



NEW ENGLAND FOUNDATION FOR THE ARTS

Board of Directors Meeting

March 8, 2018
11:30 AM – 3:30 PM

145 Tremont Street, 8th Floor
Boston, MA 02111



Board of Directors Meeting
March 8, 2018
NEFA, 8th Floor
Boston, MA

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Board of Directors Meeting

March 8, 2018

11:30 AM – 3:30 PM

NEFA, 8th Floor

Lunch will be provided at 11:30 AM

Board Meeting Agenda

11:30 AM – noon	Lunch
12:00 – 12:20 PM	Call to Order & Welcome – <i>Larry Simpson</i> Executive Director's Report – <i>Cathy Edwards</i>
12:20 – 1:30 PM	Board Business <ul style="list-style-type: none">• Minutes for Approval – October 27, 2017 – <i>Larry Simpson</i>• Finance & Audit Committee Report – <i>Doug Keith, Jug Chokshi</i>• Investment Committee Report – <i>Ted Wendell</i>• Trustees Committee Report – <i>Randy Rosenbaum</i>• Development & Communications Committee Report – <i>Andrew Cornell</i>• Board Retreat Planning – <i>Cathy Edwards</i>
1:30 – 1:45 PM	Articles of Incorporation & Bylaws Review <i>Don Burnham, Attorney, Eckert Seamans</i>
1:45 – 2:00 PM	Break
2:00 – 3:30 PM	Advocacy Discussion <i>Bob Lynch, President & CEO, Americans for the Arts</i>
3:30 PM	Closing Remarks & Adjournment – <i>Larry Simpson</i>

Upcoming Meetings & Events

Thursday – Friday, June 21 – 22, 2018 | **Board of Directors Retreat** | Grafton Inn, Grafton, VT



Executive Director's Report

MEMORANDUM

To: NEFA Board of Directors
From: Cathy Edwards
Date: February 26, 2018
Re: Executive Director's Report

Thank you for being with us for our annual spring meeting! NEFA is on solid footing and has meaningful successes to celebrate in terms of planning and resource development. Our work to build operational capacity and deepen investment strategically in program operations is ongoing and we have many exciting next steps to share. Advocacy and public funding is a critical challenge and we will benefit from having Bob Lynch, President and CEO of Americans for the Arts, here to inform us and help us strategize our work in advocacy.

Strategic Plan

At the fall meeting of the Board of Directors on October 27, 2017, you approved the NEFA Strategic Plan for 2018 – 21. Since then we have shared our core objectives with our constituents, and we are internally building work plans that engage with the priorities of the Strategic Plan and will be reflected in our proposed FY19 annual budget. We have received good responses to the plan including a very favorable review at the National Endowment for the Arts, with comments such as

- Mission, vision, goals, strategies were very clear, understandable, made sense given feedback they received in the process.
- Enjoyed description of New England – paint a very nice picture, uplifting description of the arts in New England.
- Thorough and thoughtful document – in line with best practices. Encouraging, providing info for their partners at all levels about how to engage meaningfully with diverse communities.
- Language is succinct, uplifting, positive, ambitious. Goals are not easily achievable but easily understood, can rally around them.

I thank the NEFA staff for their ongoing work on this plan, and Ann Wicks and Jeffrey Filiault of the communications team for planning and supporting its public role-out.

Resource Development

We have identified unrestricted core operational support as a key need for NEFA in our strategic plan. We'll discuss this in more detail at our Development & Communications Committee report, but we all share the success of reaching \$100,000 in individual support for the Annual Fund for the first time in NEFA's 41-year history. In other exceptional news, just two weeks ago we were awarded a general operating support grant of \$262,000 over 2 years by the Doris Duke Charitable Foundation. This is the first time NEFA was invited to apply to the DDCF general operating fund for national service organizations. Of the \$262,000, \$75,000 is earmarked specifically for us to repay our strategic risk reserve fund.

We also secured three years of renewed support for FY19 – 21 for NEFA's flagship National Dance Project from the Andrew W. Mellon Foundation. This funding will both support new strategic directions for NDP that are outcomes of our evaluation and field-scan and our strategic plan. Importantly, our funding for NDP was increased by \$200,000 each year for a total of \$600,000 over the course of the grant, and a significant portion of that increase will support core operations.

Our development team of Sharon Timmel and Sarah Kelley has done great work supporting and growing NEFA's development goals.



Executive Director's Report

Advisory Council and Governance

We had an excellent first meeting of the NEFA Advisory Council on November 29, 2017. Our co-chairs Sara Coffey and Sandra Burton led the meeting, which included a walkthrough of our strategic plan, and presentations about our *Jobs in New England's Creative Economy* report and Creative City. The council is excited to engage in NEFA's work and we will see some of the council members for dinner in Vermont on June 21.

The NEFA Trustees Committee identified updating the NEFA bylaws as an important project for us this year, to ensure that we are in keeping with best governance and organizational practice. We will address this on our agenda for today's meeting, and will vote on updated bylaws and updated articles of incorporation. NEFA's lawyer Don Burnham will be joining us to answer any questions you may have.

I'd like to especially acknowledge Steven Fenton for his management and support of NEFA's governance efforts.

Operations

I am excited to go into FY19 with a strong and knowledgeable team working in this critical area.

As you'll hear during our Finance & Audit Committee report, Jug Chokshi is now over six months into his tenure as Director of Finance and Administration, and his leadership has already been invaluable; the entire finance team comprises Jug, Rodrigo DelaTorre and Janusz Sulanowski. Our Salesforce & IT Administrator is Abby Southwell and as she reaches the one-year mark at NEFA, she has addressed key areas of technological concern, including a significant upgrade of our internal technology system and a transition to an internet-based file storage and sharing solution, Box.

Thanks to Jug, Rodrigo, Janusz, and Abby for stepping into their work so ably and for the important contributions they are making already. And, thanks to everyone at NEFA for helping to onboard the new team and provide context and information.

We are committed to working internally to cultivate a culture of transparency and feedback. We have engaged Lyn Freundlich, leader of the HR practice at TSNE MissionWorks (formerly Third Sector New England) for the past year to provide HR support and to advise us as we invest in NEFA's staff and organizational culture in a productive way that aligns with our strategic plan.

Opportunities to Engage

In mid-February, I was thrilled to attend a performance of a NEFA-supported film and theater work at ArtsEmerson with Ted Wendell. It was great to be in a full theater with people of all ages enthusiastically engaging with the work. When the director Clyde Peterson thanked NEFA his words were: "we couldn't have done this without you." Clyde's show *Torrey Pines* was the first film and theater crossover piece NTP has supported. It has been seen in 60 communities across the country, including Clyde's first New England tour.

Last week, I was in New York City to see one of NEFA's National Dance Project grantees, Bebe Miller, present her work *In the Making Room*, which has been in development since 2016. It was a special joy to see three New Englanders performing in her cast, Bronwen MacArthur (Connecticut), Angie Hauser (Massachusetts) and our own board member Christal Brown (Vermont).

Upcoming, we have identified a series of NEFA-funded performances around the region which staff will be attending. We'll be inviting you and our donors and friends along with the NEFA Advisory Council. We'd love to see you out in the region this spring and summer and introduce you to some of the artists and communities your work helps bring into being!

- Martha Redbone, Bone Hill, Connecticut College, New London CT – Friday, April 6
- Daniel Bernard Roumaine, AMASS, Portland Ovarions, Portland ME – Friday, May 4
- Ephrat Asherie, Odeon, Jacob's Pillow, Becket MA – Thursday, June 28



Executive Director's Report

Programs

Jane and the program staff have prepared a comprehensive report for you of our program initiatives and work. I'd like to especially draw your attention to two new summer projects.

- NEFA is partnering with the Northeast Indigenous Arts Alliance to support a convening of New England's Native artists in Bar Harbor, ME around the May 18 – 20, 2018 inaugural Abbe Museum Indian Market. If you are interested in attending, please let us know – this will be an important market and gathering.
- NEFA will be partnering with fellow Regional Arts Organizations including South Arts, Mid-America Arts Alliance and Mid-Atlantic Arts Foundations, as well as the Association of Performing Arts Presenters, to support the reimagined Jacob's Pillow Dance Presenter Forum, designed to foster a stronger ecology for dance by building the capacity of presenters to support dance artists. The Forum will take place from July 11 – 14, 2018.

Thank you to the program team, led by Jane Preston and comprising Adrienne Petrillo, Quita Sullivan, Dee Schneidman, Sara Nash, Kim Szeto, Deidra Montgomery, Kelsey Colcord Spitalny, Meena Malik, Kristin Gregory, Cheri Opperman, Daniela Jacobson Plotkin and Morganna Becker.

Advocacy

The major content of the board meeting will relate to advocacy and policy work that NEFA, New England's state arts agencies, and board members can engage in related to public funding for the arts.

In the year since the Trump administration took office, the cultural sector has had some victories, but nonetheless we are facing a very challenging landscape in terms of disinvestment in the social fabric of the country, and a president's budget for 2019 that zeroes out the NEA and all the cultural agencies.

I am excited to have Bob Lynch, President & CEO of Americans for the Arts, join us as a special guest at our meeting. Bob's leadership in the sector is so significant that I can't overstate it. Bob has been the architect of our sector's efforts to advocate for its value in countless ways, from the creation of a political action committee, the Arts Action Fund, to leadership in the creation of arts-friendly public policy, to reinforcing the viability of the sector's economic impact through the Arts and Economic Prosperity studies. Bob originally hails from Massachusetts and was the inaugural recipient of the JFK Commonwealth Award from the Massachusetts Cultural Council and the John F. Kennedy Library Foundation. He is a friend to us all, as well as a leader and mentor. It is an honor to have him with us.



STRATEGIC PLAN

2018-2021





ABOUT NEFA

The New England Foundation for the Arts invests in artists and communities and fosters equitable access to the arts, enriching the cultural landscape in New England and the nation.

NEFA accomplishes this by granting funds to artists and cultural organizations; connecting them to networks and knowledge-building opportunities; and analyzing their economic contributions.

NEFA serves as a regional partner for the National Endowment for the Arts, New England's state arts agencies, and private foundations. Learn more at www.nefa.org.

STRATEGIC PLAN

2018-2021

New England Foundation for the Arts

A low-angle, upward-looking photograph of three women performing a slackline activity on a modern building with a light-colored wooden facade. The woman at the top left is in a yellow shirt and dark skirt, the woman in the middle is in a green dress, and the woman at the bottom right is in a red dress. They are all balancing on a thin white rope. The sky is a clear, bright blue. A vertical orange and yellow bar is on the right edge of the image.

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EXECUTIVE SUMMARY

We are proud to present a strategic plan for the New England Foundation for the Arts. This plan is grounded in a *vision* that NEFA **contributes to a nation where artists flourish and communities celebrate art as essential to a thriving, equitable society**. Our *mission* is to **invest in artists and communities and foster equitable access to the arts, enriching the cultural landscape in New England and the nation**.

At the core of our plan is a set of goals that maintain and advance NEFA's historic commitment to investing in artists and the creative process; understand a commitment to equity, diversity, inclusion and accessibility as a key area for growth and impact; and seek to strengthen our core operational stability. Our new strategic plan calls for even greater commitments to:

- » **artists and the creative process** – from the creation of new work to support for the role of artists as leaders, reinforcing their partnerships with cultural organizations in communities, and fostering their professional development
- » **networks and knowledge-building** – including forward-thinking research projects that add value to the creative economy, inform advocacy and spotlight the strength of the creative sector, as well as investment in learning opportunities for our constituents
- » **equity, diversity, inclusion, and accessibility** – our efforts to recognize, support and invest in equity, diversity, inclusion, and accessibility are essential to building a stronger arts sector and to all aspects of our internal operations
- » **value, impact, and sustainability** – we seek a clearer communication of our value, and increased sustainability so that we can most effectively advance progress in the creative sector
- » **organizational culture and capacity** – we will enhance core operational capacity, and invest in teamwork and personal development for NEFA's people, to build an ever-more transparent, responsive organization.

We offer special thanks to Amy Zell Ellsworth, chair of NEFA's strategic planning task force, to the entire NEFA board and staff, and to our facilitators in building this plan, Michele Walter and Lynette Turner at AMS Planning & Research, and Carmen Morgan and Lydia Garcia at artEquity. We are grateful to The Barr Foundation for their support of this process.



CATHY EDWARDS
Executive Director
New England Foundation for the Arts



LAWRENCE J. SIMPSON
Chair, Board of Directors
New England Foundation for the Arts

INTRODUCTION

In February 2017, the New England Foundation for the Arts began work on a new strategic plan. In light of the rapidly changing political and social environment for arts and culture organizations, and with new staff and board leadership in place, NEFA's goal was to craft a three-year plan that is both comprehensive and adaptable to changing conditions. The work took place throughout 2017, which was a time of significant uncertainty in the United States. NEFA sought to articulate and affirm its unique value proposition, and position itself for a future certain to hold dramatic changes in funding, motivations underlying creative expression, technological innovation and disruptions, and a civil society where mission-based organizations will be called upon to deepen their commitment to equal opportunity and just access to resources.

The NEFA strategic plan is grounded in the conviction that arts and culture are integral to strong and equitable communities. The plan seeks to further strengthen NEFA's historic commitment to investing in artists through grant-making with attention to structures that support holistic professional development and success for artists and creative individuals, recognizing that they are at the core of the creative ecosystem and essential to healthy and vibrant communities.

NEFA Staff; Jeffrey Filiault/NEFA



PLANNING APPROACH

NEFA engaged **AMS Planning & Research** to facilitate the strategic planning process. Michele Walter and Lynette Turner of AMS utilized an approach grounded in qualitative and quantitative research that informed significant board and staff engagement. Critical input from constituents came through major program evaluations and research commissioned by NEFA in the years prior to strategic planning, including significant surveys, interviews, and focus groups. AMS conducted external research into industry trends that impact NEFA's role, opportunities, and future. AMS drew on resources from diverse public agencies, foundations, and arts service organizations, as well as a series of interviews with leaders from across the sector.

Concurrent with this strategic planning process, NEFA worked with **artEquity** to provide training on equity, diversity, inclusion, and accessibility with an emphasis on both analysis and skills-building. Starting with an in-depth organizational assessment, Carmen Morgan and Lydia Garcia of artEquity worked with NEFA staff to develop a common understanding of the range of equity issues facing the organization and the field. A two-day, off-site staff training by artEquity has been followed by regular workshops and a commitment to advancing equity, diversity, inclusion, and accessibility as central to NEFA's vision of its future success and impact. As equity, diversity, inclusion, and accessibility are cornerstones of the NEFA strategic plan, NEFA will continue to develop its values, internal procedures, and external services through this lens, and will continue work and learning into the future.



Creative City-supported Elisa H. Hamilton and Silvia Lopez Chavez' "Lemonade Stand," by Leonardo March

WHERE WE BEGAN: NEFA TODAY

The New England Foundation for the Arts is regarded as an organization with devoted leadership, deeply invested in supporting the arts in New England and the nation. NEFA's knowledgeable staff and robust research practice are recognized as important contributions to the field. The organization is respected for its longstanding support of touring and its over 20-year leadership of the National Dance Project, as well as its groundbreaking and ongoing quantification of the creative economy. NEFA has evolved with the field and capitalized upon its leadership position to advance programs in theater, public art, and international exchange.

Over the last three years, NEFA appointed a new Executive Director, elected 15 new board members, and made changes to the organization's leadership and program structures. Within this institutional evolution, NEFA's leadership team recognized the opportunity to shine a light on the organizational model and consider an evolution in both practice and service to the field across disciplines and geographies.

NEFA is acknowledged as uniquely relevant. It has a forward-thinking practice of convening varied constituencies around issues of interest to the field in New England and nationally; a long-standing commitment to artists and the creative process; a leadership role in investigating the broader creative economy; and an ever-growing effort to advance equity, diversity, inclusion, and accessibility. In addition, NEFA has a healthy balance sheet underpinned by longstanding funders.

NEFA's challenges include an environment in which public funding for the arts is unstable, with concern that appropriations to the National Endowment for the Arts may diminish or even be eliminated within the context of federal budget priorities. State arts appropriations are also unstable in the New England region. NEFA has not historically cultivated family foundations or donor-advised funds. Individual and board giving has seen marked, if modest, growth in recent years.

NEFA is also challenged by concerns about operational capacity to advance its ever-evolving work in the context of rapid changes in how people make, experience, communicate, and evaluate creative work. In an environment of scarce resources for core operations, NEFA has less flexibility to experiment with new approaches, staff training, and technological innovations.

Lastly, NEFA has a practice of operating outside of the spotlight, and consequently would benefit from the creation of a strong public brand and value proposition for its impact and core values.

WHAT WE LEARNED

BROADENED DEFINITION OF ARTIST & ARTIST SUPPORT

First and foremost, NEFA desires to support artists and the creative process, recognizing an ever-expanding diversity of people and creative practices as essential to the vitality of the arts and culture sector in strong and equitable communities. NEFA plays an important role as a grant-maker, both in the creation of new work and in encouraging opportunities for communities to engage with artists and their work. NEFA recognizes that artists and cultural organizations rely on one another to achieve their greatest impacts, and that artists will be most successful when they can partner with strong cultural organizations. NEFA also recognizes that it can deepen its work to support artists based in New England who occupy an increasingly fragile economic position in the region.

Artists and creative people are entrepreneurial in their work, and data show that a much higher percentage of creative workers are self-employed than workers in other sectors of the economy. NEFA seeks to support these workers with access to the professional development tools they need to function as creative entrepreneurs in a changing landscape.

Artists and creative workers are increasingly taking leading roles in community vitality, and NEFA supports artists by cultivating leadership in community engagement, and acknowledging that civic dialogue and social connectivity are integral to (and a key product of) creative practice. In particular, NEFA is committed to supporting the voices of artists and communities that have been excluded from opportunity based on structural inequities.

CONNECTING WITH COMMUNITY

Communities are expansive, and NEFA works to support broad notions of value around context, place, and venue for creative production. Because communities are complex and composed of many stakeholders and participants, NEFA seeks to support varied notions of artistic success. Considering communities according not just to geography, but in the scope of shared artistic practices, environmental needs and opportunities, and other factors, including systemic underinvestment, informs NEFA's work.

NEFA recognizes that touring is a means, not an end, to connecting artists and communities across New England, the nation, and the world. Touring drives cultural exchange, offers artists opportunities to build their audiences and networks, and provides communities with direct access to diverse forms of artistic expression.

Development of diverse out-of-sector partnerships and services is happening in tandem with the growing diversity of contexts, places, and venues for arts and culture experiences. These partnerships inform the ways in which artists and cultural organizers are blurring the line between practitioner and spectator. This is evident in the performing arts with the rise of immersive and interactive performance genres, but also visible in public art, and emerging social and civic practices of art-making. NEFA has an opportunity to grow its services to an ever-evolving notion of community partners, allies, and organizations invested in culture, and to purposefully invest in embracing partnerships as a way to increase reach and impact.

