



NEW ENGLAND FOUNDATION FOR THE ARTS

BOARD OF DIRECTORS MEETING

JUNE 21-22, 2018



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Cover photo credits: National Dance Project-supported Esphrat Asherie Dance, by Ashley Garrett; Expeditions-supported Daniel Bernard Roumain (DBR), by Towle Tompkins; and NEFA staff and board at Jacobs Pillow, by David Dashiell



NEW ENGLAND FOUNDATION FOR THE ARTS

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June 8, 2018

Dear Board of Directors,

I look forward to seeing you all at our upcoming board retreat in Grafton, VT, on June 21 and 22. The annual retreat offers us an opportunity to discuss goals and challenges facing the organization. In our conversation this summer we will explore the principles of equity, diversity, inclusion, and accessibility (EDIA), how they impact us, our work together, and our service to artists, the field, and region. Research shows that boards who understand and have conversations about values and EDIA are best able to establish governance goals and support a high-functioning organization.

In February, members of the board volunteered to help plan this discussion. My thanks to that group, Christal Brown, Taylor Ho Bynum, Barbara Murphy, Kristina Neman-Scott, Larry Simpson, and Carrie Zaslow for taking on this task. In our first session together, the planning group discussed the goals and structure of the retreat and recommended we engage a consultant to facilitate the full board training. We identified Keryl McCord, Founder & CEO of EQ (Equity Quotient), to conduct our training. Keryl is a leader in the arts, in the theater world, and in building organizational cultures that have shared understanding of equity, diversity, inclusion, and accessibility and can build toward outcomes as a result. Keryl has been a close friend to NEFA, and is currently serving as an advisor to NEFA's National Theater Project. I look forward to welcoming Keryl and her team to Grafton, and am excited to dig into this work together. You can read more about EQ, Keryl, and her co-facilitators in Section 12 of the board book.

Because we have agreed to commit the majority of our time to this important training and discussion, we will have an abbreviated session for regular business. The board will be asked to vote to approve the draft FY19 budget, the board and corporate officers, the minutes from the March board and FY18 Executive Committee meetings, in addition to those items the board could not approve in February: the October board meeting minutes and amendments to NEFA's governing documents. The NEFA staff and I have compiled reports on our activities for you to read in advance of the meeting so that we can focus our time together on the EDIA training and discussion.

As always, we have built some fun into the agenda too! On June 21, we will be joined at dinner by some local guests and members from NEFA's new Advisory Council. It will be a special evening, and I'm so excited to celebrate with you all.

Thank you as always for your leadership and participation in NEFA's governance.

Sincerely,

Cathy Edwards
Executive Director



Welcome to Grafton

MEMORANDUM

To: NEFA Board of Directors
From: Steven Fenton, Executive & Operations Manager
Date: June 8, 2018
Re: Our Time at the Grafton Inn

Dear Board Members,

I am looking forward to seeing you all soon. This year's meeting will be held at the historic [Grafton Inn](#) in Grafton, VT. Below are details for our time together.

Arrival/Departure

Check-in is after 4:00 PM, but the Inn will accommodate early arrivals as rooms become available. Check-out is at 11:00 AM on Friday, June 22. Guests departing on Friday should check-out prior to the start of the second day of the board meeting. If you require a later check-out, please communicate with the front desk upon arrival.

Amenities

Your stay at the Grafton Inn includes morning coffee service, afternoon refreshments in the main lobby, use of the community fitness center, game room, high speed internet access, and trail system.

Attire/Packing

Keep in mind this is a rustic location; we both welcome and encourage business casual dress throughout the retreat. Please keep an eye on weather projections leading up to the trip. Some breakout meeting spaces may require a walk outside across the property, so I encourage you to bring appropriate footwear and gear for any potential inclement weather.

Meals

All meals will be provided for board members by NEFA from breakfast on Thursday, June 21 through lunch on Friday, June 22. Those arriving the evening of Wednesday, June 20 are welcome to meet up in the Phelps Barn Pub for casual, no-host dinner and drinks. Otherwise, please feel free to make your own dinner arrangements in the village.

Activities

Summer stays at the Inn include seasonal activities such as road bikes, mountain bikes, swimming pond, paddleboats, tennis court, and lawn games. Guests are encouraged to explore the quintessential New England village and surrounding area.

You can find tips on local activities here: <https://www.graftoninnvermont.com/things-to-do/>



Board of Directors Annual Retreat

June 21 & 22, 2018

The Grafton Inn

Grafton, VT

Wednesday, June 20, 2018

- 3:00 – 6:00 PM **State Arts Agency Directors Meeting**
President's Board Room
- 7:00 – 9:00 PM **Meet at Phelps Barn Pub (optional & casual group dining, no host)**

Thursday, June 21, 2018

- 9:00 – 9:30 AM **Arrival & Breakfast**
Homestead Conference Room
- 9:30 – 10:00 AM **Call to Order & Welcome – Larry Simpson**
Executive Director's Report – Cathy Edwards
- 10:00 – 11:00 AM **Board Meeting Business**
 - Approval of Revisions to Governing Documents – *Larry Simpson*
 - Approval of 10.27.18 meeting minutes – *Larry Simpson*
 - Approval of 3.8.18 board meeting minutes – *Larry Simpson*
 - Approval of FY18 Executive Committee Minutes – *Larry Simpson*
 - Officer & Class Elections – *Randy Rosenbaum*
 - Corporate Officer Elections – *Larry Simpson*
 - Approval of FY19 Budget – *Jug Chokshi*
- 11:00 AM – 11:30 AM **Break**
- 11:30 AM – 1:00 PM **Equity, Diversity, Inclusion, & Accessibility Training**
Facilitated by Keryl McCord, Founder & CEO, EQ, and Team
 - EQ Team Introduction
 - Framing, Context, & Group Agreements
- 1:00 – 1:30 PM **Lunch**
Homestead Conference Room
- 1:30 – 4:30 PM **Equity, Diversity, Inclusion, & Accessibility Training & Exercises**
Facilitated by Keryl McCord, Founder & CEO, EQ, & Team
- 4:30 – 5:00 PM **Goals for Day 2**
Facilitated by Keryl McCord, Founder & CEO, EQ, & Team
- 5:00 – 7:00 PM **Break**
- 7:00 – 7:45 PM **Reception and Conversation with Vermont guests**
Pine Room Tavern
- 7:45 – 9:30 PM **Dinner with Vermont guests**
Old Tavern Restaurant



Board of Directors Annual Retreat

June 21 & 22, 2018

The Grafton Inn

Grafton, VT

Friday, June 22, 2018

- | | |
|--------------------|--|
| 8:30 – 9:00 AM | Breakfast
<i>Homestead Conference Room</i> |
| 9:00 AM – 12:30 PM | Equity, Diversity, Inclusion, & Accessibility Training & Exercises
<i>Facilitated by Keryl McCord, Founder & CEO, EQ, & Team</i> |
| 12:30 – 1:30 PM | Closing Remarks, Adjournment & Lunch – Larry Simpson
<i>Garden Room</i> |



Executive Director's Report

MEMORANDUM

To: NEFA Board of Directors
From: Cathy Edwards, Executive Director
Date: June 8, 2018
Re: Executive Director's Report

Review of Organizational Accomplishments in FY18

I am so proud of the work we are doing at NEFA, and of the excellent board and staff who bring our work to life! NEFA's FY18 was a significant year in which we completed and publicly shared an ambitious and aspirational strategic plan for 2018 - 21; welcomed Jug Chokshi to the senior leadership team and successfully transitioned and strengthened our finance department; and reached new benchmarks for success in both our programs and operations, as you will see from staff reports in the board book.

Some items to draw your attention to:

1. Our grantmaking continues to play a leading role in supporting important art projects in communities here and around the country, and to validate artists and their work in meaningful ways. One highlight: the first National Theater Project-supported production, *Straight White Men* by Young Jean Lee, is going to Broadway and will open on June 29 at the Helen Hayes Theater. Even more exciting - this is the first Broadway production of a play written by an Asian-American female playwright.
2. The Center Stage 4 touring schedule for September-November is mapped and exciting. Artists and journalists from Ukraine and Egypt will be traveling to 16 states across the U.S. and many New England communities, including Kittery, ME; Claremont, NH; Lebanon, NH; Burlington, VT; North Adams, MA; Boston, MA, and Hartford, CT.
3. We completed five rounds of grantmaking through our Creative City pilot program, and on May 31 our fourth group of grantees gathered at NEFA to share accomplishments and project outcomes. They told powerful stories about how grants and technical assistance can enable them to test and sustain ideas, invite community co-creation, and create art that matters for today; art that is more human, more innovative, and strengthening to our communities. We are working with consultants at Animating Democracy to conduct a learning assessment and we will apply findings to program design for the project's next phase.
4. We ended our fiscal year in May by awarding five significant multi-year grants to Boston-area organizations working to advance public art through our Fund for the Arts, and we awarded three Rebecca Blunk Fund grants to New England artists - Arien Wilkerson, CT; Toto Kisaku, CT; Margaret Jacobs (St Regis Mohawk), NH - providing them with unrestricted support to advance their work. We also awarded \$534,495 via 91 grants to organizations in 32 states to support the touring of dance projects created with support from our National Dance Project. Overall in FY18, organization-wide at NEFA, we made 444 grants totaling \$3,758,982.50.

We have two staffers who are moving on from NEFA - Sara Nash will assume the role of director of the dance program at the National Endowment for the Arts in August after a wonderful seven years with NEFA, and Deidra Montgomery is leaving to explore new adventures after a great four years at NEFA. We will miss them both, and look forward to working with Sara in her new role at the NEA.



Executive Director's Report

This spring we were also deeply affected by the loss of Sam Miller – former NEFA executive director in the late 90s and early 2000s, a wonderful partner and friend and deep thinker who did so much to advance NEFA and the field.

Strategic Plan 2018–21

We are full steam ahead on operationalizing our strategic plan. The first area of work we are prioritizing for action is our equity, diversity, inclusion, and accessibility goal. In addition to departmental work plans, the staff EDIA working group has played an important role in our planning. Thank you to co-chairs Quita Sullivan and Daniela Jacobson Plotkin, and to current members Jane Preston, Steven Fenton, Sara Nash, Meena Malik, and Abby Southwell. Thanks also to Jug Chokshi and Abby Southwell who have taken the lead on supporting the staff to develop work plans of priority action steps. The board retreat in June is an important opportunity to engage our equity, diversity, inclusion, and accessibility work from the governance perspective.

For the first time, our FY19 organizational budget contains a line item for EDIA work and for staff training and development. We are actively fundraising to support plan outcomes, and our first investments are from the Doris Duke and Barr Foundations. This support will seed key strategic plan objectives including staff training and development; advancing equity, diversity, inclusion, and accessibility learning; and our ability to communicate the importance of investing in individual artists to work in the public realm with the Creative City program as the vehicle for learning.

Development and Communications

Sharon Timmel has put together a comprehensive development update, and I'll add a few high-level takeaways. Last year was a successful fundraising year for NEFA, and we have a lot to be proud of. Highlights certainly include our individual giving numbers – in total we have raised \$121,928 from 196 donors. This support is essential to us – enabling our investment in strategic plan outcomes including professional development for staff and support for New England programs. We also celebrated a major success with our DDCF two-year general operating support grant of \$262,500, which was awarded in March.

We are going into FY19 with ambitious organizational and program-specific goals, including an investment in a new website. We are seeking to raise funds to make more grants to New England artists and organizations, to match Barr Foundation's investment in our EDIA work and in staff training and development, and to support our operating expenses.

Public funding from the National Endowment for the Arts and New England's state arts agencies continues to be an area of risk. State arts agency funding for NEFA continues to shrink (from a high of \$252,000 in FY01 to \$102,000 in FY18), and although NEA support is robust in FY19, the status of the agency's budget continues to be uncertain in the current administration. Chairman Jane Chu departed the NEA on June 4, and former senior deputy chair Mary Anne Carter is serving as acting chair. Upcoming mid-term elections and revenue shortfalls as a result of the 2018 tax bill are expected to lead to uncertainty in agency budgets across the board, and increased pressure for cuts.

One of the goals we set forth in the strategic plan was to more clearly communicate NEFA's value. This is essential to our resource development and sustainability, and to our ability to be a visible champion for the creative sector. Ann Wicks has a thorough communications update in the board book, but of special note is the fact that we secured the services of Digital Loom in response to a competitive RFP to redesign a new web site for NEFA, and created a communications plan that reflects our strategic goals.

Thank you to Andrew Cornell and John Henry for co-chairing our Development & Communications Committee this past year, and to Sharon Timmel, Sarah Kelley, Ann Wicks, and Jeffrey Filiault on the staff for their great work.



Executive Director's Report

Board Governance and Advisory Council

I'm very excited that we have achieved our goal of identifying new board leadership at NEFA. We are fortunate to be welcoming new participants to the Executive Committee, to be approving a new slate of officers, and to have had such generous commitments of time and leadership from those who are rotating off. As you will see in the Trustees Committee Report, we are not recommending any new board members this year, but we will be seeking to add new members to the board at our summer 2019 meeting. Many thanks to Randy Rosenbaum for his stewardship of the Trustees Committee and to Steven Fenton for his support of our governance work.

We will also be taking an important governance vote at our June retreat on the bylaw changes and amended articles of incorporation that we discussed at length during our March meeting. This will set NEFA up for success and update our procedures in ways that make sense for a 21st century regional organization.

