## UTAH SYMPHONY | UTAH OPERA FULL BOARD MEETING AUGUST 13, 2024 MINUTES

**Attended in person:** Steven Brosvik, Larry Brownstein, Paul Burdiss, John D'Arcy, Barry Eden, Jason Englund, Dennis Hranitzky, Stephen Tanner Irish, Annette Jarvis, Judy Moreton, Pat Richards, Stan Sorensen, Clint Stone, Tom Thatcher, David Utrilla, Don Willie, Kim Wilson, Henry Wurts, and Karen Wyatt (representing the musicians) attended from the Elected, Ex-officio, and Lifetime Boards.

**Attended via videoconference:** David Dee, Brian Greeff, Julie Aiken Hansen, Tom Jacobson, Tom Love, Abbie Magrane Lowder, Shar Quinney, Joanne Shiebler, Shane Stowell, Jim Tozer, Jean Vaniman (Onstage Ogden), and Sharlene Wells.

Elected and Lifetime Board members not available to participate: William Bailey, Austin Bankhead, Stewart Barlow, Judy Billings, George Cardon-Bystry, Gary Crocker, Luz Escamilla, Theresa Foxley, Brandon Fugal, Kem Gardner, Dan Hemmert, Jon Huntsman Jr., Frank Joklik, Clark Jones, David Mortensen, Scott Parker, Dinesh Patel, Dave Petersen, Frank Pignanelli, Gary Porter, Claudia Restrepo (musician), Miguel Rovira, Barb Scowcroft (musician), Harris Simmons, David Winder, and Thomas Wright.

Guests and USUO staff and musicians present in person or via videoconference: David Green, David Hodges, Steve Hogan, Ben Kipp, Meredith Kimball Laing, Christopher McBeth, Garrett Murphy, Leslie Peterson, Toby Simmons, Mercedes Smith, Katie Swainston, Natty Taylor, Toby Tolokan, Gregory Walz, and Madison Wilde. Julie McBeth was present to facilitate the technology and record the minutes.

- I. Welcome and Consent Agenda: Board of Trustees Chair Brian Greeff welcomed the meeting participants and conducted the meeting. He asked if there were any questions about or recommended changes to the Consent Agenda. Upon a motion duly made and seconded the Consent Agenda, which consisted of the draft minutes from the May 20, 2024 meeting, the 2024-25 Meeting Schedule, and a Strategic Plan update, was adopted by majority vote.
- **II.** Nominating Committee recommendations: Nominating Committee member Judy Moreton provided information about Jonathan Freedman, whom the Nominating and Executive Committees recommended for election to the Board of Trustees. Upon a motion duly made and seconded, the following resolution was adopted by majority vote.

RESOLVED, that the Board elect Jonathan Freedman to serve a three-year term as an as Elected Trustee on the USUO Board of Trustees.

President & CEO Steve Brosvik shared Nominating and Executive Committee recommendations for term renewals of Elected Trustees whose current term was scheduled to end August 31, 2024. The board members asked clarifying questions and, upon a motion duly made and seconded, following resolution was adopted by majority vote.

RESOLVED, that the Board re-elect the following individuals to serve three-year terms on the USUO Board of Trustees beginning September 2024: George Cardon-Bystry, John D'Arcy, Barry L. Eden, Luz Escamilla, Stephen Tanner Irish, Abigail Magrane Lowder, Judy Moreton, Shar Quinney, Miguel Rovira, Joanne Shiebler, Stan Sorensen, Thomas Wright, and Henry Wurts.

III. Proposed FY25 Board Committees and Committee Chairs: Mr. Greeff explained the reasoning behind his and Mr. Brosvik's recommendation to add a new standing committee of the board focused on the venues where USUO performances are presented. The board members asked clarifying questions and, upon a motion duly made and seconded, the following resolution was adopted by majority vote.

RESOLVED, that the Board approve of the addition of a Venues Committee.

Mr. Greeff relayed a list of recommended Board Vice Chairs and Committee Chairs for FY25. Upon motions duly made and seconded, the following resolutions were adopted by majority vote.

RESOLVED, that the Board elect Annette Jarvis, Judy Moreton, Joanne Shiebler, and Thomas Wright to serve as Vice Chairs of the Board.

RESOLVED, that the Board elect the following Committee Chairs for FY25: Audit-John D'Arcy; Finance-Barry Eden; Governance-Jason Englund; Government Relations-Dan Hemmert; Investment-Henry Wurts; Music Director Search-Pat Richards; Nominating-Thomas Wright; Strategic Planning-Brian Greeff; and Venues-Stephen Tanner Irish.

- **IV.** Campaign update: VP of Development Leslie Peterson reported on a shift in focus for the comprehensive campaign due to the uncertainty surrounding renovation of Maurice Abravanel Hall, which was to serve as the capital component of the original plan. She noted the need to move forward soon with significant asks to increase the annual fund and endowment. She and her development colleagues David Hodges and Garrett Murphy outlined the overarching concepts of the new plan, which included the many vibrant and compelling reasons to support USUO that would be used for proposals customized to the various interests of potential donors. Board members asked clarifying questions.
- **V. Finance Committee:** VP of Finance and CFO Steve Hogan talked through changes since the previous meeting to the FY24 projection. He noted a projected deficit of \$3.4 million and added that use of the remaining operating reserve and an additional one-time \$680,000 gift received after the finance reports were created would reduce that projected deficit to \$984,000. Mr. Hogan relayed that the Finance Committee had approved use of up to \$2 million in Board Reserve funds to balance the FY24 budget.

Mr. Hogan directed committee members to the proposed FY25 budget included on page 28 of the meeting materials and noted that it had been fine-tuned for accuracy, but projected a deficit of \$4.44 million. Finance Committee Chair Barry Eden provided context for why a proposed budget with such a large deficit was being presented, noting Mr. Brosvik's presentation at the February 2024 meeting demonstrating USUO's efficiency compared to peer organizations as well as the four points of focus to increase revenues that he had outlined in the May meeting. He added that the proposed budget did not contemplate specific contributions to the campaign summarized earlier in the meeting, and that diligent work would continue to be done to reduce the projected deficit. He shared a recommendation from the Finance and Executive Committees that the board approve the proposed FY25 budget. Upon a motion duly made and seconded, the following resolution was adopted by majority vote.

RESOLVED, that the Board approve the proposed FY25 budget.

VI. CEO Report: President & CEO Steve Brosvik provided an update on the proposed Sports, Entertainment, Culture, and Convention District. He reported that Salt Lake County was actively discussing multiple potential solutions to recreate the convention space that the Salt Palace Convention Center would lose to phase one of the SECC District, with the goal of the least physical impact to Maurice Abravanel Hall. He noted multiple conversations with public and private individuals to ensure

USUO's position—that we would like the hall to be a vibrant cultural hub of the district—was communicated as clearly as possible and noted warm response and expressions of care for the long-term health of USUO, as an important part of the cultural fabric of the community. The board members asked clarifying questions.

**VII.** Other Business / Executive Session: Ms. Greeff asked if there was any additional business to bring before the Board or request for an executive session. There being none, the meeting was adjourned at 5: 15 pm.

Minutes Recorded By: Minutes Approved By:

Julie McBeth Board vote at November 18, 2024 meeting