I. Call to Order

Tim Wilson asks attendees to keep the mics muted, use the “raise hand function” to indicate interest in offering a comment or asking a question, and ensure their Zoom profile includes their full name, organization, and gender pronouns.

President Eleanor Oldham thanks everyone for attending the 2020 Western Arts Alliance annual meeting. President Oldham acknowledges that Western Arts Alliance stands in solidarity with Indigenous peoples and is based respectfully in the now-occupied traditional lands of the Chinook, Multnomah, Kathlamet, Clackamas, Tualatin Kalapuya, and Molalla tribes, known today as Portland, Oregon.

II. Approval of the Agenda

President Oldham entertains a motion to approve the agenda.

**Motion:** Motion made by Chris Wolf, seconded by Joe McIalwain

**Resolved:** “To approve the agenda as presented.”

**Motion carried.**

III. Introduction of Board of Directors

President Eleanor Oldham introduces the WAA Board: Vice President, Joe McIalwain Edmonds Center for the Arts, Secretary/Treasurer Cathy Weiss, Del. E. Webb Center for the Performing Arts; Immediate Past President, Cory Baker, The Long Center for the Performing Arts. Stephen Blanchett, Collin Artists & Juneau Arts & Humanities Council; Joseph Copley, ODC Dance; Antonio Gomez, Tacoma Arts Live; Pamela Green, PMG Arts Management; Dani Fecko, Fascinator Management; Heather Rigby, Los Angeles County Department of Arts and Culture; Rob Tocalino, Mondavi Center, UC Davis; Judy Tsang, Formerly of the Stern Grove Festival; Christian Wolf, Torrance Cultural Arts Foundation.

IV. Approval of Minutes

President Oldham entertains a motion to approve the minutes

**Motion:** Motion made by Cathy Weiss, seconded by Cory Baker

**Resolved:** “To approve the minutes of the 2019 WAA membership meeting as presented.”

**Motion carried.**
V. President’s Report

President Oldham welcomes everyone to Western Arts Alliance’s first-ever virtual annual meeting of the membership. Oldham began her report by outlining the circumstances that necessitated a virtual annual meeting.

When the board canceled WAA’s conference in San Diego, it was a given that the membership meeting would need to take place online. Soon after agreeing to host a joint virtual conference with Arts Midwest, it became clear that it wouldn’t work to include the annual meeting in the joint virtual conference. We’d have to pivot to a stand-alone virtual annual meeting.

However, the WAA bylaws did not anticipate a pandemic. Last amended in 2010, the bylaws included no provisions for a virtual annual meeting or members to vote electronically—the essential function of the annual meeting. Over the years, The membership has voted on most bylaws amendments, but Article 9, Section 2, Paragraph (a) of the bylaws allows the board to authorize amendments. On September 14, 2020, the WAA Board of directors voted unanimously to approve bylaws amendments to enable a virtual annual meeting and for members to vote electronically.

The amendments established a provision for an electronic or virtual meeting at the board’s sole discretion and allowed any eligible voting member to vote by electronic ballot. Past President and Governance Committee Chair Cory Baker will speak to the voting process conducted via E-Ballot, an online platform used by associations, corporations, and nonprofits to carry out secure, efficient, and auditable voting.

With the conclusion of her two-year term as president, Oldham said it had been an honor to be the first agent/manager to serve as President of the Board of WAA since her friend Ingrid Goldfarb led the board back in the late nineties. Oldham said she felt the devastating effects of the pandemic on the for-profit arts community in a very personal way. Agents and managers have been significantly impacted financially by losing touring and performances across America and internationally. Many have no income, no grant support, no funding, and no way to access financial aid. Unemployment checks have been a lifeline, but those benefits will end soon.

The field has ‘pivoted,’ adjusting to a reality we did not envisage and for which many of us were unprepared. Across the board -- artists, presenters, agents, managers, producers, service organizations - we are all being challenged to join to ensure that this field that we love will return more vital and vibrant than before. It will take hard work.