SHARING KNOWLEDGE

Knowledge-sharing efforts are a key element to building a stronger creative sector. NEFA's research into and on behalf of the arts and culture sector is a key organizational asset. Artists and leaders of cultural organizations alike seek increased access to field-wide learnings, professional development, networks, and knowledge of cultural assets.

There is clear desire in the field for more variety and nuance in professional development programming for artists, cultural organizations, and other key stakeholders. NEFA's own training and learning related to equity, diversity, inclusion, and accessibility will inform its dissemination of knowledge and formulation of professional development strategies. In a landscape of finite resources, partnerships are a key driver of success and impact. Sharing information with organizations and individuals in the arts ecosystem is - and will become - even more important. Accumulated expertise exists in the work of artists, arts administrators, and other people who have engaged with learning opportunities, leadership forums, and grant programs.

NEFA can advance its own organizational research practice and serve the field by providing robust research, evaluation, and learning about and for the arts and culture field, with a commitment to understanding the factors that advance equitable opportunities for artists to succeed over time.

ADVOCACY, POLICY, & DATA

Research and data that inform policy and advocacy are essential to the arts and culture sector's ability to mobilize support for its work. In addition to support for the sector overall, advocacy for the unique needs and concerns of artists and creative workers is critical. Analysis of the creative economy, including both the nonprofit sector and an expansive understanding of creative industries and their role in community vitality, is an important means of advocating for a dynamic workforce to both the public and private sector.

NEFA will strive to increasingly engage sectors other than arts and culture, in response to concerns within the organization and the field regarding silos of sector and disciplinary knowledge and recognizing the power of arts to enhance economic and civic capacity. By connecting with organizational and individual stakeholders who hail from diverse disciplinary backgrounds, NEFA has the opportunity to leverage existing program knowledge, research, and data in order to advance a values-based approach to a just, equitable social context for the arts and community vitality.

NEFA seeks to join forces with its peers to advocate for expanded public and private investment in the arts and for equitable mapping of cultural assets and distribution of resources. Using the RAO network's distinct strengths, this cohort may tap into as-yet untested resources from public agencies, private sector foundations and corporations, and individual investors who wish to generate impact through the arts.

PUBLIC FUNDING & PRIVATE OPPORTUNITIES

The National Endowment for the Arts has been a longstanding source of support for state arts agencies and regional arts organizations. Partnership with the NEA undergirds regional program priorities and supports evolving organizational and operating needs. While NEA appropriations have been relatively stable for the five years preceding this study, volatility surrounding Federal appropriations to the NEA itself may lead to significant reduction in NEA support. NEA dollars disproportionately fund NEFA's support services, representing 16% of NEFA's total income from FY 2013-FY 2016.

The New England state arts agencies are important institutional stakeholders in the overall health of the arts and culture sector in the region. However, state budgets are stressed and the agencies have not seen increased investment; in fact, several have had their budgets diminished in the years since the recession. NEFA's partnership with the SAAs has in the past enabled NEFA to expand services, test ideas, and enter into critical program and service areas. SAA directors and NEFA work closely together on issues as varied as NEFA governance, identifying strategic issues and opportunities, and best practice models. When budgets for New England's SAAs are reduced, this has a direct impact on their ability to invest in NEFA, and accordingly, on NEFA's ability to maintain and expand existing program services.

Donor choice is a key to multiple trends in other channels for giving. The proliferation of donor-advised funds, which have grown more than 35% in the seven years prior to this strategic plan, is one indication of this. A second is the similarly explosive growth of family foundations. At the start of the 21st century, the United States had just over 3,000 family foundations, which often gave within a designated geography. As of this writing, there are over 42,000 family foundations, and a growing minority of these align their giving with specific issues rather than places. Finally, episodic giving has seen increased growth, possibly through its connection to social media and rising public interest in social and political activism. At this point in its history, NEFA has not sought to cultivate donors from this growing sector of family foundations and donor-advised funds, but provides value that may be articulated in a manner that can lead to new relationships and investments.



Creative City-supported Mehmet Ali Sanlika;
Maureen White

WHERE WE ARE GOING: 2018-2021

Based on what we learned during the strategic planning process, NEFA revisited our vision and mission. We also created a set of values, and then defined them for ourselves and this point in time. These statements represent our guiding principles.

Building on NEFA's vision, mission, and values, we forged strategic plan goals and objectives for the 2018-2021 time frame. Each of the goals is described in some detail with affiliated objectives and strategies. NEFA staff continues to work on the plan in the form of specific tactics, timelines, and benchmarks for success, and this work will continue through March 2018.

OUR VISION

NEFA contributes to a nation where artists flourish and communities celebrate art as essential to a thriving, equitable society.

OUR MISSION

NEFA invests in artists and communities and fosters equitable access to the arts, enriching the cultural landscape in New England and the nation.

OUR VALUES

- » **Artists and the creative process:** NEFA values the individual and collective contributions of artists in society, the ingenuity and imagination of the creative process, and is committed to freedom of artistic expression. NEFA believes in amplifying the voices of artists as leaders in our organization, the arts sector, and communities.
- » **Equity, diversity, inclusion, and accessibility:** NEFA values an equitable, diverse, and inclusive world, which we interpret as all people having fair access to the tools and resources they need to realize creative and community endeavors. We acknowledge structural inequities that have excluded individuals and communities from opportunity based on race, gender, disability, sexual orientation, class, age, and geography, and strive to counter those inequities in our work.
- » **Knowledge building and sharing:** NEFA values the importance of inquiry, information gathering, and collaborative learning that strengthens NEFA's practices and the arts and culture sector. NEFA promotes varied learning opportunities for diverse stakeholders and partners.
- » **Leadership:** NEFA believes that leadership opportunities for artists and cultural workers are essential to a stronger arts sector and healthier communities; NEFA values the leadership role that we play to advance arts and culture in the region and the nation.
- » **Partnership:** NEFA values the interdependence of artists, organizations, and communities as essential to a holistic, equitable vision of community vitality and artistic success. NEFA values our own partnerships with the National Endowment for the Arts, state arts agencies, funders, advisors, and stakeholders, which enable alignment of resources and strategies that lead to greater effectiveness.
- » **Public funding for the arts:** NEFA values public commitment to the arts and culture sector as vital to a just, healthy civic life and a robust democracy, and an essential leverage for private investment in the arts.

GOALS, OBJECTIVES, & STRATEGIES

Goal 1: ARTISTS & THE CREATIVE PROCESS

Invest in artists and the creative process, and strengthen the capacity of cultural organizations to effectively partner with artists

Goal 1 Objectives

- Invest in signature programs and models that deeply and systemically advance and link opportunities for artists, art-making, and communities
- Develop artist support initiatives to complement grant-making that are geared towards sustainability of artist practice and work life
- Foster learning outcomes that draw from NEFA's program expertise and build capacity; embrace reciprocal learning between New England and national initiatives
- Strengthen the capacity of cultural organizations and communities to support diverse creative voices
- Provide New England artists, cultural organizations, and communities with increased resources to connect creatively with each other

Goal 1 Strategies

1. Incorporate NEFA's signature best practices as core elements across programs
2. Identify new and/or enhanced program and service opportunities that reinforce NEFA's mission, vision, and values, and align with historic and/or new funding opportunities related to artist sustainability
3. Develop program literature and evaluation models that articulate distinct program objectives
4. Strengthen visibility and connection opportunities for New England's artists, arts organizations, and communities to grow their creative work and impact.

Goal 2: NETWORKS & KNOWLEDGE

Build and leverage networks, research, and knowledge to strengthen the arts ecosystem, and advocate for artists and creative communities as essential to a thriving society

Goal 2 Objectives

- Support learning, mentorship, and network-building for and among artists, cultural organizations, and arts advocates
- Provide information and tools for advocates to promote policies and programs that prioritize creative workers, creative enterprises, and arts-based community development
- Share learning from NEFA and knowledge partners to build capacity and long-term support for artists and arts institutions and promote an understanding of culture as vital to strong communities

Goal 2 Strategies

1. Advance NEFA's research agenda to intentionally add value to arts research and the understanding of the creative economy
2. Integrate learning opportunities and research functions across programs
3. Identify and advance initiatives that support business skills and other professional development for artists and arts administrators/programmers/leaders
4. Create a plan for broad communication and distribution of research and field learning

Goal 3: EQUITY, DIVERSITY, INCLUSION, & ACCESSIBILITY

Recognize, support, and invest in equity, diversity, inclusion, and accessibility as essential in all aspects of internal processes and external opportunities to build a strong arts sector

Goal 3 Objectives

- Adopt a specific plan toward equity, diversity, inclusion, and accessibility in NEFA's internal and external policies, practices, and systems
- Integrate principles of equity, diversity, inclusion, and accessibility into all NEFA's grants, program services, and strategic initiatives
- Model a proactive culture of equity, diversity, inclusion, and accessibility within and among NEFA's constituents and grantees

Goal 3 Strategies

1. Craft internal and external communications to state clearly NEFA's equity, diversity, inclusion, and accessibility principles, commitments, and practices
2. Update and modify program guidelines, service models, and institutional development efforts to align with NEFA's stated equity, diversity, inclusion, and accessibility principles
3. Continue to invest in equity, diversity, inclusion, and accessibility training and internal organizational development

Goal 4: VALUE, IMPACT, & SUSTAINABILITY

Serve as a creative partner and responsible steward to advance progress in the sector

Goal 4 Objectives

- Clarify NEFA's unique value proposition and improve NEFA's brand coherence, purpose, and messaging
- Engage new funding partners around NEFA's unique value and expertise
- Encourage investment in NEFA's internal capacity
- Engage as a thought partner with existing and potential NEFA partners who seek to advance equity, diversity, inclusion, and accessibility

Goal 4 Strategies

1. Evaluate and modify, as appropriate, NEFA's messaging and communications systems and tactics to position the organization for success
2. Develop current and potential income resources - including building upon individual giving successes - to diversify and stabilize NEFA's financial position
3. Build strategic partnerships

Goal 5: ORGANIZATIONAL CULTURE & CAPACITY

Operate with efficiency and transparency, cultivating a responsive organizational culture that values organizational success, teamwork, and personal development

Goal 5 Objectives

- Advance NEFA's internal structure and policies to achieve organizational success across programmatic, operational, and strategic lines
- Create an inclusive and supportive organizational culture that celebrates learning and prioritizes teamwork
- Support personal and professional growth opportunities contributing toward excellent service to NEFA's external constituencies and partners
- Prioritize board and staff recruitment

Goal 5 Strategies

1. Align internal resources with program goals to maximize NEFA's impact
2. Strengthen connectivity between board, staff, and other internal constituencies
3. Develop a formal process for staff professional growth
4. Evaluate organizational structure, policy, and HR practices against stated mission, goals, values, and commitment to equity, diversity, inclusion and accessibility; update as appropriate
5. Commit to transparent, inclusive, and robust financial practice



Center Stage artists Mohamed Abozekry and Karkade; by Heba Khalifa

APPENDIX

THANK YOU

NEFA is deeply grateful to the many individuals and colleagues who contributed their expertise, ideas, and time to the creation of this plan.

The following stakeholders of the NEFA staff and board have engaged in the plan:

STAFF

- Morganna Becker, Program Associate, CreativeGround
- Jug Chokshi, Director of Finance and Administration
- Adrienne Petrillo, Director, Presenting and Touring
- Rodrigo DelaTorre, Finance Manager
- Cathy Edwards, Executive Director*
- Steven Fenton, Executive and Operations Manager*
- Jeffrey Filiault, Communications Coordinator
- Kristin Gregory, Program Coordinator, National Dance Project
- Daniela Jacobson Plotkin, Program Coordinator, Presenting & Touring, Accessibility Coordinator
- Sarah Kelley, Development Associate
- Meena Malik, Program Coordinator, National Theater Project
- Nicholas Medvescek, former CreativeGround Website Administrator
- Deidra M. Montgomery, Program Coordinator, Creative City
- Sara C. Nash, Program Director, Dance
- Cheri Opperman, Grants Coordinator, National Dance Project
- Adrienne Petrillo, Program Director, New England Presenting & Touring, Center Stage
- Jane Preston, Deputy Director*
- Dee Schneidman, Program Director, Research & Creative Economy
- Abby Southwell, Salesforce & IT Administrator
- Kelsey Colcord Spitalny, Program Coordinator, Center Stage
- Janusz Sulanowski, Finance Associate
- Quita Sullivan, JD (Montaukett/Shinnecock), Program Director, Theater
- Kim Szeto, Program Manager, Creative City
- Sharon Timmel, Development Manager
- Ann Wicks, Communications Manager

BOARD OF DIRECTORS

- Lawrence J. Simpson, Chair*
- Randall Rosenbaum, Vice Chair*
- Douglas Keith, Treasurer*
- Ann Smith, Secretary
- Christal N. Brown
- Taylor Ho Bynum*
- Andrew P. Cornell
- Amy Zell Ellsworth*

- Geoff Hargadon
- John E. Henry
- Ginnie Lupi
- Karen Mittelman
- Barbara E. Murphy
- Chip Newell
- Kristina Newman-Scott
- Julie Richard*
- Elizabeth Theobald Richards
- Pamela Tatge*
- Ted Wendell
- Marco Werman
- Lisa Wong
- Carrie Zaslow

*Denotes Strategic Planning Task Force member.

The following external interviews were conducted with the approval of the strategic planning task force, with the intention of capturing a broad understanding of the arts and culture sector.

- Savannah Barrett, Program Director, Art of the Rural
- Blair Benjamin, Director, Assets for Artists, MASS MoCA
- Pam Breau, CEO, National Assembly of State Arts Agencies
- Tim Cynova, COO, Fractured Atlas
- Mario Garcia Durham, President & CEO, Association of Performing Arts Presenters
- Teresa Eyring, Executive Director, Theatre Communications Group
- Amy Fitterer, Executive Director, DanceUSA
- Cate Fox, Senior Officer for Arts & Culture, MacArthur Foundation
- David J. Fraher, President & CEO, Arts Midwest
- Ed Henry, President & CEO, Doris Duke Charitable Foundation
- Kemi Ilesanmi, Executive Director, The Laundromat Project
- Maria Rosario Jackson, Senior Advisor to the Arts & Culture Program, Kresge Foundation
- Joyce Linehan, Chief of Policy, City of Boston Mayor's Office
- Robert Lynch, President & CEO, Americans for the Arts
- Meg Morton, Senior Vice President, Fidelity Foundation
- Caitlin Strokosch, Executive Director, National Performance Network
- Steven Tepper, Dean, Herberger Institute for Design and the Arts at Arizona State University
- Clyde Valentin, Director of Ignite/Dallas at the SMU Meadows School of the Arts
- Mariët Westermann, Executive Vice President of Programs and Research, Mellon Foundation
- E. San San Wong, Senior Program Officer, Barr Foundation

NEFA RESOURCES AND CONSTITUENT INPUT

- » Center Stage annual reports ([2012](#) & 2013)
- » Creative City memoranda on launch and final gatherings (January, June, November, and December 2016)
- » Creative City reports (2016)
- » [Creative Communities Exchange post-conference report](#) (2015)
- » [The Jobs in New England's Creative Economy and Why They Matter](#) (June 2017)
- » [Lessons From the National Theater Project](#) (July 2016)
- » [Moving Dance Forward: NEFA's National Dance Project at 20 & Critical Field Trends](#) (October 2016)
- » NEFA's New England Programs: Planning for the Future (February 2017)
- » [NEFA's annual reports from 2012-2016](#)
- » NEFA Five-Year Strategic Plan (2008-2013)
- » [NEFA Five-Year Strategic Plan](#) (2014-2019)

PLANNING CONSULTANTS

AMS Planning & Research

Michele Walter, Managing Director
Lynette Turner, Senior Associate

artEquity

Carmen Morgan, Founder & Director
Lydia Garcia, Special Projects Manager/Facilitator



NEW ENGLAND FOUNDATION FOR THE ARTS

CONTACT

info@nefa.org
617.951.0010

145 Tremont St., Seventh Floor, Boston, MA 02111 | nefa.org

Attendance

Board participating in person: Christal Brown, Taylor Ho Bynum, Amy Zell Ellsworth, John Henry, Doug Keith, Barbara Murphy, Julie Richard, Randy Rosenbaum, Larry Simpson, Ann Smith, Pam Tatge, Ted Wendell, Marco Werman, Lisa Wong, Carrie Zaslow

Board participating by phone: Ginnie Lupi, Karen Mittelman, Chip Newell, Kristina Newman-Scott, Betsy Richards

Staff participating: Jug Chokshi, Cathy Edwards, Steven Fenton, Jane Preston, Quita Sullivan

Guests: Michele Walter

Notetaker: Steven Fenton

Friday, October 27

BOARD CHAIR LARRY SIMPSON CALLED THE MEETING TO ORDER AT 12:00 noon

Call to Order & Welcome

Board chair Larry Simpson called the meeting to order. He introduced and welcomed two new board members: Christal Brown, who was appointed to the board in June, but was attending her first meeting, and Karen Mittelman, the newly appointed Director of the Vermont Arts Council.

Executive Director's Report

Executive Director Cathy Edwards reflected on the success of the summer retreat in the Berkshires and the event celebrating the 40th and 20th anniversaries of NEFA and the National Dance Project (NDP), respectively. The event was well attended by board members, longstanding funders and partners, and members of NEFA's new Advisory Council. The board meeting was a productive two days focused on strategic planning, facilitated by AMS Planning. Following the retreat, the staff and task force synthesized the outcomes of the strategic planning process and engaged in several additional sessions with AMS Planning. All of that work has been translated into a three-year plan with clearly articulated values, goals, and objectives for the board's review.

Since the board meeting, NEFA has onboarded two new members of the finance team. She welcomed Jug Chokshi, Director of Finance & Administration, and Rodrigo DelaTorre, Finance Manager, and expressed excitement to have Jug join the senior leadership.

Cathy also reported on a staff retreat held in July, which was a training centered on equity, diversity, inclusion, and accessibility facilitated by ArtEquity. It was an opportunity for the staff to engage in group learning and to begin developing a shared understanding of the principles and language of these concepts. It was a challenging, but rewarding experience, and the staff emerged with great enthusiasm to continue. A staff working group was appointed to facilitate moving the work forward.

Approval of Minutes from June 2017 Retreat

Larry Simpson presented the minutes from the NEFA Board of Directors June 2017 Retreat. He asked for questions or corrections, but none were offered. The chair entertained a motion to approve the minutes.

Randy Rosenbaum made a motion to approve the June 2017 board retreat minutes. Ted Wendell seconded the motion. The vote was unanimous.

