

**Executive Committee Meeting**  
**Saturday, September 8, 2012**  
**SOUTHEASTERN THEATRE CONFERENCE, INC.**  
**Grand Ballroom A, Hilton Atlanta Airport Hotel**  
**Atlanta, GA**  
**Minutes**

**ExCom Members in attendance:** President, Jack Benjamin; Programming VP, Steve Bayless; Administrative VP, Dawn Larsen; Treasurer, Duke Guthrie; State Representative Rep, Michael Hudson; Division Rep, Bill Murray; Past President, Chip Egan

**Also in Attendance:** Executive Director, Betsey Baun; Scribe, Rebecca Beasley

- Meeting called to order at 10:44
- Roll Call
- Chip Egan appointed Parliamentarian
- Darren Michael gave a moving remembrance of Chris Hardin
- Approval of May 2012 Executive Committee minutes (Bill Murray/Steve Bayless)
- Jack Benjamin introduced and welcomed Esthere Strom as the new Exhibits Chair
- Jack Benjamin discussed committee appointments and ExCom representatives to state festivals
- Jack Benjamin called on Nominations Committee chair Alan Litsey to distribute ballots for ExCom, Susan Davis Award, and Nominations Committee members

**Action Items**

Programming Vice President – None

Administrative Vice President-

- Proposal for changes to Ballew Manual. Changes discussed in Advisory Committee and approved unanimously.
- **Bylaw Changes**
  - Proposal for revision to Rule I.6 – Identify additional meeting times for ExCom (in addition to the Spring meeting in March and Fall meeting in September) as normally being the weekend immediately following the first Sunday in January and the weekend immediately following the third Sunday in May. Passed unanimously. (Duke Guthrie/Chip Egan)
  - Proposal for addition of Rule II.26 establishing Stage Management Committee as a standing committee. Passed unanimously.
  - Proposal for revision to duties of Treasurer. Passed unanimously.
  - Proposal for revision to College and University manual. Passed unanimously.
  - Proposal for revision to Long Range Planning Committee manual. Passed unanimously.
  - Proposal for revision to Southern Theatre manual. Passed unanimously.
- Finance Committee Chair proposal to recommend approval of annual audit. Passed unanimously.
- Finance Committee Chair recommended offsetting transfer of \$38,000 from reserves to cover budget shortfall by increasing late registration fees. It was discussed but not approved.

- Finance Committee Chair proposed amendment to the budget. Additional one time \$2000 expense for redesigning SETC News. Passed unanimously. Approval of the additional \$2000 expense brings transfer amount to \$40,000.
- Proposal from Scholarships and Awards Committee to charge Central Office to research and seek appropriate legal counsel with estate planning experience to review scholarships and endowment in order to affirm SETC's interpretation of the deeds of gift with the possibility of change. Passed unanimously.

Secretary – None

States Representative – None

Division Representative – None

Treasurer – None

Past President – Chip Egan solicited conversation from Board members to consider awarding lifetime membership to winners of the Susan Davis Award. This was offered for discussion only at this time because this would require a rule change.

### **Items for Discussion**

President – Jack Benjamin opened the floor for discussion about the revisioning document. ExCom will take input from this meeting and state meetings in the coming months and will work on continued revisions to the document at the ExCom meeting in January. Issues discussed include:

- Elimination of Advisory Committee – concern that this will not streamline matters
- Concern that the proposed restructuring will not streamline and simplify, but will complicate
- Discussion and questions concerning State Reps and structure
- Concern that the document goes in too many directions – board restructuring is different from relationships of officers
- Concern about clarification of appropriate roles of Treasurer and Finance Committee Chair in a non-profit organization
- Concern that the reorganization is very heavy top-down governance with no specific expression of intent
- Concerns about cultural diversity
- Relationship between Executive Director and board and between Executive Director and Ex Com
- Clarification of role of Liaison Reps

Meeting was adjourned for lunch at 12:38 and reconvened at 1:45

Discussion about the revisioning document continued as follows:

- Concern over roles of Central Office staff on committees
- Additional discussion of diversity
- Member at large concept needs to be looked at again – needs more definition
- Discussion of verbiage in VP of Services section

### **Executive Director report**

- Discussed membership numbers

- Discussed possible locations for upcoming festivals
- Discussed specific pros & cons for 2013 and 2014 locations
- Reminded board members about budget requests
- Solicited volunteers

### **Further Items for Discussion**

Programming Vice President – None

Past President – Chip Egan asked Darren Michael to give a report from the Out of Region Task Force:

- Raised possibility of adding 11th “virtual” state to address needs of out-of-region states
- Supports opening scholarships to out-of-state applicants or establishing new scholarships available to all

ExCom will study and discuss all recommendations

Administrative Vice President – None

Secretary – None

States Representative – None

Division Representative – None

Treasurer – None

Other - Dennis Wemm reported that Long Range Planning would be meeting on Sunday morning.

Document with issues they will address was distributed.

No unfinished business

No new business

Announcements – Betsey announced availability of Afternoon Tea at 3:45

Meeting adjourned at 3:06