That is why WAA will begin a planning process based on member needs right now and draw on member input through committees and peer groups. We invite you all to engage with us to make sure that we hear your voice. We will be reaching out to the membership shortly, so please keep your eyes and ears open for that.

WAA is not immune to the effects of COVID19, and our financial circumstances reflect those of its membership. In 2019, the annual conference generated $553,000 in gross revenue. In 2020, we project conference income of approximately $92,000.

The board and staff of WAA understand that many of you can’t pay membership dues, but our first concern is that we pull through this as a united community. So, we ask you to pay...
what you can afford towards membership dues. Whatever you can contribute will ensure you remain a part of the WAA family.

Regarding the virtual conference—it wasn’t anything like meeting in person. There were problems—technical and organizational—but what a great collaborative effort to create an event to bring everyone together! Oldham saluted the staff of WAA and Arts Midwest for jumping into an ocean of complex issues involving the field’s first joint virtual conference.

WAA has been working continuously to be an inclusive organization, and while there is always more we can do, WAA is proud of its board’s growing diversity. Cory Baker will introduce our new board members in a moment. Oldham thanked everyone who nominated a candidate and WAA’s governance committee for bringing together a formidable board of directors. Out of WAA’s thirteen board members following this election, seven will be BIPOC or LGBTQ.

Oldham thanked Executive Director Tim Wilson for his knowledge, intuition, and great kindness during her time on the board, especially as president. Oldham acknowledged each of the WAA staff for their diligence and good work.

Oldham thank the board for their service during the pandemic, especially her fellow officers Joe McIalwain and Cathy Weiss. She noted that Joe McIalwain as President and Tony Gomez as Vice President will make a “dream team “capable of leading WAA onward to better days.

As excited as we are to welcome new leadership and colleagues to the board, it means saying goodbye to friends with whom we’ve worked so closely for the last few years.

President Oldham then recognized those who resigned or have left the Board of Directors in the previous years:

Past President Cory Baker, The Long Center for the Performing Arts; and directors
Heather Rigby, Los Angeles County Department of Arts and Culture;
Judy Tsang, Stern Grove Festival; and
Christian Wolf, Torrance Cultural Arts Foundation.

VI. Treasurer’s Report

President Oldham introduced Treasurer Cathy Weiss.

Cathy Weiss acknowledges the members of the Finance Committee, Joan Braun, Cu Artist Series; Dani Fecko, Fascinator Management; Jason Hodges, Anchorage Concert Association; Christine Lin, San Francisco Performances; Randall Vogel, Mesa Arts Center; and Joe McIalwain, Honorary, Edmonds Center for the Arts. Tim Wilson staffs the committee.

Weiss states she will provide a quick overview of WAA’s financial position, presenting the most recent audit for FY2019, report on the recently completed FY2020, which ended June 30, and conclude by briefly commenting on the current (FY2021) budget.

Kern & Thompson, LLC audits WAA’s financial statements. Anyone may download the 2019 Audit Report from the WAA website at www.westarts.org.
Revenue for the fiscal year ending June 30, 2019, totaled $1,259,676. Expenses of $1,067,838 leave WAA with a surplus of $191,838, though these funds are restricted to the Advancing Indigenous Performance (AIP) Program. For FY 2019, total revenue was up 63 percent or $489,000 from the prior year. The revenue increase is due mainly to AIP, though the revenue from the Las Vegas Conference was up $105,000 from the previous year in Seattle.

The auditors issued a clean management letter.

WAA’s fiscal year 2020 ended June 30 and included the Los Angeles conference.

As of June 30, WAA had $362,670 in the bank, down 48 percent or $339,914 from the prior year. There are three factors: first, the AIP program’s ongoing activity—WAA spent $200,000 of the Mellon grant awarded in June 2018. Second, with the San Diego Conference’s cancellation, related revenue typically collected in April, May, and June meant a sharp reduction in deferred revenue. Third, as the pandemic took hold and we canceled the in-person conference, and dues revenue was reduced to a trickle. Total equity was $278,260, up $27,790 from the 2018.

