR reports to the Board. The Board is advising the DOR to implement the vision of the Board. The Board assists with organizing committees in the past. Moving forward it would be the DOR and Staff of doing it all and just doing the vision of the Board. Rick aid just roll with the punches. Either is fine. IF he gets the job, changes and challenges aren't a problem.

Going off of budget - pretend you were heavily involved in entertainment. How do you react to a small budget? You have to find a way to be creative. He'd talked to contact he has in the Industry. He'll utilize what he knows to try and

keep things status quo or higher. It would be a massive challenge, but he'd make it work.

What would you like the budget to be? \$200K - starting. That would reach a lot of demographics. That would get some big name acts throughout the week with some small local openers. You could easily spend \$200K just at Headwaters. He also has ideas for some other venues.

Is there an area of bands we've missed that we should be doing? I think so. I was somewhat involved. He brought some Jazz. Need more jazz. Get the right Artist and promote outside of FW. Not a huge drinking crowd. We've done Classic Rock. He'd like to look at more diversity and culture that exists down at International Village. There's a festival in Bloomington that is a huge International Festival. We should be doing some of that. Welcome Burmese people to International Village. What groups haven't we brought in and offered something to? Look at a five year history.

Have we priced ourselves to low? No. Part of the mission of TRF is family friendly and doing things for the community. If tickets are too expensive, it's not balanced.

When you think of TRF and you have music festivals - do you think that's the way we go or not? For \$200K when we're land locked and we have a venue that doesn't fill. To put more money in entertainment? I'd put Middle Waves with TRF. We need to combine with other Festivals and work together to all become successful. Look at partnering with people who are already doing it. Benefit from each other's hard work. Take some entertainment duties from us. Increasing capacity will only happen if we increase our reach. Whether it's ticket sales or people we've missed... extend our reach. He's open from anything - he comes from entertainment, but has been around all forms of live events and logistics. He's excited about the festival period. Doesn't necessarily need music. Music isn't really the real driver.

Marketing Ideas: Bringing in a Marketing Dept or Director of Marketing. Feels we're missing partnerships. We allow other organizations to partner for us. Bringing in a younger demographic with someone like Middle Waves. Partnering with every radio station in Fort Wayne. Every television channel. Really looking at far out are we going.

Are we hitting Dayton, Lima, etc. He thinks budget should be \$125K at least.

What would you do to bring in new sponsorships? That's the BD job. He'd work with them to bring in new sponsors. He discussed bonus and salary issues in prior interviews. He'd like to leverage relationships for the Festival. And local relationships and get a bonus for those. Wealthy Business Owners.

How do you balance the high level responsibilities with the need to get your hands dirty? Director of Opps would oversee Quickbooks. He'd understand what their capacity would be. He'd help them manage their duties and time. He lives 15 minutes away. He's not afraid to put in extra hours. Take care of yourself mentally, emotionally, and spiritually. Looking at the volunteer capacity and everything else - there's the capacity to bring in people who want to work. He wants to find excited people who are willing to volunteer.

The Board is your employer - how do we set you up for success? Communicate. If you don't like or think something can be better, let him know. Give him your best way of communicating. Get him info quickly. Be vulnerable and understand it's a massive festival. Things will fail, things will happen, we're all imperfect. Give each other grace. Allow him to be creative after year 1.

Contract BD? He would like it to be Brooke because he knows her abilities and track record. Otherwise he'd need to look at the candidate.

We're already in the hole - how do you prioritize your time? What's the timeline? It's up to him. We'll turn over the applications. As long as their accountability in place, a contract position could work well. He's hoping there would be a lot of Marketing in place. He'd like to see where the money came from last year.

He can help with BD, but would want to be compensated fairly. He wants to find that person ASAP. He would want the new person to develop their own packages, etc. Get someone in place ASAP.

We're a one and done group. Do you see opportunities of us becoming another event? Possibly multiple times vs. just once? He's open to a possibility. Make the current 9 days the most awesome they can be. Not to say we couldn't do

something, but, he wouldn't push for it immediately. Improve what we have. Not pushing against it if the Board really wanted it and there was revenue potential. Doesn't think it's the best idea.

Questions for us? Do they follow Roberts Rule of Order. Shelly records them and gives them to John. Then they're approved. The Exec Committee is the President, VP of Admin, VP of Programming, Secretary and Treasurer. Historically the Exec Committee meets monthly. Bylaws state quarterly. We invite Ops Dir. He would like to understand how it all comes together. He appreciates the time & consideration.

Rick left at 6:41.

Rick is the only candidate the committee is presenting for the Ops position. The other three candidates (two on the second). Cayli did not have this level of experience. Rick has the experience and vision. His plan is to be in this role for 1-2 years and grow the festival to a point where he can be the ED. We made it clear that this is operations... down to the nitty gritty. Rick will hopefully keep us apprised. He said he can start tomorrow.

