



MINUTES

Board Meeting

August 10, 2020

12:00 PM – 5:30 PM EST

Online Meeting called by President, Sean Jones

Attendees: President, Sean Jones; President Elect, Lonnie Davis; Immediate Past President, Todd Stoll; Vice President, Ashley Shabankareh; Treasurer, Dustin Rohrer; Secretary, David Kauffman; Bob Breithaupt, Doug DuBoff, Johnaye Kendrick, José Diaz, Laura Gentry, Mary Jo Papich, Pharez Whitted, Roxy Coss, Tim Fellow, Triniece Robinson Martin, Tia Fuller, Sharon Burch, Managing Director; Jesse Nolan, Membership Manager; Dan Flores, Legal Counsel, Kelly Carson, Administrative Assistant

Absent:

AGENDA

12:00-12:05PM

PRESIDENT’S WELCOME

SEAN JONES
PRESIDENT

DISCUSSION	Sean welcomed everyone and asked for a moment of silence to begin our important work. Outline of Go beyond the notes Initiative.		
	Board Zoom photo MOTION: approve January board meeting minutes. Motedioned By Todd Stoll. seconded by Ashley Shabankareh. Motion passed.		
		PERSON RESPONSIBLE	DEADLINE

12:18-12:23PM

OVERVIEW: MEETING SCHEDULE & GOALS

SHARON BURCH
MANAGING DIRECTOR

DISCUSSION	The financial stability and health of the organization is priority in our decision-making. We have 3 main sources of revenue: <ul style="list-style-type: none"> • Membership • Conference • Development 		
	In the past, these three "rocks" of revenue were centered around the conference, but due to the impact of COVID-19 and the herculean efforts of Jesse, Kelly, and a variety of presenters, I'm happy to say that it is shifting to being centered around serving the membership with online events and resources year round. This is a great place to be. Due to the unknowns of the COVID impact, our biggest rock to tackle today is obviously the conference and its associated costs and projected revenue.		

	<p>Overall goals for the meeting:</p> <ul style="list-style-type: none"> • Conference decision made with registration fees established. • Strategic planning session • Committee updates • Next action steps <p>Updates since January 2020:</p> <ul style="list-style-type: none"> • An Administrative Assistant, Kelly Carson, was added to our staff. • A Code of Ethics and Behavior Policy was added to every step of the conference application and attendee process. It was also added to the website. • We added reference forms to the application process. • Pro categories were revised in the application process. • A new CRM, membership portal and automated system is being built now. This will reduce manual labor by our staff and enable serving our members per their interests and needs, which in turn will grow our membership and be able to collect data and reports to help with development. 	
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

12:24-1:07PM

MEMBERSHIP REPORT

JESSE NOLAN
MEMBERSHIP MANAGER

DISCUSSION	<p>Membership is 4278, up 80 since January. Up 43 on the week. Only 122 members off all-time high. July 1, 2018-july2019, membership revenue up 36% (Jesse's report numbers inserted below)</p> <p><u>Membership & Marketing B.O.D. Report</u></p> <p>August 10, 2020</p> <p>Current Membership Data</p> <ol style="list-style-type: none"> Current Membership (as of 08/10/2020) - 4,278 (+43) <ol style="list-style-type: none"> up 80 from 4,198 at last B.O.D. Meeting down 124 from highest membership of 4,402 (06/30/2020) PAID Members: 2,650 (+11) yJEN Members: 1,628 (+32) Membership Revenue - REPORT <ol style="list-style-type: none"> \$203,306.50 (2019-2020) vs \$155,896.92 (2018-2019) Up 36.83% Down 35% in July 2020 <p>Membership Per Year</p> <p><u>END F'17 (as of 06/30/2018)</u></p> <p>1,934 MEMBERS 1,777 PAID 157 yJEN</p> <p><u>END F'18 (as of 06/30/2019)</u></p>
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2,963 MEMBERS | 1,834 PAID | 1,129 yJEN

END F'19 (as of 06/30/20)

4,598 MEMBERS | 2,934 PAID | 1,664 yJEN

Marketing- master list is 13,539 22. 6% open our emails.
Webinars produced a big uptick in memberships.

I AM A JEN MEMBER - 16 member spotlights have been successful. Campaign is ongoing.

Social Media stats - output has changed. We are having great social engagements since COVID.
Massive uptick in membership

Numbers For Facebook events:
5983 registrants
106.8k reached
49.5k views
24.5k engagements
2.3k archived views (viewed archived webinars)

Looking at the when to make events paid or free. What is the philosophy?