For the Fiscal year ending June 30, 2020, Weiss reported the following benchmarks:

- Unrestricted Revenue for FY 2020 is $1,145,420, up about $25,000 from the prior year. However, it will come as no surprise that dues revenue fell far short of budget and the prior year actual. Dues are down $69,000 from FY2019;

- Grants for the year topped $440,800, up 9 percent from the prior fiscal year; and

- Overall expenses for the year, $1,176,952, came in 13 percent under budget. In any case, WAA ended the year with a projected shortfall of $31,534.

For FYE 2021 (which began on July 1), Weiss reported that WAA is entering into the most challenging circumstances in our fifty-three-year history. Like the rest of the field, all of us—WAA expects an abrupt collapse of earned revenue.

While it’s too early to give specific numbers for the 2020 Conference produced in partnership with Arts Midwest, we expect revenue to come in just over budget and expenses under budget. However, even this best-case scenario means that the 2020 conference will generate about $125,000 in gross revenue compared to about $550,000 last year in Los Angeles.

WAA’s FY 2021 budget calls for $879,535 in revenue and $863,170 in expenses for a balanced budget. This budget amounts to a 40% reduction from the prior year’s budget. To end the fiscal year with a minimal deficit, WAA will reduce administrative expenses, including salaries, benefits, and changing vendor relationships to find the best value.

WAA has sought and been awarded Emergency Grants from the NEA, the Oregon Arts Commission, and the Oregon Cultural Trust. Together these awards total nearly $75,000 for FYE2021.

The WAA Board voted to release $15,000 from Willis Fund to support conference scholarships and membership in FYE 2021.
Membership dues constitute 15-18 percent of the WAA Budget in a typical year. But this is not a typical year—by any stretch of the imagination. The WAA board of directors, comprised of artists, agents, and presenters—know first-hand what a catastrophe the pandemic has been for our field.

Weiss announced a temporary suspension of our traditional dues policy. Treasurer Weiss appeals to the membership. Anyone in a position to pay dues in full should do so. But you cannot pay your dues in full, please pay what you can—any amount will help see us through this crisis. If you cannot pay at all, WAA will sustain your membership through September 2021.

While WAA depends on dues to help sustain the organization, it is far more critical that we work to maintain our community when we need it most.

Weiss emphasized that WAA does not have sufficient reserves to suspend dues indefinitely. This policy will remain in effect until September 30, 2021. To help make up the difference, WAA will call on our donors, former board members, and some of you to donate in support of those members who can’t afford their dues. Please give what you can to support WAA and your colleagues. We are all in this together.

Finally, WAA must do what it takes to support the organization and our members in this crisis. If we must borrow money to keep WAA going, that’s what we will do. WAA has served the field for over fifty years, and we’ll be here for you for the next fifty.

Treasurer Weiss closes by thanking those in attendance for their attention.

VII. Executive Director’s Report

President Oldham introduces Executive Director Tim Wilson to give the Executive Director’s report.

Wilson began his report by thanking the WAA team, our staff, and contractors whose skills, judgment, and skills, are essential to WAA’s work. He recognized Scott Stoner, WAA’s development and evaluation consultant for Advancing Indigenous Performance; Larissa FastHorse, and Ty Defoe of Indigenous Direction, for passionate, generous, and committed leadership as Lead Consultants for Advancing Indigenous Performance.

He thanked the staff for their excellent work. Our Administrative Assistant, Joyce Im, moved on last week to start an exciting new position at Laika, the Portland-based animation studio. Joyce’s can-do attitude and excellent customer service skills made her an invaluable team member. Membership and Communications Manager Harper Brokaw-Falbo is coming up on her first anniversary with WAA. In that time, she re-built and re-designed the WAA website, re-energized WAA’s social media, and brought new rigor to our communications. Ed Bourgeois, Manager of the AIP Program. Ed brings the team a wealth of experience with both Indigenous and Non-Indigenous Arts Organizations. Ed’s work extends beyond AIP—he is actively involved in our professional development programs and equity initiatives. The AIP Track at the 2020 conference was outstanding. Ed, we are lucky to have someone with your knowledge, experience, and wisdom on the WAA team. The 2020 Conference is number seven for Conference Manager Jennifer Stewart. Jennifer led our efforts to pivot to the virtual conference—and did it with poise, tenacity, and skill.
Wilson thanked Eleanor Oldham and the entire board for their dedication, diligence, vision, and support. Wilson expressed his appreciation to the membership for supporting WAA with dues, conference attendance, conference participation, and committee service.

