

**USITT Board of Directors  
Board Meeting No. 102  
Saturday, August 14, 2021, 2:30 – 5:30 p.m.  
The National Opera Center, New York, NY**

**Present:**

**Board of Directors:** K. Allee-Foreman, A. Bellet, A. Bilkey, P. Brunner, A. Casey, K. Corbett Oates, D. Culhane, A. Duggan, D. Fitzgerald, C. Gillett, A. Glover, T. Hardin, T. Honesty, B. Huneycutt, R. Jaen, D. Krajec, K. Rigdon, E. Rouse, C. Satter, K. Scott, T. Shackelford, D. Sherrer, D. Stewart, J. Streeter, D. Taylor, Y. Williams, K. Williamson

**Board Fellows:** C. Garrity, A. Hernandez

**Excused:** J. Jacobs, N. Queenan

**Non-Voting Staff:** M. Blackmon, C. Carrigan, D. Grindle, J. Harris, L. Quimby, C. Troscher

**Guests:** L. Asbell-Swanger, D. Devin, M. Hefter, P. MacKay, J. Montgomery, L. Ricca

**I. CALL TO ORDER AND INTRODUCTION**

The President called the Board of Directors meeting to order at 2:32 p.m.

**II. CORRECTIONS AND APPROVAL OF MINUTES OF PREVIOUS MEETING**

**Motion:** Approve the Board meeting minutes dated Tuesday, June 15, 2021.

**Motion seconded.**

**Motion approved.**

**III. CONSENT AGENDA**

Committee Assignments were removed from the Consent agenda.

**Motion:** The Awards and Resolutions Committee moves that the Board of Directors approve Donyale Werle, Terri Purcell, John McKernon, Dick Block and Michael Hooker for awards of achievement.

**Motion approved.**

**IV. REPORTS**

**Operations**

**A. Finance,**

**Director of Finance, Carol Carrigan** – Carol gave the Board a Finance update as of June 30, 2021, that reflected the financial reports she posted to Basecamp on Tuesday, August 10, 2021. We had an excellent return on our investments, over \$670,000 that will be added to all the respective funds. Carol noted that as of July we had to tap into our Line of Credit in the amount of \$150,000 that has been used for our cash and operating expenses. On the Liability side of the Financial Statement there is still a large total of deferred incomes in the amount of \$603,000. Our hope is that this amount will be used for our Baltimore 2022 Conference for Stage Expo, registration, and sponsorships. Carol also noted that looking at the bottom line of the Financial Statement we had a preliminary June 30 positive change in assets of \$215,000. Carol continued with a couple notes on budget vs. actual; we had a shortfall of \$178,000 compared to budget, on a good side we were able to reduce a lot of our expenses. The Finance Department is gearing up and prepping for the Annual Audit. Carol hopes that this will go to our CPA in the next week and a half to be returned to us by the end of October. Carol ended her report noting

she is excited to meet the new Director of Finance, Fran Taylor on September 15<sup>th</sup> and excited to begin that transition.

## **B. Engagement**

**VP of Communications, Rafael Jaen** – Rafael presented the Board with the Publications Committee report. The PUBS Committee continued working remotely focusing on content production and editing, while updating some of their protocols and procedures.

**VP of Members, Sections & Chapters, Annmarie Duggan** - Annmarie informed the Board that there have been multiple meetings to discuss how to expand our membership into young professionals. There have also been conversations about chapters and how we can boost those. The committee is starting a lot of small initiatives that she will be able to report on in the next Board meeting.

**Director of Engagement, Mark Blackmon** - Mark presented his report. He began with a summary of membership and noted that membership was up 63 from February 2021 in terms of overall membership. Mark noted that there are currently 280 users of our App that we have debuted in the last year. Mark informed the Board that just in the last two weeks we have changed vendors for our automated communications to Mail Chimp which we hope will be the foundational platform to develop a whole series of communications including a robust onboarding process for new members. We are expanding our podcast series as well as our video programs to engage our members. Mark continued his report to inform the Board that a survey was sent out to gauge members interest in attending the 2022 Conference. He noted that the response rate to this survey vs the survey conducted in February 2021 was far greater but there is more uncertainty now than there was in February for those to attend. 43% of members who took the survey said they would attend; 46% responded with maybe, they were unsure, or they would decide later; and there were only 11% that said no, they would not be attending the 2022 Conference.