If we stay active with weekly events, we will continue to build our membership.
Heavily engaging with chapter organizers and giving them tools to engage their members, which will increase our numbers as well.

Sean reached out to Jazz Memes, a jazz social media group. They've agreed to work with us to spread word about the conference, and boost our membership strategy.

MTV database subscription expires this wednesday (8/12). We have an invoice to relicense, upon board approval.

Working w/ MTV to acquire a larger list, to include middle schools and rural America, (not highest enrollment) adding grades 6-12, plus vocal educators.

These databases have an incredible amount of demographics.

Jesse will provide a year-by-year membership comparison when submitting his report.

JOIN NOW PAY LATER campaign - ended May 31. It was very popular. 10k in revenue generated. 60% new, 40% renewing. We would like to do another campaign.

ActiveCampaign will be onboarding soon. We're building it now. (Jesse presented a demo)

MOTION: To run another Join Now Pay Later campaign, made by Trineice Robinson-Martin.
Seconded by Doug DuBoff.
Motion passed.

ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

DISCUSSION	<p>Statement of Financial Activity - Performance of past FY: We have been in a growth phase. Look at the next 3-5 years as growing and also staying in the black, financially.</p> <p>Overall: Net Operating Revenue was(\$22.5K) vs budget of ~(\$14K) for the fiscal year</p> <ul style="list-style-type: none"> ● Net Operating Revenue was \$54K last fiscal year and ~(\$33K) the prior year (FY18) ● When adjusted for Aebersold funds, Net Operating revenue has been negative for the past 3 years <p>Revenue is 8% above budget:</p> <ul style="list-style-type: none"> ● Driven primarily by Membership dues, which were ~\$17K above budget, and Conference revenues, which were ~\$22K above <p>Expenditure was 9% higher than budget - due to unanticipated items (what are they)</p> <ul style="list-style-type: none"> ● Contract service expenses, at \$14K over budget ● Event Production, at ~\$15K over ● Travel and Meeting expenses, at ~\$22K over budget <p>Cash position is -300k, in line with long-range plan</p> <p>Development will be a huge factor in increasing revenue. We have an untapped opportunity to reach more into development funding, and an opportunity to present great webinar content.</p> <p>PPP loan is not reflected in the report at this time, until we know whether it is forgiven. Sharon is confident loan would be forgiven.</p> <p>Overage in expenses are driven by paying for more rooms (included conference lodging). More rooms at this 2020 conference than in previous conferences. We under-budgeted in this category. Also, Axxis payment was higher.</p> <p><u>FY21 Budget drivers/assumptions:</u> 2021 Net opp costs just over 23k (23,098). Axxis cost will be approx. half of normal. Travel will be lower. Revenue: event revenue -</p> <ul style="list-style-type: none"> ● Conference format: The conference will be "Live + virtual", with some live elements held at the Galt house. We have narrowed down conference costs based on new data from Lou/Sharon/Jesse. Live production expenses (incl housing) are ~\$100k, and virtual expenses are ~\$10k. With the current assumptions, going "virtual only" will add ~\$ 40k to the bottom line (net operating profit). <ul style="list-style-type: none"> ○ <u>Note:</u> resolving liquidated damage risks in our agreement with the hotel are key to keeping the "Live + virtual" option on the table. ● Ticket pricing: \$175 for in-person attendees, \$75 for virtual (members), \$125 for virtual (non-members), with limited scholarships available <ul style="list-style-type: none"> ○ <u>Note</u> - based on the fact that the "Live" production expenses are significant, I would advocate for a fixed ticket price (like the above) under this scenario. If we choose to move to virtual only (about ~\$15k with additional hardware purchases), I think the sliding scale (or "pay what you want") is a feasible option from a financial perspective ● Attendance: I am assuming 100 in-person attendees and 2000 virtual (all at member pricing). We will likely have additional attendees that are under "scholarships", but this is currently not in the registration revenues ● Other conference revenue: Sponsorship revenue of ~\$15k (75% of last years actuals), and exhibitor revenues of ~\$20k (33% of last year's actuals) are also included
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	<ul style="list-style-type: none"> • Membership growth: -24% membership growth, 85% effective membership rate (old and new members). FY2020 corporations/institutions revenue \$265,766. <p>These numbers assume no growth in development. As those numbers come in our numbers will increase.</p> <p>Growth and cash position is being managed well.</p> <p>PPP numbers are for full employees, not contract services.</p>	
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