Regarding the 2020 Joint Virtual Conference produced in partnership with Arts Midwest, while we could have done better, we were pleased with the conference program and its impacts. The event drew 1800 participants from 50 states, 169 International attendees, and 349 virtual exhibitors. Of the attendees, about a third were from WAA, a third from Arts Midwest, and a third from beyond either of our constituencies.

At this year’s conference, the professional development program included seven workshops, nine roundtables, six gathering spaces (networking sessions), six affinity groups, and 140 speakers and session leaders.

The PheedLoop virtual conference platform worked well to deliver our professional development content and showcasing, but not as well for exhibits, networking, and prospecting. Wilson said he didn’t think WAA would use this platform again. Wilson said that the twelve WAA panel-selected showcases produced remotely by Tim Pinch and Steve Baker also worked quite well. As a bonus, the artists each received a fifteen-minute showcase video as a takeaway asset.

Moving forward for 2021, will we meet virtually or face-to-face in Albuquerque? There is no telling what the pandemic has in store for us in the following months.

Wilson reported on the efforts to help close the budget gap caused by the collapse of earned revenue. The 2021 budget temporarily reduces staff pay and benefits. Wilson will hold off filling the Administrative Assistant position until next year. Wilson will review very vendor relationship savings. He also reported suspending the Launchpad program, WAA’s start-up program for emerging artists and early career agents or managers.

WAA’s Advancing Indigenous Performance program aims to provide educational and professional development resources for US-based Indigenous artists and presenters to build audiences for Indigenous performing arts. A few highlights.

The program serves twelve Native Launchpad artists with grants, travel support, mentoring, professional development, and marketing support. The total investment exceeds $40,000 for each artist.

Before the pandemic, in partnership with our RAO partners, WAA awarded 27 fee support grants to presenters engaging Indigenous artists.

With budget reductions caused by the pandemic, AIP is nearly half of the WAA budget. In 2021, WAA will seek renewed funding from the Mellon Foundation and the Doris Duke Charitable Foundation.

WAA reported on the work of the Black Arts @ WAA program. Recent program highlights include the new Black Voices Column on the website, the Black Voices Virtual Showcase at the 2020 Conference, and the development of multiple sessions for the 2020 Joint Conference.

As for the year ahead, Wilson said the 2021 conference is scheduled to occur in Albuquerque, though he expects a virtual component. The host hotel will be the Albuquerque
Hyatt. While the board has made no firm decisions regarding the showcase program, based on the success of the 2020 showcases, he expects the program will rely on a virtual showcase along with a smaller number of local or regional live showcases.

Wilson concluded his report by saying WAA is struggling financially. As membership and conference revenue recedes, we will need to pivot to program-based initiatives that will garner foundation support to serve and sustain the field. The stakes are high, and the road ahead will be tough. How do we move forward? How do re-build our field to address the fundamental issues of equity, fairness, and sustainability? For answers, WAA will listen deeply, work collectively, and center equity. We don’t have all the answers. No one does. So, as we move forward, we will be calling on all of you to help us set our course together.

Thank you for your support.