We had a successful launch of our Advisory Council in FY18, and we are hoping to build and cement the council's value in FY19. We will meet again in fall 2018, and we continue to engage council members in ongoing projects at NEFA, including committee and panel service, and by hosting regional gatherings around NEFA-supported art. Active service on the council may also support trustee recruitment for the NEFA board in FY19. My thanks to council co-chairs Sandra Burton and Sara Coffey, and to Sarah Kelley and Steven Fenton on the NEFA staff who have supported the council's work.

Finance and Operations

We are delighted to have grown our finance team from two to three people in the past year. Jug Chokshi has been a great addition to the Senior Leadership team at NEFA in addition to taking ownership of our finances. Thanks also to Rodrigo DelaTorre and Janusz Sulanowski who complete the finance staff. NEFA has come through a challenging year of transition and grown stronger as a result. I am pleased to report that we presented an FY19 budget for approval to the Executive Committee well in advance of the close of FY18. We appreciate Doug Keith's leadership of the Finance & Audit Committee and his service as treasurer, and Ted Wendell's role as chair of the Investment Committee. We also welcomed a new member to our Investment Committee, Advisory Council Member Pamela Diamantis in April 2018.

We formed the Operations Team this spring, which includes the finance, HR, IT, communications, development, and data & evaluations staff. Its purpose is to coordinate projects across departments and improve our efficiency and alignment of objectives. Operationally, Abby Southwell supports and plans the structure of our IT and Salesforce systems, which are complex, and she has partnered with both program and operations staff to ensure we are using appropriate systems and technology to achieve our goals. Steven Fenton has taken the lead on overseeing our HR efforts including staff recruitment, onboarding, and developing a template for a new framework for professional growth at NEFA, with input from the staff. Jug, Abby, and Steven will be working to identify a real-estate broker who can support NEFA's planning for the end of our current lease in August 2020.

We are committed to managing incremental growth at NEFA while acknowledging that we operate on a lean operations and administrative budget. This puts us at some risk for staff attrition, ability to adopt new technology in a timely manner, and for upcoming negotiations with our landlord as our lease expires in 2020 in a hyper-competitive Boston real-estate market.

Programs

Jane Preston, NEFA's Deputy Director, and NEFA's program staff Quita Sullivan, Sara Nash, Adrienne Petrillo, Dee Schneidman, Kim Szeto, Meena Malik, Cheri Opperman, Kristin Gregory, Daniela Jacobson Plotkin, Kelsey Spitalny, Morganna Becker, Deidra Montgomery, continue to do excellent work delivering grant-making initiatives, program services, and knowledge to our constituents. The scope, thoughtfulness, and impact of our program services is more impressive than ever. Please see section 11 in the board book. The program team is deeply committed to constituent service and to serving as leaders in the cultural sector.



Executive Director's Report

Regional Arts Organizations

The RAOs convened once in FY18, for a multi-day meeting in Washington D.C., which included time with the National Endowment for the Arts leadership and time for program sharing and priority setting. We will be collaborating to execute a new initiative designed to build opportunities for jazz artists to share their work in small and mid-sized communities across the country. The initiative, Jazz Road, is a SouthArts project developed in association with all RAOs, and we will each support applicants and knowledge building in our respective regions. NEFA will host a convening of jazz practitioners to advise the initiative in New England in fall 2018. This is an exciting opportunity for us to collaborate to achieve a signature initiative.

Organizational Priorities for FY19

We are working from our Strategic Plan to set priorities for the coming year. Within the scope of the plan, and complemented by detailed goals in the departmental reports, the following are high-level action items for the year.

Communications

1. Implement communications plan focused on raising awareness of NEFA
2. Launch redesigned and upgraded website

Development

1. Create a development plan for NEFA
2. Solidify gains in individual giving and donor retention
3. Seek support for our equity, diversity, inclusion, and accessibility work, and for our investment in New England artists, CreativeGround growth plan
4. Secure renewal funding for Creative City program (Barr), National Dance Project (Doris Duke)

Governance

1. Emerge from board retreat with vision for the role of the Board of Directors in stewarding equity, diversity, inclusion, and accessibility goals
2. Recruit new trustees for the Board of Directors
3. Support new board leadership
4. Solidify the role of the Advisory Council
5. Engage board members in one-on-one conversations to solicit ideas for resource development

Operations

1. Create an expanded framework for career opportunities and staff growth
2. Implement a staff development and training program
3. Plan for lease renegotiation and/or identify new office space
4. Continue staff training in equity, diversity, inclusion, and accessibility

Finance

1. Develop new reporting dashboards and formats
2. Streamline systems and software for increased efficiencies
3. Negotiate indirect cost rate with federal government
4. Plan for new lease in August 2020

Programs

1. Strategic growth plan for CreativeGround.org
2. Implement EDIA actions in all program areas
3. Evaluate Center Stage impact and plan for the future
4. Partner with fellow RAO orgs to implement "Jazz Road"
5. Design a next iteration of Creative City program based on our learning evaluation



NEFA Governing Documents Summary of Proposed Amendments

MEMORANDUM

To: NEFA Board of Directors

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

Date: June 8, 2018

Re: Proposed Amendments to NEFA's Governing Documents

Dear Board Members,

At the October 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.

Prior to our March board meeting we shared the following summary of the proposed amendments 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. The board discussed these changes in March via Zoom. No additional comments or corrections were offered in the time since that discussion.

On June 21, Board Chair Larry Simpson will call for a vote to ratify these changes.

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 Amendments

(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.



Minutes for Approval

NEFA Board of Directors

October 27, 2017

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 Board Retreat

Larry Simpson presented the minutes from the June 2017 Board 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 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.



Minutes for Approval

NEFA Board of Directors

October 27, 2017

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



Minutes for Approval

NEFA Board of Directors

October 27, 2017

NEW ENGLAND FOUNDATION FOR THE ARTS

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***

Attendance

Board participating: Christal Brown, Taylor Ho Bynum, Andrew Cornell, Amy Zell Ellsworth, Geoff Hargadon, John Henry, Doug Keith, Ginnie Lupi, Karen Mittelman, Barbara Murphy, Chip Newell, Kristina Newman-Scott, Barbara Murphy, Chip Newell, Julie Richard, Randy Rosenbaum, Larry Simpson, Ann Smith, Pam Tatge, Ted Wendell, Lisa Wong, Carrie Zaslow

Staff Participating: Jug Chokshi, Cathy Edwards, Steven Fenton, Jane Preston

Guest Speakers: Don Burnham

Notetaker: Steven Fenton

BOARD CHAIR LARRY SIMPSON CALLED THE MEETING TO ORDER AT 1:00 PM

Call to Order & Framing

Board Chair Larry Simpson welcomed the board and staff and thanked them for accommodating the change in plans due to inclement weather, and for their willingness to participate in the board meeting via Zoom Call rather than in person. He acknowledged that due to the unusual circumstances of meeting remotely, the board would not take any official votes during the call because there is not yet a provision in the bylaws that permits electronic or remote voting. As a result, minutes from the NEFA October 27 2017 board meeting will be approved at the June 2018 board meeting. Larry also welcomed NEFA's attorney, Don Burnham, and thanked him for agreeing to talk the board through proposed changes to NEFA's governing documents.

Executive Director's Report

Executive Director Cathy Edwards highlighted some of the major points from her report in the board book. The strategic plan went live on the NEFA website earlier in the year and staff have been pushing the plan out via social media so that NEFA's constituents and stakeholders can engage with it. The staff is currently engaged in setting priorities and work plans for fiscal year 2019.

For the first time NEFA reached and surpassed \$100K in individual giving as part of the annual fund drive. Cathy acknowledged and thanked the board for their leadership role in that accomplishment. The challenge ahead will be to build relationships with donors in the year to come, and strategize how to maintain this momentum.

Another first for NEFA, the Doris Duke Charitable Foundation (DDCF) invited the organization to apply for a general operating support grant. The application was a success and the team was thrilled to be awarded two years of funding. The fund has been active for some time, and Cathy learned NEFA was invited to apply this year because of the organization's commitment to field-building activities and programs.

The Advisory Council held its first meeting at the end of November. Cathy shared it was a great first session and she looks forward to working with them. She also shared some of the outcomes of that first meeting including one member joining NEFA's Investment Committee and two others collaborating with Cathy on establishing a peer network for new executive directors in the arts in New England.

To close her report, Cathy shared some of the feedback NEFA received on its proposals to DDCF and the National Endowment for the Arts. Both panels expressed admiration for NEFA's stability, especially NEFA's stewardship of unrestricted assets as long-term support for the organization. They also cited the strategic risk reserve and healthy balance sheet as assets for any institutions interested in making financial commitments to the organization.

Finance & Audit Committee Report

Committee Chair Doug Keith acknowledged how much work it took to get to a final budget for FY18 following the staff transition in the finance department. Doug thanked Cathy for her oversight and Director of Finance & Administration Jug Chokshi who came on board and immediately went to work building up the department. The new team is in place and working with the auditors to close the FY17 audit. They are also working with the committee to refine the organization's financial reporting and presentations. Jug added financial transparency is both internally and externally important. Internally, the team is planning to offer a budget presentation to the full staff and conduct quarterly checks-in with each department, to build transparency and knowledge. They are also considering a presentation for the full board.

Investment Committee Report

Committee Chair Ted Wendell was pleased to share for the first time NEFA's investments totaled over \$9M. Ted credited this success with the committee's strong relationships with the fund managers and familiarity with their individual disciplines and approaches to the market. The committee appreciates managers with strong disciplines in all climates. Ted cautioned when markets hit significant heights there are still risks. The committee and managers are mindful of changes in the market, but try to remain steady rather than risk being too reactive.

Trustees Committee Report

Committee Chair Randy Rosenbaum reported the Trustees' work this year is focused on stability, growth, and expansion. They have been in conversation with all members of the Class of 2018 who are eligible for term renewal. Geoff Hargadon, Ann Smith, Ted Wendell, and Pam Tatge all enthusiastically agreed to serve another term. Randy also affirmed the group's desire to identify the next generation of board leadership. Cathy shared the committee would like to hear from board members who might consider a leadership role or other position on the Executive Committee. She encouraged interested members to contact Randy to express their interest.

Development & Communications Committee Report

Committee Chair Andrew Cornell thanked John Henry for stepping in as co-chair of the committee. Andrew reiterated Cathy's comments about the historic achievement of the annual fund reaching \$100K. He added his thanks to the board for their continued commitment to the organization and shared that for the third year in a row there was 100% board participation in the annual fund. Andrew talked about the strategies that contributed to these achievements and described the work that happens after NEFA receives a donation, including the committee's role in making thank you calls to donors. He enjoyed the experience of talking with donors and learning about what inspired them to give to NEFA. He recommended the exercise to the whole board and encouraged others to volunteer to make calls next year.

John Henry previewed a new tool that will help board members introduce NEFA to new contacts. The communications team created an elevator pitch card that will be mailed to board members following the meeting. The card features a set of highlights about NEFA's work and mission and is a great piece to leave behind with someone or at an event.

John closed with a reminder that the committee would normally be sharing plans for a spring donor event. For the last few years, the events, while fun and inspiring, have had low attendance. As an experiment the staff and committee will attempt smaller scale events in different areas across the region throughout the year. Board members will hear about the first three dates soon.

Articles of Incorporation & Bylaws Review

Cathy Edwards introduced the board to NEFA's attorney, Don Burnham of Eckert Seamens, and offered context for the decision to update the organization's articles of incorporation and bylaws. At the fall Trustees Committee meeting Cathy identified some points in NEFA's bylaws that felt limiting or outdated. Using the current meeting as an example, Cathy noted there is no provision for electronic voting, and any motion to vote requires a physical quorum of the board. Both make it impossible to conduct important board business when members are participating remotely. Another point of interest for Cathy and the committee was to make room in the bylaws for state arts agency (SAA) directors to choose how they participate in NEFA's governance. Currently, the bylaws mandate each director serves on NEFA's Board of Directors with no other option. NEFA has a strong and meaningful partnership with the Massachusetts Cultural Council, but Executive Director Anita Walker is electing to serve on the Advisory Council instead of the governing board. The committee agreed it would be wise to bring the governing documents into alignment with current practice. Due to the complex nature of updating an organization's bylaws, the committee engaged Don Burnham to lead the work of reviewing and revising the bylaws.

When he began this work, Don recommended it would be the right time to conduct a review of NEFA's Articles of Incorporation as well. In addition to the recommendations from the committee, Don reviewed the documents to check for any areas that could better reflect current Massachusetts law or best practices. In his review, Don discovered NEFA's Articles had not been fully updated since the last complete restatement on file from 1979. Don's proposed draft restatement incorporates all details from the 1979 document and updates to reflect federal and state requirements for 501(c)3 charitable organizations.

Don walked the board through the revisions he proposed in each document. He highlighted one section to remove, which was a provision that gave state arts agency directors the right to approve or veto changes to the bylaws. Removing this provision will bring NEFA more in line with how most nonprofits conduct their business.

Don fielded several questions from the board. One member asked if there was a provision for proxy voting, which Don explained was not permitted by Massachusetts law. Another member asked whether there were any requirements for provisions around conflict of interest or whistleblower policies. Don reminded the board that NEFA does have a strong conflict of interest policy in place and that state law does not require a whistleblower policy. There was some discussion about what is required of the state arts agencies as it pertains to the current provision that requires their approval of changes to the bylaws. Don reinforced that it was critical to have an affirmative vote from each of the six directors. Don and staff will work with Anita Walker to obtain her approval for the vote in the event she does not attend the June retreat.