Corporate Officer Elections

Larry Simpson reminded the board of their responsibility to elect members of the senior leadership to officer positions in the corporation so they may endorse checks and contracts on behalf of the



Minutes

NEFA Board of Directors
October 27, 2017

organization. The board renewed the elections of Cathy Edwards and Jane Preston at the summer retreat. He asked for a motion to appoint Jug Chokshi NEFA's Assistant Treasurer.

Amy Zell Ellsworth made a motion to appoint Jug Chokshi to the position of Assistant Treasurer with the authority to sign on behalf of NEFA. Ted Wendell seconded the motion. The vote was unanimous.

Following the vote, there was a question about NEFA's signing protocols, specifically around what thresholds are in place that require multiple officer signatures or board approval. Cathy explained any checks over \$10K require signatures from two corporate officers, but historically there has not been a practice or amount requiring a signature from a board member. Jug offered to discuss this further with the Finance & Audit Committee and NEFA's auditors to ensure the appropriate control hierarchy is in place.

Finance Committee Report

Board Treasurer Doug Keith turned the board's attention to the revised budget for FY18. At the summer retreat, the board approved an interim budget because we were without a Director of Finance at that time. Jug has since joined NEFA and worked to update the interim budget and prepare a revised FY 18 budget for review today.

Jug spoke about his first months at NEFA. He recounted hearing from many stakeholders that a primary goal for his team should be increased transparency around the organization's finances. So Jug and his team will continue to refine the budget presentation to work toward that goal. Jug walked the board through the differences between the interim and revised budgets. He pointed out the variance in administration, where compensation and benefits were down, which was due to the delay in hiring for full-time staff in finance. Jug concluded his report after answering some additional questions about the proposed budget. No changes were suggested, so Chair Larry Simpson entertained a motion to approve the revised FY18 budget.

Julie Richard made a motion to approve the Revised FY18 Budget. Pam Tatge seconded the motion. The vote was unanimous.

Investment Committee Report

Investment Committee Chair Ted Wendell was pleased to see NEFA's investments had passed \$9 million for the first time, demonstrating the robustness of the market. Ted noted the committee intended to change the reporting format for better clarity. He also noted that the committee plans to ensure that the funds are not commingled with dollars that are restricted for future obligations (like grantmaking) to avoid undue market risk to program funds.

Trustees Committee Report

Trustees Committee Chair Randy Rosenbaum reported on a recent committee meeting where several topics were discussed including updating NEFA's bylaws. The bylaws were last reviewed in 2008 and contain several outdated passages. As an example, Randy explained the bylaws do not offer instructions on how to deal with a vacancy left behind if a State Arts Agency Director steps down from the board. Cathy will work with NEFA's attorney to review the current bylaws and recommend a set of revisions for the full board to review.

The committee also discussed nominations for the incoming board class. Their goals are to improve the board's demographic ratios in all areas and to identify strategic leaders with expertise in the arts and social impact.

Strategic Planning

Strategic Planning Task Force Chair Amy Zell Ellsworth thanked both board and staff for their deep involvement in the planning process. She also thanked Michele Walter of AMS Planning & Research for her partnership in the process. Amy expressed her belief that the plan reflects the heart and soul of

the organization, offering appropriate guideposts and a clear vision for the future.

Michele Walter addressed the board, speaking briefly about the process leading up to this meeting, and reflecting on the experience of working with the staff and task force. She spoke about the deliberative and iterative process of refining the language of the plan and how important it was to find the precise wording for what the organization wanted to convey and accomplish. She highlighted the plan's fundamental commitment to equity, diversity, inclusion, and accessibility, which emerged as a real priority following the staff's summer training work with ArtEquity.

Michele walked the board through the core values of the plan, including NEFA's commitments to supporting artists and the New England region, embracing partnerships, and investing in the practice of knowledge sharing. One major turning point was identifying the types of activities that were present across multiple programs or departments at NEFA and contemplating how to map the organization's structure onto those intersections. Bringing all of this together calls for a clear communication and development strategy around NEFA's unique value proposition.

The board discussed the plan in detail. Some members hoped to see some concepts, like leadership, reinforced by threading them throughout the plan, or called out within the strategies and tactics still to be developed. There was also conversation about how best to clarify who are the artists the plan refers to, and a request for the strategies and tactics to be specific about the artistic disciplines NEFA does, can, and will support, and through what existing or new mechanisms.

Board members also identified areas of the plan that require new or additional financial and human resources and expressed a desire to see serious action plans that map out the organization's approach for accomplishing such ambitious goals. One board member cited the specific example of the plan's mandate on equity, diversity, inclusion, and accessibility, which should be accounted for in the budget to convey genuine commitment to the work.

Cathy thanked the board for their comments and explained that she sees this as the midpoint of the complete planning process. The next phase will involve staff planning around how to advance and live with the plan's goals. The staff will work together to prioritize and identify the key places where NEFA can have a real impact. As the staff develop their action plans, they will be mindful of the board's comments. A board member recommended the organization adopt a culture that lives with the strategic plan, where the plan's values and goals are at the center of each conversation and project. Cathy shared that she is thinking about different ways to do this and looked forward to reporting back to the board on further progress once the staff has had a chance to metabolize the plan and its implications.

Larry Simpson thanked Cathy, AMS, the task force, and the staff for their tremendous work in delivering a comprehensive and ambitious plan on a tight timeline. He recalled the last time the organization ratified a strategic plan, recognizing very few board members and less than half the staff were at NEFA then. The world, sector, and organization have all changed in significant ways since 2013. This was the right time to reconsider NEFA's place, value, and direction. With no additional comments, the chair entertained a motion to approve the plan.

Randy Rosenbaum made a motion to approve the NEFA 2018 – 2021 Strategic Plan. John Henry seconded the motion. The vote was unanimous.

National Theater Project Presentation

Deputy Director Jane Preston introduced Quita Sullivan, NEFA's Program Director for Theater. Quita came to NEFA in 2010. She had worked as a theater professional among many other things, and had engaged with NEFA previously through the Native Arts Program. Following the strategic planning conversation with a discussion of the National Theater Project (NTP) felt appropriate because so many of the major touchstones of the plan resonate with the work NTP is already doing.

Quita offered the board a brief history of the program, which started as a pilot grantmaking initiative in 2010. Seven years later the program has awarded 78 grants, ranging from small grassroots ensemble pieces to nationally recognized groups such as SITI Company. NTP awards grants for the creation and touring of devised ensemble theater works. The grant amounts vary in size, between \$80 - 130K, and are split between the company (to create the work) and presenters (to support the work's presentation in their communities). NTP also offers travel grants to presenters to see funded work so they may decide whether to tour it. Another flagship offering is the cohort meeting, which provides grantees the opportunity to gather to discuss and strategize their projects, develop new relationships, and tap into new networks and supportive resources.

The program is also committed to ongoing learning and evaluation. Quita shared some of the major takeaways from the pilot phase that informed the development of the program. One key change over the last seven years was to reconsider the timeline of the projects and at what point the NTP grant can be most valuable to the artists. The program now has a strong preference for projects that are further along in their development. They also learned that touring infrastructure is a real challenge for the artists, which inspired the program to create an additional \$10K award for grantees that supports administrative costs related to touring. Artists expressed concern about sustaining the growth that was a result of their tour. So NTP launched transition grants to help sustain that growth, allowing artists to amplify the connections made while touring, support further tour administration, or develop new models of financial support. In conversation with the program's advisors, the team learned that some applicants were not ready to receive such a significant grant. NTP introduced capacity-building grants that provide catalytic dollars to finalists who were unsuccessful in the grant round.

Under Quita's leadership, the program has also increased its focus on knowledge sharing and equity. The program's advisors have expressed concerns about whether projects are at a disadvantage when they come from areas that are not well resourced or if their aesthetics are harder for panelists to understand. To address these concerns, the program's staff and advisors host meetings and convenings in areas they are unfamiliar with to learn more about what is happening in theater around the country. This practice educates the staff and advisors on the aesthetics and resources available to artists, which informs the discussion during the panel process.

The NTP team continues to think about how they can improve and enhance the program and its services, and what problems or needs they can address. Quita shared a visual presentation including examples of projects that have received funding, and maps that demonstrate the geographic reach of the program, and previewed some next steps for the program including a convening for indigenous performers in October and focusing on ways to collaborate with NEFA's other programs and partners.

Annual Appeal and Friend-raising Campaign

Development and Communications Committee member Ann Smith reminded the board of their commitment to NEFA's annual fund. The board achieved 100% participation in the annual fund for the past two years. Hoping to build on the success of that work, the committee set an ambitious goal to increase individual giving by 15%, for an annual total of \$100,000. Ann was pleased to share NEFA already raised \$55,000 in FY18.

One tactic to achieve this new goal is to expand NEFA's network of donors. The committee asked board members to consider individuals they could recommend for the campaign list and to write up notes that would be included with their appeal letters. Ann led the board in a letter-writing exercise.

BOARD CHAIR LARRY SIMPSON ADJOURNED THE MEETING AT 3:23 PM

Next Steps:

- ***Finance & Audit committee will review signature protocols with auditors***
- ***Submit the minutes from this meeting for board approval on March 8, 2017***
- ***Distribute a list of upcoming performances to the board***



Finance & Audit Committee Report

MEMORANDUM

To: NEFA Board of Directors
From: Doug Keith
Date: February 26, 2018
Re: Committee Updates

Dear Board Members,

The Finance & Audit Committee convened by phone on February 15. Our first order of business was to celebrate the news that Jug's department is now fully staffed. Jug is joined by Rodrigo DelaTorre, Finance Manager, who you met at the board meeting in October, and Janusz Sulanowski, Finance Associate who started in January. I am impressed and encouraged by how well they are working together and how quickly the team is getting up to speed.

Two of the top priorities for Jug's team are underway. The first was to onboard the new staff, while transitioning out the interim contract staff who have been working with NEFA since last spring. The second was to finally wrap the annual audit, which is close to complete. Jug reported to the committee that he expects the audited statements will be ready to review in March. We will share the results with the board when they are available.

As we reported in October, one of our goals is to create greater transparency in our reporting. This month we took the first steps toward reformatting our reports. We discussed what kind of content we thought would be both informative and helpful, but also legible to folks at all levels of financial literacy. We expect this is to be an iterative process and will update the board on our progress. The committee also explored the idea of providing a training/presentation to the full board in an effort to promote better understanding NEFA's finances. Thinking about long term board development, we agreed a version of this presentation should be included in the onboarding process for all new members. Jug is planning to offer a budget presentation to the staff this summer. We look forward to hearing your feedback on all of this work.

I encourage you to review the Budget-to-Actuals and Investment Summary prior to the board meeting. You will see from Jug's projections for FY18, that we expect to end this year in a healthy financial position. On March 8, Jug and I will walk you through some of the highlights and our expectations for the remainder of the year.

Best Regards,

Doug Keith
Board Treasurer & Chair, Finance & Audit Committee
Committee Members: Geoff Hargadon, Chip Newell, and Carrie Zaslow

Finance & Audit Committee Report

FY18 Budget to Actuals, February 2018

	FY18 Current Projection		FY18 Revised Budget (Approved)		Variance (FY18 Projected v FY18 Approved)	
EXPENSES						
Grants & Program Services						
Multidisciplinary (New England P&T, Folk Arts, Awards)	421,854		368,854		53,000	14% a
Creative Economy & CreativeGround	117,868		173,223		(55,355)	-32% b
Public Art (Creative City, Fund for the Arts, National Park Svc)	437,624		434,052		3,572	1%
Dance (National Dance Project, New England Dance Fund)	2,782,111		2,841,592		(59,481)	-2% c
Theater (National Theater Project)	1,745,836		1,849,314		(103,478)	-6% c
International Cultural Exchange (Center Stage)	193,000		260,261		(67,261)	-26% c
Sponsored Projects (ArtistLink)	71,999		71,999		0	0%
subtotal Program	5,770,292	67%	5,999,295	68%	(229,003)	-4%
Administration						
Compensation & Benefits	1,842,061		1,862,140		(20,079)	-1% d
General & Administrative	908,922		883,415		25,507	3% e
Communications & Development	55,360		55,360		0	0%
subtotal Administration	2,806,343	33%	2,800,915	32%	5,428	0%
TOTAL EXPENSES	8,576,635	100%	8,800,211	100%	(223,576)	-3%
REVENUE						
Release of Temp Restricted Revenue						
Foundations	6,670,308		6,825,674		(155,366)	-2% c
Government						
National Endowment for the Arts	1,192,175		1,196,985		(4,810)	0%
State Arts Agencies - New England	104,445		105,000		(555)	-1%
U.S. Department of State	260,333		411,745		(151,412)	-37% c
U.S. National Park Service	29,166		29,166		0	0%
subtotal Released Revenue	8,256,427		8,568,570		(312,143)	-4%
Earned Revenue (Event Registration, Center Stage Touring)	26,100		26,100		0	0%
Annual Fund (Board & Individuals)	105,000		75,000		30,000	40% f
Interest & Dividends (Operating Assets)	22,000		22,000		0	0%
Strategic Opportunity & Risk Reserves	98,000		41,168		56,832	138% g
Quasi-endowment draw (@ 5%)	187,822		187,822		0	0%
TOTAL REVENUE	8,695,349		8,920,661		(225,312)	-3%
SURPLUS (DEFICIT)	118,714		120,450			

Notes

- a Reflects greater investment in NE programs (strategic priority).
- b Reflects savings from delaying program activities into FY19 (namely, RAO Commissioned Report) and adjustments in expense allocations.
- c Differences due to timing of activities; changes in expenses are largely off-set by changes in revenues.
- d Savings due to the start dates of new hires, who joined later than initially planned.
- e Overage is primarily due to costs for the accounting contractors (CLA), which is projected at \$20k higher than budgeted.
- f Reflects the success of the Annual Appeal.
- g \$36k of the overage is due to a calculation error in the Approved Budget; \$20k is due higher than budgeted costs for the accounting contractors.

Finance & Audit Committee Report

Investment Summary, December 2017

	Boston Common						
	Eagle Claw	Trillium (6684-8961)	(5778-8242)	Walden 1 (1-08491)	Walden 2 (1-05749)	TOTAL	
End of 2016 value	\$ 2,534,990	\$ 2,559,897	\$ 221,143	\$ 330,355	\$ 2,670,383	\$ 8,316,768	
Withdrawals & fees (2017)	\$ (19,016)	\$ (20,147)	\$ -	\$ -	\$ (22,583)	\$ (61,746)	
End of Q4 2017 value	\$ 2,994,271	\$ 2,881,797	\$ 279,314	\$ 368,101	\$ 3,069,691	\$ 9,593,174	
% of total	31%	30%	3%	4%	32%		
Cash	\$ 144,922	\$ 143,468	\$ 698	\$ 2,265	\$ 2,265	\$ 293,618	3.1%
Equities	\$ 1,994,263	\$ 2,036,819	\$ 278,616	\$ 365,836	\$ 2,268,649	\$ 6,944,183	72.4%
Fixed Income	\$ 855,086	\$ 659,310	\$ -	\$ -	\$ 798,777	\$ 2,313,173	24.1%
Other	\$ -	\$ 42,200	\$ -	\$ -	\$ -	\$ 42,200	0.4%
YTD return	18.12%	12.59%	27.08%	11.42%	14.95%	15.45%	
1-yr return	18.12%	12.59%	27.08%	11.42%	14.95%	15.45%	
3-yr return (annualized)	8.44%	5.27%	8.70%	9.88%	7.74%	7.33%	
5-yr return (annualized)	10.82%	9.68%	7.03%	11.49%	10.02%	10.14%	
		Barclays Govt/Credit	Citigroup 3-mo T-bill			Weighted by market value	
	S&P500 Index	Int Bd	Index				
YTD return	21.83%	3.54%	0.82%				
1-yr return	21.83%	3.54%	0.82%				
3-yr return (annualized)	11.40%	2.24%	0.37%				
5-yr return (annualized)	15.78%	2.10%	0.23%				



Trustees Committee Report

MEMORANDUM

To: NEFA Board of Directors
From: Randy Rosenbaum
Date: February 26, 2018
Re: Committee Updates

Dear Board Members,

The Trustees Committee had a productive call on January 24. Our conversation focused on three major areas: the 2018 board recruitment process, board leadership development, and a review of NEFA's Bylaws and Articles of Incorporation.

We began our meeting by reviewing the Class of 2018 who will complete their current terms this summer. I will be in touch with the members who are eligible for renewal to discuss their interest in continuing their board service for another three-year term. Those conversations will inform our recruitment efforts for the Class of 2021, clarifying the number of vacant seats and highlighting any critical gaps in professional expertise or geography. You can find more details about our recruitment priorities included in this report.

Over the last few years, much of our focus has been on creating a more robust recruitment and onboarding process, and bringing new voices to the board. During this period of growth, we have benefited from the stability of Larry Simpson's tenure as chair, but we also know and acknowledge that we cannot rely on Larry staying in this role forever. Now that the board, and committee, are bolstered by strong and energetic new members, one of our priorities is to think more intentionally about leadership succession. We hope to cultivate a culture of leadership across the board by creating more opportunities for deeper engagement. We want to be more expansive in our thinking as we consider the officer and executive committee slate for June. If you are curious about serving in a leadership position on the board, please contact me, or any of my colleagues on the Trustees Committee. We would be more than happy to speak with you about your interests, and to answer any questions you may have.

Finally, and perhaps most pertinent to our upcoming meeting, we reported to you in October the committee and staff would partner with NEFA's attorney Don Burnham to update our Bylaws. As we fleshed out the full extent of the changes we hoped to make, Don recommended we update the Articles of Incorporation as well. Cathy and Steven worked closely with Don to update the language based on our suggestions. They presented the updated documents to us at our meeting and after thorough discussion we agreed they reflected our conversation and were ready to go to the Executive Committee and full board for review. I encourage you to read through the annotated documents, which you will find in Section 8 of the Board Book. Don will be with us on March 8 to walk us through the changes, and answer any questions you may have. Should you have any concerns as you read through the revisions, please reach out to Cathy or I in advance of the board meeting.

I look forward to reflecting more and reporting on all of these items at the board meeting.