VIII. Nominations and Governance Committee Report

President Oldham introduced Cory Baker, the immediate past president, Chair of the Governance Committee. Baker thanked the 2020 Governance Committee and the fine job in completing the years’ work. The committee was comprised of three artists/managers, one associate member, and three presenters: Aisha Amad-Post, The Newman Center for the Performing Arts; Joseph Copley, ODC/Dance (Board Representative); Heena Patel, MELA Arts Connect; Reuben Roqueni, Native Arts & Cultures Foundation; Rob Tocalino, Mondavi Center, UC Davis (Board Representative); Tamica Washington, Lula Washington Dance Theatre

Baker reviewed the current board rotation. Officers: Baker’s term as Past President expires, and she is not eligible for another term. Eleanor Oldham’s tenure as President expires, and she moves to Past President. Joseph McIalwain’s term as Vice President expires, but he can serve as President. For Directors, Chris Wolf’s second term expires, though Chris is eligible for an additional term as an officer. Heather Rigby resigned from the board effective September 7. Judy Tsang’s first term expires, but Judy is leaving Stern Grove and will not stand for a second term.

The Governance Committee met three times this summer to plan, vet, and interview candidates. The committee began with reviewing the process and the nominations materials going out to the membership. We then set dates for conference calls in July and September. The Committee considered the skills and qualities necessary for effective leadership and governance and prioritized increasing the board’s racial diversity.

Two committee members interviewed each candidate. The Governance Committee approved the Slate of Candidates in a unanimous vote. Cory presented the slate of candidates for WAA’s Board of Directors:

<table>
<thead>
<tr>
<th>Position</th>
<th>Term</th>
<th>Candidate</th>
</tr>
</thead>
<tbody>
<tr>
<td>President</td>
<td>2-year term through 2022</td>
<td>Joe McIalwain, Edmonds Center for the Arts, Edmonds, WA</td>
</tr>
<tr>
<td>Vice President</td>
<td>2-year term through 2022</td>
<td>Antonio Gomez, Tacoma</td>
</tr>
</tbody>
</table>
Robin Pomerance fills the seat left empty by Heather Rigby, and Nadhi Thekkek fills the seat left vacant by Antonio Gomez.

IX. Election of Officers and Directors

President Oldham outlines how WAA carried out the election via a digital vote on Ebballot.com. Staff uploaded a roster of all voting members to the platform. The system creates a unique code/password for every ballot to authenticate the voter and limit each eligible member to a single vote. Ballots were opened on October 14 and closed on November 9.

The bylaws stipulate that the voting members present at the annual meeting shall constitute a quorum at that meeting. At any other time, a vote shall be called, 20 percent of the votes entitled to be cast shall constitute a quorum. A total of 93 members voted for a turnout of 23 percent, so the election met the quorum requirements. Please note that not every voting member voted for every candidate.

President Oldham presented the following election results:

Board President, Two-year Term, Joe McIalwain, 76 votes

Vice President, Two-year Term, Antonio Gómez, 75 votes

Directors, Three-year Term

David Mack, 75 votes; and Courtney Ozaki, 75 votes

Directors, One-year Term

Robin Pomerance, 73 votes; and Nadhi Thekkek, 73 votes

President Oldham congratulates the new board members. Their board terms begin seven days after the annual meeting.
X. Member Forum

President Oldham notes that for the virtual meeting, members could submit questions to the Board and Executive Director in place of the typical Open Forum of previous annual Membership Meetings. The only submitted question was from Manuel Prestamo PMI: Performance Management International:

“Given the current status of the Coronavirus, the fact that artists and agents are at about zero income to expense on travel, and given the success of this year’s virtual conference…are you willing to consider a repeat virtual conference in 2021?

IF so, how fast/early would you be willing and able to commit to a virtual conference so that we can all plan accordingly and develop good marketing materials to make the most of our participation in such an event? Thank you for all your work and efforts to assist us through these times.”

Wilson responded that it was too early to get into too much specificity. Still, he hoped that WAA would be back to meeting in person with a hybrid component to virtually include those who will not attend in person. Wilson expects to announce the program in more detail by May 1, 2021.

(NOTE: Due to an issue with the setup of the Annual Meeting in Zoom, WAA did not record the rest of the open forum.)

XI. Adjourn

President Oldham asks for a motion to adjourn.

**Motion:** Motion made by David Fischer, seconded by Michael Alexander

**Resolved:** The Annual Meeting is adjourned.

Motion carried.

Meeting adjourned.