Larry thanked the board for their questions, and Don for his guidance through the process. He acknowledged Cathy, Steven Fenton, Randy Rosenbaum, and the Trustees Committee for their work on this project. He reminded the board they would hold a vote in June. He recommended any additional questions or comments be sent to the Trustees Committee who will discuss whether they merit further consideration or revision.

Board Retreat Planning

Cathy Edwards updated the board on current planning for the upcoming retreat in Grafton, VT. The annual retreat is an opportunity for the board and staff to move beyond business and create space for strategic, big picture thinking. In keeping with conversations over the past year, Cathy proposed the retreat would be the right moment to discuss the facets and principles embedded within goal three of the strategic plan: "Equity, Diversity, Inclusion, and Accessibility." Over the last year, the staff has been engaged in significant learning and growth in this area. The board's input will be critical to advancing the actions and impact of the objectives set out in the strategic

plan, including those related to goal three. A standing committee of staff have been the chief stewards of this learning process. Cathy suggested a similar structure for the board might be helpful in planning the retreat agenda. Kristina Newman-Scott, Taylor Ho Bynum, Carrie Zaslow, Barbara Murphy, Christal Brown, and Larry Simpson volunteered to serve on the planning committee.

As with past board retreats, NEFA aspires to connect with local artists and arts organizations in the region. The Grafton, VT area offers a unique chance to learn more about the experience and needs of artists working in a rural context. Vermont Arts Council Director, Karen Mittelman, offered some thoughts on ways to engage, suggesting a site visit to a studio, a trip to see a performance, or a conversation with members of the Vermont Creative Network. Cathy and Karen will follow up to discuss possible plans.

Closing Remarks

Larry Simpson thanked the board for their flexibility and willingness to try a new meeting format and asked them to share feedback on using Zoom for remote board meetings. He also thanked them for their input and questions throughout the conversation, and for their generous and continued commitment to the organization.

BOARD CHAIR LARRY SIMPSON ADJOURNED THE MEETING AT 2:27 PM

Next Steps:

- **Submit the minutes from this meeting for approval at the June Board Retreat**
- **Submit the minutes from the October 27 board meeting for approval at the June Board Retreat**
- **Staff will mail board members new elevator pitch cards**
- **Work with Anita Walker and the Massachusetts Cultural Council to obtain approval of bylaws changes**
- **Submit the proposed changes to NEFA's governing documents for approval at the June Board Retreat**

Committee Attendance: Andrew Cornell, Geoff Hargadon (*via phone*), Randy Rosenbaum (*via phone*), Larry Simpson, Ann Smith (*via phone*)

Staff Attendance: Cathy Edwards, Steven Fenton, Jane Preston

Notetaker: Steven Fenton

CHAIR LARRY SIMPSON CALLED THE MEETING TO ORDER AT 12:08 PM

Call to Order

Chair Larry Simpson thanked everyone for taking time out of their schedules to join the meeting.

Executive Director's Report

Executive Director Cathy Edwards reported on areas of high activity for NEFA in June 2017. First and most immediate, the Creative Communities Exchange (CCX) in New London, which will feature the release of NEFA's jobs report. All staff and several board members will be in New London to support the event. The Strategic Planning Task Force is busy preparing for the workshop at the board retreat at the end of the month. And the National Dance and Theater Projects both have major panel meetings in June. Additionally, the temporary finance team is working on finalizing year-end financials and forecasting for FY18.

Cathy also reflected on recent accomplishments. She finalized the membership of the new Advisory Council; not one person declined the invitation to join. Cathy hoped this new group would help NEFA extend its network and provide a new way to cultivate future board members. Following the March 2017 board meeting, Jane Preston spearheaded a very successful convening, *Art in the Service of Understanding*, which Cathy thought was excellent. Cathy also spoke about some of the powerful moments she experienced during Center Stage events throughout the spring. She was impressed by the powerful presence of artists from communities across the world acting as ambassadors of their art and culture.

Committee Updates

Trustees Committee

Committee Chair Randy Rosenbaum previewed the nomination slate for the upcoming board meeting, which included the committee's recommended nominations for board officers, term renewals, and new members. Randy highlighted two pieces of good news, that Doug Keith had agreed to step into the Treasurer position and Andrew Cornell agreed to extend his board service for an additional year. Randy thought this would help boost board leadership as the committee continues to develop a succession plan for when Larry Simpson eventually steps down as chair.

Development & Communications Committee

Board Vice Chair Andrew Cornell reported good news: the board achieved 100% participation in the annual fund for the second year in a row. The board's friend-fundraising campaign was also a success, so the committee will continue to ask board members to expand NEFA's network of individual donors by making introductions through the annual appeal process. Andrew was excited about the launch of the Advisory Council, which he felt has enormous potential to bring in new donors and prospective board members.

Strategic Planning Task Force

Task Force member Larry Simpson mentioned the consultants from AMS were doing a great job helping the task force frame issues and identify critical variables in NEFA's universe. At the upcoming board retreat, the consultants will share feedback and learning from their interviews



with board, staff, and external parties. Their goal will be to help the board understand NEFA will be stronger if the organization can more clearly focus its strategic priorities. The consultants will want everyone's input on what NEFA's key areas of work can and should be.

Finance & Audit Committee

Board Treasurer Geoff Hargadon explained the Finance & Audit Committee met the previous day to discuss the FY18 budget. They concluded it would be best to propose an interim budget given the transitions on the finance team. This scenario will allow the incoming Director of Finance to take ownership of the budget and deliver a final version once they have settled in. Without a permanent team in place, NEFA's former COO Laura Paul consulted with the staff and committee to devise the proposed budget. Once a new director is in place, the committee hopes to reformat some of the financial statements to be more descriptive about where money is coming from and being spent.

Cathy Edwards added the committee spoke at length about where there is risk in the budget. The FY18 budget shows significantly higher re-granting projections in the National Dance and Theater Projects. Cathy raised the point that deferring grant spending to subsequent years also defers NEFA's ability to pull an overhead percentage. The committee discussed a few scenarios to mitigate this risk, but agreed that a real solution requires a more reliable sense of numbers and a strong CFO in place. In FY18, NEFA will draw from the Strategic Opportunity and Risk Reserve Fund.

Geoff also reported on NEFA's investments. NEFA had a great first quarter, and the second quarter had been fine so far. The committee continues to review risk exposure and is evaluating asset allocation. The question they are grappling with is whether they want to have as much invested in US equities since the prices are historically high.

At the conclusion of Geoff's report, Larry Simpson asked for comments or corrections on the proposed interim FY18 budget. None were offered. Larry called for a motion to advance the budget to the full board for approval.

Andrew Cornell motioned to forward the proposed interim FY18 budget to the full board for approval. Ann Smith seconded the motion. The vote was unanimous.

Program Updates

Deputy Director Jane Preston updated the committee on NEFA's program activity. The senior Fund for the Arts Advisors expressed interest in stepping down and agreed the program should be absorbed into NEFA's public art portfolio. Geoff Hargadon and Tyra Sidberry will stay on as advisors and will work with staff to consider broader perspectives for those funds.

Jane shared Cathy's excitement about the upcoming release of the jobs report and shared some top-level highlights with the committee. The report includes a significant survey of artists in New England. That kind of data is difficult to capture from federal resources. With this report, staff were excited to build a deeper understanding of the needs of individual artists and what and how audiences and communities are consuming art and what effect that has on artist employment. Cathy specified that 310K people are employed in creative pursuits in New England and together they earn \$17B, which falls just below the amount of jobs in construction and government sectors. She reiterated how significant those numbers are for a region the size of New England. The last report was released in 2007, just before the 2008 recession. The creative sector suffered 20% job loss following the recession, and has not bounced back the way other sectors have. This is owed largely to changes in technology and the consumption of culture. But, Jane added, the creative sector in New England is remarkably resilient. Most people did not leave the region when they lost their employment; instead, they began working for themselves as solo practitioners.

Board Meeting Planning

Approval of March 1 Board Meeting minutes

Larry Simpson asked the committee for any comments or corrections on the minutes from the board meeting on March 1, 2017. No corrections were offered. Larry called for a motion to advance the minutes to the full board for approval.

Randy Rosenbaum made a motion to forward the March 1, 2017 board meeting minutes to the full board for approval. Andrew Cornell seconded the motion. The vote was unanimous.

Approval of FY17 Executive Committee minutes

Larry Simpson asked the committee for any comments or corrections on the minutes from the FY17 Executive Committee meetings. No corrections were offered. Larry called for a motion to advance the minutes to the full board for approval.

Randy Rosenbaum made a motion to forward the FY17 Executive Committee meeting minutes to the full board for approval. Andrew Cornell seconded the motion. The vote was unanimous.

Walkthrough of retreat agenda

Cathy Edwards walked through the agenda for the board retreat scheduled June 22 and 23 in Stockbridge, MA, and spoke about how the consultants will structure the strategic planning workshop. Cathy also shared details for an event at Jacob's Pillow on the evening of June 22. Cathy was excited to share the guest list, which included Jane Chu of the National Endowment for the Arts, the president of the Doris Duke Foundation, NEFA's Program Officer from the Andrew W. Mellon Foundation, as well as Advisory Council members and NEFA friends.

Executive Session

Larry Simpson thanked Jane Preston and Steven Fenton for their participation and excused them. The committee went into executive session with Cathy Edwards.

Next Steps

- ***Forward the proposed Interim FY18 budget to the full board for approval***
- ***Forward the March 1 Board Meeting minutes to the full board for approval***
- ***Forward the FY17 Executive Committee meeting minutes to the full board for approval***



Committee Attendance: Andrew Cornell, Amy Zell Ellsworth (*via phone*), Doug Keith (*via phone*), Randy Rosenbaum, Larry Simpson, Ann Smith (*via phone*)

Staff Attendance: Jug Chokshi, Cathy Edwards, Steven Fenton, Jane Preston

Notetaker: Steven Fenton

CHAIR LARRY SIMPSON CALLED THE MEETING TO ORDER AT 10:05 AM

Call to Order

Larry Simpson thanked the committee for gathering and reflected on the time since they had last been together in June in Stockbridge.

Strategic Planning Update & Board Meeting Presentation

Strategic Planning Task Force Chair, Amy Zell Ellsworth, reported on the final meeting of the committee where they approved the draft of the plan to be presented to the board. Executive Director Cathy Edwards thanked Amy for her leadership of such a complex process and reminded the committee that the work of building out the tactics and action plans will take place over the next 6 – 12 months.

A committee member asked for the senior leadership's perspective on the feasibility of the plan. Cathy cautioned that staff had some reservations about the scope of the plan, which contains many ambitious and wide-ranging objectives. As the leadership team, they acknowledge and own that there will be some adjustments in order to align the budget with the objectives, and they will not let aspirations cloud the need for concrete strategies. The work ahead will be to review NEFA's practices, policies, and programs through the lens of the core values and bring them into alignment.

Another member raised the question of expectations for the board. It will be critical to educate the board on the plan to make sure they too are aligned with the staff and their work. The board will need to have a deeper understanding of the principles of equity, diversity, inclusion, and accessibility, which are major touchstones in the plan. The board should also consider how this plan impacts and informs NEFA's funding needs. Cathy agreed and explained her intention to ask the board about committing the next summer retreat to a training on equity, diversity, inclusion, and accessibility.

Executive Director's Updates

In addition to the strategic planning process, Cathy reported the staff have been focused on advancing the learning and outcomes from a two-day equity training in July. The retreat was intense, but it was also a powerful and clarifying moment where staff understood the critical importance of coming together in this work. The retreat was led by Carmen Morgan of ArtEquity, who facilitated challenging conversations about white supremacy culture, microaggressions, definitions, impact, agency, and inclusivity. Staff committed to continuing these conversations and integrating them into how NEFA serves its constituents. Back at the office, the staff created group agreements as guidelines for discussing challenging issues, established a working group for equity, diversity, inclusion, and accessibility, and facilitated a brown bag lunch discussion about white supremacy culture. Cathy shared it felt great to create the space for these conversations and staff are energized to move forward.

Cathy reported that with Jug Chokshi on board as Director of Finance & Administration, he is working to rebuild a finance team at NEFA. Her chief objective for the year will be to support Jug and his team to be successful.

Prior to the meeting, Cathy shared examples of recent requests for NEFA to sign onto advocacy briefs and issue statements. Cathy spoke with board leadership to consider the more time-sensitive requests, but hoped the committee would advise her on creating a policy or guidelines for responding to such queries. The committee agreed it would be in the organization's best interest to devise a policy and be consistent in its implementation. They supported signing onto issues that have a clear through-line to NEFA and its business, and recommended establishing a subcommittee of the board who help review future opportunities. There was a question about NEFA's role in signing onto briefs and whether that could be misconstrued as political activism. The group agreed establishing a set of principles to determine how to respond to any request would help divorce the decision from any individual's political views. By following this model, the organization would be acting in accordance with its principles, not as an agent of anyone's point of view. A committee member pointed to the core values described in the strategic plan, which could be the framework for these principles. Cathy agreed that it would be appropriate to align the organization's external communications, including signing onto issue statements, with the core values and objectives of the plan. Cathy outlined her next steps to consider drafting guiding principles, and who from the board could advise her in the process.

Minutes for Approval

Larry Simpson asked the committee for any comments or corrections on the minutes from the board retreat on June 22 – 23, 2017. No corrections were offered. Larry called for a motion to advance the minutes to the full board for approval.

Randy Rosenbaum made a motion to forward the June 2017 board meeting minutes to the full board for approval. Andrew Cornell seconded the motion. The vote was unanimous.