Best regards,

Randy Rosenbaum
Chair, Trustees Committee
Committee Members: Taylor Ho Bynum, Barbara Murphy, Betsy Theobald Richards, Pam Tatge

Board Officers	Position
----------------	----------

- | | |
|----------------------|------------------------------------------------|
| • Lawrence Simpson | Chair |
| • Randy Rosenbaum | Vice Chair |
| • Doug Keith | Treasurer |
| • Ann Smith | Secretary |
| • Andrew Cornell | Executive Committee Member (<i>at large</i>) |
| • Amy Zell Ellsworth | Executive Committee Member (<i>at large</i>) |
| • Geoff Hargadon | Executive Committee Member (<i>at large</i>) |
| • Lisa Wong | Executive Committee Member (<i>at large</i>) |

Class of 2018	State	Start Date	Current Term
---------------	-------	------------	--------------

- | | | | |
|------------------|-------|------|-----------------------------|
| • Andrew Cornell | MA | 2008 | 1-year extended term |
| • Geoff Hargadon | MA | 2012 | 2 nd 3-year term |
| • Ann Smith | MA | 2015 | 1 st 3-year term |
| • Pamela Tatge | MA/CT | 2015 | 1 st 3-year term |
| • Ted Wendell | MA | 2015 | 1 st 3-year term |
| • Marco Werman | MA | 2015 | 1 st 3-year term |

Class of 2019	State	Start Date	Current Term
---------------	-------	------------	--------------

- | | | | |
|---------------------------|-------|------|-----------------------------|
| • Taylor Ho Bynum | NH/CT | 2016 | 1 st 3-year term |
| • Amy Zell Ellsworth | MA | 2013 | 2 nd 3-year term |
| • Barbara Murphy | VT | 2016 | 1 st 3-year term |
| • Chip Newell | ME | 2016 | 1 st 3-year term |
| • Betsy Theobald Richards | NY | 2013 | 2 nd 3-year term |
| • Lisa Wong | MA | 2016 | 1 st 3-year term |

Class of 2020	State	Start Date	Current Term
---------------	-------	------------	--------------

- | | | | |
|------------------|-------|------|-----------------------------|
| • Christal Brown | VT | 2017 | 1 st 3-year term |
| • John Henry | MA | 2017 | 1 st 3-year term |
| • Doug Keith | NH/ME | 2014 | 2 nd 3-year term |
| • Larry Simpson | MA | 2006 | 3-year extended term |
| • Carrie Zaslow | RI | 2014 | 2 nd 3-year term |
| • Vacant Seat | | | |

State Arts Agency Executive Directors ¹

- | | |
|-------------------------|--------------------------------------------------------------|
| • Ginnie Lupi | New Hampshire State Council on the Arts |
| • Karen Mittelman | Vermont Arts Council |
| • Kristina Newman-Scott | Connecticut Department of Economic and Community Development |
| • Julie Richard | Maine Arts Commission |
| • Randy Rosenbaum | Rhode Island State Council on the Arts |

¹ Anita Walker of the Massachusetts Cultural Council has elected to serve on NEFA's Advisory Council

Membership	<ul style="list-style-type: none"> • Current elected members (17/22) • State Arts Agency Directors (5/22)* ➤ Goal: 24 total members ❖ Priority: Recruit 2 new members in Class of 2021(or 1 each in 2020/2021) ❖ Priority: Investigate whether MCC abstention gives us flexibility to appoint additional member
Demographics	<ul style="list-style-type: none"> • Gender • Race/Ethnicity • Next generation ➤ Goal: Better ratio of diversity in all areas
Geographic Distribution	<ul style="list-style-type: none"> • New England • Outside New England • Urban/Rural community members ➤ Goal: Additional members from rural areas ❖ Priority: New members from New Hampshire, Connecticut, Rhode Island
Arts Expertise	<ul style="list-style-type: none"> • Strategic/Leadership/National Impact • Interest in performing arts • Interest in visual & media arts • Practicing artists ➤ Goal: Recruit members with stature and influence in the field
Social Impact	<ul style="list-style-type: none"> • Advocacy • Community Development • Creative Economy • Philanthropy ➤ Goal: Raise board expectations for giving/giving back ❖ Priority: Seek out prospects with philanthropic expertise and capacity
General Expertise	<ul style="list-style-type: none"> • Business/Finance • Nonprofit/NGO Management • Law • Education • Civic • Real estate • Media • Technology • International/Global perspective • Program ➤ Goal: Diversify professional expertise across the board
Throughline Considerations	<ul style="list-style-type: none"> • Ability to contribute personally to NEFA • Ability to connect NEFA to individual/corporate/foundation/public sources of investment • Leadership succession potential • Continue to develop a pool of prospects while honoring term limits in an effort to maintain vitality across the board

To: NEFA Board of Directors
From: Andrew Cornell, John Henry
Date: February 26, 2018
Re: Committee Updates

Dear Board Members,

I'm pleased to share that since our last update, John Henry volunteered to join me in serving as Co-Chair of the Development & Communications Committee. I'm grateful to John for stepping up into a leadership role so soon in his tenure on the board.

The committee last met by phone on Friday, February 2. We learned the good news, which we are pleased to share, that for the first time in its history, NEFA has raised over \$100K in the annual fund, exceeding our goal for the year. Our deepest thanks to all board members who have donated and who were able to stretch and increase their gifts to help us reach this impressive milestone. We would also like to thank all who participated in our friend-raising efforts, acting as stewards to expand NEFA's network of support. It was a banner year for individual giving to NEFA, which reflects the tremendous efforts by the development team, Sharon Timmel and Sarah Kelley. In this report, you'll find a page summarizing these successes and a series of charts highlighting some key takeaways from this year's appeal.

In order to keep growing our individual giving and our network of donors, we recognized that we, the committee and staff, would need to continue to enhance and increase our donor acknowledgment practices. We all know how small touches, like personal notes of thanks, can be very effective in generating and maintaining goodwill between a donor and an organization. As we reported in the fall, we spoke with the staff about refreshing the donate page on the website (<https://www.nefa.org/donate>) and our appeal and gift acknowledgment messaging. We also decided to test out a new practice of having members from the committee make personal thank you calls to individual donors. Several of us connected with donors who told us about their relationships to NEFA, or how they made the decision to donate for the first time. We look forward to sharing some of those reflections with you at the board meeting, and brainstorming how more of the board can get involved in this meaningful exercise.

We are also excited about a new "elevator pitch" business card developed by the Communications team, Ann Wicks and Jeffrey Filiault. This idea sprang from the committee's messaging project from two years ago. The card promotes NEFA's new mission statement and highlights the major themes of our work in an attractive and easily digestible way, and is intended as something board and staff can leave behind with contacts. We think it will be a useful tool to help spread the word about NEFA. The cards will be distributed at the board meeting, and we'll check in with you in June to learn about how you've used them.

Veteran board members will remember that we usually host a spring event for board and friends, both as a thank you to our donors, and as an opportunity to cultivate relationships with new contacts. We have had mixed success with these events in recent years - they have all been fun and rewarding, but attendance has been lower than hoped. So in lieu of a single, large spring event this year, we want to test out hosting smaller, more informal gatherings across the region throughout the year. These wouldn't be large scale events, but opportunities for members from the staff, board, and Advisory Council to take in a performance and see NEFA's work in action in their local communities. At the board meeting, we will share some upcoming performances around the region that we think you will really enjoy.

Best Regards,

Andrew Cornell & John Henry
Co-Chairs, Development & Communications Committee
Committee Members: Kristina Newman-Scott, Ann Smith, Marco Werman, Lisa Wong

Totals:

Total Annual Fund Giving: \$101,704

Total Rebecca Blunk Fund Giving: \$11,200

Total FY18 Individual Giving: \$112,904

Highlights:

- We have raised over \$100,000 in individual giving for the first time in NEFA's history!
- Total individual giving has increased by nearly \$27,000, or 31%, from last year.
- We are currently at 90% Board giving and expect to reach 100% by the end of our fiscal year.
- NEFA's Board of Directors has contributed a total of \$66,991.
- 65% of Board gifts were increased gifts from last year.
- Annual Fund giving has been steadily increasing since FY15, growing by over 150% over the past 4 years.
- Rebecca Blunk Fund giving held steady from FY17 to FY18.
- Approximately 80% of our donors are based in New England. Within New England, the majority are concentrated within the greater Boston area.

This year's increase in giving can be attributed to several factors:

- Many Board members, including several already giving at high levels, increased their gifts this year.
- NEFA launched an Advisory Council this year; members have contributed over \$10,000 so far.
- Board friend-raising contacts contributed nearly \$5,000.
- NEFA received nearly \$4,000 from 46 donors in memory of a woman named Patricia O'Kane. These were all new donors to NEFA.

Please see the following pages for a full breakdown of FY18 individual giving data.

We could not achieve these results without our dedicated Board members! Thank you for your contributions, leadership, and support.

Development & Communications Committee Report

FY18 Individual Donor Analysis

I. FY18 Individual Giving

FY18 Annual Fund

<u>FY18 Annual Appeal List Segment</u>	<u>Number of Gifts</u>	<u>Dollar Amount</u>	<u>Average Gift</u>
NEFA Board Members	20	\$66,741	\$3,337
NEFA Advisory Council Members	11	\$10,800	\$982
Individual Donors*	102	\$20,563	\$205
New Asks**	10	\$2,100	\$210
Matching Gifts***	2	\$1,500	\$750
Total Annual Fund:	145	\$101,704	
<i>FY17 Comparison</i>	88	\$74,765	
<i>Percent Increase in Annual Fund Giving</i>		36%	

Notes:

*Individual donors include 46 new unsolicited donations for \$3,830 in memory of Patricia O'Kane from Newton, MA.

**6 of 10 new gifts came from Board friend-raising contacts. See below for details.

***Matching gift from UBS is pledged, but not yet received.

FY18 Rebecca Blunk Fund

<u>FY18 Rebecca Blunk Fund</u>	Number of Gifts	Dollar Amount	Average Gift
Summer 2017 RB Appeal - Individual Donors	16	\$6,925	\$430
Fall 2017 Annual Appeal - Individual Donors	19	\$4,275	\$225
Total Rebecca Blunk Fund:	35	\$11,200	
<i>FY17 Comparison</i>	49	\$11,238	
<i>Percent Decrease in Rebecca Blunk Fund Giving</i>		0.3%	

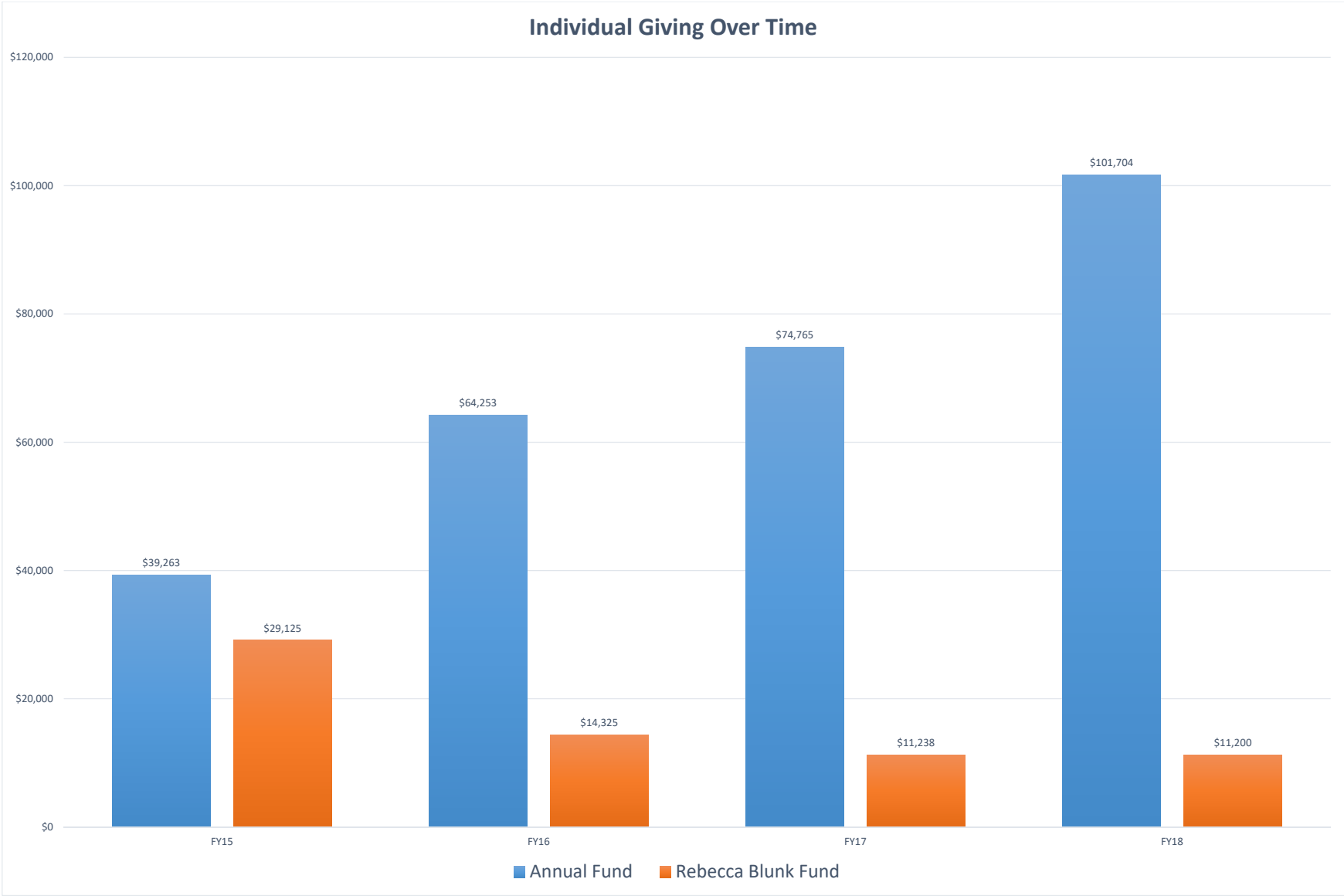
TOTAL INDIVIDUAL GIVING FY18	180	\$112,904
<i>FY17 Comparison</i>	137	\$86,003
Percent Increase in Total Giving		31%

See Bar Graph for FY15-FY18 Data

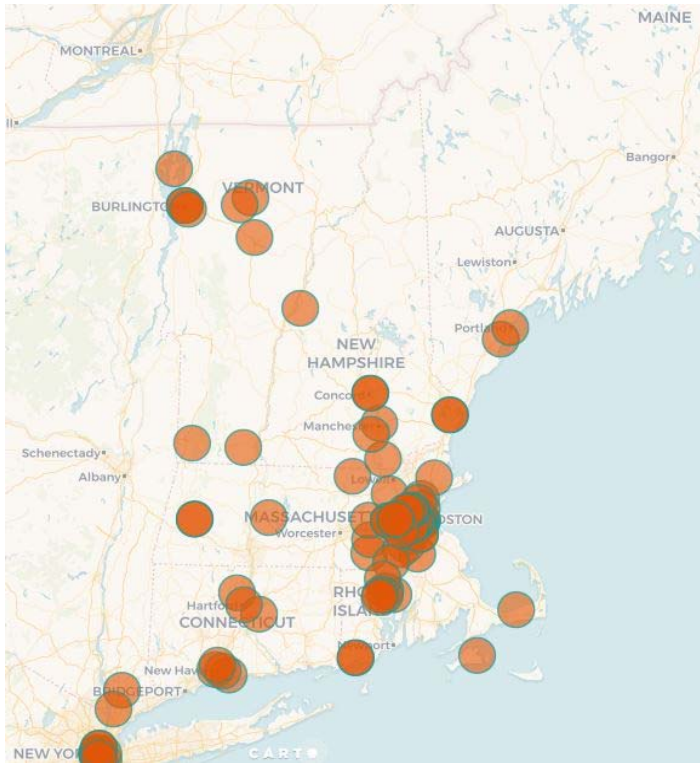
<u>Methods of Giving</u>	<u>Number of Gifts</u>	<u>Dollar Amount</u>	<u>Percentage #</u>	<u>Percentage \$</u>
Total Mail/Check Donations	110	\$99,039	61%	88%
Total Online/Soapbox Donations	70	\$13,865	39%	12%

II. NEFA Board Participation

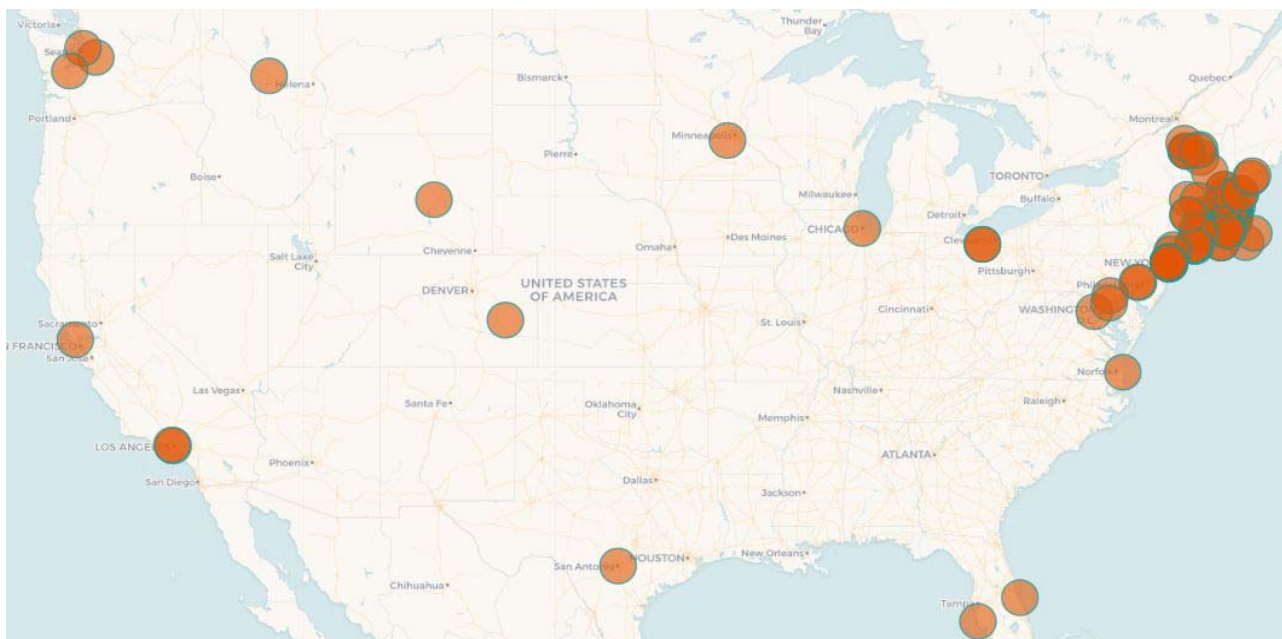
Board Giving	Participation - %	Dollar Amount	Average Gift	Median Gift	% of Increased Gifts from FY17		
FY18 to date	20/22 = 90%	\$66,991	\$3,337	\$500	65%		
FY17 comparison	22/22 = 100%	\$48,296	\$2,494	\$500			
Board Friend-Raising	Participation - %	Number of Board Suggested Contacts	Number of New Contacts	Number of Total Board Suggested Gifts	Total Dollar Amount	Number of New Gifts	Total New Amount
FY18 to date	11/22 = 50%	68	32	14	\$4,725	6	\$1,650
FY17 comparison	13/22 = 59%	58	58	13	\$1,755	13	\$1,755



