

**SOUTHEASTERN THEATRE CONFERENCE, INC.**  
**Board of Directors & Executive Committee Meeting**  
The Galt House – McCreary Room  
Louisville, Kentucky  
March 6, 2013

**Executive Committee Members present:** President Jack Benjamin, Programming VP Steve Bayless, Administrative VP Dawn Larsen, Secretary Lynn Nelson, Treasurer Duke Guthrie, Past President Chip Egan, States Representative Mike Hudson, and Divisions Representative Bill Murray.

**Board Members present:** Theatre for Youth Division Chair Amie Kisling, College and University Chair Karen Brewster, Professional Theatre Division Chair Dewey Scott-Wiley, Alabama State Rep N.D. Seibel, Florida State Rep Donna White, Kentucky State Rep Dana Hope, Mississippi State Rep Joe Frost, North Carolina State Rep Andrew Gall, South Carolina State Rep Harry Culpepper, West Virginia State Rep substitute Dennis Wemm.

**Also in attendance:** Executive Director Betsey Baun, Finance Committee Chair David Wohl, Bylaws Committee Chair David Thompson, Adanma Barton, Patricia Crotty, John Friedenber, Pat Gagliano, Tiza Garland, Denise Halbach, Rory Ledbetter, Vivian Majkowski, Mike Murphy, Chris Rich, Melissa Schaeffer, Sam Sparks, John Spiegel, and Brent Wallace.

- Meeting called to order at 12:30
- Announcement of taping and roll call
- Appointment of parliamentarian

John Spiegel “passed the hat” for donations to the Endowment Fund. Encouraged everyone to donate at least \$1 so that we could have 100% participation by the board.

**EXECUTIVE DIRECTOR REPORT**

- Betsey reported that overall, numbers for this convention are very, very good. She encouraged all board members to attend the closing banquet
- Betsey presented the draft of the budget. She noted that Endowment line item was up because of two significant contributions:
  - Lifetime membership for David Thompson contributed by Denise Halbach
  - Contribution of \$16,000 by John Spiegel for establishing the Tom Behm Scholarship in the Theatre for Youth division (\$1000 to be awarded annually)

## **ACTION ITEMS**

Chip Egan

- Motion to approve changes to personnel committee manual. Approved

Dawn Larsen

- Motion to change Bylaws manual to add revised Rule 1.6 clarifying Board of Director meeting dates. Approved
- Motion to add a sentence to the Denise Halbach Scholarship Manual, adding the sentence “The Committee will notify the SETC Executive Director of the recipient’s name and contact information no later than February 1 of the calendar year in which the award is announced.” Approved
- Presented proposed budget from FinCom. Noted that many of the scholarship awards moved from operating budget to endowment budget. Seconded from committee – approved.
- Motion to revise Secondary Scholarship manual and move deadlines and move recognition to year after award. Approved
- Discussed a change to the Endowment Committee manual, establishing the Tom Behm award and adding the non-discrimination statement. Rule change needs to be voted on by whole board. Delayed vote until next board meeting.

## **ITEMS FOR DISCUSSION**

Steve Bayless

- Encouraged all board members to complete evaluations on workshops since feedback is important. Encouraged all to attend keynotes, especially Norm Lewis and Ken Ludwig. Reminded that all board members will be recognized at the keynotes.

Jack Benjamin

- Led discussion of re-visioning document.
- David Thompson said that part of the by-laws charge will be to compare all to Florida state law (under which SETC is incorporated) to make sure all changes are legal. Legally must have two officers – President or Chair and Secretary. Suggested separating secretary and VP of Administration position. Group agreed.
- John Spiegel suggested moving the Sara Spencer Award to Finance. Expressed concern about Member at Large. Discussion clarifying/defining what represented students. Florida state law

requires that a board member on a 501c3 be at least 18. Discussed concept of at-large member not being limited to a “student voice.” General consensus was to keep at-large member, but not limit the position to a student. This puts incredible responsibility on NomCom. We do need to review and possibly reconfigure that committee. Discussed terms/rotations for NomCom members – perhaps 2-year rolling. Also discussed terms of officers.