David Grindle gave an update to the Board regarding a publications issue that was brought to the Board during the spring meeting. David, Rafael Jaen, and Eileen Curley were working with an intellectual property violation issue with TD&T which has now been settled with an agreement between the author, editor, and the Institute. We will be moving forward; the article will be retracted, and a statement will be published in the next edition of TD&T.

## **C. Education & Training**

**Director of Education & Training, Christine Troscher** – Christine presented a report to the Board. The Education & Training department is currently working on Conference programming as well as in conversations with two smaller events, Van Gough Buffalo and Light House Immersive. Christine also mentioned they are working with Luma Experience again this year. David Grindle has been in conversations about a scene painting event in Oregon in September which has been postponed due to Covid concerns. The Education & Training has continued their webinar curating with Follow Up Fridays throughout the summer with our exhibitors which was well attended. We will continue Fall webinars with exhibitors in preparation for our March 2022 Conference and Stage Expo. Christine also spoke about the collection of Conference session proposals, Call for Proposals, through a form on our website. Ongoing work includes the BackStage Exam run by Karen Greenfield in the National Office and Dana Taylor. Christine mentioned a call for help from anyone interested in presenting virtually for the Outdoor Theatre Leaders of SETC 2021 Outdoor Theatre Conference in October. USITT is looking for someone to host on our behalf at this conference.

**VP Education & Training, Tammy Honesty** – report is as submitted. Tammy would like to express her deepest gratitude to Christine Troscher, Karen Greenfield, Mark Rapach, Abby Sorese as well as the entire National Office Staff for their diligent work as well as the Commissions to provide a remarkable number of high-quality education and training opportunities for all levels for our 2021 virtual conference as well as our 365 Education & Training programs. Tammy reminded everyone that

they have until September 8<sup>th</sup> to view our Virtually Anywhere content. Tammy mentioned that there were over 94,000 views on all our educational content. She also mentioned that Programming is embracing USITT's Core Values in equity, diversion, inclusion, and anti-racism which resulted in over 25% of our 86 online sessions this past year were focused in this area and had the highest attendance. Tammy then mentioned that the BackStage Exam was piloted to 64 schools with close to 10,000 students and a second exam taken by nearly 800 students

**D. Executive Director, David Grindle** – David announced the addition of our new Director of Finance, Fran Taylor, who will be joining USITT on September 15, 2021. There will be a month overlap between Fran's arrival and Carol's departure so the two can work together and Carol will be able to bring Fran up to speed.

**Grants Update** - David gave an update on the Fellows Fund Grant to Design Resource Center Cal State LA Library, Innovation Grant, Rigging Safety Grants, Colorado State University Aerosol Research, and Department of Labor application.

**Workplace Demographic Survey** – Paused during the pandemic but reinstated this year. We had a statistically viable response which is currently being processed into a final report. David shared some of the results with the Board. He informed the Board that we will have a final analysis later this month which will be shared with the Institute then with the industry. We have committed to repeat this study in 2025.

**Commissions Update – VP of Commissions, Ashley Bellet** – report as submitted. Ashley did touch upon a few highlights within Commissions. They are reexamining leadership structures in an effort to promote transparency which is connected to our urgency and desire to increase mentoring. Ashley noted that Commissions are having trouble filling leadership roles as there are a lot of vacancies. Some of this is due to rotation of people in different positions, some of our professional members have found the time commitment to be extreme, and others have found that connections are hard to make when we are not in-person. Attempts have been made via email, social media, etc. to fill some of these vacancies to which there has been no response. Ashley encouraged everyone to read all the Commission reports as there is a lot of information within the reports.

**Covid Compliance Training** – In May 2021 the Board approved \$6,000 to be used for member covid compliance training (300 members at the discounted rate) which we have exhausted those funds. There is now a Patron Safety Course for front of house Covid Compliance Training available. David asked the Board if they would like to appropriate funds from the New Century Fund and Professional Development Fund for another round of training for our members.

**Motion:** Move that USITT invest another \$6,000 for another 300 USITT members to complete Covid Compliance Training

**Motion seconded.**

**Motion approved.**

**Equity, Diversity, and Inclusion** – David gave an update on the Collier Woods Scholarship, the Pat MacKay Scholarship in partnership with LDI, the NEA Grant for Design Fellowship, and the Syracuse City School STEAM High School. David proposed that we as a staff and as a Board be a Student Chapter sponsor of the Syracuse City STEAM Charter School, so we are able to connect professionals and vendors to the school and students.