FY18 Giving in New England



FY18 Giving in the United States



Development & Communications Committee Report

FY18 Development Activity

INDIVIDUAL GIFTS	FY15	FY16	FY17	FY18	FY19	FY20	FY21
Annual Fund				\$101,704			
145 gifts							
Rebecca Blunk Fund				\$11,200			
35 gifts							
TOTAL				\$112,904			
FOUNDATION FUNDING	FY15	FY16	FY17	FY18	FY19	FY20	FY21
Foundation Support Awarded in FY18							
Barr Foundation (\$75,000) for Strategic Planning				\$75,000			
Barr Foundation (\$16,400) for National Dance Project Regional Convening				\$16,400			
Boston Foundation (\$16,400) for National Dance Project Regional Convening				\$16,400			
Doris Duke Charitable Foundation (\$3,629,400) for National Dance Project				\$1,768,142	\$1,861,258		
Doris Duke Charitable Foundation (\$750,000) for National Theater Project					\$375,000	\$375,000	
Doris Duke Charitable Foundation (\$262,500) for Core Support/General Operating				\$131,250	\$131,250		
Eastern Bank Charitable Foundation (\$2,500) for Idea Swap 2017				\$2,500			
Andrew W. Mellon Foundation (\$3,900,000) for National Dance Project					\$1,300,000	\$1,300,000	\$1,300,000
Andrew W. Mellon Foundation (\$3,770,000) for National Theater Project				\$1,256,666	\$1,256,667	\$1,256,667	
TOTAL				\$3,266,358	\$4,924,175	\$2,931,667	\$1,300,000
Foundation Support Awarded Prior to FY18							
Barr Foundation (\$300,000) for New England Creative Economy research		\$97,565	\$196,715	\$5,720			
Barr Foundation (\$1,700,000) for Creative City	\$41,413	\$446,214	\$450,840	\$510,921	\$250,612		
Boston Foundation (\$30,000) for Creative City		\$10,000	\$10,000	\$10,000			
Doris Duke Foundation for Islamic Art (\$300,000) for Center Stage Season 3 (extended)	\$10,000	\$30,663	\$93,507	\$165,830			
The Andrew W. Mellon Foundation (\$3,300,000) for the National Dance Project		\$1,100,000	\$1,100,000	\$1,100,000			
The Reva and David Logan Foundation (\$200,000) for RDDI Chicago		\$22,000	\$88,000	\$90,000			
TOTAL	\$51,413	\$1,706,442	\$1,939,062	\$1,882,471	\$250,612		

GOVERNMENT FUNDING	FY15	FY16	FY17	FY18	FY19	FY20	FY21
Government Support Awarded in FY18							
National Endowment for the Arts (\$1,188,175) <i>for FY18 Partnership</i>				\$1,188,175			
New Hampshire State Council on the Arts <i>for FY18 Partnership</i>				\$4,000			
Massachusetts Cultural Council <i>for FY18 Partnership</i>				\$50,000			
Rhode Island State Council on the Arts <i>for FY18 Partnership</i>				\$15,000			
TOTAL				\$1,257,175			
Government Support Awarded prior to FY18							
U.S. Department of State (\$1,350,000) <i>for Center Stage Season 4</i>			\$202,500	\$945,000	\$202,500		
Embassy of the United States, Islamabad, Pakistan (\$420,564) <i>for Center Stage Season 3</i>		\$63,085	\$294,394	\$63,085			
National Park Service (\$50,000) <i>for Public Art</i>			\$20,834	\$29,166			
TOTAL		\$63,085	\$517,728	\$1,037,251	\$202,500		
Pending Government Proposals							
National Endowment for the Arts <i>for FY19 Partnership</i>					TBD		
Connecticut Office of the Arts <i>for FY18 Partnership</i>				TBD			
Maine Arts Commission <i>for FY18 Partnership</i>				\$5,000			
Vermont Arts Council <i>for FY18 Partnership</i>				TBD			
TOTAL				\$5,000	TBD		
DONOR ADVISED FUNDING	FY15	FY16	FY17	FY18	FY19	FY20	FY21
Donor Advised Fund Support Awarded in FY18							
Aliad Fund (\$30,000) <i>for the New England Dance Fund</i>				\$30,000			
TOTAL				\$30,000			
CORPORATIONS	FY15	FY16	FY17	FY18	FY19	FY20	FY21
Corporate Support Awarded in FY18							
Alexander Aronson Finning CPAs (\$1,000) <i>for Idea Swap 2017</i>				\$1,000			
Eckert Seamans Cherin & Mellott, LLC (\$500) <i>for Idea Swap 2017</i>				\$500			
TOTAL				\$1,500			
TOTAL AWARDED IN FY18				\$13,823,779			
TOTAL BUDGETED IN FY18				\$7,587,659			
TOTAL PENDING				\$5,000			

IN-KIND SUPPORT AWARDED IN FY18

Struck Catering *for Idea Swap 2017*



NEFA Governing Documents

Summary of Proposed Revisions

MEMORANDUM

To: NEFA Board of Directors

From: Cathy Edwards, Executive Director
Steven Fenton, Executive & Operations Manager

Date: February 26, 2018

Re: Proposed Revisions to NEFA's Governing Documents

Dear Board Members,

At the fall meeting of the Trustees Committee, we raised some questions regarding the NEFA Bylaws, which were last revised in 2008. We highlighted several areas that seemed restrictive, or were out of alignment with our current work and practices. The committee agreed the document felt outdated and was due for a more formal review. With their approval, we engaged NEFA's attorney, Don Burnham, to take the lead on updating the document with our proposed changes.

Once Don began his review, he confirmed the scope of the changes necessitated a review of the Articles of Incorporation as well. In his research, Don found a record of a restatement of the articles in 2005, but the document on file with the Commonwealth was missing critical information. At this point, Don recommended submitting a full restatement of the Articles of Incorporation. We engaged in an iterative process with Don, and presented the proposed revisions to the Trustees Committee for their review. The committee was pleased and confirmed the documents were ready for review by the Executive Committee and full board.

Below is a summary of the proposed changes made to the articles, which are incorporated into the full text on the following pages. Following the articles is an annotated copy of the Bylaws, where all proposed revisions are highlighted in line. We encourage you to review the changes in full in advance of the board meeting on March 8. Don will join us at the meeting to walk through the revisions and answer any questions you may have.

Don has submitted the following for your information.

Summary of Proposed Revisions to the Articles of Incorporation

1. As a general premise, NEFA's Articles of Incorporation need to be restated because the current Articles of Organization, as reflected in the filing made with the Massachusetts Secretary of State's office in September 2005, effectively removed most of the provisions legally required to be included in that document in accordance with Massachusetts laws. In many respects, this current draft Restated Articles of Organization restores many of the provisions that were contained in the Restated Articles of Organization that were on file with the Massachusetts Secretary of State's office prior to the 2005 filing.

2. The required provisions include the following:

(a) Article II contains a description of NEFA's corporate purpose, the text of which needs to comply with state and federal charitable requirements. I have purposely kept the language of Article II largely consistent with the same language in the 1979 Restated Articles of Organization. If we were to materially change that language, that would require notice to, and the consent of, both the Internal Revenue Service and applicable Massachusetts agencies.



NEFA Governing Documents

Summary of Proposed Revisions

(b) Article III is left blank because NEFA has elected not to have members (although it does have its own board of directors).

(c) Article IV (which is set forth on “Continuation Sheet 4A”) is intended to contain standard provisions for corporate governance including indemnification (subpart n), limitation of liability (subpart p), as well as legally required provisions for charitable corporations, including no private inurement (subpart q), and the disposition of assets upon liquidation or dissolution (subpart r). Importantly, note that, unlike the 1979 Restated Articles of Organization, I have removed language from subpart (m) that required the approval of each of the state arts agencies’ board members before the board could amend or repeal the Articles of Organization or the By-Laws. Also, although it was not contained in the 1979 Restated Articles of Organization, I added a provision in subpart (l) giving the corporation the explicit power to make donations in such amounts, and to such recipients, that the officers of the Corporation determine.

(d) Article VI sets forth required information on the corporation’s principal office address, the names and addresses of its officers and directors, its fiscal year end, and the name and address of its registered agent.

Examiner

Name
Approved

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

RESTATED ARTICLES OF ORGANIZATION (General Laws, Chapter 180, Section 7)

We, _____ *President / *Vice President,

and _____, *Clerk / *Assistant Clerk,

of NEW ENGLAND FOUNDATION FOR THE ARTS, INCORPORATED

(Exact name of corporation)

located at 145 Tremont Street, 7th Floor, Boston, MA 02111,

(Street Address of corporation in Massachusetts)

do hereby certify that the following Restatement of the Articles of Organization was duly adopted at a meeting

held on _____, 20 18, by a vote of: _____
members,

_____ directors, or _____ shareholders**,

☐ Being at least two – thirds of the members or directors legally qualified to vote in meetings of the corporation where there is no amendment to the Articles of Organization; OR

☐ Being at least two-thirds of its members legally qualified to vote in meetings of the corporation where there is an amendment to the Articles of Organization; OR

☒ Being at least two-thirds of its directors where there are no members pursuant to General Laws, Chapter 180, Section 3 and there is an amendment to the Articles of Organization; OR

☐ In the case of a corporation having capital stock, by the holders of at least two-thirds of the capital stock having the right to vote therein where there is an amendment to the Articles of Organization.

C ☐

P ☐

M ☐

R.A. ☐

{K0703240.1}

P.C.

*Delete the inapplicable words.

**Check only one box that applies.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring each addition is clearly indicated.

ARTICLE I

The name of the corporation is:

NEW ENGLAND FOUNDATION FOR THE ARTS, INCORPORATED

ARTICLE II

The purpose of the corporation is to engage in the following activities:

The corporation is organized and shall at all times be operated exclusively for literary, charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, in particular to encourage greater audience participation in the arts and to encourage greater development of the artistic potential in the New England Region which shall include the states of Massachusetts, Connecticut, Maine, New Hampshire, Vermont and Rhode Island.

The corporation is a consortium instrumentality of the official arts agencies of the New England states, namely, Connecticut Department of Economic & Community Development, Maine Arts Commission, Massachusetts Cultural Council, New Hampshire State Council on the Arts, Rhode Island State Council on the Arts, and Vermont Arts Council, whereby such agencies cooperate to plan and execute programs and activities of a regional nature. Each such agency is entitled to representation on the board of directors to the extent provided in the bylaws. The corporation is intended to be a "regional group" as that term is defined in Section 5(g) of the National Foundation on the Arts and the Humanities Act of 1965 (20 U.S.C. § 954(g)).

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

None

ARTICLE IV

**Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows: See Continuation Sheet 4A

{K0703240.1} **If there are no provisions, state "None".

Note: The preceding four (4) articles are considered to be permanent and may ONLY be changed by filing appropriate Articles of Amendment.

ARTICLE V

The effective date of the Restated Articles of Organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing.

ARTICLE VI

The information contained in Article VI is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation *in Massachusetts* is: 145 Tremont Street, 7th Floor, Boston, MA 02111

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
------	------------------------	------------------------

President:

Treasurer

Clerk:

Directors:

(or officers
having the
powers of
directors)

(See Continuation Sheet 6B for list of directors)

c. The fiscal year of the corporation shall end on the last day of the month of: May

d. The name and business address of the resident agent, if any, of the corporation is:

Donald S. Burnham, Esq., Eckert Seamans Cherin & Mellott, LLC, Two International Place, Boston, MA 02110

****We further certify that the foregoing Restated Articles of Organization affect no amendments to the Articles of Organization of the corporation as heretofore amended, except amendments to the following articles. Briefly describe amendments below:**

Article II – Amendment to Purpose

Article IV – Amendment to Other Lawful Provisions

SIGNED UNDER THE PENALTIES OF PERJURY , this _____ day of _____ , 20 18,

_____, *President / *Vice
President,

_____, *Clerk / *Assistant
Clerk.

THE COMMONWEALTH OF MASSACHUSETTS

RESTATED ARTICLES OF ORGANIZATION
(General Laws, Chapter 180, Section 7)

I hereby certify the within Restated Articles of Organization and, the
filing fee in the amount of \$ _____ having been paid, said articles
are deemed to have been filed with me this _____ day of
_____, 20 _____.

Effective Date: _____

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLING IN BY CORPORATION
Contact Information:

Donald S. Burnham, Esq.
Eckert Seamans Cherin & Mellott, LLC
Two International Place, 16th Floor
Boston, MA 02110
Telephone: 617-342-6843

Email: dburnham@eckertseamans.com

A copy of this filing will be available on-line at www.state.ma.us/sec/cor once
this document is filed

CONTINUATION SHEET 4A

The Corporation shall have the following powers in furtherance of its corporate purposes:

- (a) The Corporation shall have perpetual succession in its corporate name.
- (b) The Corporation may sue and be sued.
- (c) The Corporation may have a corporate seal which it may alter at pleasure.
- (d) The Corporation may elect or appoint directors, officers, employees and other agents, fix their compensation and define their duties and obligations.
- (e) The Corporation may purchase, receive, take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated, in an unlimited amount.
- (f) The Corporation may solicit and receive contributions from any and all sources and may receive and hold, in trust or otherwise, funds received by gift or bequest;
- (g) The Corporation may sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage, pledge, encumber or create a security interest in, all or any of its property, or any interest therein, whenever situated.
- (h) The Corporation may purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use and otherwise deal in and with, bonds and other obligations, shares, or other securities or interests issued by others, whether engaged in similar or different business, governmental, or other activities.
- (i) The Corporation may make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, pledge or encumbrance of, or security interest in, all or any of its property or any interest therein, wherever situated.
- (j) The Corporation may lend money, invest or reinvest its funds, and take hold real and personal property as security for the payment of funds so loaned or invested.
- (k) The Corporation may do business, carry on its operations, and have offices and exercise the powers granted by Massachusetts General Laws, Chapter 180, as now in force or as hereafter amended, in any jurisdiction within or without the United States, although the corporation shall not be operated for the primary purpose of carrying on for profit a trade or business unrelated to its tax exempt purposes.

(l) The Corporation may make donations, in such amounts and to such recipients, as are approved by the officers of the corporation, for charitable, literary, scientific, educational and religious purposes.

(m) The directors may amend or repeal these articles or the bylaws, in whole or in part, provided that any such action shall require a majority vote.

(n) The Corporation shall, to the extent legally permissible and only to the extent that the status of the corporation as an organization exempt under Section 501(c)(3) of the Internal Revenue Code is not affected thereby, indemnify each of its directors, officers, employees and other agents (including persons who serve at its request as directors, officers, employees or other agents of another organization in which it has an interest) against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by them in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which they may be involved or with which they may be threatened, while in office or thereafter, by reason of their being or having been such a director, officer, employee or agent, except with respect to any matter as to which they shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that their action was in the best interests of the corporation; provided, however, that as to any matter disposed of by a compromise payment by such director, officer, employee or agent, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise shall be approved as in the best interests of the corporation, after notice that it involves such indemnification: (a) by a disinterested majority of the directors then in office; or (b) by a majority of the disinterested directors then in office, provided that there has been obtained an opinion in writing of independent legal counsel to the effect that such director, officer, employee or agent appears to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Corporation. Expenses including counsel fees, reasonably incurred by any such director, officer, trustee, employee or agent in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the Corporation in advance of the final disposition thereof upon receipt of an undertaking by such individual to repay the amounts so paid to the Corporation if he or she shall be adjudicated to be not entitled to indemnification under Massachusetts General Laws, Chapter 180, Section 6. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any director, officer, employee or agent may be entitled. Nothing contained herein shall affect any rights to indemnification to which corporate personnel may be entitled by contract or otherwise under law. As used in this paragraph, the terms "directors," "officer," "employee" and "agent" include their respective heirs, executors and administrators, and an "interested" director is one against whom in such capacity the proceedings in question or another proceeding on the same or similar grounds is then pending.

(o) The directors shall have the power to fix their compensation, if any, from time to time. Any director or officer of the Corporation may negotiate, enter into, and perform any contract or transaction of any nature between the Corporation and such officer or director, or between the Corporation and any other corporation, partnership or association, in which such person may be directly or indirectly interested, and such contract or transaction shall be valid and binding on the

Corporation even though such officer or director or such other corporation, partnership or association may derive profits or benefits therefrom, provided that (i) such director's or officer's interests is disclosed in writing to the Board of Directors, (ii) such contract or transaction, in its totality, is determined to be no less favorable to the Corporation as could reasonably be expected with a similar contract or transaction with an unrelated party and (iii) such contract or transaction is approved in writing by a majority of disinterested directors. Any interested director may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation for the purpose of authorizing such contract or transaction.

(p) No director or officer shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director or officer notwithstanding any provision of law imposing such liability; provided, however, that the liability of a director or officer, to the extent that such liability is imposed by applicable law, shall not be eliminated (1) for any breach of the director's or officer's duty of loyalty to the Corporation, (2) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (3) for any transaction from which the director or officer derived an improper personal benefit. The directors and the officers of the Corporation shall not be personally liable for any debt, liability or obligation of the Corporation. All persons, corporations or other entities extending credit to, contracting with, or having any claim against, the Corporation, may look only to the funds and property of the Corporation for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Corporation. No amendment or repeal shall deprive a director or officer of this benefit for acts or omissions prior to amendment.

(q) No part of the assets of the Corporation and no part of any net earnings of the corporation shall be divided among or inure to the benefit of any officer or director of the corporation or any private individual or be appropriated for any purposes other than the purposes of the corporation as herein set forth; and no substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office. It is intended that the Corporation shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code and shall not be a private foundation under Section 509(a) of the Internal Revenue Code.

(r) Upon the liquidation or dissolution of the Corporation, after payment of all of the liabilities of the Corporation or due provision therefore, all of the assets of the corporation shall be disposed of to one or more organizations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code as the directors of the Corporation shall determine.

(s) In the event that the Corporation is a private foundation as that term is defined in Section 509 of the Internal Revenue Code, then notwithstanding any other provisions of the articles of organization or the bylaws of the Corporation, the following provisions shall apply:

The directors shall distribute the income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.

The directors shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; nor retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code; nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

(t) The Corporation may have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is formed; provided that no such power shall be exercised in a manner inconsistent with Massachusetts General Laws, Chapter 180 or any other chapter of the General Laws of the Commonwealth or Section 501(c)(3) of the Internal Revenue Code.

All references herein to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1954, as now in force or hereafter amended.

New England Foundation for the Arts, Incorporated--Bylaws

Adopted October 25, 1985

Amended January 14, 1988

Amended January 25, 1990

Amended October 28, 2004

Amended July 9, 2008

Amended _____, 2018

Section 1. NAME, PURPOSE, LOCATION, CORPORATE SEAL, FISCAL YEAR

- 1.1 Name and Purposes – The name and purposes of the corporation shall be as set forth in the articles of organization (the “Articles”).
- 1.2 Location – The principal office of the corporation in the Commonwealth of Massachusetts shall initially be located at the place set forth in the articles ~~Articles of organization of the corporation~~. The directors may change the location of the principal office in the Commonwealth of Massachusetts effective upon filing a certificate with the Secretary of the Commonwealth.
- 1.3 Corporate Seal – The directors may adopt and alter the seal of the corporation.
- 1.4 Fiscal Year – The fiscal year of the corporation shall end May 31 in each year.