Committee Updates

Finance & Audit Committee

Board Treasurer Doug Keith felt confident with Jug on board the NEFA could move forward after a difficult period of staff transition. In addition to updating the interim budget, Jug's top priorities are to close FY17 and to build up his team. He recently hired a Finance Manager, Rodrigo DelaTorre, and they will now focus on finding a Finance Associate.

Jug spoke about the changes in the revised budget, which were mostly a product of the timing of various expenses. Because the team is still trying to catch up and close FY17, Jug decided to postpone the audit to December, but acknowledged they may need to delay further. Jug shared the good news that NEFA is financially healthy and the balance sheet reflects that.

A committee member asked if it would be possible to create more user-friendly financial documents, which Jug explained was a priority for the committee once they are fully staffed. Jug invited any suggestions to make the documents more legible.

Trustees Committee

Board Vice Chair Randy Rosenbaum reported the committee met to discuss leadership succession, recruitment, and updating NEFA's bylaws. Their focus in FY18 will be to build leadership capacity on the executive committee so that the board will be prepared when Larry Simpson step downs as chair.

Development & Communications Committee

Committee Co-Chair Andrew Cornell announced they hoped to increase individual giving to the annual fund by giving by 15% in FY18, which would be a total of \$100K. To get to this ambitious goal, the committee and staff will focus on asking board members to increase their



own giving by 15% and to make additional introductions to friends and family who may be willing to donate to NEFA.

Programs Update

Deputy Director Jane Preston previewed a busy November for program activity. Staff have been working with Dawn Spears from the Northeast Indigenous Artists Alliance (NIAA) to organize a native-led convening scheduled in November. The conversation will focus on how native artists can be better prepared to participate in markets. Following in the spring, there will be an arts market in May at the Abbe Museum in Bar Harbor, which will present an opportunity for these artists to exercise some of the skills and tactics they learned in the fall.

Creative City will hold its final panel meeting of the program's pilot phase in November. Jane looked forward to welcoming back past grantees who will return to the program as panelists. She reflected on this as an effective way to keep them involved in the organization and that it presents artists with an opportunity for professional development. The Creative City team is also working with Animating Democracy on a learning assessment of the pilot to inform planning for the program's next phase.

Walkthrough of Board Meeting Agenda

Cathy Edwards walked the committee through the agenda for the upcoming board meeting. Following the presentation of the strategic plan, Quita Sullivan, Program Director for Theater, will share an update on the National Theater Project. There have been many exciting developments in the program's work in the six years since Quita last presented to the board, plus, much of the program's work underscores and reinforces different aspects and aspirations in the strategic plan.

Executive Session

Larry Simpson thanked the staff for their participation and excused them. The committee went into executive session with Cathy Edwards where they conducted the Executive Director's annual performance review.

Next Steps

- ***Forward the final FY18 budget proposal to the full board for approval***
- ***Forward the June 2017 Board Meeting minutes to the full board for approval***
- ***Forward the FY17 Executive Committee meeting minutes to the full board for approval***



Minutes for Approval

Executive Committee Meeting

February 21, 2018

Committee Attendance: Andrew Cornell, Amy Zell Ellsworth (*via phone*), Geoff Hargadon (*via phone*), Doug Keith (*via phone*), Randy Rosenbaum, Larry Simpson, Ann Smith (*via phone*)

Staff Attendance: Jug Chokshi, Cathy Edwards, Steven Fenton, Jane Preston

Notetaker: Steven Fenton

CHAIR LARRY SIMPSON CALLED THE MEETING TO ORDER AT 3:10 PM

Call to Order

Board Chair Larry Simpson was grateful to everyone for joining the meeting. Because a several members were on the phone, he asked the group for a round of introductions.

Executive Director's Updates

Executive Director Cathy Edwards was excited to update the committee on the response to the recently released strategic plan. She praised Communications Coordinator Jeffrey Filiault who designed the published version of the plan. Staff are now hard at work devising work plans for the next 1-3 years based on the plan.

In development news, NEFA's annual appeal brought in over \$100K for the first time in the organization's history. Cathy credited the board's leadership in reaching this new benchmark. NEFA was recently awarded a grant of \$262K for general operating support from the Doris Duke Charitable Foundation. The total will be divided over two fiscal years with \$65K intended for capitalization to replenish the previous year's draw from the Strategic Opportunity and Risk Reserve. NEFA also secured 3-years of renewed support from the Andrew W. Mellon Foundation for the National Dance Project. Cathy was particularly excited about this renewal because staff successfully made the case to increase the percentage of operating support included in the grant.

Cathy and Larry reported on the first meeting of the Advisory Council. Larry thought the meeting was fantastic and that the members will bring great energy to the organization. Since the council will not meet again until fall 2018, Cathy is working with them to identify areas or projects within NEFA where they can assist with knowledge, network, or resource building based on their individual skill sets and expertise.

Cathy shared she would not be attending Arts Advocacy Day, but that Ann Wicks, NEFA's Communications Manager, would attend to represent the organization. Cathy was disappointed not to attend herself, but was pleased that Bob Lynch, President & CEO of Americans for the Arts, would attending the upcoming board meeting to talk about advocacy.

Minutes for Approval

Larry Simpson asked the committee for any comments or corrections on the minutes from the board meeting on October 27, 2017. Randy Rosenbaum recalled a discussion about whether a board member needs to or should be involved in the check-signing process, which he did not see reflected in the notes. Larry called for a motion to advance the minutes to the full board for approval with the suggested revisions.

Randy Rosenbaum made a motion to forward the October 27 board meeting minutes to the full board for approval. Andrew Cornell seconded the motion. The vote was unanimous.

Bylaws & Articles of Incorporation

Cathy presented the committee with a set of proposed revisions to NEFA's bylaws and articles of incorporation. After reviewing the governing documents, Cathy and the Trustees Committee pinpointed areas that felt outdated or limiting in practice. Cathy shared a few examples including a provision in the articles that gives the Directors of the State Arts Agencies (SAA) the final authority to approve or veto any action of the Board of Directors. Additionally, the bylaws mandate that all SAA Directors serve on the NEFA board and do not offer other means for the directors to engage with or advise the organization. The revisions the committee proposed included provisions that would allow for remote participation in board meetings and voting. Cathy had good conversations with each of the state directors who supported the changes. NEFA's attorney Don Burnham will attend the March board meeting to walk through the revisions and field any questions. Once the changes are approved, Don will file the restatement of the articles with the Commonwealth.

Committee Updates

Finance & Audit Committee

Board Treasurer Doug Keith congratulated Cathy and Jug on getting the organization back to full capacity after a year of significant transition in the finance department. From Doug's perspective, Director of Finance & Administration, Jug Chokshi, has already contributed significantly to the committee's efforts to bring greater financial understanding and transparency to the board.

Jug's department is now fully staffed with the addition of Finance Associate Janusz Sulanowski. Janusz and Finance Manager Rodrigo hit the ground running and as they deepen their understanding of the organization, they will phase out the remaining contract workers. The team is more than competent when it comes to keeping the office running, so they plan to focus on how their work intersects with the development and the grants teams, and where there may be room to improve those systems and relationships. Jug was excited to share they are only one schedule away from closing FY17 and the audit.

Jug walked the committee through the budget to actuals, which included projects for the end of NEFA's FY18. He pointed out changes in the program lines, and highlighted an increase in New England programs, which was a priority coming out of the strategic plan. He also noted the administration line was \$20K under budget because of the timing of certain hires.

Investment Committee

Committee member Geoff Hargadon presented the Investment Summary to the committee, which was reformatted to better represent the differing activity among the investment managers. Geoff shared the results from the last quarter of 2017 were good, with total investments up by 15%.

Trustees Committee

Board Vice Chair Randy Rosenbaum reported the Trustees Committee is focusing its work on stabilizing board classes and thinking about leadership development. Before the committee can move forward on nominating new members of the board, they will first connect with board members whose terms are expiring in June 2018 to gauge their interest in renewing for an additional 3-year term. Once the committee has clarified how many members will renew their terms, it will clarify what spaces may be available for new appointments. At the upcoming board meeting, Randy will ask to hear from any board members who may be interested in serving on the Executive Committee or in a leadership role next year.

Development & Communications Committee

Committee Chair Andrew Cornell reflected on the accomplishment of passing the \$100K mark for the FY18 annual appeal. The committee is working with the last few board members who had yet to give with hopes of achieving 100% participation by the March board meeting. Andrew previewed a new tool created by the communications team: a small, folding business card with highlights about NEFA's work. Board members can pass it to friends and colleagues or leave it behind at events to encourage new connections to NEFA.

Programs Update

Deputy Director Jane Preston spoke about recent activity in NEFA's programs. The staff are working hard to think expansively about how to operationalize the goals and objectives of the strategic plan. One tactic that is being adopted across programs is the concept of cohort meetings, which help build artist to artist and artist to advisor networks. The National Dance Project held its first gathering of first-time grantees, where the artists discussed strategies for maximizing the impact of their grant.

Spring at NEFA is a deadline and panel heavy season for program staff. The New England Dance Fund received 35 applications; a new high for the program, which seems to be gaining traction within the New England dance community. An Expeditions deadline had just passed bringing in fifteen tour applications representing 60 individual applications from presenters who are hoping to tour national and New England artists around the region. She reminded the committee that there would not be another Creative City panel as the program winds down its pilot phase and enters a learning assessment to consider what the next iteration of the program may look like.

Walkthrough of Board Meeting Agenda

Cathy walked the committee through the plans for the March board meeting. As previously mentioned, NEFA's attorney Don Burnham will talk through the proposed changes to NEFA's governing documents and answer any questions or concerns board members may have. Bob Lynch, President & CEO of Americans for the Arts, will also join the meeting to speak about the work AFTA does, preview Arts Advocacy Day, and share tips with board members about how they, as civilians, can get involved in arts advocacy. The committee recommended sharing clips of Bob's past presentations in advance of the meeting to give the board a sense of his style.

Executive Session

Larry Simpson thanked the staff for their participation and excused them. The committee went into executive session with Cathy Edwards.

Next Steps

- ***Forward the October 27 Board Meeting minutes to the full board for approval***
- ***Forward the proposed revisions to NEFA's governing documents to the full board for approval***



Trustees Committee Report

MEMORANDUM

To: NEFA Board of Directors
From: Randy Rosenbaum
Date: June 8, 2018
Re: June 21 Elections

Dear Board Members,

After much discussion, the Trustees Committee decided not to advance any nominations for new members of the Board of Directors this year. Over the last four years we have had extraordinary success in our recruitment efforts, bringing 15 new members onto the board. As the committee learned more about the plan and content of the EDIA training at the board retreat, we realized the outcome of that time together will have a significant impact on our priorities as a board as well as the committee's recruitment efforts moving forward. As such, we have decided to allow the training to inform a refreshed recruitment process and set of priorities for next year.

Over the same four years, we have benefitted from, and relied upon, the strong and steady leadership of Board Chair Larry Simpson. We acknowledge that leadership succession is a critical component of board and organizational health and felt it was time to prioritize developing strong leadership across the board with the hope of clarifying a clear pipeline for succession. Thanks to those of you who answered our call for future members of the Executive Committee, and to the individuals who were receptive to our questions about stepping into more prominent leadership positions.

During the "Board Business" conversation on June 21, I will ask the board to vote on the **Election Slate** that follows.

- Class of 2021: Geoff Hargadon, Ann Smith, Pamela Tatge, Ted Wendell, and Marco Werman are each nominated for an additional 3-year term
- Board Officers: Larry Simpson (*Chair*) and Doug Keith (*Treasurer*) are nominated to retain their positions for an additional year. I, Randy Rosenbaum, will step back from the Vice Chair role, for which Ann Smith has been nominated. Amy Zell Ellsworth is nominated for the Secretary position. John Henry, Julie Richard, and I have been nominated to serve as *at large* members of the Executive Committee.

All current terms remain in effect until the close of the retreat. New terms and the draft roster included here take effect following the adjournment of the meeting.

I would also like to acknowledge two members leaving the board this year. Andrew Cornell and Betsy Richards will conclude their board service at the end of the retreat. Andrew and Betsy have been long-serving and dedicated members. They have contributed so much to NEFA through their committee work and the critical introductions they have made for NEFA. Andrew will be with us in Vermont and we will have an opportunity to recognize and thank him during our dinner on June 21.