Nate questioned onboarding. Brian, John, & Jerry will be in charge of it. Nate & Shelly suggested Brian be point of contact. John's plan is to be here the whole first week. Jerry has worked with every director and been on every hiring committee. This is the one person who he got excited about leading this. We've had some good ones and really bad ones. He thinks Rick understands the industry and has far more experience than most.

Jerry motioned to hire Rick. Adam Ehle seconded. No one was opposed.

John stated he'd be pay \$60K. Health Insurance at half. Reimburse Cell Phones. Bonus would be discussed at year end. To give everyone 50% of health insurance. \$586.11 per employee per month is what it costs.

Shelly motioned to pay 100% of benefits for all employees. Jerry seconded. All in favor. No one opposed.

Minutes: Jerry moved to approve as submitted. Adam Ehle seconded. No discussion. All approved. No one opposed.

Officer's Report:

VP of Programming: Passed out report.

VP of Admin: Not present.

Secretary: Minutes were handed out.

Treasurer: First page was Oct. Fiscal year starts Oct 1. Balance Sheet is on side 2. \$300K in the bank. No title sponsor for next year as of yet. Finance Committee has been working weekly. Laborious job to get through numbers. She'll meet with Adam P. & Committee Chairs to fully understand where they're at with their needs. Working and G&A with John. Not a whole lot going on. Normally It would be done, but there's no staff. She wants to get Rick Involved.

Sign and fill out the 990 for Sarah. She needs the one that reads Baden - three pages.

Year end financials still aren't ready. Again, no staff.

President: Doing a lot of A/R - got another check today. Trying to tidy up things. Got a check from Wane and Helicopter.

Looking at a quote for the doors and phone. The current \$25K phone system we've had for five years is outdated. New system will be \$25/mo with 'free' phones we lease. Going to propose it to Rick.

Looking at a new Financial System. Meeting with Vendors. We did switch to a new CRM program. Justin bought Zoho and never used it. Constant Contact, Init Live and Zoho were expensive. Eventeny is the system ISFA recommend. John bought it. It will digitally send out contracts and offer digital signatures. Cloud based. Can also see where committees are at for volunteers, etc. Create programs that can track deliverables. Overall system cost \$2800. John got it for 1/2 off year one. \$1300, \$2500, \$2400, etc. Formsite too. Saving money with a lot more features. John will work with Committee Chairs to show them how the program/application will look.

The building is under new management. We were paying \$1409. In the contract it calls for taxes and CAM fees. We've never paid it b/c we were not charged. The new Company wants it. Our rent is \$2880 now. Brian going to re-negotiate. We're paying top dollar for this office. We may extend the rental agreement and see if they'll help pay for improvements.

City emailed John that they've confirmed our application and locked in our dates for 2023. There's a questionnaire and a rental contract. More checks and balances.

Daryn & Mike did a walk through. There's a lot of TRF stuff that's in there. Need to sit down with the Parks Dept to see where our stuff is going to go. First thing Parks Dept wants is a list of what actually belongs to TRF. John brought up working with other Festivals to share expenses. Internet was his example. Maybe we pay and they reimburse us.

Clyde wants the Board to know they want to help us and the new ops person on booking events, etc.

Waiting on a proposal from Fort Yay for BD.

Justin left the Board for ISFFA - John went down there this past weekend and he was voted onto the Board. Justin proposed that we do the program guide. State Wide 500K publication that goes to rest stops, City Convention Bureau, etc. They reserved the cover for our 60th Year. Every time someone is on the cover, they have a record year. They've only let one organization have it twice. They want \$15K. We get the cover and get on their vehicle. They go to 116 Festivals. The cover will be taken throughout the State. John wants to do it. Shelly wants to review it with the Marketing Committee. To be discussed later. Visit Fort Wayne to be asked to cover part of it.

Card passed out for Kate & her baby.

Old Business: None.

New Business: Jerry mentioned the scholarship competition was held Nov 5th at Trine. Sarah attended. Adam was head of back state. Nate & John were judges. Eva & Jerry asked Adam to join as being part of the group that puts it on. Two excellent girls won. One is from South Whitley. Jerry has judged her in the past. She'll be great. She contacted Jerry last Friday to see if they'll be doing anything with Headwaters Opening. She's excited about being here for Night of Lights.

Ms. Collegiate North was chosen to. The group that runs Ms. Fort Wayne may work with them to attend more events and promote their festival.

John thanked Sarah for attending.

Nate made a motion to adjourn the meeting at 7:22. It was Ignored.

Nate made a motion to adjourn again at 7:25. Adam Ehle seconded.