Section 2. BOARD OF DIRECTORS

- 2.1 General Powers – All corporate powers shall be exercised by or under the authority of the Board of Directors. The affairs of the corporation shall be managed under the direction of the Board of Directors. The Board of Directors shall employ a qualified staff to manage and operate the corporation and shall delegate the authority necessary to said staff to carry out the corporate purposes, all subject to the ultimate authority of the Board of Directors.
- 2.2 Number, Tenure, and Qualifications – The number of directors of the corporation shall be twenty-four (24), or such greater or lesser number as may be established by action of the Board of Directors at any official meeting. Subject to the provisions of Section 2.3, ~~Six-six~~ (6) of those directors shall be the directors of the six New England ~~State-state Arts-arts Agencies-agencies~~ by virtue of their positions and so long as their respective agencies remain ~~participants in the corporation~~ members of the corporation in its capacity as a “regional group,” as described in Article 2

of the Articles. The Board of Directors may elect to have staggered terms for its elected members so that one-third of the Board is elected at each annual meeting. Each elected director on the Board shall serve for a term of three (3) years and shall be limited to serving three consecutive three (3) year terms, unless otherwise designated by the Board of Directors and until his or her successor is elected and qualified.

The Board of Directors may take action from time to time to create additional classes of directors, with voting rights or without voting rights. The elected directors shall be persons esteemed for their beneficial influence in one or more of the states served, for their knowledge of or active concern for the arts, or for their administrative, managerial or other expertise.

- 2.3 Withdrawal of State Arts Agency – Any state arts agency may withdraw from participation in the corporation by declining to be represented on the ~~b~~Board of ~~d~~Directors, provided that any such withdrawal shall be effective only as of the last day of the fiscal year of the corporation following written notice to the corporation given by such agency at least one year prior to the date of withdrawal, and provided further that no such withdrawal or notice thereof shall (i) affect the validity of any action taken by the corporation prior to such withdrawal, (ii) relieve such withdrawing agency of the obligation to meet its share of the cost of any such action, or (iii) operate to diminish the corporation's entitlement to receive any payments that were scheduled to be made to the corporation by such withdrawing agency or by any other agency or person, including the National Endowment for the Arts, during or on account of the fiscal year ending on the effective date of withdrawal.

If a director of the corporation who is also a director of a state arts agency elects to resign as a corporation director, such director may elect to serve the corporation in a mutually agreeable advisory capacity and such resignation shall itself have no effect on the respective state arts agency's continued participation in the corporation in its capacity as a regional group; provided, however, that -upon the resignation of such director, the respective state arts agency shall not appoint a substitute director, but the corporation shall use its best efforts to locate and seek the appointment of a substitute director residing in the same state as the resigning director to fill the vacancy created by such resignation.

- 2.4 Annual Meetings – The annual meeting of the ~~members~~corporation shall be held ~~during July of each year, or~~ on such ~~other~~ date during the summer months (June, July and August) as may be fixed by the Board of Directors, for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the election of the directors shall not be held in the month designated ~~herein~~ for the annual meeting of

the Board of Directors, the Board of Directors shall cause the election of directors to be held at the adjourned date. The annual meeting may be held at the principal office of the corporation or at such other place within the United States as the chair or directors shall determine. Notice of the specific date of the meeting and of any change of the date fixed in these bylaws for the annual meeting shall be given to all ~~members~~directors at least thirty (30) days in advance of the meeting date.

2.5 Committees

The Executive Committee – The Executive Committee shall consist of the Chair, Vice Chair, Secretary, Treasurer and ~~up to~~not less than two other directors elected by the Board of Directors at ~~their~~the annual meeting. Whenever the Board is not in session, the Executive Committee shall have and may exercise all the powers of the Board of Directors with reference to the conduct of the corporation; except those powers which may not be delegated by law, the ~~articles~~Articles of organization, or these bylaws.

The Trustees Committee – The Trustees Committee shall consist of at least three directors. The Chair shall select a chair of the Trustees Committee and two other directors to serve on the Trustees Committee. The Trustees Committee shall submit nominations to the Board of Directors for persons to serve as officers at least fifteen (15) days prior to the annual meeting. The Trustees Committee shall submit nominations to the members for persons to serve as elected directors at least fifteen (15) days prior to the annual meeting.

Additional Committees – The directors may establish other standing committees and a procedure for appointment of such committee members who shall serve at the directors' pleasure. The Chair may establish and name members to ad hoc committees, but may not delegate to them the power of the directors.

Committee Member Vacancy – In the event that a vacancy occurs in a committee by reason of resignation or otherwise, an interim replacement may be named by the same authority as for ordinary appointment.

Suspension or Removal – Any officer or director elected by the Board of Directors may be removed by the Board of Directors, with or without cause, by the vote of two-thirds of the directors then in office whenever in its judgment the best interests of the corporation would be served thereby.

2.6 Resignation – A director may resign by delivering his or her written resignation to the Chair, Vice Chair, Treasurer, or Secretary of the corporation, to the directors at a meeting of directors or to the corporation at its principal office. Such resignation shall be effective upon receipt

(unless specified to be effective at some other time) and acceptance thereof shall not be necessary to make it effective unless it so states.

Vacancies – Any vacancy in the Board of Directors resulting from the suspension, removal, resignation, disability or death of any director shall be communicated to the ~~board~~Board of ~~directors~~Directors. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors. A director elected to fill a vacancy shall be elected for the unexpired term of that director's predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of the Board of Directors called for that purpose.

2.7 Special Meetings - Special meetings of the Board of Directors may be held at any time or place whenever called by the Chair, Vice Chair, Treasurer or Secretary, or by a majority of directors other than those holding such offices.

2.8 Meeting by Telecommunication - ~~m~~Members of the Board of Directors or any committee elected thereby may participate in a meeting of such board or committee by means of a conference telephone or other remote communications technology by means of which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at the meeting.

2.7.2.9 Call and Notice

Regular and Special Meetings – Reasonable notice of the time and place of regular and special meetings of the directors shall be given to each director either by first class mail or electronic mail. Such notice need not specify the purposes of a meeting unless otherwise required by law, the ~~articles~~Articles of organizations or these bylaws, or unless there is to be considered at the meeting contracts or transactions of the corporation with interested persons, amendments to the these bylaws, an increase or decrease in the number of directors, or removal or suspension of a director. Reasonable notice shall be no less than 15 days. Notice of a meeting need not be given to a director if a written waiver of notice, executed by the director, before or after the meeting, is filed with the records of the meeting, or to any director who attends a meeting without protesting the lack of notice prior to the meeting.

2.8.2.10 Quorum – At any meeting of the directors, including any meeting pursuant to Section 2.8 herein, half-fifty percent (50%) of the directors then in office shall constitute a quorum. Any meeting may be adjourned

by a majority of the votes cast upon the question, whether or not a quorum is present, and the meeting may be held as adjourned without further notice.

2.92.11 Action by Vote – Unless otherwise provided by law, by the ~~articles~~ Articles, of organization, or by these bylaws, when a quorum is present at a meeting, a majority of the directors present and voting shall decide any question, including election of officers.

2.102.12 Action by Writing – Any action required or permitted to be taken at any meeting of the directors may be taken without a meeting if all the directors consent to the action in writing, or otherwise deliver their written consents by electronic transmission, and the ~~written~~ consents are filed with the records of the meetings of the directors. Such consents shall be treated for all purposes as votes at a meeting. Electronic transmission of consents shall be valid as long as all directors have access to electronic mail and all directors have informed the Chair of their correct email address for purposes of correspondence and electronic voting.

2.112.13 Compensation – Directors shall be precluded from receiving compensation for their services but shall be entitled to receive such amount, if any, as the directors may from time to time determine to cover expenses of attendance at meetings.

Section 3. OFFICERS AND AGENTS

3.1 Number and Qualification – The officers of the corporation shall be Chair, Vice Chair, Treasurer, Secretary, and such other officers, if any, as the directors may determine. The corporation may also have such agents, if any, as the directors may appoint. The Secretary shall be a resident of Massachusetts unless the corporation has a resident agent duly appointed for the purpose of service of process. A person may hold more than one office at the same time.

3.2 Elections – The Chair, Vice Chair, Treasurer, and Secretary shall be elected annually by the directors to hold office until their successors are chosen. Other officers, if any, may be elected by the directors at any time.

3.3 Chair – The Chair shall be the chief officer of the corporation and, subject to the control of the directors, shall have general charge and supervision of the affairs of the corporation. The Chair shall preside at all meetings of the directors, except as the directors otherwise determine.

3.4 Vice Chair – In the absence of the Chair or the Chair's inability or refusal

to act, the Vice Chair shall perform the duties of the Chair, and when so acting, shall have all the powers of and be subject to all the restrictions upon, the Chair. The Vice Chair shall perform such other duties as from time to time may be assigned to the Vice Chair by the Chair or by the Board of Directors.

- 3.5 Treasurer – The ~~treasurer~~ Treasurer shall have oversight responsibility for the financial affairs of the corporation and shall serve as a member of the Finance Committee.
- 3.6 Secretary – The Secretary shall keep or cause to be kept the minutes of all meetings of the Board and of the Executive Committee. The Secretary, in addition to statutory duties, shall have oversight responsibility for the keeping and authentication of the records of the corporation including the permanent record of all meetings of the Board of Directors and the Executive Committee and shall have charge of all additional books and records as the Board of Directors may so direct. If the Secretary is absent from any meeting of members or directors, a temporary Secretary chosen at the meeting shall exercise the duties of the Secretary at the meeting.
- 3.7 Resignation – An officer may resign by delivering his or her written resignation to the Chair, Vice Chair, Treasurer, or Secretary of the corporation, to a meeting of the directors or the corporation at its principal office. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless it so states.
- 3.8 Vacancies – If the office of any officer becomes vacant, the directors may elect a successor at a duly ~~warned~~ noticed meeting. Each such successor shall hold office for the unexpired term, and in the case of the Chair, Vice Chair, Treasurer, and Secretary until his or her successor is elected and qualified, or in each case until he or she sooner dies, resigns, is removed or becomes disqualified.
- 3.9 Executive Director – The directors shall appoint an Executive Director. The Executive Director shall be the principal day-to-day operating officer of the corporation, with such duties as may be assigned from time to time by the directors.

Section 4. EXECUTION OF PAPERS

Except as the directors may generally or in particular cases authorize the execution thereof in some other manner, all deeds, leases, transfers, contracts, bonds, notes, checks, drafts, and other obligations made, accepted, or endorsed by the corporation shall be signed by the Chair or by the Treasurer.

Any recordable instrument purporting to affect an interest in real estate, executed in the name of the corporation by two of its officers, of whom one is the Chair and the other is the Treasurer, shall be binding on the corporation in favor of a purchaser or other person relying in good faith on such instrument notwithstanding any inconsistent provisions of the ~~articles~~ Articles, of organization, bylaws, resolutions, or votes of the corporation.

Section 5. PERSONAL LIABILITY

The ~~members~~, directors, and officers of the corporation shall not be personally liable for any debt, liability, or obligation of the corporation. All persons, corporations, or other entities extending credit to, contracting with, or having any claim against the corporation, may look only to the funds and property of the corporation for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the corporation.

Section 6. INDEMNIFICATION OF DIRECTORS AND OFFICERS

Indemnification – The corporation shall indemnify each director, officer, employee and other agent and each person who formerly served in such capacity and each person who serves or may have served at the request of the corporation as a director, officer, employee or other agent of another organization in which the corporation has an interest against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any action, suit or proceeding to which he or she may be made a party, or in which he or she may become involved, by reason of his or her being or having been a director, officer, employee or other agent of the corporation, or, at its request of any such other organization, whether or not he or she is still serving in such capacity at the time of incurring such expenses or liabilities, except in respect to matters as to which he or she shall be finally adjudged in such action, suit or proceeding not to have acted in good faith in the corporation, or to be liable for gross negligence or willful malfeasance; provided, that in the event of a settlement of any such action, suit or proceeding, indemnification shall be provided only in connections with such matters covered by the settlement as to which the corporation is advised by written opinion or independent legal counsel that the directors, officer, employee or other agent to be indemnified did not commit a breach of duty owed to the corporation and only if a majority of disinterested directors approves the settlement and indemnification as being in the best interest of the corporation. Such indemnification may include payment by the corporation of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt by the corporation of an undertaking by the person indemnified to repay such payment if he or she shall be adjudicated to be not entitled to indemnification hereunder. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which any agreement or pursuant to any vote of the ~~board~~ Board of ~~directors~~ Directors or otherwise.

Section 7. AMENDMENTS

These bylaws may be altered, amended, or repealed in whole or in part by vote of a majority of the directors then in office, ~~except with respect to a provision thereof which by law, the articles of the organization or these bylaws requires action by the members.~~

Section 8. PROCEDURE OF MEETINGS

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the ~~Foundation's corporation's~~ meetings in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the ~~Foundation corporation~~ may adopt.



Board Retreat Planning

June 21 & 22, 2018

Grafton, VT

MEMORANDUM

To: NEFA Board of Directors
From: Steven Fenton
Date: February 21, 2018
Re: Board of Directors Annual Retreat Planning

Dear Board Members,

As you know, the summer retreat is scheduled for **Thursday – Friday, June 21 & 22, 2018**. This annual meeting is our opportunity to consider and discuss the challenges and opportunities facing NEFA, and to think strategically and creatively about the organization's future and our role within the region and field. This year, we have chosen the historic [Grafton Inn](#) in Grafton, VT, as the setting for these conversations.

Accommodations

A NEFA room block is available for board and staff members attending the retreat. Please note, the following rates apply only to the NEFA block for June 20 - 22, and are dependent upon availability.

Single Occupancy Room: \$159 per night plus 9% VT state tax and \$6 service fee

Double Occupancy Room: \$204 per night plus 9% VT state tax and \$6 service fee

For reservations, call: 1.802.843.2248

Group Name: NEFA Retreat

If any questions arise as you make your travel plans, please feel free to [contact me](#).

Travel Information

Trip length from:

Augusta	4:04	Montpelier	1:42
Boston	2:41	Providence	2:46
Concord	1:43	Manhattan	3:51
Hartford	1:59		

You can read more about directions to the hotel and parking information on the hotel's [webpage](#).



MEMORANDUM

To: NEFA Board of Directors

From: Jane Preston, Deputy Director
Adrienne Petrillo, Program Director, NE Presenting and Touring and Center Stage
Dee Schneidman, Program Director, Research and Creative Economy
Kim Szeto, Program Manager, Creative City
Quita Sullivan, Program Director, Theater
Sara Nash, Program Director, Dance

Date: February 26, 2018

Re: Program Updates

NEFA's programs are actively addressing the goals and strategies identified in the strategic plan, adopted by the board at the October 2017 meeting. Program staff have been meeting to discuss individual program contributions and how the programs intersect and collaborate toward NEFA's renewed priorities. This report highlights recent and upcoming program activities that illustrate our work as it relates particularly to strategic plan goals 1 and 2.

Program staff are always happy to discuss their programs' current and planned activities, and to clarify how we work together. We invite board members to observe upcoming panel meetings to learn more about the grants process and to hear program advisors and panelists' deep and thoughtful conversations of the artists' and arts organizations' proposed work.

Creative City

Creative City awarded 13 grants in October to artists for projects that deeply engage multiple diverse communities in the city of Boston in the 5th and final grantmaking round of the pilot phase of the program. Over the next several months, Creative City will complete a comprehensive learning assessment of the three-year pilot in partnership with Americans for the Arts' Animating Democracy consultants to identify key learnings and potential next steps toward regional program expansion.

Creative City is leveraging external partnerships with the Metropolitan Planning Commission, Arts and Business Council, Assets for Artists, as well as with The Boston Foundation, City of Boston and Now and There to provide a series of professional development opportunities for Creative City grantees, and other regional artists that provides valuable knowledge sharing and opportunities for artists to connect with one another in person.

Recent posts by Creative City staff and partners on the NEFA blog provide additional information about grantees and their project activities: <https://www.nefa.org/blog/creative-city-grantee-events-december-2017> and <https://www.nefa.org/blog/chroma-line-bridging-gap>. The partnerships for professional development are detailed in <https://www.nefa.org/blog/new-year-new-partnerships-professional-development>. More posts are at <https://www.nefa.org/blog>.

Creative Economy

Research and Creative Economy staff continue to make presentations of the findings in the New England creative economy employment report: *The Jobs in New England's Creative Economy and Why They Matter* that was released in the summer of 2017. Travel has included Massachusetts, Rhode Island and Vermont, with planning for trips to Connecticut, Maine and New Hampshire. This spring and summer, NEFA will also begin planning for the next Creative Communities Exchange, identifying a location and host for the event to take place in June 2019.

CreativeGround, NEFA's online directory of New England's creative economy, recently welcomed a new program associate, Morganna Becker, and planning is underway including user input and strategic partnerships to increase local usage and visibility, as well as increase research and advocacy tools. Short term plans call for technical and functionality enhancements, spring workshops and meetings with potential partners, especially in VT and MA.

CreativeGround has a brand new "Partner Toolkit" specifically designed for state arts agency staff. This new feature will enable SAA staff to show CreativeGround search results on their websites, show custom lists of the profiles in each state with specific designations. For example, NH is going to use iframes of CreativeGround results to replace their existing lists of roster artists on their website. The toolkit also offers materials and a guide to how to maximize use of the CreativeGround website. You can access this new resource for enhanced SAA partnership at <http://www.creativeground.org/partner-toolkit>

New England Presenting and Touring

NEFA's 16th annual Idea Swap was held November 2, 2017 in Worcester, MA with over 150 artists, arts organizations, performing arts curators and managers, the largest attendance ever. Connections made at Idea Swap generate applications for funding from the Expeditions grant program, which had its deadline on February 20 and received approximately 60 applications. The Expeditions panel will meet on April 11 at NEFA to award funding for tours and tour planning in New England. Idea Swap, held annually in November, will continue to evolve as an important convening point and resource for New England's touring artists and presenting organizations.

The New England States Touring (NEST) program provides support for performances and activities by New England artists in the New England states, with grants ranging from \$400 to \$4,000. NEST awarded the second round of grants for FY18 in January, funding 13 grants totaling \$28,635 supporting artists, organizations and communities across all New England states. The next and final FY18 NEST deadline is April 2, 2018.

NEFA continues to establish our ongoing partnership with the Northeast Indigenous Arts Alliance (NIAA) to provide professional development for New England's Native artists. We will provide travel, registration support and opportunities for networking for Native artists participating in the inaugural Abbe Museum Indian Market on May 18-20 in Bar Harbor, ME. We are also working with NIAA to encourage CreativeGround participation by Native artists. New England programs are also partnering with the National Dance Project (NDP) to implement a new initiative that builds the capacity, visibility, and knowledge within New England's dance field for artists and cultural organizers. Building on the success of last fall's professional development/business skills workshop "The Nuts and Bolts of Being a Performing Artist" produced by Assets for Artists and led by artists for artists, New England programs is collaborating with Creative City and The Boston Foundation to again offer this training for New England artists on April 3-4.