1:46-1:51PM

CONFERENCE CONTRACT UPDATE

**DAN FLORES,
LEGAL COUNSEL**

DISCUSSION	<p>We're making a short amendment to agreement with Galt House to eliminate our exposure to fees, attrition, etc. Still negotiating, but we're close.</p> <p>Cleaning up a few things with regard to our 2027 agreement with Galt House.</p> <p>The minimum for 2021 is that we actualize at least one hotel room. Deal not quite finished, but close.</p>	
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
Finalize Galt House agreement	Sharon Burch	

1:51-1:PM

CONFERENCE OPTIONS PROJECTED NUMBERS

**DUSTIN ROHRER,
TREASURER**

DISCUSSION	<p>High-Level projections: Approx. 110,376 for live+virtual 12k for virtual only</p> <p>With these assumptions, break even when we break even at approx. 1500 virtual attendees.</p> <p>Projections w/ Plans A, B and C: Sharon presented spreadsheet</p> <p>Non-member registrations are not currently in the budget.</p> <p>Suggested that registration price for non-members be higher.</p> <p>What is the risk of announcing Plan A, then we have to change that option at a later time? If plan A is selected, we will still be in the black, even if we have to pivot at a later time.</p>
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	<p>Per the current Axxis contract, we can exit it for 2021 if circumstances change at Galt House. Renting vs. buying the equipment makes Axxis well worth the money spent.</p> <p>If all board members are not in attendance, per Plan A, the line item would decrease. We will accommodate any board members not comfortable with traveling in January.</p>		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE	

1:50-2:15PM

CONFERENCE OVERVIEW OF OPTIONS

SHARON BURCH
MANAGING DIRECTOR

	<p>Option A - Live Performance and Live Stream from The Galt House Option B - Move the Live hub to another location Option C - 100% Virtual/Remote</p> <p>If plan A is selected, we will still be in the black, even if we have to pivot at a later time.</p> <p>Per the current Axxis contract, we can exit it for 2021 if circumstances change at Galt House. Renting vs. buying the equipment makes Axxis well worth the money spent.</p> <p>If all board members are not in attendance, per Plan A, the line item would decrease. We will accommodate any board members not comfortable with traveling in January.</p> <p>All agree that Plan A is best, but risk is on attendees. If we have to change, attendees could lose money. Attendees will have up to 48 hours before their date to cancel without penalty. This is already included in our Galt House contract.</p> <p>Plan A will be a virtual conference with a live component. Limited seating will truly be limited. The messaging will have to be clear with our membership, in that regard.</p>		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE	

DISCUSSION

An aggressive plan is in place for advertising: The JEN Experience.

400 attendees (maximum) would be able to attend and watch performances. However, our focus will be to host the online event. Stats from other non-JEN virtual events show that online numbers have far surpassed projected numbers.

MOTION: to go with Plan A conference at Galt House as outlined above, made by Lonnie Davis. Seconded by Trineice Robinson-Martin.
Motion passed.

The budget plans for 100 live attendees, 2000 virtual attendees. Dustin is not comfortable with a sliding cost structure for the conference, proposing a "scholarship" application for the cost of the conference, instead.

Sharon proposed a flip. What if we flip, with a fee for anyone to attend the conference (say \$175), but if you're a member you can attend for a smaller fee, + a membership to JEN (say \$75 + \$8/mo.)

Discussion: Different membership/conference registration price points were discussed.

3:15-4:09PM

**CONFERENCE DECISION/REGISTRATION FEES
DISCUSSION**

**SHARON BURCH
MANAGING DIRECTOR**

DISCUSSION	<p>2021 Online Conference Registration fees.</p> <p>MOTION: \$75 virtual conference registration for current members; \$120 for non-members, to include a 1-yr. eJEN membership; Offer application for financial assistance for online conference attendance. Ashley Shabankareh made the motion. Bob Breithaupt seconded. Motion passed.</p> <p>MOTION: Student attendee for virtual conference:</p> <ul style="list-style-type: none"> ● \$25 for students; ● \$10 for chapter student members ● \$175 for JJF lg ensembles (no individual participant fee) ● \$100 for small ensembles (no individual participant fee) <p>Motion by Todd Stoll. Lonnie Davis seconded. The motion passed</p> <p>Exhibitor Fees Discussion: Discussion about the offering ensued.</p> <ul style="list-style-type: none"> ● No in-person exhibit booths in Louisville in 2021. ● All exhibit “booths” will be online. ● Each registered exhibitor will receive a dedicated Zoom meeting room throughout the conference daytime hours, 11am-6pm EST. <p>Different pricing options were discussed.</p> <p>After discussion, it was determined that a flat fee for exhibiting online would be fair for all exhibitors, large and small, to create a level playing field virtually. Scheduled Zoom rooms for each exhibitor with dedicated exhibitor hours.</p> <p>MOTION: For the 2021 Online Conference, offer a flat fee for exhibitors; \$325 for full access all hours. Motion by Lonnie Davis. Seconded by Bob Breithaupt. Motion passed.</p>		
	ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