Best regards,

Randy Rosenbaum
Board Vice Chair & Trustees Committee Chair
Committee Members: Taylor Ho Bynum, Barbara Murphy, Pamela Tatge

Nominations for Board Officers June 2018 – June 2019

Name	Position
• Lawrence Simpson	Chair
• Ann Smith	Vice Chair
• Doug Keith	Treasurer
• Amy Zell Ellsworth	Secretary
• Randy Rosenbaum	Executive Committee Member (<i>at large</i>)
• John Henry	Executive Committee Member (<i>at large</i>)
• Julie Richard	Executive Committee Member (<i>at large</i>)

Nominations to the Class of 2021

Name	State	Start Date	Term
• Geoff Hargadon	MA	2012	3 rd 3-year term
• Ann Smith	MA	2015	2 nd 3-year term
• Pamela Tatge	MA/CT	2015	2 nd 3-year term
• Ted Wendell	MA	2015	2 nd 3-year term
• Marco Werman	MA	2015	2 nd 3-year term
• (<i>Vacant Seat</i>)			

Board Officers	Position
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- | | |
|----------------------|--|
| • Lawrence Simpson | Chair |
| • Ann Smith | Vice Chair |
| • Doug Keith | Treasurer |
| • Amy Zell Ellsworth | Secretary |
| • John Henry | Executive Committee Member (<i>at large</i>) |
| • Julie Richard | Executive Committee Member (<i>at large</i>) |
| • Randy Rosenbaum | Executive Committee Member (<i>at large</i>) |

Class of 2019	State	Start Date	Current Term
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- | | | | |
|----------------------|-------|------|-----------------------------|
| • 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 |
| • Lisa Wong | MA | 2016 | 1 st 3-year term |
| • Vacant Seat | | | |

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 | | | |

Class of 2021	State	Start Date	Current Term
---------------	-------	------------	--------------

- | | | | |
|----------------------|-------|------|-----------------------------|
| • Geoff Hargadon | MA | 2012 | 3 rd 3-year term |
| • Ann Smith | MA | 2015 | 2 nd 3-year term |
| • Pamela Tatge | MA/CT | 2015 | 2 nd 3-year term |
| • Ted Wendell | MA | 2015 | 2 nd 3-year term |
| • Marco Werman | MA | 2015 | 2 nd 3-year term |
| • Vacant Seat | | | |

State Arts Agency Executive Directors ¹
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- | | |
|-------------------------|--|
| • 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 |
| • MCC Vacancy | |

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

MEMORANDUM

To: NEFA Board of Directors

From: Doug Keith, Ted Wendell
Jug Chokshi, Director of Finance & Administration

Date: June 8, 2018

Re: Finance Updates

Dear Board Members,

As you may remember, at this point last year, we experienced a complete turnover in our finance staff. As a result, we were working with a temporary finance team to wrap the fiscal year, prepare for an audit, and create and propose a budget for FY18. Thankfully, NEFA is fiscally strong, and with steadfast leadership from the staff and board, one year later we are fully staffed and prepared with year-end financials and a strong draft budget for FY19.

The Investment Committee met three times in FY18 and continues to build on its strengths, ensuring NEFA's invested funds are managed according to the investment policy, maintaining our close relationships with fund managers, and measuring performance against industry benchmarks. This year, we changed the reporting format to add clarity and simplicity, and we look forward to your feedback on the presentation. Finally, in membership news, we are delighted to share that Advisory Council member Pamela Diamantis has joined the committee. Pam has already brought fresh perspectives to our conversation and we appreciate her deepening involvement with NEFA.

On behalf of both committees, we want to acknowledge and thank Jug and his team for their tremendous work and successes bringing the organization's financial functions back up and running. Jug has prepared the following financial report as an overview of the ongoing work of his team and the committees.

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

Ted Wendell,
Investment Committee Chair
Committee Members: Pamela Diamantis, Newell Flather, Geoff Hargadon, Doug Keith

Finance Report

Current Outlook

NEFA continues to strengthen its financial health. We have a healthy balance sheet that is being strengthened as total cash reserves show a continued, modest growth. NEFA was able to weather the challenge of staff transition in the finance department last year and create sustainable stability. We are in a very different place than we were a year ago:

- The work with the temporary accounting staff is wrapped up and the finance office is fully staffed. While the team has a heavy load to bear and still much to do, there is tremendous progress. The FY17 audit wasn't completed until April of this year, whereas the finance team is working hard to ensure that the FY18 audit is completed by the late fall of 2018.

- Last year, we had to ask for numerous extensions on reports to funders, and now such reports are produced in a timely manner.
- The proposed budget incorporates priorities outlined in the strategic plan, including professional growth and a focus on equity, diversity, inclusion and accessibility, to name just two.

Transparency

Upon my arrival, it was clear that both Board and staff felt more transparency vis-à-vis NEFA's finances would strengthen the organization and oversight. We are moving forward to achieve this goal. Internally, the finance team has met each department's full staff for budget reviews. We will continue this practice quarterly. This summer, the Finance Team will present NEFA's organizational budget to the full staff to broaden their understanding of the overall budget. At the Board level, we are working with the Finance Committee to create more detailed and timely reports. That will continue into FY19 at an accelerated pace.

Current Challenges/Risks

While we are in a much-improved situation, some challenges/risks exist:

- Funding from the NEA carries some uncertainty after FY19. We will continue to maintain a close relationship with the NEA and others who can provide information and guidance.
- As an intermediary, we are at times susceptible to changing environments outside of our control. For example, the U.S. State Department, which funds the Center Stage program, is undergoing changes that may significantly impact our program. Also, we recently learned that the change in the federal tax laws will add approximately \$30k to our Center Stage costs (related to the tax rates for foreign workers). We can manage these scenarios; I share them to provide insight into the kinds of issues that may arise.

Other Highlights

This summer, we are planning a comprehensive review of our benefits package. Our current offerings are good, but we want to explore any area for improvement related to the needs of staff, gaps, costs, etc.

Throughout most of FY18, operating cash was invested in treasuries (in a ladder approach). However, given the challenges ahead of us and the changing interest rates, we decided to change strategies. We are taking the small step of investing the operating cash into an overnight sweep, and with the help of the Investment Committee, we will explore other options, such as investing in CDs or money market accounts.

Over the course of FY18, we have been able to ask our major private donors to absorb a slight increase to our overhead costs in their grants to us (from 15% to 17%). This allows us more flexibility with other unrestricted funds to pursue organizational priorities that are not specific to any one grant program.

FY18 and FY19 Finances

The Finance & Audit Committee met on 5/17/18 to review the proposed budget for FY19, which resulted in the committee's recommendation for approval from the Executive Committee, which met on 5/23/18. After their review, the Executive Committee voted to advance the proposed budget to the full Board.

Included in the materials is the FY18 Budget to Actual Report and the FY19 Proposed Budget. The major highlights include:

FY18 Budget to Actual:

- Projections as of 5/15/18 show an operating surplus of ~\$120k, which represents 1.6% of total projected expenses.
- Consistent with prior years, variances in program revenues and expenses are predominately due to timing differences. Changes in revenue are largely offset by proportional changes in expenses.
- Compensation includes an employer contribution to the 403B plan.
- The revenue side of the Strategic Opportunity and Risk Reserve is presented “below the line” (under the operating surplus) because it is a balance sheet transaction with no impact on the operating statement. For FY18, the Finance Committee recommends that we use operating funds to cover the cost of temporary accounting services, rather than the Reserve.

FY19 Proposed Budget:

- The budget shows a surplus of ~\$150k, or 1.7% of operating expenses.
- The budget includes a 5% draw on the Quasi-Endowment, or \$198k.
- Compensation in FY19 includes a 3% COLA increase and an additional 1.5 FTEs. FY18 includes several mid-year hires that will be full-year in FY19, causing the majority of the increase.

	FY19 Proposed Budget		FY18 Projection as of 5/15/18		Variance
REVENUE					
Release of Temp Restricted Revenue					
Foundations	5,982,010		5,908,982	73,028	1% A
Government					
National Endowment for the Arts	1,092,400		1,192,175	(99,775)	-8% B
State Arts Agencies - New England	102,000		102,000	0	0%
U.S. Department of State	1,232,403		108,333	1,124,070	1038% C
U.S. National Park Service	0		42,000	(42,000)	-100% D
subtotal Released Revenue	8,408,813		7,353,490	1,055,323	14%
Other Operating Revenue					
Earned Revenue (Event Registration, Center Stage Touring)	167,334		26,100	141,234	541% E
Annual Fund (Board & Individuals)	100,000		109,000	(9,000)	-8% F
Interest & Dividends (Operating Assets)	30,000		30,000	0	0% G
Quasi-endowment draw (@ 5%)	198,141		187,822	10,319	5% H
subtotal Other Revenue	495,475		352,922	142,553	40%
TOTAL REVENUE	8,904,288		7,706,412	1,197,876	16%
EXPENSES					
Grants & Program Services					
Multidisciplinary (New England P&T, Folk Arts, Awards)	401,354		451,354	(50,000)	-11% I
Creative Economy & CreativeGround	270,200		147,700	122,500	83% J
Public Art (Creative City, Fund for the Arts, National Park Svc)	275,307		434,074	(158,767)	-37% K
Dance (National Dance Project, New England Dance Fund)	2,407,400		2,540,836	(133,436)	-5% L
Theater (National Theater Project)	1,237,876		961,314	276,562	29% L
International Cultural Exchange (Center Stage)	1,262,746		187,113	1,075,633	575% C
Sponsored Projects (ArtistLink)	5,000		5,000	0	0%
subtotal Program	5,859,883	67%	4,727,391	62%	1,132,492 24%
Administration					
Compensation & Benefits	2,087,566		1,898,335	189,231	10% M
General & Administrative	702,478		899,322	(196,844)	-22% N
Communications & Development	103,200		61,860	41,340	67% O
subtotal Administration	2,893,244	33%	2,859,517	38%	33,727 1%
TOTAL OPERATING EXPENSES	8,753,127	100%	7,586,908	100%	1,166,219 15%
OPERATING SURPLUS (DEFICIT)	151,161		119,504		31,657 26%
Strategic Opportunity & Risk Reserves	0		0		0 #####
TOTAL SURPLUS (DEFICIT)	151,161		119,504		31,657 26%

Notes

- A Difference is a function of expenses for restricted grants; see Grants and Program Services below.
- B FY18 includes a one-time increase of ~\$100k.
- C Related to Center Stage 4, this grant spans FY18 and FY19; most of the activity occurs in FY19.
- D Nat'l Park Service grant ended in FY18.
- E Increase due to Presenter Fees for Center Stage 4 of \$161k, offset by a decrease in CCX sponsorships of \$20k (CCX occurs every other year and not in FY19).
- F Development goal is \$115k; budget is conservative.
- G Interest is conservatively estimated for FY19.
- H Assumes 5% draw on the quasi-endowment.
- I FY18 included an additional \$50k in grants due to budget flexibility; in FY19, we will re-assess any additions to New England programs.
- J Includes a prospective funder for \$200k; spending is contingent on grant award.
- K Primary grant for Creative City ends in February, 2019. Currently exploring another grant cycle with the current donor.
- L Differences due to timing of activities; note that we have secured additional multi-year funding for both NDP and NTP.
- M FY19 includes a 3% COLA increase and an additional 1.5 FTEs. FY18 includes several mid-year hires that will be full-year in FY19, causing the majority of the increase.
- N FY18 includes the cost of accounting contractors.
- O Increase due to website redesign and other strategic projects.

NEW ENGLAND FOUNDATION FOR THE ARTS
FY18 PROPOSED (REVISED) BUDGET

FY18 Projection as of 5/15/18	FY18 Revised Budget (Approved)	Variance (FY18 Projected v FY18 Approved)		
5,908,982	6,825,674	(916,692)	-13%	A
1,192,175	1,196,985	(4,810)	0%	
102,000	105,000	(3,000)	-3%	
108,333	411,745	(303,412)	-74%	A
42,000	29,166	12,834	44%	
7,353,490	8,568,570	(1,215,080)	-14%	
26,100	26,100	0	0%	
109,000	75,000	34,000	45%	B
30,000	22,000	8,000	36%	
187,822	187,822	0	0%	
352,922	310,922	42,000	14%	
7,706,412	8,879,492	(1,173,080)	-13%	
451,354	368,854	82,500	22%	C
147,700	173,223	(25,523)	-15%	A
434,074	434,052	22	0%	
2,540,836	2,841,592	(300,756)	-11%	A
961,314	1,849,314	(888,000)	-48%	A
187,113	260,261	(73,148)	-28%	A
5,000	71,999	(66,999)	-93%	D
4,727,391	5,999,295	(1,271,904)	-21%	
1,898,335	1,862,140	36,195	2%	E
899,322	883,415	15,907	2%	
61,860	55,360	6,500	12%	
2,859,517	2,800,915	58,602	2%	
7,586,908	8,800,211	(1,213,303)	-14%	
119,504	79,282	40,222	51%	
0	41,168	(41,168)	-100%	F
119,504	120,450	(946)	-1%	

Notes

- A Differences due to timing of activities; changes in expenses are largely off-set by changes in revenues.
- B Reflects the success of the Annual Appeal.
- C Reflects greater investment in NE programs (strategic priority).
- D Represents funds held in custody; expenses and revenues are matched. We charge a \$3k fee annually for managing the transactions.
- E Projection includes an accrual for a 403b bonus.
- F Use of the Strategic Opportunity and Risk Reserve is a balance sheet transaction is therefore shown "below the line". In FY18, the Finance Committee recommends that we use operating funds to cover the temporary accounting services, rather than the Reserve.

