

**UTAH SYMPHONY | UTAH OPERA**  
**FULL BOARD MEETING**  
**SEPTEMBER 29, 2020**  
**MINUTES**

**Attended via video or teleconference:** Doyle Arnold, Steven Brosvik, Doyle Clayburn (Utah Symphony Guild), John D’Arcy, David Dee, Kathryn Eberle (musician), Julie Edwards (musician), Kem Gardner, Brian Greeff, Stephen Tanner Irish, Annette Jarvis, G. Frank Joklik, Tom Love, Robin Milne, Judy Moreton, Dinesh Patel, Dave Petersen, Frank Pignanelli, Nancy Pinto-Orton (Onstage Ogden), Gary Porter, Jason Price, Patricia A. Richards, Miguel Rovira, Joanne Shiebler, Naoma Tate, Astrid Tuminez, David Utrilla, Kelly Ward, Kim Wilson, and Henry Wurts attended from the Elected, Ex-officio and Lifetime Boards.

Staff members present included: Olivia Custodio, Thierry Fischer, Paula Fowler, David Green, Steve Hogan, Christopher McBeth, Jon Miles, Leslie Peterson, Jessica Proctor, Toby Tolokan, and Heather Weinstock. Julie McBeth was present to record the minutes.

**I. Welcome and Consent Agenda:** Board of Trustees Chair Tom Love asked if there were any questions about or recommended changes to the draft minutes sent in advance of the meeting as the Consent Agenda. Upon a motion duly made and seconded, the minutes of the August 4, 2020 Annual General and Full Board meetings were unanimously approved, as submitted.

**II. Patron feedback:** VP of Marketing Jon Miles reported that there had been two weekends of performances so far with audiences ranging in size from 150-300 people, mentioning that 300 was the current maximum capacity. He highlighted audience feedback survey results noting a predominance of expressions of feeling safe and satisfied with the concert experience. He added that patrons also reported spending about \$15-\$20 per ticket at downtown businesses as part of their evening out to attend the concerts. He noted challenges with reaching some ticket holders to learn their intention to attend which limited the number of seats available for single ticket sales. He shared the messaging focus moving forward to increase awareness of resumed performances and safety procedures. Board members asked about ticketing for the *¡Celebración Sinfónica!* concerts, which were nearly at capacity.

**III. Safety Plan / Airflow study:** Senior VP and COO David Green shared that the safety plan was designed to introduce aspects of performances in a systematic way, with the strategies employed recommended by scientists and health care professionals. He noted next steps would involve finding ways to expand programming and number of performers in safe ways and to utilize smaller groups of musicians for chamber performances throughout the community. He thanked the Board members for their support of returning to live performances and encouraged those who had not yet attended to come and experience something truly special. Board members shared personal experiences of attending, noting pride that performances were playing a role in bringing people downtown to work, shop, and play, thus aiding Utah’s economic recovery. Mr. Love congratulated the work of the staff and musicians to find a path to live performances.

Mr. Love encouraged remarks from artistic leadership and musician representatives. Mr. Fischer, Mr. McBeth, Ms. Edwards, and Ms. Eberle all expressed deep satisfaction to return to music making, pride in the artistic results, and gratitude for the support of the Board of Trustees to return to performances.

**IV. 2020-21 Education offerings:** Director of Education Paula Fowler shared how the education staff quickly gathered music education resources for families and classrooms within a few weeks of the shutdown in the spring and talked through the materials available on the websites. She shared that over the summer, they talked with educators and to strategize programs for the current school year, since it would not be possible to visit schools with programs or invite large groups of students to our venues. She described the video programs that would be released through the Utah Education Network later in the fall and highlighted opportunities for students to engage with artists via live virtual conferencing.

**V. Finance update:** VP of Finance Steve Hogan displayed the attached financial summary document, located at the top of page 3 of these minutes. He talked through current projected results for the fiscal year ended August 31, 2020 outlined in column B and relayed contributing factors leading to a surplus, including forgiveness of the full PPP loan, generous contributions, and expense savings. Finance Committee Chair John D’Arcy noted a draft budget for the current fiscal year outlined in column D of the attached financial summary, located on the bottom of page 3. He emphasized that they were not prepared to ask for approval due to the likelihood of change to performance revenues and expenses—particularly for the January-May 2021 period. The Board members asked clarifying questions regarding accounting for Covid relief contributions, which the Executive Committee agreed to discuss in detail at their October 7<sup>th</sup> meeting.

**VI. CEO report:** President & CEO Steve Brosvik reported that the Alternative Visions Fund Challenge terms would be met. He shared that 65% of elected Board members had contributed during that window of time and clarified that some had given just prior to that period or typically make their gifts at the end of the calendar year. He invited those who had not yet made a pledge to share their giving plan with Ms. Peterson and thanked the Board members for their support.

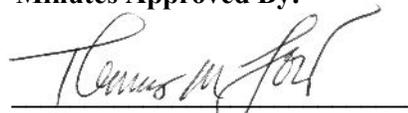
Mr. Brosvik shared plans to record select concerts during the fall for online streaming. He relayed that programming for the mid-October through December period would be revised to meet finalized safety plan restrictions and to replace guest conductors unable to come to the U.S. due to travel restrictions. He noted the likelihood that programming through the remainder of the regular season (January-May 2021) would also need to be revised.

