

Delaware Symphony Orchestra
Meeting of Board of Directors
Monday, July 21, 2016
Community Service Building – Wilmington, DE

-MINUTES-

Directors Present: Charles Babcock, Matthew Di Guglielmo, Lanny Edelsohn, James Ellison, Myunghee Geerts, Shelley Kinsella (telephonically), David Kubacki, Grace Kwon-Kubacki (telephonically), Elena Norman, Theresa Pietrucci, David Plaza, Jeff Ruben

Absent: Jennifer Golek, Lee Tashjian, Martin Beech, Musician Representative

Others: Maestro David Amado (telephonically); Alan Jordan, Executive Director; Libby Burgazli, Finance Manager

Welcome and Call to Order: President, Charles Babcock called the meeting to order at 5:30 PM.

Approval of the Minutes: Upon motion by James Ellison, with a 2nd by Jeff Ruben, the minutes of the May 9 and June 13, 2016 meetings were unanimously approved. (Attached)

Finance Committee: Jeff Ruben noted that the FY16 budget report is not available for review yet. Jeff Ruben presented the Finance Committee's recommendation to approve the proposed revised FY17 Operating Budget of \$1,895,000 with noted changes: slight increase to musicians cost, addition of the staff 401(k) expense, Marketing Audit/Advertising increase due to increase in concerts and strategic plan implementation, downstate concert expenses, addition of Family/Pops concert as included in strategic plan, and additional outreach expenses as identified in strategic plan, e.g. African Drumming program, Chamber ensembles going into schools. We will receive \$300,000 from the Longwood Foundation in this year (to be used through FY19) if we obtain \$150,000 in matching commitments. We already have \$30,000 from the Jessie Ball du Pont Fund and anticipate increasing Government, Corporate, and Foundation contributions by cultivating relationships under Alan Jordan's leadership with all participating. Alan has already had several meetings, including Peter Morrow of the Welfare Foundation, Delaware Community Foundation, NEA, from which we have applied for a \$10,000 grant to support the Denise Graves event in Dover. We plan to meet the April 2017 matching obligation goal by December 31st of 2016. Subscription sales are at \$108,000 for the Classic and Chamber Series. We have approximately \$640,000 in the restricted Beekhuis Funds, even after an annual distribution was taken, and \$250,000 in operating reserves. **The Board unanimously approved the proposed revised FY17 Operating Budget of \$1,895,000, as recommended by the Finance Committee.** Current cash-flow projections indicate we will run short by July/August, as has been typical in DSO experience. A draw from the Operating Reserve account of \$50,000 is requested for the short-term which will be repaid by August 31, 2016. **Upon motion by David Plaza, with a 2nd by Myunghee Geerts, the draw of \$50,000 was unanimously approved.**

Consent Agenda: The Consent Agenda report of the Executive Director, which includes the report of the Education Committee, was presented in advance of the meeting. Alan was nominated and will serve as the Treasurer of Art Co. Alan recognized the work of the DSO Finance Manager, Libby Burgazli, and in particular her work done on the revised budget. **On motion by David Kubacki, with a second by David Plaza, the Consent Agenda and attached reports was unanimously approved.** Grace Kwon-Kubacki mentioned that there had been some comments made about musicians having to travel and it being too far for some educational outreach activities. We will obtain some detail on the comments for further discussion.

New Business Items:

- **Retirement Savings Plan** – In order to stay competitive in the marketplace and attract and retain top talent, the Board was asked to consider the implementation and funding of a tax deferred savings plan. The recommendation is for a Pension 401(k) and profit sharing plan through the Principal Group and managed by Limestone, to which all employees are eligible to contribute. Employer contributions would be for designated key positions (Executive Director, Music Director) and at the discretion of the Board. The plan would be effective retroactively to July 1, 2016.
- **Music Director Contract** – A Committee of Jeff Ruben, Lanny Edelsohn, and Charley Babcock worked on the negotiation of David Amado's contract. They are pleased to report that an agreement was reached which requires Board approval. **Upon motion by David Kubacki, with a 2nd by Tess Pietrucci, both the Retirement Savings Plan and the Music Director's Contract were unanimously approved.**
- **Collective Bargaining Agreement** – The CBA negotiated in 2013 expires on August 31, 2016. Representatives of Local 21, Ruth Kreider, President (violinist), Glenn Finnan, Secretary/Treasurer, Jeff Ruben and Charley Babcock of the DSO Board, Alan Jordan, Executive Director of the DSO, and members of the Players Committee have arrived at a tentative Collective Bargaining Agreement expiring in 2019 that is very similar to the current one but includes some changes. Each session was amicable in a collegial atmosphere. Alan discussed our common goals, including building and retaining the best orchestra possible, what's fair for the musicians, working conditions, etc. Glenn, Stephanie and Alan had been doing some pre-work on the CBA for several months which helped lay groundwork and ensure productive sessions. **Upon the motion of Lanny Edelsohn with a second by David Plaza, the tentative Collective Bargaining Agreement was unanimously approved by the DSO Board.** (Subsequent to this meeting, we learned that Local 21 members approved the CBA as well).

Annual Performance Review: Under his July 2015 written agreement with the DSO, the Executive Director will soon be due for a Performance Review. The Executive committee will meet and prepare a draft which will be shared with the rest of the Board. The Music Director will also receive a review.

Announcements: There are two corrections to the schedule of Board meetings for next year, Monday, November 14 and Monday, April 17. The full schedule is as follows: Monday, September 12; Monday, October 17; Monday, November 14; Monday, December 12, 2016; Tuesday, January 10; Monday, February 13; Tuesday, March 14; Monday, April 17; and Monday, May 8, 2017.

The Annual Meeting is scheduled for Monday, June 12, 2017, location TBA. David Kubacki advised that he and Grace Kwon-Kubacki will not be able to attend the 2017 Annual Meeting.

There was a motion to adjourn the meeting by Tess Pietrucci with a second by Lanny Edelsohn. The meeting was adjourned at 7:10 p.m.

Meeting Schedule for 2016-17: Next Board meeting will be Monday, September 12, 2016.

Respectfully submitted,

Tess Pietrucci
Secretary