	5/31/17	5/31/16	5/31/15	5/31/14	5/31/13	5/31/12
ASSETS						
Cash	4,605,731	1,373,013	849,822	252,991	139,614	764,233
Cash - fiscal agent	59,809	60,809	74,309	117,809	119,111	120,111
Short-term investments	2,840,946	6,709,877	6,726,827	7,277,904	5,218,038	5,408,614
Grants receivable	6,003,743	2,803,361	3,505,135	4,419,621	3,008,783	3,250,985
Other current assets	247,074	142,197	50,732	143,361	65,495	268,307
Total current assets	13,757,303	11,089,257	11,206,825	12,211,686	10,223,089	11,713,237
Investments	8,826,206	7,934,837	8,633,104	8,052,985	7,083,322	6,100,176
Grants receivable long-term	1,563,798	477,095	3,841,253	3,545,845	1,237,995	1,737,022
Fixed assets	253,699	222,099	205,703	246,820	255,724	104,963
Security deposit	12,727	12,727	12,727	12,727	12,727	12,727
TOTAL ASSETS	24,413,733	19,736,015	23,899,612	24,070,063	18,812,857	19,668,125
LIABILITIES AND NET ASSETS						
Accounts payable and accrued expenses	225,576	257,348	178,625	163,594	211,733	214,138
Grants payable	2,093,183	2,187,662	2,161,488	2,584,274	2,530,527	2,610,688
Agency funds payable	59,809	60,809	74,309	117,809	119,111	120,111
Total liabilities	2,378,568	2,505,819	2,414,422	2,865,677	2,861,371	2,944,937
Unrestricted funds - Operating	431,455	42,032	4,666,356	4,202,677	3,607,487	2,954,301
Unrestricted funds - Fixed assets	253,699	222,099	205,703	246,820	255,724	104,963
Unrestricted (Board Designated) - Quasi-endowment	4,306,868	4,053,500				
Unrestricted (Board Designated) - Strategic Oppt & Risk Reserves	370,292	370,292				
Total Unrestricted Net Assets	5,362,314	4,687,923				
Temporarily restricted funds - FFA Reserves	3,009,165	2,855,389	3,098,624	3,101,684	2,890,268	2,566,844
Temporarily restricted funds	13,663,686	9,686,884	13,514,507	13,653,205	9,198,007	11,097,080
Total net assets	22,035,165	17,230,196	21,485,190	21,204,386	15,951,486	16,723,188
TOTAL LIABILITIES AND NET ASSETS	24,413,733	19,736,015	23,899,612	24,070,063	18,812,857	19,668,125

	Boston Common						
	Eagle Claw (4567)	Trillium (6684-8961)	(5778-8242)	Walden 1 (1-08491)	Walden 2 (1-05749)	TOTAL	
End of 2017 value	\$ 2,994,271	\$ 2,881,797	\$ 279,314	\$ 368,101	\$ 3,069,691	\$ 9,593,174	
Withdrawals & fees (2018)	\$ (4,746)	\$ (5,441)	\$ -	\$ -	\$ (6,122)	\$ (16,309)	
End of Q1 2018 value	\$ 2,954,110	\$ 2,871,899	\$ 280,404	\$ 362,451	\$ 3,043,048	\$ 9,511,912	
% of total	31%	30%	3%	4%	32%		
Cash	\$ 173,857	\$ 163,495	\$ 699	\$ -	\$ 25,868	\$ 363,919	3.8%
Equities	\$ 1,886,687	\$ 1,994,277	\$ 279,705	\$ 360,179	\$ 2,173,303	\$ 6,694,151	70.4%
Fixed Income	\$ 893,566	\$ 697,121	\$ -	\$ 2,272	\$ 843,877	\$ 2,436,836	25.6%
Other	\$ -	\$ 17,004	\$ -	\$ -	\$ -	\$ 17,004	0.2%
YTD return	-1.55%	-0.34%	1.63%	-1.53%	-0.67%	-0.81%	
1-yr return	12.67%	9.25%	16.37%	7.80%	10.87%	10.99%	
3-yr return (annualized)	7.34%	4.55%	5.43%	8.22%	8.30%	6.78%	
5-yr return (annualized)	9.12%	7.77%	5.54%	9.26%	9.23%	8.65%	

	S&P500 Index	Barclays Govt/Credit Int Bd	Citigroup 3-mo T-bill Index
YTD return	-0.76%	-0.99%	0.35%
1-yr return	13.99%	0.35%	1.07%
3-yr return (annualized)	10.77%	0.94%	0.49%
5-yr return (annualized)	13.30%	1.25%	0.31%

Weighted by market value

MEMORANDUM

To: NEFA Board of Directors
From: Andrew Cornell, John Henry
Date: June 8, 2018
Re: Committee Updates

Dear Board Members,

In March, we celebrated two pieces of good news: the board reached 100% participation for the third year in a row and NEFA raised over \$100K in the annual fund, a first for in the organization's history. We are all so thrilled with these successes, and cannot thank the board enough for its leadership role in getting us to these important milestones. The important question ahead for us is how we take advantage of and maintain this momentum. At our last meeting on April 30, the development team, Sharon Timmel and Sarah Kelley, presented different scenarios for how we might approach setting fundraising goals for FY19 and we discussed tactics for retaining and recruiting individual donors to achieve these goals.

Also at our meeting, the communications team, Ann Wicks and Jeffrey Filiault, reported on a successful launch meeting with Digital Loom for a redesign of the NEFA website. Staff shared the website was in need of an upgrade, which became a priority for FY19 coming out of the strategic planning process.

Our thanks to those of you who have participated in our first two regional events. We had successful outings in New London, CT, to see NTP Grantee Martha Redbone's *Bone Hill* at Connecticut College, and in Portland, ME, to see Expeditions Grantee Daniel Bernard Roumain's *En Masse* presented by Portland Ovations. Both events were well attended, including board and advisory council members, as well as NEFA friends and donors. In both cases, guests had the chance to connect with the artist and presenter grantees, and see NEFA's hard work in action.

We really hope the board will be able to attend our next event, *Odeon*, a performance by NDP Grantee Ephrat Asherie. This performance is presented by Celebrity Series and will take place at New England Conservatory in the evening on Friday, October 26, which will follow the board meeting that afternoon. We'll be in touch with more details about this exciting event soon!

Included in this section are reports from our development and communications staff with more details and updates on these items, their accomplishments in FY18, and their goals for FY19.

Best Regards,

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



Development & Communications Report

Development Update

MEMORANDUM

To: NEFA Board of Directors

From: Sharon Timmel, Development Manager
Sarah Kelley, Development Associate

Date: June 8, 2018

Re: FY18 Development Highlights and FY19 Goals

Development highlights from FY18 and progress towards FY18 goals:

Individual Giving

- Individual giving highlights
 - NEFA raised **a total of \$121,928.11 from individual donors in FY18**. This is the first time in NEFA's history we have raised over \$100,000!
 - NEFA received **160 gifts through the FY18 Annual Fund for a total of \$110,678.11**, up from 88 gifts for a total of \$74,765 in FY17.
 - NEFA received 36 gifts through the FY18 Rebecca Blunk Fund for a total of \$11,250.
 - Advisory Council members contributed \$12,775.
 - NEFA's Annual Fund donor retention rate is 66%, compared with the national average of 45% for organizations of our size.
 - Annual Fund giving has increased by over 150% in the past four years.
- Achieve 100% Board giving
 - **NEFA achieved our goal of 100% Board giving!** This would not be possible without your support, and we sincerely thank you for your generosity. Reaching this benchmark sends the powerful message to all of NEFA's stakeholders that our Board of Directors is committed to our long-term sustainability and vitality.
 - In FY18, **Board giving (including matching gifts) totaled \$67,534**, up from \$49,546 in FY17.
 - 65% of Board gifts were increased gifts from last year.
- Achieve 100% Board participation in friend-raising
 - 50% of Board members suggested contacts to add to our Annual Appeal recipient list – thank you!
 - Board members suggested a total of 68 contacts, 14 of whom made gifts for a total of \$4,725.
- Engage Board members in fundraising efforts
 - Development & Communications Committee members made thank-you calls to Annual Fund donors.
 - Chip Newell hosted a friend-raising event for NEFA in Portland, ME, in collaboration with Portland Ovations.

Institutional Support – NEFA Programs

- Seek continued support from our largest funders.
 - Andrew W. Mellon Foundation renewed support of the National Dance Project at \$3,900,000 for FY19-21, or \$1,300,000 per year (up from \$1,100,000 per year in FY16-18).
 - National Endowment for the Arts renewed support for NEFA's RAO partnership at \$1,092,400.
 - Barr Foundation and The Boston Foundation supported the National Dance Project's New England Dance Cultural Organizer's Convening at \$16,400 each.
 - Barr Foundation supported NEFA's strategic planning process at \$75,000.
 - Barr Foundation invited NEFA to apply for a \$200,000 grant to support outcomes of our strategic plan including Creative City communications, CreativeGround communications planning, EDIA trainings, and staff development and training in FY19.
- New Institutional Funding Highlights
 - NEFA received first-time support from the Doris Duke Charitable Foundation Core Support initiative, providing \$262,500 for NEFA's general operating expenses and strategic risk reserves in FY18-19.
 - Doris Duke Charitable Foundation supported the National Theater Project for the first time in the amount of \$750,000 for FY19-20.
 - Fidelity Foundation invited NEFA to apply for a \$200,000 grant to support the creation of a CreativeGround strategic growth plan in FY19.

Please see the FY18 Development Activity Report for a full summary of NEFA's fundraising efforts.

Development Goals for FY19:

Overarching Objectives:

- Build a development plan that emanates from goals and priorities in NEFA's new strategic plan, highlighting our commitment to artists and the creative process; networks and knowledge-building; equity, diversity, inclusion, and accessibility (EDIA); value, impact, and sustainability; and organizational culture and capacity.
- Maintain positive relationships and regular communication with all ongoing funders, with appropriate strategies for government, foundations, and individual donors, with the goal of retention and excellent stewardship.
- Pursue new funding sources for NEFA programs, special projects, and general operating.
- Invest in development team's professional development and capacity.

Institutional Support

- Seek renewed support from our largest funders, including:
 - The Doris Duke Charitable Foundation for the National Dance Project
 - The Barr Foundation for Creative City
 - The National Endowment for the Arts for RAO Partnership
- Pursue support from the Barr Foundation and Fidelity Foundation for CreativeGround
- Steward Doris Duke Charitable Foundation general operating support grant
- Identify and seek support from prospects for:
 - Creative City phase two
 - New England Regional Dance Development Initiative (RDDI)
 - Idea Swap 2018
 - CCX 2019 – Vermont
 - New England programs
 - EDIA work
 - General operating support

Individual Giving

- Raise \$115,000 in individual giving through the Annual Fund, an approximately 5% increase from FY18.
- Retain 70% of Annual Fund donors from FY18 to FY19, a 4% increase from FY17 to FY18.
- Retain individual donors who have given to the Rebecca Blunk Fund and keep them informed of the impact of their donations.
- Engage individual donors through regional cultivation events with the goal of informing donors about NEFA-supported activities, creating events closer to home for our donors, and identifying donors who we can cultivate for further involvement with NEFA.
- Engage Board members in fundraising efforts:
 - Continue to achieve 100% Board giving
 - Achieve 100% Board participation in friend-raising through appeals and/or events
 - Engage Board members in thank-you calls to individual donors
 - Meet one-on-one with NEFA Board members to identify potential prospective funders and avenues for supporting NEFA's development goals.

INDIVIDUAL GIFTS	FY15	FY16	FY17	FY18	FY19	FY20	FY21
Annual Fund				\$110,678			
160 gifts							
Rebecca Blunk Fund				\$11,250			
36 gifts							
TOTAL				\$121,928			
FOUNDATION FUNDING	FY15	FY16	FY17	FY18	FY19	FY20	FY21
Foundation Support Awarded in FY18							
Barr Foundation (\$75,000)				\$75,000			
for Strategic Planning							
Barr Foundation (\$16,400)				\$16,400			
for National Dance Project Regional Convening							
Boston Foundation (\$16,400)				\$16,400			
for National Dance Project Regional Convening							
Doris Duke Charitable Foundation (\$3,629,400)				\$1,814,810	\$1,814,590		
for National Dance Project							
Doris Duke Charitable Foundation (\$750,000)					\$375,000	\$375,000	
for National Theater Project							
Doris Duke Charitable Foundation (\$262,500)				\$90,000	\$172,500		
for Core Support/General Operating							
Eastern Bank Charitable Foundation (\$2,500)				\$2,500			
for Idea Swap 2017							
Andrew W. Mellon Foundation (\$3,900,000)					\$1,300,000	\$1,300,000	\$1,300,000
for National Dance Project							
Andrew W. Mellon Foundation (\$3,770,000)				\$1,256,666	\$1,256,667	\$1,256,667	
for National Theater Project							
TOTAL				\$3,271,776	\$4,918,757	\$2,931,667	\$1,300,000
Foundation Support Awarded Prior to FY18							
Barr Foundation (\$300,000)		\$97,565	\$196,715	\$5,720			
for New England Creative Economy research							
Barr Foundation (\$1,700,000)	\$41,413	\$446,214	\$450,840	\$510,921	\$250,612		
for Creative City							
Boston Foundation (\$30,000)		\$10,000	\$10,000	\$10,000			
for Creative City							
Doris Duke Foundation for Islamic Art (\$300,000)	\$10,000	\$30,663	\$93,507	\$0	\$165,830		
for Center Stage Season 3 and 4							
The Andrew W. Mellon Foundation (\$3,300,000)		\$1,100,000	\$1,100,000	\$1,100,000			
for the National Dance Project							
The Reva and David Logan Foundation (\$200,000)		\$22,000	\$88,000	\$90,000			
for RDDI Chicago							
TOTAL	\$51,413	\$1,706,442	\$1,939,062	\$1,716,641	\$416,442		

Pending Foundation Proposals

Barr Foundation (\$200,000)

for Outcomes of the Strategic Plan (Creative City, CreativeGround, EDIA, Staff Development and

Fidelity Foundation (\$200,000)

for CreativeGround Planning

TOTAL

\$200,000

\$200,000

\$400,000

GOVERNMENT FUNDING

FY15

FY16

FY17

FY18

FY19

FY20

FY21

Government Support Awarded in FY18

National Endowment for the Arts (\$1,188,175)

for FY18 Partnership

National Endowment for the Arts (\$1,088,400)

for FY19 Partnership

Connecticut Office of the Arts

for FY18 Partnership

Maine Arts Commission (\$5,000)

for FY18 Partnership

Massachusetts Cultural Council (\$50,000)

for FY18 Partnership

New Hampshire State Council on the Arts (\$4,000)

for FY18 Partnership

New Hampshire State Council on the Arts (\$4,000)

for FY19 Partnership

Rhode Island State Council on the Arts (\$15,000)

for FY18 Partnership

Vermont Arts Council (\$16,000)

for FY18 Partnership

TOTAL

\$1,188,175

\$1,088,400

\$12,000

\$5,000

\$50,000

\$4,000

\$4,000

\$15,000

\$16,000

\$1,290,175

\$1,092,400

Government Support Awarded prior to FY18

U.S. Department of State (\$1,350,000)

for Center Stage Season 4

Embassy of the United States, Islamabad, Pakistan (\$422,397)

National Park Service (\$50,000)

for Public Art

TOTAL

\$121,044

\$320,000

\$908,956

\$63,085

\$294,394

\$64,918

\$20,834

\$29,166

\$63,085

\$436,272

\$414,084

\$908,956

Pending Government Proposals

U.S. Embassy, Islamabad, Pakistan (\$500,000)

for Center Stage Crossroads

TOTAL

\$250,000

\$250,000

\$250,000

\$250,000

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				\$14,958,203			
TOTAL BUDGETED IN FY18				\$6,846,104			
TOTAL PENDING				\$900,000			

IN-KIND SUPPORT AWARDED IN FY18

Struck Catering
for Idea Swap 2017
Actors' Gang, Inc.
for NDP Panel Meeting, April 2018



Development & Communications Report

Communications Update

MEMORANDUM

To: NEFA Board of Directors

From: Ann Wicks, Communications Manager
Jeffrey Filiault, Communications Coordinator

Date: June 8, 2018

Re: FY18 Communications Highlights and FY19 Goals

I am pleased to share updates from FY18 and proposed goals for FY19.