**Motion:** Move that the Board and National Office be recognized as sponsors to establish a student chapter at the Syracuse STEAM School when it opens in the Fall of 2022.

**Motion seconded.**

**Motion approved.**

International Partnerships – AfTA – With our partnership with the African Theatre Association, books are making their way into libraries in Nigeria. Carolyn Satter and David Grindle have a meeting with AfTA in a couple weeks to discuss how to move this program forward.

**Conference Update – VP of Conferences, Kasey Allee-Foreman** – Kasey gave thanks to everyone involved with putting on a virtual conference for the first time. She thanked the USITT National Office Staff as well as David Grindle for all their support. Kasey took a moment to express how thrilled she is that Jody Harris has expanded her duties going forward with Conference as the Sales and Sponsorship role as well as maintaining her Event Planning duties. Jody gave a quick update that Expo sales are going well. She has contacted our Contributing members to which about 80% have agreed to exhibit with us in Baltimore. Kasey continued explaining that our goal for this upcoming Conference is to connect our members to create together, to learn together, and to be able to network together. The Conference will be shortened this year to make the hotel burden a little bit less. We will not be hosting Monday or Tuesday events. Conference and Stage Expo will happen at the same time, Wednesday through Saturday.

David Grindle noted that he and Kasey are aware that there is a “blank” conference year in 2024 that they are working to fill. 2025 was resigned to go to Columbus, OH.

David Grindle is also researching Conference Registration Insurance. He has meetings in the upcoming weeks and will let the Board know more as he discovers more.

Paul Brunner presented an Honorary Resolution for outgoing Director of Finance and HR, Carol Carrigan.

**Motion:** Move that the Board approve the Honorary Resolution for Carol Carrigan.

**Motion seconded.**

**Motion approved.**

**Governance**

- E. President, Carolyn Satter** – Carolyn reminded the Board that it is their responsibility to review and sign three documents annually, the Confidentiality Policy Agreement, the Conflict of Interest Policy, and the Whistleblower Protection Policy. All forms are to be signed and returned to Lea Ann Quimby in the National Office.

**Fiduciary Responsibility of Board Members** – The President stated that grants USITT apply for largely depends on 100% financial participation of all the Board members. There is no set amount but is an annual contribution. Many Board members give annually, many give monthly. If you are not in either of those between July 1, 2021, to June 30, 2022, there is a pledge form on Base Camp to be completed and submitted to the National Office.

**Education and Training Committee** – Carolyn has appointed David Grindle to create the working structure.

**Board Retreat for 2022** – The World Stage Design for 2022 is in Calgary, Canada opens on the 6<sup>th</sup> of August 2022. Carolyn asked the Board of their interest in traveling and having our 2022 Board Retreat August 4 – 5 in Calgary. Most Board members were interested and willing to travel to Calgary for the August 2022 Board Meeting.

**Anti-Racism Training** – Board members are invited to attend Anti-Racism classes that are being offered. The training consists of three classes offered at two different times to accommodate those who

wish to attend. Information and registration links have been posted in Base Camp. Readings and requirements are due prior to the class.

David Grindle mentioned that there was staff wide Conflict Resolution training in July with Jamie Notter who is an expert in the field.

**Consent Agenda – Committee Assignments** – The President made additions to the 2021-2022 FY Committee Assignments:

Dana Taylor added to the Nominations Committee

David Stewart removed from Nominations Committee

Tony Hardin added to the Nominations Committee

**Motion:** Move that the Board approve the Presidential Appointments as amended

**Motion seconded.**

**Motion approved.**

**F. Treasurer, Kim Scott**

**Motion:** The Finance Committee recommends the Board of Directors allocate up to \$30,000 from the Kook Fund for Research for grants to be distributed by the Research Activities Committee.

**Motion approved.**

**G. VP Conferences, Kasey Allee-Foreman** – Kasey wanted to open the floor to the Board to discuss how we are choosing our conference cities moving forward. Most important is that we want to be sure our members feel safe and welcome within the cities that host our Annual Conference. We will revisit this conversation at our November Board meeting and discuss a possible 5-year city rotation option.

**H. Secretary, Paul Brunner** – Paul opened his report with thanks to everyone for the conversations during the Board Retreat regarding the Governance work the Bylaws Committee has been working on.

