

A. H. Spotlighters Theatre
Board Meeting
November 13, 2006
7 St. Paul Street, 19th Fl., 21202
Minutes

The meeting was called to order. It was the theater's Annual Meeting. Present at the meeting were Bob Russell, Fuzz Roark, Michael Tan, Roy Hammond, Sherrionne Brown, Susan Luchey, Ron Israel, Michael Sullivan, and Jonathan Claiborne. Also present was prospective board member Chris Kosmides.

The Minutes from the previous meeting of 9/11/06 were reviewed and approved as written.

Old Business was discussed. Jonathan gave a report on his attempts to contact the owner of the parking lot at Read and Charles Streets about the possibility of having a joint project providing a discount to Spots' patrons in return for advertising in the theater's written materials. The email address Jonathan had for the manager of the lot no longer works, and he will try again to locate the manager to discuss the proposal. Fuzz reported that the PMI garage located south of Center Stage is not interested in any sort of discount package with Spotlighters.

The board continued its discussion of having a strategic planning meeting with all board members. Susan is going to chair this meeting. It is hoped that such a meeting will occur within the next 3-4 months. The primary goal is to begin doing more long term planning and focus on the long term mission of the theater.

Michael Tan then presented the report and recommendation of the bylaws review committee (Michael Tan, Jonathan Claiborne, and Susan Luchey). Each recommended amendment was reviewed and discussed. A motion was made to accept all recommended amendments. The motion carried and the bylaws were amended as shown in the "red-lined" version of the bylaws which was distributed to each board member at the meeting.

There was some discussion about having an internal and external audit of the theater's financial books and records. It is anticipated that Jonathan will coordinate with CJ, who was elected as the new treasurer will coordinate the internal audit and review process. Michael Sullivan will contact a CPA to see if he will volunteer his time to perform a more formal external audit. It is anticipated that parties from whom the theater seeks grants will require such procedures at some point.

Jonathan then presented the treasurer's report. The current checking account balance was approximately \$8,500, but there is a current balance on the credit card account of approximately \$7,000. We will investigate whether we should consider transferring our balance in order to avoid finance charges. Our current finance rate is good, but the transfer might provide us with no interest on our balance. In income statement for 2005-06 was presented. There was a net income for the year of \$13,607. Fuzz presented the ticket sales results of "Angels in America." It had been hoped that the sales would be above average due to the popularity of the play, but sales were about average for one of our plays.

Jonathan then presented the budget for 2006-07. The budget was reviewed and various items in the budget were questioned and discussed. A motion was made to accept the budget as drafted, and the motion passed.

Committee reports were made. Sherrionne and Roy are looking at possible design changes to the Green Room and other backstage areas. Fuzz reported that we are seeking a grant from the Baker Foundation to cover the expenses for the redesign and construction including the cost of going "dark" for 2-3 weeks to have time to complete the construction.

It was reported that the 2006-07 schedule was being modified so that "Angels in America, Part II" is switching spots with "Fat Pig" to accommodate a scheduling conflict with some members of the cast of "Angels."

Fuzz reported that we may not have to return any funds from the Free Fall grant. There had been a question raised due to the cancellation of "Ben," a presentation of which had been a part of the grant. It was reported that we have sold over \$4,000 in subscription packages for the year. This is a significant increase over approximately \$2,600 last year. We will be sending out a mailing to all past donors before the end of the year. And we will send out a general mailing to everyone on our mailing list. Both mailings are to solicit donations before the end of the year. Michael Sullivan pointed out that now is a good time for everyone on the board to make a donation to Spots so that we can present that information (that we have 100% participation, regardless of the amount from each board member) when we apply for grants.

There was a discussion about the failing condition of the soda machine. The compressor appears to be failing. Fuzz reported on the cost of repairing the unit as opposed to having a new unit provided by one of the soda companies. The advantages of obtaining a new unit from the company are that they will maintain it and take away the old unit. The disadvantages are that we will be required to purchase sodas from that company at a higher price than available from the store and we will be limited to that company's flavors. After some

additional discussion, it was decided to proceed with obtaining a machine from one of the companies so that we could avoid nursing the older unit.

Michael Tan then presented the report of the Nominating Committee (Michael Tan, Michael Sullivan, and Sherrionne Brown). The Committee recommended the following new board members: Chris Kosmides and Michelle Dunkle; and recommended the following members to remain on the board: Sherrionne Brown, Jonathan Claiborne, CJ Crowe, Roy Hammond, Charles Henry, Ronald Israel, Susan Luchey, James Roark, Robert Russell, Michael Sullivan, and Michael Tan. A motion was passed to admit both Chris and Michelle as new board members and to renew the terms of the other members. In order to have members serve staggered terms of 2 years, some of the members were elected to one-year terms at this point. They are Sherrionne Brown, Jonathan Claiborne, Roy Hammond, Charles Henry, Ron Israel, and James Roark. The motion was passed.

The Committee then recommended a slate of officers. They were: President – Susan Luchey; Vice-president – Michael Tan; Secretary – Michael Sullivan; Treasurer – CJ Crowe; and President Emeritus – Robert Russell. There was some discussion about the amount of time Susan would be available over the next several months. It also was noted that the terms of these officers will be somewhat short because of the timing of our Annual meeting this year. The current terms for officers will end at the next annual meeting in May, 2007.

After discussion, the Committee amended its recommendation to the following: President – Michael Sullivan; Vice-president – Michael Tan; Secretary – Jonathan Claiborne; Treasurer – CJ Crowe; President Emeritus – Robert Russell. A motion was made to accept this slate of officers. The motion carried and the new officers were elected.

The next meeting of the Board is on January 8, 2007. It will be at the offices of Whiteford, Taylor & Preston, 7 St. Paul Street, **19th floor**, Baltimore, MD 21202, at 6:30 p.m.

The meeting was adjourned.

Respectfully submitted,

Jonathan Claiborne, Secretary