Goals for FY18:

Progress Update

- » **Communications planning:** Informed by an approved strategic plan, work with programs and NEFA leadership to draft an agency-wide communications plan, including social media and assessment of relationships with external consultants.
 - The communications plan was vetted by the Development and Communications committee on April 30, 2018, and we are moving forward with refining tactics and implementation (see goals for FY19).
- » **Improve access:** Begin the process for a design and architecture refresh of NEFA's website
 - Having completed an extensive RFP process in the winter, we signed on with our current developers and are in the early stages of the project. We expect to launch an updated site in late fall 2018.
- » **Advocacy:** Continue to support public funding for the arts on NEFA's website and social media presence
 - Our [Facebook](#), [Twitter](#), and [blog](#) continue to highlight the impact of public support for the arts
 - I attended [Arts Advocacy Day](#) in Washington, DC, in March
- » **Leverage NEFA research:** Leverage the creative economy research to position NEFA as knowledge provider and thought leader
 - Launched NEFA's creative economy employment report in June '17, working with InkHouse (PR firm) on media strategy.
 - This spring, launched a public call for the local host for CCX 2019 in VT

Institutional and Program Collateral

- » Produced [FY17 Annual Report](#)
- » Production of [Strategic Plan](#)
- » Produced "elevator pitch cards" for board and staff
- » Informed by a survey of program applicants and grantees, we will be introducing a combined format this summer for the NDP/NTP annual publications, increasing visibility for both programs while streamlining the distribution.

Permission marketing

- » Working to increase our digital engagement via the monthly NEFA newsletter, currently sent to close to 12,500 email addresses, up from about 11,500 at this time last year. The email open rate continues to be above the industry average of 20%, typically at 32-34% and consistent with FY17 average of 32.5%. Click through rate, while above average, has been an area for growth; our FY17 average has increased to 15.6% (up from 13.23% last year), well above industry average of 8%, and we continue to monitor and keep our database as clean as possible, with help from across NEFA.

Website

- » Site visits:

Nefa.org	FY18 (to 5.24.18)	FY17	FY16
Unique visitors	59,032	67,348	64,076
Pageviews	246,078	270,320	244,402
New vs Returning visitors	82.2%/17.8%	82.2%/17.8%	83%/17%
Top 3 page views	Home 11.6% Grants landing 6.22% Dance discipline 3.7%	Home 12.34% Grants landing 5.7% Dance discipline 3.79%	Home 16.2% Grants landing 5.72% Dance discipline 3.9%

- » Primary web traffic sources: Google/organic search (43.5%), direct traffic (36.8%), and other sources include funders and partner organizations. Social media remains consistent at 9%.
- » In addition to expected website updates to grants/programs, the site has a refreshed [Accessibility](#) section. The blog has been particularly active with 61 posts!
- » CenterStage.org: The back end of the Center Stage website is being upgraded to the current version of the operating system, enabling responsive features and greater security. Center Stage has a higher percentage of mobile users than NEFA.org, making this a particularly important upgrade.

Social Media

- » We continue focusing efforts on Facebook and Twitter, with recruitment efforts using our LinkedIn page, as well as hosting a New England Creative Economy Network group. Current preference is to maintain our presence on these two platforms rather than spread resources by adding platforms to the mix.
- » [Facebook](#): Fan acquisition continues to progress, with 4,900 at the time of this report, up from 4,391 last year. We continue to monitor changes to the platform to ensure we are making the most of our efforts, as well as monitoring reach and engagement to see what content types are of most interest. Posts that perform well are often around calls for artists, and NEFA events, such as the Idea Swap registration post, which received 17 shares for a reach of 3131 people. We boost posts to reach new constituents, such as the fall New England Dance Fund deadline, reaching 3,423 people with 11 shares.
- » [Twitter](#): 2,635 followers, up from 1,885 last spring. Twitter is the only platform used by several of our major funders and is an important way to connect with thought leaders. We've seen how Twitter is especially effective at fostering connections during and after events, such as the Idea Swap.



Development & Communications Report

Communications Update

Accessibility

- » This is a major focus of the new website
- » Working with staff on announcing changes to programs where we are operationalizing our EDIA efforts.

Public relations

- » Drafting and dissemination of 17 press releases announcing new initiatives, events, new grant opportunities, new funding, and new board and staff.
- » Through Creative City, hosted two public panel conversations connected in conjunction with WBUR; looking forward to more this year.
- » Tracked publicity for existing NEFA grant programs and Center Stage (158 clips at time of reporting).

Goals for FY19: Implement Communications Plan with focus to raise awareness of NEFA

- » Ensure EDIA values/practice, with a consistent message
- » Position NEFA as a thought leader & resource on:
 - New England's creative sector
 - Funding/supporting individual artists
 - Public investment in the arts
- » Support acquisition of new donors: individual, corporate, foundation
- » Support attracting more applicants and participants to NEFA programs with EDIA focus



MEMORANDUM

To: NEFA Board of Directors
From: Abby Southwell, Salesforce & IT Administrator
Date: June 8, 2018
Re: FY18 IT Activity and FY19 Initiatives

In FY18, NEFA took great strides in becoming a more secure, stable, technological environment. Simultaneously, cloud-based services and other solutions allowed for an increase in flexibility, critical in a national-and even international-reaching organization where travel is a necessary component of the work.

FY18 accomplishments:

- **Completed migration of NEFA data to the cloud.** All NEFA staff and organizational data has moved to Box, a cloud-based platform. This allows greater flexibility for NEFA staff access when traveling and out of the office, and offloads burden from our in-house server.
- **Expanded usage of video conferencing.** Incorporating new conferencing equipment and Zoom video conferencing, this year NEFA has been able to host remote participants at board meetings, panel meetings, and a variety of other events. This ability to accommodate remote participation is also important in our work towards creating a more accessible world for all.
- **Launched database and grant systems upgrade projects.** NEFA's Salesforce database is undergoing upgrades to the newest interface, which will allow for more opportunity to visualize our programmatic and fundraising data. In addition, we have launched a project to upgrade our grants portal, incorporating feedback from constituents and staff.

FY19 initiatives:

- **Grants portal and application forms update.** The launch of the new grants application portal is tentatively scheduled for early 2019.
- **Networking improvements for both server and internet.** Improvements will be made to our networking hardware, particularly swapping our main server for a newer, more stable model. In addition, we will consider improvements to our office internet.
- **Information security audit.** Once NEFA has a more stabilized network infrastructure, we should focus on ensuring that our data is secure in all its forms. Likely, we will work with industry experts to solicit recommendations about what measures we can take in terms of information security.

MEMORANDUM

To: NEFA Board of Directors

From: Jane Preston, Deputy Director
Adrienne Petrillo, Program Director, NE Presenting and Touring and Center Stage
Cheri Opperman, Grants Coordinator, National Dance Project
Daniela Jacobson Plotkin, Program Coordinator, NE Presenting and Touring
Dee Schneidman, Program Director, Research and Creative Economy
Deidra Montgomery, Program Coordinator, Creative City
Kelsey Colcord Spitalny, Program Coordinator, Center Stage
Kim Szeto, Program Manager, Creative City
Kristin Gregory, Program Coordinator, National Dance Project
Meena Malik, Program Coordinator, National Theater Project
Morganna Becker, Program Associate, CreativeGround
Quita Sullivan, Program Director, Theater
Sara Nash, Program Director, Dance

Date: June 8, 2018

Re: Program Highlights from FY18; Goals and Priorities for FY19

NEFA program staff actively participated in organization wide training and planning during FY18 and have begun to incorporate NEFA's updated values, goals and language into program guidelines and practices. We are discussing and experimenting with program refinements to focus on supporting artists, increasing professional development, documenting and sharing learning, forming new partnerships and addressing equity, diversity, inclusion and access (EDIA). Each program has developed a workplan for FY19 with emphasis on EDIA.

I have been participating in a national cohort of grant makers who convene panels with the objective of learning from others' practices and developing a collaborative toolkit to promote greater equity in grants panel review processes. This group includes private and public funders and other intermediary re-granting organizations like NEFA. We will meet in July 2018 to share and compile learning from interventions we introduced during spring 2018 panel meetings. NEFA program staff collaborated to develop and test new panel practices focused on EDIA including gathering more data on how prospective panelists and advisors self-identify toward more intentional diversity and inclusion in these critical roles. Prior to and at each panel review meeting, we've allotted more time for panel introductions and cohort building, and extended panel orientation to clarify review criteria and terminology. Modeled on the group agreements that NEFA staff developed following the July 2017 EDIA training with artEquity, each panel has composed a working set of agreements for their interactions during the application review.

NEFA's regional, national and international program staff have prepared highlights from FY2018 activities, and their identified priorities for FY 2019 with focus on EDIA goals. We hope this background on our grant making and services will provide useful preparation for the upcoming board retreat. We invite board members to have conversations with us about the program areas where you have questions and interest. Please join me in thanking all the program staff for their commitment and creative work on behalf of NEFA.

New England Programs

Creative Economy and Research

FY18 Highlights

FY18 began with the most robust Creative Communities Exchange (CCX) to date [CCX 2017 blog](#). A record 270 participants connected with creative placemaking leaders from across New England, discussed 24 arts-based community development projects, honored two more recipients of NEFA's creative economy awards, and celebrated the release of NEFA's creative economy employment report – *The Jobs in New England's Creative Economy and Why They Matter*. The report enjoyed some positive press and was promoted through webinars and live presentations to the NEFA board, the NEFA advisory council, and at events around the region throughout the year (RISCA Info Session, MA CE day, VT Creative Network Summit and Southern VT Nexus of Art & Economy event, ME Arts Data Gathering, and CT Arts Day). A comprehensive communications toolkit of materials with custom charts was also shared with all six state arts agencies. Planning for CCX 2019 has begun with the call for the location and local host in VT.

CreativeGround promotion also continued at events, including NEFA's Idea Swap, NEFA Open House, the New England Library Association conference, RISCA workshops, and the MCC Institute. In January we welcomed a new CreativeGround program associate, Morganna Becker, who is learning the job quickly and has already helped send out the annual update eblasts and postcards to remind CreativeGround participants to remain active on the site by keeping their profiles fresh. We continue to partner with organizations like National Arts Strategies and their call for Creative Communities Fellows to promote creative economy opportunities for the region. We also continue to work with our web developers to make technical enhancements to the site in response to user feedback. Meetings with local leaders (across VT and MA especially) provided ideas and opportunity for building out the site. We are currently submitting funding proposals to support a strategic growth planning process for CreativeGround to make a roadmap for the site's functionality and promotion that is strategic and feasible. The outlook is promising.

FY19 Priorities and Goals

FY19 will begin with CreativeGround strategic growth planning and CCX 2019 planning. Both will include a focus on EDIA and NEFA strategic plan goals. For example:

- Language in the criteria for the selection of CCX location, venues, and local host has been strengthened regarding accessibility and the local host's ability to include all members of the community
- CCX event promotional language and workshop applications will be reviewed and adjusted for greater inclusion
- Additional voices will be included in CCX advance trips and event planning
- A consultant might be engaged to help recruit greater diversity in CCX workshop applications and advisor selection, data gathering similar to other programs
- If funded, the CreativeGround planning consultant will integrate EDIA goals into the site review and planning roadmap
- If funded, a consultant might be engaged to help promote CreativeGround through more diverse channels
- The lists of race/ethnicity categories in CCX registration will be updated to reflect NEFA's new, more inclusive list. This might be added to the back end of CreativeGround profiles to expand the list in creative economy research and tracking of artists.

New England Presenting and Touring

FY18 Highlights

NEFA hosted the 16th annual Idea Swap in November 2017 and sold out the event for the first time. Over 160 presenters and artists from all New England states registered and nearly half of the participants attended for the first time. The presenting and touring community gathers to share projects that may tour in New England, including those that may qualify for Expeditions grants, and to find new potential partners. Over 90 projects were shared throughout the day through formal 5-minute presentations and mini-swap breakout sessions.