**VII. Other Business / Executive Session:** Mr. Love asked if there was any additional business to discuss before adjourning to an executive session of the Executive Committee. There being no additional business, Board members who were not members of the Executive Committee, staff members (with the exception of Mr. Green), guests, and musician representatives left the video conference, then the Executive Committee members continued meeting in an executive session to discuss personnel matters related to safety plan negotiations.

**Minutes Recorded By:**

  
Julie McBeth

**Minutes Approved By:**

  
Thomas M. Love, Chair

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(\$000'S)

	A Projection in June for FY20	B Final Proj. in Sept. for FY20		2020	2020
1 Performance Rev	\$ 3,937	\$ 3,941	<b>Line 13</b>		
2 Performance Exp	(3,780)	(3,892)	Government	\$ 4,133	\$ 4,499
3 Net Other Rev	286	286	SBA PPP Loan Forgivable	2,500	2,059
4 <b>Net Performance Rev/(Exp)</b>	<b>\$ 443</b>	<b>\$ 535</b>	Contributions	6,055	6,855
			Program Sponsorships	180	180
5 General Production Exp	\$ (996)	\$ (932)	* Gov't & Contr. Total	<b>\$ 12,868</b>	<b>\$ 13,593</b>
6 Production Salaries	\$ (2,093)	\$ (1,957)	PPP Loan: The SBA PPP is anticipated to be fully forgiven.		
7 Salary & Benefits Orch	\$ (8,089)	\$ (7,961)	The \$2.8 million is in both FY20 and FY21.		
8 Salary & Benefits Staff	(2,538)	(2,532)			
9 Overhead/Fundraising	(750)	(653)			
10 <b>General Expenses</b>	<b>\$ (14,466)</b>	<b>\$ (14,035)</b>			
11 Net Gala Events	\$ (8)	\$ (8)			
12 Endowment Draws	1,691	1,691			
13 Gov't & Contr. *	12,868	13,593			
14 COVID Relief Funding	-	-			
15 <b>Total Fundraising</b>	<b>\$ 14,551</b>	<b>\$ 15,276</b>			
16 <b>Operating Surplus/(Deficit)</b>	<b>\$ 528</b>	<b>\$ 1,776</b>			
17 Transferred Board Reserve	-	-			
18 Depreciation	(363)	(363)			
19 <b>Surplus/(Deficit) after Depr.</b>	<b>\$ 165</b>	<b>\$ 1,413</b>			

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	C Original Projection for FY21	D Sept Projection for FY21		2021	2021
1 Performance Rev	\$ 8,164	\$ 3,726	<b>Line 4</b>		
2 Performance Exp	\$ (6,605)	\$ (4,859)	Net performance revenue has been roughly budgeted to breakeven through December. Thereafter, program revenue and expenses are still in considerable flux. The total on line 4 is a placeholder and will be refined as we go forward.		
3 Net Other Rev	378	378	<b>Line 7</b>		
4 <b>Net Performance Rev/(Exp)</b>	<b>\$ 1,937</b>	<b>\$ (755)</b>	Orchestra pay has been reduced from the CBA (Collective Bargaining Agreement) level by 23% (\$1.6 million) through June 2020, at which time the contract rate is assumed to be restored.		
5 General Production Exp	\$ (1,258)	\$ (1,132)	<b>Line 13</b>		
6 Production Salaries	\$ (2,174)	\$ (2,058)	Government	\$ 4,605	\$ 3,927
7 Salary & Benefits Orch	\$ (10,627)	\$ (9,028)	SBA PPP Loan Forgivable	-	750
8 Salary & Benefits Staff	(2,783)	(2,612)	Contributions	7,896	6,317
9 Overhead/Fundraising	(821)	(820)	Program Sponsorships	-	-
10 <b>General Expenses</b>	<b>\$ (17,663)</b>	<b>\$ (15,650)</b>	* Gov't & Contr. Total	<b>\$ 12,501</b>	<b>\$ 10,994</b>
11 Net Gala Events	\$ -	\$ -	<b>Line 14</b>		
12 Endowment Draws	1,599	1,599	We are reasonably assured of receiving \$2.5 million of COVID Relief Funding.		
13 Gov't & Contr. *	12,501	10,994			
14 COVID Relief Funding	-	2,500			
15 <b>Total Fundraising</b>	<b>\$ 14,100</b>	<b>\$ 15,093</b>			
16 <b>Operating Surplus/(Deficit)</b>	<b>\$ (1,626)</b>	<b>\$ (1,312)</b>			
17 Transferred Board Reserve	-	249			
18 Depreciation	(355)	(355)			
19 <b>Surplus/(Deficit) after Depr.</b>	<b>\$ (1,981)</b>	<b>\$ (1,418)</b>			

	Reasonably Certain
Dell Loy Hansen	\$ 500
Kem Gardner	500
Alternative Visions	500
State - UAM	1,000
	<b>\$ 2,500</b>