2:45-3:00PM BREAK

4:42-4:49PM

AUDIT & RISK REPORT

TIM FELLOW

DISCUSSION	<p>The Audit & Risk Committee is responsible for the following:</p> <ul style="list-style-type: none"> ● Annual Audits - owned by this committee ● Fiscal Year 2020 Audit Engagement Letter with WIPFLi signed and returned. ● Will commence the audit process in late August, 2020. We are ahead of schedule with the audit, and should be finished by October. ● Insurance contracts - responsible w/ Andrew Surmani and Dan (Flores) to insure appropriate coverage, D&O insurance, etc. ● Conflict of Interest issues - statements signed by Board members. The form is on BoardBookit and can be accessed there. Sharon has emailed the link to board members. <p>Suggest adding the Audit & Risk Chair as an authorized signer for the audit report and insurance contracts.</p> <p>MOTION: Add Audit & Risk Chair as an authorized signer for the audit report and insurance contracts. Motioned by Roxy Coss. Seconded by Pharez Whitted. Motion passed.</p>		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE	

4:50-4:55PM

DOWNBEAT UPDATE

**SHARON BURCH,
MANAGING DIRECTOR**

DISCUSSION	<p>Downbeat is pivoting due to COVID. However, Frank is still 100% for doing the show guide. Also quoting the cost of including emoji paddles as an insert. Conference would be the initial launch of the new magazine.</p> <p>Frank will follow up with a proposed agreement by October, 2020.</p>		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE	

4:55-5:15PM

SISTERS IN JAZZ PROGRAM UPDATE

**SHARON BURCH
MANAGING DIRECTOR**

DISCUSSION	<p>Submitted by Ellen Rowe, Sisters in Jazz Coordinator</p> <p>Preliminary conversations with Ellen and Tia;</p> <ul style="list-style-type: none"> ● The current concept is that we would do it remotely, meet online. ● Secure the director. Ingrid Jensen's name has been mentioned. ● Deadline for submissions would be Oct. 15. ● Meet w/ selectees by Nov. 1st. ● 1-2 tunes would be presented ● Each would record their part ● Pieces would be presented virtually at the conference. 		
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	<p>In lieu of performance, at a later time have a talkback session (similar to SIJ webinar), possibly have it as a series. The webinars could be used as outreach for the next season's SIJ group.</p> <p>The feeling is that SIJ would be nice to have performances after the conference, possibly perform online quarterly.</p> <p>Video, audio, editing would need to be in place.</p> <p>CCSoundhouse was mentioned as a potential sponsor.</p> <p>Additional fees would need to be budgeted in order to make the virtual ensemble happen.</p> <p>MOTION: To increase the Sisters In Jazz director amount to \$1000 for 10 hours of music production, 5 hours of mentorship. Moted by Mary Jo. Seconded by Laura. The motion passed.</p>	
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