**Motion 1:** The Bylaws Committee ask that the Board endorse the concepts of the full governance structure proposed at the Board Retreat, August 13th and 14th, 2021, including a Board of at least 15 voting members (with at least 12 Directors at Large, plus 3 Officers who are the President, Secretary, and Treasurer), and up to 2 non-voting members (the Executive Director, and the President-Elect or Immediate Past President or neither, depending on the year).

Further, in compliance with New York state law that defines Committees of the Board and Committees of the Corporation, charge the Bylaws Committee to propose changes to Institute Bylaws and Policies so as to follow the law.

**Motion approved.**

**Motion 2:** The Bylaws Committee is asking the Board to remove Article 5, Sect 5, from the Bylaws eliminating the Office of Vice Presidents.

[LANGUAGE TO BE REMOVED] Section 5. VICE PRESIDENTS. Each Vice President shall serve on the Board of Directors and be in charge of a designated area of responsibility as determined by the Board of Directors. Each Vice President shall perform the duties assigned by the Board of Directors and/or the President and/or the Executive Director. Vice Presidents may form committees within their designated subject area, subject to the Board of Director's approval (Article VII. Section 1), and make recommendations, as appropriate, to the Board of Directors

- *No Board member would be removed from office. Per New York Non-Profit Law anyone elected to the Board serves out the term. A Director can only be removed from the Board through election, resignation, or the process set forth in our Policies.*
- *This will remove Vice Presidents from the current preliminary Ballot.*

**Motion approved.**

**V. ITEMS FROM PREVIOUS MEETINGS** – none presented.

**VI. NEW BUSINESS – Creation of a Director of I.D.E.A.S. staff position**

**Motion:** That the Board approve funds to create a Director of I.D.E.A.S. staff position within the USITT National Office.

**Motion approved.**

David Grindle will work with the EDI Committee and other staff Directors to put together a job description for the new Director of Ideas position.

**VII. FINAL ANNOUNCEMENTS AND ADJOURNMENT** – Future Board meeting dates are as follows:

Thursday, November 11, 2021, at 3 p.m. Eastern Time (ONLINE)

Wednesday, January 19, 2022, at 3 p.m. Eastern Time (ONLINE)

Tuesday, March 2, 2022, in Baltimore, MD – Time to be announced (IN PERSON)

Tuesday, May 17, 2022, at 3 p.m. Eastern Time (ONLINE)

Thank you to Opera America for hosting our August Board Meeting.

**Motion to adjourn at 5:03 p.m.**

**Motion approved.**



Association for  
Performing Arts  
& Entertainment  
Professionals

[usitt.org](http://usitt.org)

**United States Institute for  
Theatre Technology, Inc.**

290 Elwood Davis Road | Suite 100  
Liverpool, NY 13088

T 800.938.7488 or 315.463.6463

F 866.398.7488 or 315.463.6525

[info@usitt.org](mailto:info@usitt.org)

**Whereas**, before almost any action items are put forward to the board, we ensure that we have the ‘Carol blessing.’, and...

**Whereas**, when you ask Carol, if we can combine income line items to simplify the general ledger and she peers over her glasses at you without saying a word, you already know the answer, and...

**Whereas**, her patience is seemingly never ending and...

**Whereas**, she can express her dislike of a plan with a calm “I’m not sure about this....”, and...

**Whereas**, Carol’s preferred method of transportation did not include airplanes, the trains and automobiles she chose to use certainly allowed her the see and appreciate the country both near and far relative to Syracuse, and...

**Whereas**, her patience was surely tested time and time again as she had to explain over and over what was included in various line items in the USITT budget – even though those of us asking had decided what was included therein – Carol always responded calmly, clearly, and concisely as though it was the first time the question has ever been asked, and...

**Whereas**, she has been the consummate business partner to the Executive Director for the last 11 years and...

**Whereas**, no greater moment can call a halt to a meeting than the rare occasion of Carol uttering a mild obscenity, and...

**Whereas**, the financial success of the Institute is largely due to her guidance and diligence, and...

**Whereas**, she will forever be a part of the history of USITT because the Institute is far better due to her years of dedication and service.

**Therefore, be it resolved** that the Board of Directors of USITT, commend her care and commitment to the members of the Institute, her nurturing of the funding and finances throughout 23 years of service. USITT would not be where it is today without her unwavering dedication and guardianship of our operations and our checkbook.

USITT Board of Directors  
August 14, 2021