- David Thompson wanted to clarify whether it was intentional for state reps and division reps to be elected by the board. Jack clarified that the states and divisions would recommend their choice of a rep to sit on ExCom to NomCom.
- John Spiegel discussed separating endowment and development.
- David Thompson wanted to clarify role of VP of Services. Betsey said that the position is responsible for oversight and that Central Office staff would also assist. Steve Bayless stated that he and Quiana Clark-Roland were re-writing manual to reflect what is currently being done.
- David Thompson also expressed concern that finding VP of Finance would be difficult since it is a tremendously difficult job requiring specialized skills/experience.
- Jack Benjamin charged the Bylaws Committee to work with him to review the Articles, Bylaws and rules to recommend the necessary changes to support the document and report back to board in September.

Dawn Larsen

- Stated that the board needs to define who puts what into the Bylaws Committee manual. It needs to be helpful, not a burden.

Mike Hudson

- Requested that Jack Benjamin look into offsetting board members’ expenses in attending meetings. Betsey Baun said that it would be doable if SETC raised prices. All agreed to look at reimbursing expenses for fall and spring meetings. FinCom was charged with evaluating. He also suggested that state reps visit state conferences when ExCom could not attend.

Chip Egan

- Thanked Betsey Baun and Personnel Committee for assistance in rewriting the Personnel Policy manual in September.

John Spiegel

- Announced that \$187.13 was raised for endowment.

Adjourned at 2:45 – reconvene at 3:15

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## Executive Committee Meeting

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Louisville, Kentucky

March 6, 2013

**Executive Committee Members present:** President Jack Benjamin, Programming VP Steve Bayless, Administrative VP Dawn Larsen, Secretary Lynn Nelson, Treasurer Duke Guthrie, Past President Chip Egan, States Representative Mike Hudson, and Divisions Representative Bill Murray.

- Called to order at 3:20
- Announcement of taping and roll call
- Appointment of parliamentarian

September 2012 Board minutes were approved.

### **ACTION ITEMS**

Dawn Larsen

- Entertained a motion to change Bylaws manual to add revised Rule 1.6 clarifying Board of Director meeting dates. Approved
- Entertained a motion to add a sentence to the Denise Halbach Scholarship Manual, adding the sentence “The Committee will notify the SETC Executive Director of the recipient’s name and contact information no later than February 1 of the calendar year in which the award is announced.” Approved
- Presented proposed budget from FinCom. Noted that many of the scholarship awards moved from operating budget to endowment budget. Seconded from committee – approved.
- Entertained a motion to revise Secondary Scholarship manual and move deadlines and move recognition to year after award. Approved
- Entertained a motion to revise Personnel Committee manual. Approved
- Discussed a change to the Endowment Committee manual, establishing the Tom Boehm award and adding the non-discrimination statement. Rule change needs to be voted on by whole board. Delayed vote until next board meeting.

## ITEMS FOR DISCUSSION

Jack Benjamin

- Thanked all who have been involved in the strategic planning process in the last 10 years and those in the past year.
- Reminded everyone to attend all the keynote addresses and the Business Meeting on Saturday.
- Invited all to president's reception
- Reminded all to thank those wearing purple name tags
- Asked everyone to take a moment to remember those we've lost this year:  
Darrell Frank                      Chris Hardin  
KC Cooper                              Bob Ankrom

Mike Hudson

- Reminded all that we need volunteers from state reps to "man" the silent auction

Betsey Baun

- Announced that SETC would be hosting the new ED forum and state ED forum for the first time this year

Mike Hudson was reelected as ExCom rep for the State reps

Bill Murray was reelected as ExCom rep for the Division reps

Meeting adjourned at 3:45