5:14-5:40PM

SCHOLARSHIPS & AWARDS PROGRAM UPDATE

SHARON BURCH

DISCUSSION	<p>Report submitted by Dan Gregerman, Program chair. Extended deadline to Oct. 15</p> <p>Scholarship Recipients:</p> <ul style="list-style-type: none"> • Video spotlight on scholarship recipients, ship award, and mentoring for each recipient. • Awards would be handled in the same way as scholarships. <p>LeJEND of Jazz Education Award - Proposed recipients are Phil Wilson from Boston, James Patterson, Clarence Acox from Seattle, Jeri Allen, posthumously</p> <p>MOTION: to honor all four (above) for LeJENDs of jazz suggestions, namely Phil Wilson, James Patterson, Clarence Acox, and Jeri Allen. Moted by Trineice Robinson-Martin. Seconded by Mary Jo Papich. Motion passed.</p> <p>LeJEND of Latin Jazz - Ray Vega, and/or Pete Escovedo,</p> <p>Berklee: Ellis Marsalis/John LaPorta Award update: Todd to write a small paragraph about Ellis Marsalis 2 Berklee reviewers, 2 JEN reviewers - scholarship chair and president-elect</p> <p>AAJC Griot award: Barry Harris</p> <p>MOTION: to amend earlier motion to include Jeri Allen as a posthumous award. Trineice Robinson-Martin motioned. Sean Jones seconded. Motion passed.</p>	
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	<p>President's Award , which is selected and given by the past presidents, will be presented to Conference Site JENeralStore Volunteers who have worked every conference since inception, 11 years, Tony and Nancy Sinnott, and Deb Rea.</p>		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE	
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4:00-4:10PM **JENERATIONS JAZZ FESTIVAL** **SHARON BURCH**
MANAGING DIRECTOR

DISCUSSION	<p>As discussed previously, JJF will be offered as a remote option with a clinician working with a direct and ensemble via a Zoom meeting room.</p> <p>In addition, the JJF team will develop conference session options with a student focus and market as the JENerations Jazz Experience (JJE). Open to all conference attendees but designated as student-focused by the JJE track.</p>		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE	

4:10-4:18PM **YOUNG COMPOSER SHOWCASE UPDATE** **RYAN MIDDAGH**
COORDINATOR

DISCUSSION	<p>The YCS committee proposed these new new initiatives:</p> <ul style="list-style-type: none"> ● Expand young composer mentorship opportunities throughout the year. <ul style="list-style-type: none"> ○ YCS ○ Commissioned chart program ○ Ongoing workshop and mentorship opportunities <p>Commissioned Charts and Young Composers Showcase Program work together under one umbrella.</p> <p>Under one umbrella, these programs could share personnel and thematic annual elements. For example, it would be more meaningful for any number of the Commissioned Charts composers to serve as a mentor for the Young Composers Showcase, and having any number of these composers be a part of a panel discussion at the annual JEN conference would bring greater attention to the new works.</p> <p>John Clayton, John Stafford II, and Ayn Inserto are 3 of the confirmed commissioned composers for 2021.</p> <p>2) Create composition opportunities at a regional level through chapters and area networks</p> <p>3) Create a larger composition/arranger program within JEN where YCS will be one element of the program</p>		
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ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

4:18-4:20PM

2021 COMMISSIONED CHARTS PROGRAM REPORT

**Sharon Burch
Managing Director**

DISCUSSION	Greg Yasinitzky/Coordinator MOTION: Propose to increase Commissioned charts program to \$750 for each. Motioned by David Kauffman. Seconded by Doug DuBoff. Motion passed.	
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
Update Commissioned Charts agreements to reflect \$750 fee rate	Sharon Burch	1/1/2021

4:20-4:25-PM

COLLEGE FAIR

**SHARON BURCH
MANAGING DIRECTOR**

DISCUSSION	Discussion: All agreed to keep the College Fair free to participants.	
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

4:25-4:42PM

SPONSORSHIPS

**SHARON BURCH
MANAGING DIRECTOR**

DISCUSSION	Discussion: Normally 5k/stage. Could have sponsorship for 1 stage, but there would be an opportunity for banners on our website for different sessions Discussion: Ashley made the following sponsorship suggestions: <ul style="list-style-type: none"> ● Each zoom room could be sponsored by a company or individual. ● Facilitator could mention the company. ● Strategic logo placement before the start of each session. Other discussion points: <ul style="list-style-type: none"> ● Advertisements and banner placement on our social media platforms. ● A la carte style. Advertisers could pick and choose. Laura suggested a Tiered sponsorship package is a possibility. It would give and opp for people to ge where they can. Sponsorship numbers are not in yet.	
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	After some discussion, it was decided that the budget currently would be cut to 50% of last year's sponsorship revenues to allow for this offering this year.	
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
Create sponsorship opportunities with Ashley and Laura.	Sharon Burch	8/19/20

5:00-5:15PM

MENTORING COMMITTEE REPORT

**SHARON BURCH
MANAGING DIRECTOR**

DISCUSSION	Report submitted by Julius Tolentino, committee chair.	
	Mentoring will be facilitated by Julius in coordination with other program chairs.	
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
Implement mentoring program	Julius Tolentino	

Motion to adjourn meeting, moved by David Kauffman.
 Seconded by Doug DuBoff.
 Motion passed.
 Meeting adjourned at 5:42