National Dance Project (NDP)

The National Dance Project (NDP) is implementing new program design elements based on the findings from the *Moving Dance Forward* report, commissioned for the program's 20th anniversary, as well as NEFA's strategic plan priorities. In addition to making 20 awards to artists to produce and tour new works, NDP awarded the remaining 15 applicants in the final review stage with \$1,000 finalist awards. Additional new grants are funding deeper community engagement strategies for 5 NDP projects. The 2018 NDP Production grant first round deadline is March 1, and applications will be reviewed in two rounds in April and June. NDP is about to launch a new travel fund to support U.S. presenters, curators, residency directors, managers, producers, and collaborating artists to see work and connect in person with NDP artist grantees to lay the groundwork for touring.

NEFA has successfully implemented a travel fund in the National Theater Project (NTP) and New England programs. NDP's travel fund will be particularly beneficial to artists who are less known nationally as they build touring capacity and relationships. Travel supported through this fund will include direct interaction with at least one NDP funded artist to aid in relationship building, which was identified as a critical role the NDP is positioned to address.

Adopting a valued practice developed by the National Theater Project, NDP held its first grantee cohort meeting for the nine first-time U.S. based 2017 production grantees. Working with program advisors, these artists developed strategies, discussed challenges, and made deep new connections with each other in anticipation of touring.

The New England Dance Fund received 35 applications during the first of two deadlines in 2018, the highest number to date for the program. Artists applied from five states as follows: 25 artists from Massachusetts, 3 from Connecticut, 3 from Maine, 2 from Rhode Island, and 2 from Vermont. Of the applicants, 20 are applying for the first time to the New England Dance Fund, and the majority of those are also first-time applicants to NEFA. These grants will be awarded in mid-March and will fund video documentation of work, mentorship, travel for research and residencies, and other opportunities.

NDP partnered with Jacob's Pillow, The Barr Foundation, and the Boston Foundation for two convenings in fall 2017 – one with New England dance artists and another with cultural organizations (presenters, universities, residency programs and service organizations) to brainstorm ways to increase connectivity and support for New England dance artists. Learning from this convening will inform new directions for the Regional Dance Development Initiative (RDDI) in New England, and the Jacob's Pillow Presenter Forum in summer 2018, with NEFA support for participants from New England and other priority regions of the country identified in the Moving Dance Forward report.

National Theater Project (NTP)

The National Theater Project (NTP) has provided Creation and Touring Grants to six new devised ensemble projects every year since 2010. Supported by the Andrew W. Mellon Foundation since the early research, NTP recently received additional funding from the Doris Duke Charitable Foundation. With DDCF on board as a partner, NTP will make two more large grants this year, as well as 4 smaller grants for project development and \$1,000 finalist awards to the 12 projects that reach the final round, but are not awarded creation and touring, or project development grants. The first round NTP deadline is March 12, and panel meetings will be held in May and July.

NTP continued its signature practice of grantee cohort and regional convening in December 2017 in Dallas, TX. The cohort convening is an intimate and intensive working session designed to strengthen relationships between the artists and Advisors and build knowledge sharing among the artist cohort. In 2018, the expanded number of grantees will open the opportunity to bring additional past and prospective advisors into the cohort discussions. The Regional convenings grew from recognition that there is a gap in program advisors' knowledge and experience outside of geographic regions with which they are most familiar. NTP seeks to bridge this knowledge gap through co-hosting regional convenings where artists, presenters, and Advisors can engage in shared learning about distinct local contexts and discuss with each other challenges to creating and presenting work. Planning is already underway for a New England regional convening in 2020.

In addition to ongoing program activities, NTP staff are in conversations with artists, presenters, and funders around supporting Indigenous Performance. Quita Sullivan is on the Steering Committee of **Strengthening Our Circle Creating National Space for Native American Performance**. In October 2018, the Steering Committee and HowlRound will convene 30 Native American participants from across the country who will use this convening to

brainstorm and work toward creating a Native-led advocacy network designed to foster and support Native American, Native Alaskan, and Native Hawaiian performing arts and artists in the US. NTP will also be hosting a planning meeting for the Steering Committee in March 2018.

Program Coordinator Meena Malik was a lead organizer for the Beyond Orientalism Forum held in Boston in October and continuing in building Boston's first API Arts Network in collaboration with Pao Arts Center, Chinatown's first community-based arts center. Meena posted on the NEFA blog where you can watch the Beyond Orientalism Forum:

<https://www.nefa.org/blog/watch-beyond-orientalism-boston-forum>

Center Stage

Center Stage, NEFA's cultural exchange program in partnership with the U.S. Department of State's Bureau of Educational and Cultural Affairs and Lisa Booth Management is booking tours of five contemporary music and theater ensembles from Egypt and Ukraine to tour the U.S. in the fall of 2018. Information on the five Season 4 ensembles can be found at (ADD LINK). Center Stage brings important new voices into our national cultural dialogue, enlarging our world, and sharing diverse, global perspectives directly with communities in the U.S.

As in past seasons, Center Stage artists will tour to New England communities. This gives NEFA a chance to connect with communities and presenters we reach less frequently with other programs and also provides NE based artists with access to international artists and audiences, especially in more rural environments.

Donald S. Burnham | *Attorney* | Eckert Seamans

Don Burnham works with business and individual clients on a broad array of sophisticated transactional and operational issues, with special emphasis on technology and intellectual property matters. He routinely counsels clients in the fields of computer software; telecommunications; e-commerce; health care, including medical services and medical technologies; health information technology; manufacturing; consumer electronics; advertising and public relations; intellectual property protection; as well as numerous nonprofit and charitable institutions.

Robert L. Lynch | *President & CEO* | Americans for the Arts (AFTA)

Robert L. Lynch is president and CEO of Americans for the Arts. With more than 42 years of experience in the arts industry, he is motivated by his personal mission to empower communities and leaders to advance the arts in society, and in the lives of citizens.

In 1996, Mr. Lynch managed the successful merger of the National Assembly of Local Arts Agencies, where he had spent 12 years as executive director, with the American Council for the Arts to form Americans for the Arts. Under his 32 years of leadership, the services and membership of Americans for the Arts have grown to more than 50 times their original size. He has personally reached audiences in over 2,000 locations spanning all 50 states and more than a dozen nations, with diverse constituencies ranging from Native American tribal gatherings to the U.S. Armed Forces in Europe to the President of the United States.

During his tenure at Americans for the Arts, Mr. Lynch has overseen six mergers including the Arts and Business Council, Inc. and the Business Committee for the Arts into Americans for the Arts. He has also created the Americans for the Arts Action Fund and its connected political action committee to establish arts-friendly public policy through engaging citizens to advocate for the arts and arts education.

Under his direction, Americans for the Arts has become a leader in documenting and articulating the key role played by the nonprofit arts and culture industry, and their audiences, in strengthening our nation's economy including its signature study of the economic impact of the nonprofit arts community, Arts and Economic Prosperity V. He has also been instrumental in creating a strong portfolio of projects and information about the transformative power of the arts in non-arts areas such as civic dialogue, social problem solving and work with the Pentagon, West Point, and Walter Reed National Military Medical Center on the arts and military.

Mr. Lynch currently serves on the board of the Independent Sector. He has also served two terms on the U.S. Travel and Tourism Advisory Board, a position appointed by the U.S. Secretary of Commerce. In 2017, he was the inaugural recipient of the JFK Commonwealth Award from the Massachusetts Cultural Council and the John F. Kennedy Library Foundation. In 2014, he was awarded the Sidney R. Yates Award for Outstanding Advocacy on Behalf of the Performing Arts, and he was selected as one of the most influential executives in the nonprofit sector for the 2012, 2013, and 2014 NonProfit Times Power & Influence Top 50.

Mr. Lynch earned a bachelor's degree in English from the University of Massachusetts-Amherst, and enjoys playing the piano, mandolin, and guitar. He lives in Washington, DC.

Christal Brown has the distinction of being many things. She endorses a short list of these attributes that includes the titles mother, artist, educator, and disciple. Brown is most well known as a dancer and choreographer due to her 20+ year career as a performer and artistic director. Brown describes herself as a person with a servant heart and a workaholic mind, who has been used by dance to touch and be touched by others. Brown grew up in a small, Eastern North Carolina town, where she frequently accompanied her mother to NAACP, Black Caucus, and community board meetings. This early exposure to social movements and communal responsibility undoubtedly has influenced Brown's work both on and off stage. As an undergraduate, Brown studied Dance and Business at the University of North Carolina at Greensboro. Upon graduation, she went on to tour nationally and internationally with companies such as Urban Bush Women, Bill T. Jones, Chuck Davis, and Liz Lerman before founding her own company, INSPIRIT. Brown served as the Artistic Director of INSPIRIT for 10 years where she developed curriculum for the New York Department of Education, choreographed over 75 performance works, created the Liquid Strength training module for dance, and Project: BECOMING, a rites of passage program for adolescent girls; before giving birth to the most complex and beautiful idea of her life, her 6-year old son Gabe. While developing INSPIRIT Brown completed her MFA in New Media Art and Technology at Long Island University; while simultaneously joining the faculty of Middlebury College in 2008. At Middlebury, Brown currently chairs the Dance Program and serves as the Faculty Director of MiddCORE. Her dance career continues to thrive: performing with Bebe Miller Company, touring her evening length work *The Opulence of Integrity*, and expanding her skillset as a regional affiliate with Actors, Models, and Talent for Christ.

Taylor Ho Bynum is an accomplished composer, performer and bandleader. His varied endeavors include his Acoustic Bicycle Tours (where he travels to concerts solely by bike across thousands of miles) and his stewardship of Anthony Braxton's Tri-Centric Foundation (which he serves as executive director, along with producing and performing on most of Braxton's recent major projects). In addition to his own bands, his ongoing collaboration with Braxton, past work with other legendary figures such as Bill Dixon and Cecil Taylor, and current collective projects with forward thinking peers like Mary Halvorson and Tomas Fujiwara, Bynum increasingly travels the globe to conduct community-based large ensembles in explorations of new creative orchestra music. He is also a published author and contributor to *The New Yorker's* Culture Blog, has taught at universities, festivals, and workshops worldwide, and has served as a panelist and consultant for leading funders, arts organizations, and individual artists. His work has received support from Creative Capital, the Connecticut Office of the Arts, Chamber Music America, New Music USA, USArtists International, and the Doris Duke Charitable Foundation. He received an M.A. in Music Composition in 2005 and a B.A., Honors in Music, 1998 from Wesleyan University.

Andrew P. Cornell is a family law attorney with a successful solo practice concentrating on complex domestic relations cases. Andrew is an active volunteer in the domestic violence community, offering free legal representation to indigent victims of domestic violence in the Probate and Family Courts. Andrew's accomplishments were acknowledged by the Massachusetts Bar Association in 2003 when he received their Pro Bono Publico award in recognition of his contributions to legal services and the principal of equal justice under the law. He received the Boston Bar Association Thurgood Marshall Award in 2005 in recognition of his commitment to public service and ensuring the availability of high-quality legal services to low income clients. In 2009 the Massachusetts Supreme Judicial Court awarded Andrew the Adams Pro Bono Publico Award for distinguished service and outstanding commitment to providing volunteer legal services to the poor and disadvantaged citizens of Massachusetts. In addition to his private practice and volunteer work, Andrew is an Adjunct Professor at New England School of Law, teaching family law. Prior to becoming a lawyer, Andrew was a market research analyst for packaged goods companies and advertising agencies. He switched careers fifteen years ago, and is very happy with the results. Andrew is married to Francesca Coltrera, a free lance medical and science writer. They have two children, Emma, age 19, and Kate, age 16, and live in Arlington, MA. Andrew grew up listening to the Texaco Opera on his father's car radio on Saturday mornings. Despite the bad sound quality, he still enjoys listening to all types of music, as well as all other art forms.

Amy Zell Ellsworth is a teacher, choreographer, artistic director, mentor, advocate and philanthropist. Ms. Ellsworth moved to Boston in 1975 and taught at the Institute for Contemporary Dance, Dance Circle, and Lesley College; was a choreographic assistant and danced for Sarah Caldwell's Boston Opera Company; and performed, choreographed and co-produced concerts with Dorothy Hershkowitz. Together they formed Dancentral where Amy taught classes in technique, repertory and choreographed. Through the mid-eighties, Ms. Ellsworth's own company Zellsworth Dancers toured New England and New York City, was on the New England Foundation for the Arts Touring Roster and Ms. Ellsworth was awarded three choreographic fellowships from the Commonwealth of Massachusetts. After disbanding the company, she continued to teach both in studios and at local universities, performed with Beth Soll, Dances by Isadora, and Daniel McCusker and began her involvement in other aspects of the dance field. She served on the boards of Concert Dance Company, and Revels. In the late 90's she joined the board of Boston Dance Alliance, became president for 6 years and was instrumental in shaping the future of the organization. Amy retired as a dancer in 2000, and worked for The Philanthropic Initiative, a nonprofit advisory team that designs, carries out and evaluates philanthropic programs for individual donors, families, foundations, and corporations until late 2011. She remains a Senior Fellow of TPI and is the Board Chair of the National Immigrant Women's Advocacy Project (NIWAP) Inc.

Geoff Hargadon Geoff's "suit-and-tie" role is Senior Vice President of Investments at UBS Financial Services in Boston. He has been in the investment business since 1976; was Vice President at Merrill Lynch from 1995 to 1999 and was at Kidder, Peabody and Company from 1982 to 1995. Geoff was named one of the top 50 financial advisors in Massachusetts by Barron's in 2008. His "jeans-and-sneakers" life as a visual and graphic artist has brought him notoriety, particularly for *Somerville Gates* (2005) and the ongoing *Cash for Your Warhol* campaign (2009). His interests extend to music, photography, graphic design, and film and he has exhibited work both nationally and internationally. He serves as an advisor to NEFA's Fund for the Arts program and sits on NEFA's Investment Committee as well as the Advisory Committee of MIT's List Visual Arts Center. A graduate of Harvard College, Geoff and his wife live in Somerville, Massachusetts, and have two daughters.

John E. Henry has been principal at MarlinSpike LLC since August 2009, providing business and legal consulting services to early stage companies and investor groups. John is also co-founder of Finite Solutions, an early-stage healthcare start-up focused on improving efficiencies and outcomes in workers compensation medical care. From 2014 to 2016, John was General Counsel of N-of-One, a Lexington-based biotechnology company providing interpretation of molecular test results in oncology. From 2010 to 2013, John was a founding Director of Silverlining Holding Corp., a green technology pipeline rehabilitation provider. Prior to John's consulting and entrepreneurial work, he spent 11 years as Senior Vice President and General Counsel of Investors Financial Services Corp., a publicly-held global financial services company. John began his legal career at Testa, Hurwitz & Thibault in Boston, representing underwriters, venture capital funds and high-tech businesses in corporate, securities and intellectual property matters. Before becoming a lawyer, John worked as a free-lance musician, was assistant manager at the South Shore Music Circus and the Cape Code Melody Tent, and spent two years as a software systems analyst at GTE. John has been a member of the Weston School Committee since 2015 and is also a member of the Business Advisory Council at Boston College Law School. John was a member of the Board of Directors of the Arts & Business Council of Greater Boston for seven years, five of those as chairman. John holds a Bachelor of Music from the Hartt School of Music and a Juris Doctor from Boston College Law School.

Douglas (Doug) Keith (*Board Treasurer*) is Founder and President of Lincolnshire Financial Advisors, an independent "boutique" advisory firm serving clients wherever they live, work and travel, situated in Eliot, ME and Portsmouth, NH. In developing Lincolnshire, Keith wanted to create a firm where advisors and clients are closely aligned, allowing them to focus on what matters-thoughtful planning and management. Prior to Lincolnshire, Doug held positions with Pricewaterhouse Coopers, Mellon Financial, Delta Investment Group and Morgan Stanley. He is a graduate of Boston College where he received his B.S. in Finance. Keith called upon his financial

background and his passion for music composition in the creation of TunesOnTour, which helps artists connect with fans and leverage live music sales while on tour. In his spare time, Doug is an active volunteer in both New Hampshire and Maine. He served as a member of the Economic Development Committee for Eliot, ME and as Treasurer of the Kittery Point Yacht Club. In New Hampshire, Keith has been involved with the Portsmouth Chamber of Commerce as a member of the Business Development Committee. He currently serves as Board Chair for Finance for 3S Artspace a nonprofit alternative arts organization that combines midsize flexible performance space, a non-commercial gallery with affordable artist studios above and a restaurant serving as a local hub in Portsmouth.

Ginnie Lupi was appointed the Executive Director of the New Hampshire State Council on the Arts in August 2014, following 8+ years leading a multi-county arts services organization in the Finger Lakes Region of New York State. A working visual artist, she has a long professional history in nonprofit organization management, grant writing and fundraising, statewide trade association leadership, and public policy analysis. Ginnie holds an MFA in painting from The University at Albany, BS in visual art from Skidmore College, and BA and MA in political science from the College of Saint Rose.

Karen Mittelman began her role as executive director of the Vermont Arts Council on October 16, 2017. She was previously director of the Division of Public Programs at the National Endowment for the Humanities in Washington, D.C. Mittelman brings to the Arts Council more than 30 years of experience in the public sector and the federal cultural arena. She held a senior position at the National Museum of American Jewish History in Philadelphia and served as curator at the Smithsonian Institution in Washington. Mittelman received a bachelor's degree in American civilization and a doctorate in U.S. history from the University of Pennsylvania. She taught at the University of Pennsylvania and American University and is a published author.

Barbara E. Murphy served as president of the Community College of Vermont and its sister, Johnson State College, for 20 years. While at Johnson State, she presided over expansions of both science and arts programs. The Visual Arts Center grew to include the digital arts, an artist-in-residence program, and studio space for students. The Performing Arts added a major in Musical Theater early in her time at JSC. Barbara was presented the Eleanor M. McMahon Award for Lifetime Achievement from the New England Board of Higher Education in 2016. A published poet, her work has appeared in several literary journals including, *Green Mountains Review*, *New England Review* and *Michigan Quarterly Review*. She is a Pushcart Prize nominee and recipient of a Vermont Council on the Arts fellowship. Her collection of poems *Almost Too Much* was published by Cervena Barva Press in 2015. She holds an undergraduate degree from The Catholic University of America, an M.S. degree in Community Development from Southern Illinois University and an MFA in writing from Warren Wilson MFA Program for Writers.

Chip Newell is a principal in The NewHeight Group, a real estate development and marketing consulting firm. Chip has been on the board of CEI Notes for several years and is currently on the board of CEI. He is also on the board and Treasurer of The Maine Center of Economic Development, on the board and treasurer of Community Housing of Maine, on the finance committee for the Boothbay Region Land Trust and serves on the Maine Community Foundation Cumberland County Committee. In his leisure time Chip and his wife Susan Morris enjoy all Portland and Maine have to offer, from attending dance, theatre and music performances and gallery exhibits to paddling, sailing, biking and hiking the outdoors.

Kristina Newman-Scott was appointed by Commissioner Catherine Smith of the Department of Economic and Community Development as the Director of Culture to oversee art, historic preservation and cultural programs for the State of Connecticut in May 2015. Prior to her appointment, she was the Director of Marketing, Events and Cultural Affairs (MECA) for the City of Hartford, CT. In that position she has created artistic and cultural programming that is inclusive of the city's many diverse communities. Since 2012, she has taken over a dozen programs from

concept to execution; these programs highlight and support the creative industry and economy and successfully used the arts as a tool to address urban blight and celebrate the Capital City's rich cultural, artistic and historic assets. Ms. Newman-Scott held the position of Director of Programs at the Boston Center for the Arts in Boston, MA, from 2011-2012 where she redesigned and managed 17 on-campus community-focused programs in literary, visual and performing arts, increased participation by 20% and raised the BCA profile regionally, nationally and internationally. As Director of Visual Arts at Real Art Ways in Hartford from 2005-2010, she organized over 70 exhibitions including four major public art projects. As a result of her innovative efforts she came to national attention and was praised by a variety of national and international publications, including the New York Times, The Jamaica Gleaner and Observer, Caribbean Review of Books, Small Axe and ARC Magazine to name a few. Ms. Newman-Scott received the Charter Oak Cultural Center's Vision Award for Arts and Education in 2013, was a National Arts Strategies Creative Community Fellow, a Hive Global Leadership Selectee and a Hartford Business Journal Forty Under 40 awardee in 2014 and was recently selected as a 2015 Next City Vanguard 40 Under 40. She has been a visiting curator, guest lecturer and panelist at many organizations and institutions across the country; including NYU, The School of Visual Arts, New York; Rhode Island School of Design, RI; Wesleyan University, CT; National Association of Media Arts and Culture; University of Connecticut and the Lower Manhattan Cultural Council, NY. Ms. Newman-Scott was a popular television personality and visual artist in Jamaica, where she was born and raised and became a citizen of this country in 2009. She resides in Hartford with her husband Gordon and their 5-year-old daughter.

Julie Richard is the Executive Director at the Maine Arts Commission. She most recently held the position of president & CEO of the West Valley Arts Council in the West Valley of Phoenix, Arizona. Before that she was the executive director of the Metropolitan Arts Council in Greenville, South Carolina. She is noted for her ability to take organizations to the next level and has done that wherever she has worked. Julie earned BS degrees in Psychology and Music (Voice) and a MA in Business (Arts Administration) all from the University of Wisconsin-Madison. Previous positions include managing director of Tulsa Opera in Tulsa, Oklahoma; managing director of Syracuse Opera in Syracuse, New York; executive director of the Cayuga Community College Foundation in Auburn, New York; and director of external relations at the Frank Lloyd Wright Preservation Trust in Oak Park, Illinois. She has extensive experience in development, strategic planning, arts education and organizational development. Julie was a member of Valley Leadership's Class XXXI and a past chair and member of the National Arts Education Council for Americans for the Arts. She was most recently a member of the WESTMARC Board of Directors, the City of Avondale's Municipal Arts Committee, the AZ Citizens/Action for the Arts Board of Directors, and the City of Surprise's Arts & Culture Board. She was also on the research committee for AZ Town Hall. Her past board service includes the Greenville Convention and Visitors Bureau, South Carolina Arts Alliance, the Greater Greenville Chamber of Commerce, Leadership Greater Syracuse, Junior League of Syracuse, and the National Society of Fund Raising Executives (CNY Chapter).

Betsy Theobald Richards is the Senior Creative Fellow at The Opportunity Agenda, a progressive communications think tank based in New York City. She serves as the leader of their arts and social justice work and produces their annual *Creative Change* retreat at Sundance. Prior to The Opportunity Agenda, Betsy was a Program Officer at the Ford Foundation where she established and oversaw approximately \$40 million in grant making to Native American and place-based cultural communities in the United States. While at Ford, she leveraged a \$10 million-dollar gift from the foundation's board to initiate the new and unprecedented *Native Arts and Cultures Foundation*, negotiated the new entity's first matching endowment gifts and advised in its early institutional development. She also spent five years as the inaugural Director of Public Programs at the Mashantucket Pequot Museum and Research Center in Connecticut where she oversaw all educational and interpretive programs. Earlier, she was a communications specialist for Newsweek Magazine and led public relations efforts for the American Indian Community House during the Columbus Quincentennial. In addition, she has run two theater companies in New York and has developed and directed new plays in the U.S. and Canada, on stages such as The Public Theater and Canada's National Arts Center. As a playwright, she has adapted Joseph Bruchac's *Circle of Thanks*

for the stage and is working with the Lower Manhattan Cultural Council and New York Theater Workshop to write *Ghost Supper* with Menominee/Stockbridge Munsee actress, director, writer Sheila Tousey. She has taught grant making in the graduate program of New York University's Heyman Center for Philanthropy, Native American Literature at Eastern Connecticut State University and has lectured at Yale University, Spellman College, NYU's Wagner School of Public Policy, and The City University of New York. She has served on the boards of Grantmakers in the Arts and the Connecticut Commission on Arts and Education. She is currently the Senior Cultural Advisor to the Alliance for Inclusion in the Arts and is on the Advisory Board of Yale University's Indian Papers Project. Betsy is an enrolled member of the Cherokee Nation of Oklahoma and holds a BFA from New York University and an MFA from Yale University's School of Drama.

Randall Rosenbaum (*Board Vice Chair*) is the Executive Director of the Rhode Island State Council on the Arts, a position he has held since January 1995. From 1984 to January 1995 Mr. Rosenbaum served in a variety of capacities at the Pennsylvania Council on the Arts, including Deputy Director and Director of the Dance and Presenting Organizations Programs. He has a Bachelor of Music Education degree from Temple University in Philadelphia, and has managed orchestras and non-profit arts organizations in Florida, Georgia, North Carolina and Ohio. Mr. Rosenbaum has served as a site visitor and panelist for the National Endowment for the Arts in the Dance, Theatre, Musical Theatre/Opera and State and Regional Programs, and as a panelist for the state arts agencies of New York, New Jersey, Maryland, Connecticut and Massachusetts, as well as for the Mid-Atlantic Arts Foundation, the Heinz Endowment of Pittsburgh, and Cuyahoga Arts & Culture in Cleveland, OH. Mr. Rosenbaum has also taught arts administration courses, classes and seminars at Brown University and Rhode Island College. He serves on the board of the New England Foundation for the Arts, and has served on the board of the National Assembly of State Arts Agencies. A practicing musician, Mr. Rosenbaum has sung professionally in churches and synagogues, and with performing ensembles throughout the East Coast.

Larry Simpson (*Board Chair*) is senior vice president for academic affairs and provost at Berklee College of Music. In this role, he is responsible for Berklee's three academic divisions (Professional Performance, Professional Writing and Music Technology and Professional Education), institutional research and assessment, graduate studies, concert operations, special programs, the library and learning resources, and faculty development. He also serves as the executive producer for the Berklee Beantown Jazz Festival. Dr. Simpson is active in the arts and higher education communities and he has served as a panelist numerous times for the National Endowment for the Arts, Mid Atlantic Arts Foundation, and Arts International among others.

Ann Smith (*Board Secretary*) is the Executive Director of Featherstone Center for the Arts on Martha's Vineyard. Featherstone is a year-round arts center providing gallery shows, art classes for children beginning at age three to teens as well as adult workshops in all mediums: ceramics, collage, drawing, fiber, mixed media, painting, photography, print making, sculpture, music and technology. Featherstone is also home to several annual special events such as Musical Mondays, Thursday Night Jazz, the Flea & Fine Arts Markets, the Summer Festival of Poetry, the Photographers Salons, the Art of Chocolate Festival and the Holiday Gift Show. Ann Smith joined Featherstone in 2007 and was named the Executive Director in September 2010. Ann also is Chair of the Arts Martha's Vineyard Steering Committee, the Island's arts and culture collaborative organization. Since October 2010, Ann serves as the leader, convener, planner and collaborator for year-round arts programming and cultural events especially the Fall for the Arts and Spring for the Arts creative economy marketing campaigns. Ann will receive the Massachusetts Tourism Award in May 2015. The award is given to those who exemplify the best in tourism and hospitality throughout Massachusetts.

Pamela Tatge was appointed Director of Jacob's Pillow Dance Festival in the spring of 2016. Pam previously served as the Director of Wesleyan University's Center for the Arts (CFA). She is interested in elevating the place of art in higher education in ways that innovatively strengthen teaching, student learning and artmaking. Previously, Pam spent ten years at New Haven's Long Wharf Theatre

as Director of Development. In 2003, Pam heard Liz Lerman speak about her interest in developing a new work about the repercussions of genetic research. She invited Liz to meet with dance faculty and scientists at Wesleyan and over the next three years worked to produce a research & development/teaching residency for Liz Lerman a team of Wesleyan faculty that assisted in the development of *Ferocious Beauty: Genome (FBG)*. The CFA became the lead commissioner of FBG and it premiered at Wesleyan in February of 2006. In 2010, Pam received the William Dawson Award from the Association of Performing Arts Presenters (APAP). The award is given to an individual or organization in the presenting field for sustained leadership, innovation and vision in program design, audience building and community involvement efforts. It was the first time in more than a decade that a university arts presenter received the award. Pam worked closely with Sam Miller (former NEFA Executive Director) in the creation of the Institute for Curatorial Practice and Performance (ICPP). Together they worked over several years with Wesleyan's faculty and practitioners from the field, refining a pilot certificate program that started in the summer of 2011. The certificate is a nine-month low-residency program punctuated by three on-campus intensives. In 2014, Wesleyan's Board of Trustees approved a two-year MA in Performance Curation — the first of its kind in the world — a center for the academic study of the presentation and contextualization of contemporary performance. Poised between graduate programs in curatorial studies, museum studies, arts administration, performance studies, and the humanities, ICPP offers its students a graduate-level education in innovative and relevant curatorial approaches to developing and presenting time-based art.

Edward (Ted) Wendell has been involved in the investment management business since 1985 when he began supporting Hakan Castegren, founder of the Northern Cross investment philosophy. In 2003, he became a founding partner and portfolio manager for Northern Cross, LLC. Wendell is a graduate of Harvard College and holds an MA in mathematics from the University of Washington. Prior to his years in Investment Management, Wendell held appointments as Head of Admissions and Dean of Students at Marlboro College in Marlboro, VT and now serves as a Trustee on the college's board. Ted is determined to make a difference in his hometown of Milton, MA and the surrounding region. He has been hard at work as a Trustee for both the Milton Land Conservation Trust and his alma mater, Milton Academy. From 2004-2009, Wendell co-chaired the Advisory Board for the American Repertory Theatre. He currently serves as Director and Treasurer for the Poverty Alleviation Fund and as a member of the Founders Council for ArtsEmerson. Ted serves as chair of the NEFA Investment Committee.

Marco Werman is host and Executive Editor of the Public Radio International-BBC daily co-production *The World*, broadcast out of WGBH, Boston. He has been in journalism since he was 16. A former Peace Corps volunteer, Werman got his start in radio in the late 1980s while freelancing in Burkina Faso, West Africa for the BBC World Service. In 1991, he helped start a community station in upstate New York where he was news director, and created and hosted the two-hour morning drive show. He later reported from Rome, Italy for Monitor Radio. In 1995, Werman helped create the format for the daily international news program *The World* where he has been ever since. In 1997, he began providing the daily punctuation mark for *The World* in the "Global Hit" segment in which musicians and musical trends around the globe are linked to the news. He took that reporting to Frontline, and won an Emmy for his 2006 report "Libya Out of the Shadow."

Dr. Lisa Wong is a physician, musician, arts advocate and author dedicated to the healing arts of music and medicine. She has been a pediatrician at Milton Pediatric Associates for nearly 30 years and is an Assistant Professor of Pediatrics at Harvard Medical School. As Past President of the Longwood Symphony Orchestra, a Boston-based ensemble of health care providers that combines music, medicine and service, she established the Healing Art of Music Program that helps raise awareness and funds for medical nonprofits in the community. In 2012, she published her first book, *Scales to Scalpels: Doctors who practice the healing arts of Music and Medicine* with writer Robert Viagas, chronicling the unique mission and development of the LSO. A lifelong arts education advocate, Dr. Wong currently serves on the board of the Conservatory Lab Charter, and is on the Leadership Council of Boston Creates and the BPS Arts Initiative. She was previously a board member

of the Massachusetts Cultural Council, Young Audiences of Massachusetts and the Boston Landmarks Orchestra. She is a co-founder of the Arts and Humanities Initiative at Harvard Medical School and Boston Arts Consortium for Health (BACH). She earned her A.B., magna cum laude in East Asian Studies from Harvard University in 1979 and M.D. from NYU School of Medicine in 1983.

Carrie Zaslow is a Program Officer at Rhode Island LISC (Local Initiatives Support Corporation). In this role, Carrie is responsible for overseeing the Neighborhood Development Fund, where she provides technical assistance to organizations to help them develop organizationally, fiscally, and in the programs they provide. Acting as a “shadow developer,” Rhode Island LISC provides assistance to ensure that investments lead to projects that are well structured, appropriately financed, built on time and on budget. Carrie began her career in community development at the Rhode Island Commission for Human Rights where she held the position of Fair Housing Education and Outreach Project Manager. She was later named Director of the Homeownership Connection, a division of the Housing Network of RI, where she was responsible for statewide pre-and post purchase homeownership training and counseling. During her time at the Housing Network Carrie created an award-winning foreclosure program that offered a comprehensive approach for families exiting out of homeownership. This program continues to be used as a best practice by NeighborWorks®America. Zaslow holds a Bachelor of Fine Arts Degree from Northern Michigan University in Metalsmithing and a Master of Fine Arts from the Rhode Island School of Design in Jewelry and Light Metals. Carrie has shown her jewelry and sculpture throughout the United States and Europe. She has been an art educator, teaching from kindergarten through college level. She was appointed to the Urban League of Rhode Island Board of Directors in 1999. She is an active member of the Rhode Island Coalition for Affirmative Action, the Providence RISD Alumni Association and the American Association of Museums, Providence: Museum and Community Dialogue.

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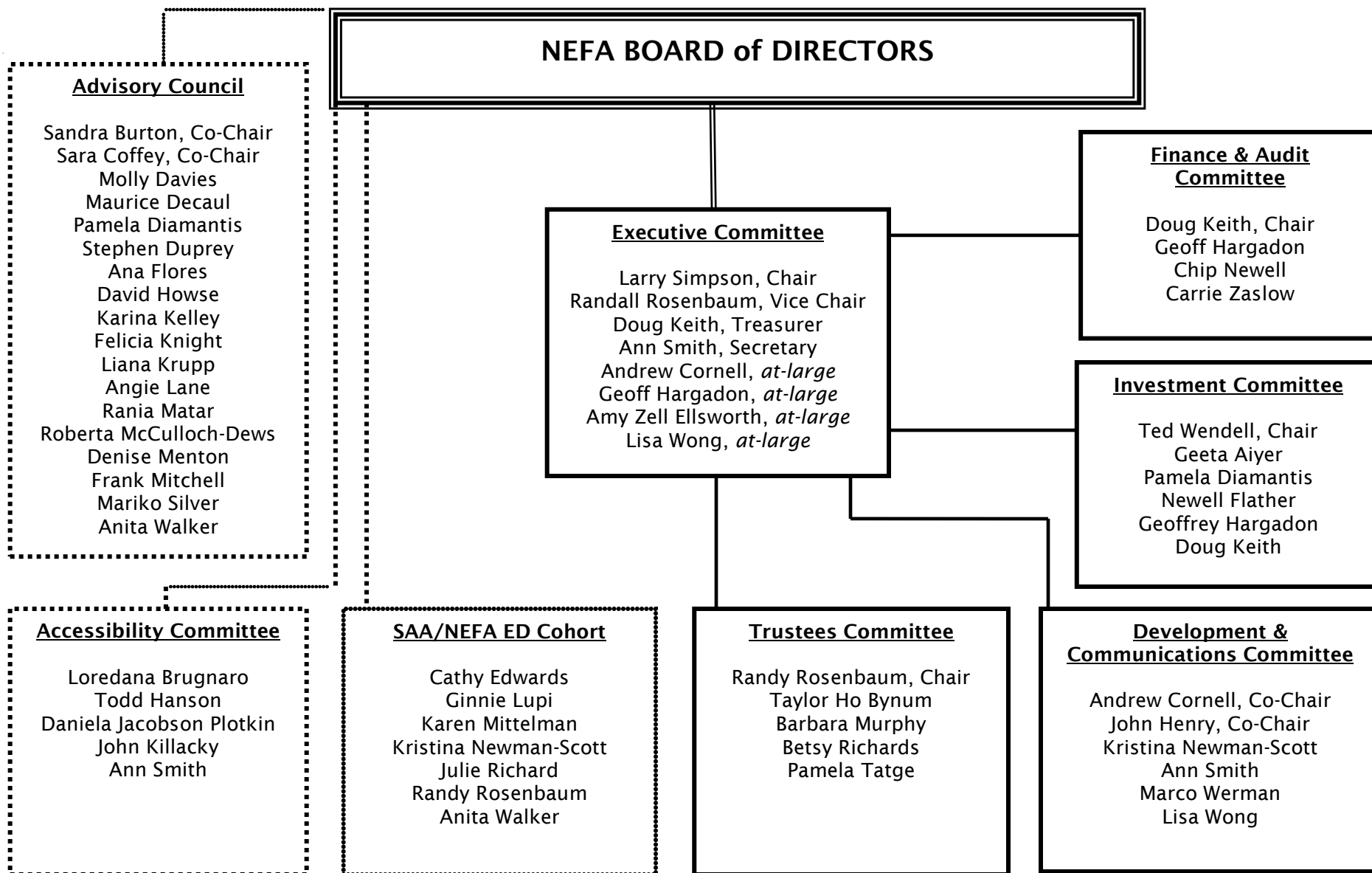
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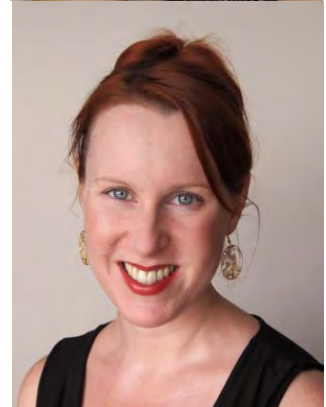
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