The Expeditions program made 37 touring grants to cultural organizations in all New England states to support presentations by artists from all performing disciplines. A record number of 12 Expeditions Tour Planning grants were awarded. Three of the tour planning grants also support New England artists for production costs related to preparing work for touring in addition to tour planning.

The New England States Touring program provides support for performances and activities by New England artists in the New England states, with grants ranging from \$400 to \$4,000. In fiscal year 2018, the NEST program supported 43 organizations in 36 different communities across all New England states to present 50 artists from 39 New England towns and cities through 58 grants.

In June 2017, the Rebecca Blunk Fund supported two artists: choreographer Christal Brown of Middlebury, Vermont and theater artists John Bell and Trudi Cohen of Cambridge, MA. The awardees received \$2,500 in unrestricted support for the creation of new work and for professional development.

In partnership with the Northeast Indigenous Arts Alliance (NIAA) led by former NEFA staff member Dawn Spears (Narragansett/Choctaw), NEFA supported professional development opportunities for Native American traditional artists in New England. NEFA co-hosted a workshop on *Markets & Marketing: Marketing Ourselves and How to be "Market" Ready* for New England Native artists at Plimoth Plantation in November 2017. NEFA shared the online CreativeGround directory as a free marketing resource available to New England artists and provided hands-on assistance with profiles. Participants also discussed their needs for successfully participating in national art markets to benefit their businesses. In May 2018, NEFA provided travel support to nine artists to participate in the inaugural Abbe Museum Indian Arts Market in Bar Harbor, ME. Most participating artists reported that the market was highly successful.

NEFA partnered again with Assets for Artists to co-host a workshop on *The Nuts & Bolts of Being a Performing Artist* in Boston in April 2018. NEFA invited Creative City grantees and performing artists with profiles on CreativeGround to participate. Approximately 35 artists from Boston and various New England communities spent two days learning about running a creative business from two practicing artist/educators and building new relationships with peers.

FY19 Priorities and Goals

Based on the strategic plan goals, NEFA is developing strategies to serve the New England region that promote equity in our own grant-making and program support activity, and that advance learning related to equity, diversity, inclusion, and accessibility (EDIA). NEFA staff will explore opportunities to broaden the impact and reach of the Expeditions program through grant data research and interviews with previous grantees and constituents in 2018. In FY19 the New England Presenter Travel Fund will focus its support on applicants with an organizational budget under \$1 million to reach under-resourced organizations. Training opportunities for New England's cultural organizations to broaden their professional experience and knowledge of equity, diversity, inclusion, and accessibility will be planned for spring 2019.

Thanks to renewed funding from the NEA, NEFA will continue to serve Native American artists in the region through a partnership with the Northeast Indigenous Arts Alliance. NEFA and NIAA will provide a range of professional development activities to enhance access to networks, entrepreneurial capacity, and visibility for New England's Native artists. Building on NEFA's prior work, this partnership will reach and serve the under-recognized excellence of Native traditional artists in New England.

NEFA is exploring opportunities for partnership with other service organizations, including strengthening the network and relationships with CINARS in Montreal, Québec, Canada. Travel support for New England presenters to attend the CINARS conference in fall 2018 will build on the New England and Québec exchange that occurred in 2016.

Public Art

FY18 Highlights

In FY18 Creative City projects continued to activate the public realm in communities across the city of Boston. We held our final grant deadline for the pilot phase of the program in September 2017, awarding a total of 13 artist driven projects that are engaging important conversations, including immigrant stories, gun violence in our neighborhoods, the opioid crisis, and stories of hope and celebrating community assets.

In addition to artist grants, Creative City continued to foster partnerships providing professional development and technical assistance to artists in the Boston Area. Some highlights include:

- August 2017 - Grant writing workshops lead by Denise Delgado, Creative Writer, former arts administrator and Creative City grantee/panelist/advisor.
- Jan-April 2018 - Expanding upon our Arts and Business Council partnership, we cohosted a series of three public practice workshops and two clinics in partnership with Now + There's Accelerator program and Boston Artist in Residence program on a variety of topics from copyright and contracts to taxes and growing your practice beyond Boston. These provided both professional development and space to network with the artists from the other programs.
- April 2018 - Building on the success of last year's partnership with NEFA's New England programs and Assets for Artists, we co-hosted the Nuts and Bolts for Performing Artists 2-day workshop with Seth Lepore and Amy Smith for the second year in a row. This year we expanded the collaboration to include The Boston Foundation's Live Arts Boston program and continued to foster cross-program networking space.
- November 2017-April 2018 - In partnership with the Metropolitan Area Planning Council, Creative City hosted a series of 3 discussions focused on art and community engagement, green infrastructure and public health. These workshops filled our 8th floor space with artists, municipal planners and arts administrations.

In FY18 we also launched the learning assessment phase of the Creative City pilot with consultants, Barbara Schafer Bacon and Pam Korza from Animating Democracy, a program of Americans for the Arts. Barbara and Pam have conducted interviews and focus groups and continue to gather learnings from this pilot phase that will help shape funding proposals for the next iteration of the program.

Complementary to Creative City learning and planning, Fund for the Arts advisors and NEFA staff designed an interim grantmaking round for FY18 and FY19 to foster capacity-building and learning toward building more equitable and sustainable public art practices. Long time FFA advisor Tyra Sidberry was joined on the review panel by NEFA Advisory Council members Liana Krupp, Rania Matar and Frank Mitchell. Five organizations in Boston are receiving \$55,000 grants over two years and will work as a learning cohort to identify effective means of strengthening public artists' practice and building infrastructure to support public art implementation.

FY19 Priorities and Goals

The Creative City team will begin FY19 with staffing transitions as Deidra Montgomery has decided to step away from NEFA and her role as Creative City Program Coordinator. Kim Szeto, Creative City Program Manager, will continue to oversee the work of the program as we complete the learning assessment and redesign the next phase of the program.

In FY19 Creative City will primarily focus on:

- 1) Wrap up Creative City pilot program and learning assessment and secure funding that aligns with NEFA's values to support the next iteration of the program.
 - a. Produce communications toolkit that may include videos, a public report, digital presentation and more that highlights the learnings and the shared values within NEFA's strategic plan and the Creative City pilot program.
- 2) Redesign and apply for funding for the next iteration of Creative City to continue amplifying the voices and artistic practices of artists in the public realm as leaders in our/their communities.
 - a. As a part of the next iteration of Creative City, continue fostering opportunities for knowledge sharing and network building opportunities for artists.
 - b. Be intentional about program design to reflect our EDIA values:
 - i. Application format/process
 - ii. Panel selection process
 - iii. Program Criteria/Priorities

Fund for the Arts will convene the funded cohort of five Boston arts organizations to share learning from their artist professional development activities and efforts to establish new public art infrastructure in areas of Boston that have had less public art investment. These organizations and projects will inform development of revised Fund for the Arts guidelines for the next funding opportunities anticipated for FY20.

National Programs

National Dance Project

FY18 Highlights

NEFA launched the National Dance Project's third decade by awarding 20 Production Grants, which include support for creation, general operating support, and touring. The grantees included nine U.S.-based artists/companies receiving their first NDP grant. Following last year's release of the NDP program evaluation by Metris Arts Consulting, *Moving Dance Forward: NEFA's National Dance Project at 20 and Critical Field Trends*, NDP secured renewed funding from the Andrew W. Mellon Foundation and began implementing several new grants programs including a Community Engagement Fund and Finalist Awards. As part of the new program design, NEFA concluded its partnership with the French Cultural Services in co-administering the French U.S. Exchange in Dance (FUSED) grant to establish the NDP Travel Fund in response to field-wide demand in support of creating stronger tours for Production Grantees.

NDP held several notable field-building initiatives, including the first NDP cohort meeting for first-time artist grantees in January 2018; the New England Dance Cultural Organizers' convening at Jacob's Pillow in November 2017; and *Elevate Chicago Dance*, the culmination of the Chicago Regional Dance Development Initiative (RDDI), a three-year partnership between Chicago Dancemakers Forum (CDF) and NEFA. Elevate included both public and private informal showings and fully produced performances by 39 Chicago artists/groups at 11 spaces throughout the city. A cohort of 46 dance presenting colleagues from 17 states participated in Elevate over the three days, Oct 19-21, 2017.

The New England Dance Fund awarded grants to 19 New England choreographers in April 2018 to support opportunities including tour planning, documentation, residencies, and training. The Dance Fund continues to extend NEFA's support to artists, with 79% of this round's grantees receiving their first Dance Fund grant; 52% had not previously applied. To date, the NEDF has supported 67 artists from across all six states, and the next deadline is September 14, 2018.

FY19 Priorities and Goals

FY19 will mark a staffing transition for NDP as Program Director Sara Nash departs NEFA after seven years to become the new Director of Dance at the National Endowment for the Arts. During the transition, NDP staff Cheri Opperman and Kristin Gregory will build on NDP's work to incorporate EDIA practices throughout all of NEFA's dance programs and pursue planning for new initiatives that support New England Dance artists as outcomes of the New England Cultural Organizers' convening last fall. NDP will hold its second artist cohort meeting in October 2018 in Atlanta and a community meeting to strengthen ties to artists working in the South. Goals for FY19 specific to EDIA include:

- Increase number of states where NDP Production grants have funded artists, ideally by more than one, and lower percentage of NY/CA funded artists in relation to other states
- Increase connectivity and knowledge of artists in US territories, particularly Puerto Rico, and with Tribal nations
- Build a better, expanded pipeline for new Advisors that meet EDIA priorities
- Gather input from artists, advisors and others on application questions access
- Travel Fund leads to more touring by artists who are new to NDP and/or who have been not been included historically

National Theater Project

FY18 Highlights

NEFA awarded six Creation and Touring Grants to artists and ensembles through the National Theater Project in FY 2018:

- Cornerstone Theater Company, *Urban Rez*
- Kaneza Schaal, *JACK &*
- Manual Cinema, *The End of TV*
- Phantom Limb Company, *Falling Out*
- Rebecca Mwase & Ron Ragin, *Vessels*
- Theater Grottesco, *PIE*

These projects add to NTP's cumulative impact, representing a broad diversity of aesthetics, demographics and geographic representation, both in the originating artists and ensembles and in the reach of their projected national tours. NTP continues to build leadership and networks to support touring and to sustain devised and ensemble theater development. By the end of FY 2018, artists receiving NTP support will have performed in 42 states, including all of New England.

In December 2017, NEFA continued the NTP Transition Grant process to support sustainability for theater ensembles following touring, recognizing that artists need to retain infrastructure built during their NTP supported projects and touring. Ten grants were awarded to NTP grantees who have completed their tours. Also in December, NEFA held its annual NTP cohort meeting where new grantees and program advisors work intensively for two days to build strategies for the new works prior to and during their tours. As part of its learning around the needs of various regions, NTP also held its third Regional Convening in Dallas, TX.

FY19 Priorities and Goals

Early in 2018, NTP received funding from the Doris Duke Charitable Foundation, adding to the resources provided by the Andrew W. Mellon Foundation since the program's inception. This new

funding in FY19 will allow NEFA to increase Creation and Touring Grants by two additional grants. NEFA believes that the intimate cohort of grantees supported through NTP is an asset, and recognizes that it is a high-touch model of grantmaking, designed to build the field and provide significant professional development to grantees. Duke funding will also support expanding the annual cohort meeting to include current and past grantees with current and former NTP Advisors, additional resources for NTP staffing, and increasing the number of Finalist Development grants for earlier stages of creating work and developing relationships for future touring.

As part of all NEFA program staff efforts to continue incorporate EDIA values into program activities, NTP Advisors have agreed to review the criteria in July 2018 as part of the policy discussion after the eight new grantees are chosen. In addition, staff are looking at other grantmaking processes to see if there are more accessible means of completing applications.

NTP has reevaluated the honoraria for its Advisors, with more equitable amounts to better support independent artists. Also as recognition of the amount of time and effort it takes to complete the final application, applicants in the final round who are not awarded project grants will receive a \$1,000 finalist award.

In addition to the regional conversations held before the Cohort Meeting (in Minneapolis, MN in December 2018), NTP is leveraging funds to support identity intersection based convenings to reach beyond geographic considerations to underrepresented demographic communities. In addition to supporting the Strengthening Our Circle Creating National Space for Native American Performance convening in October 2018, NTP continues to support Boston's first API Arts Network in collaboration with Pao Arts Center, Chinatown's first community-based arts center. It is also supporting The Theater Offensive's Pride Youth Theater Alliance Conference by supporting attendance scholarships and a performance by NTP grantee, Complex Movements, as well as the biennial Art & Survival Convening held at Double Edge Theatre in Ashfield, MA. This convening, co-led by Double Edge Theatre and Mondo Bizarro theater (New Orleans, LA) focuses on supporting activists working to achieve equity in theater.

Center Stage

FY18 Highlights

In preparation for FY18 activities, two separate Center Stage delegations traveled to Egypt and Ukraine in the spring of 2017 to meet and identify five groups for Season 4. In addition to meeting artists under consideration for Center Stage 4, the groups met with local presenters, producers, venues, embassy personnel, other artists.

The ensembles were announced in August 2017:

- **Dina Elwedidi** (Giza, Egypt) A sophisticated musical innovator, Elwedidi ravel's the personal-political threads of Egyptian heritage and contemporary identity.
- **Kurbasy** (Lviv, Ukraine/U.S. debut) Tight vocal harmonies, resonant lyrics, and phantasmagoric visual imagery from the Carpathian Mountains.
- **Mohamed Abozekry & Karkadé** (Cairo, Egypt/U.S. debut) Virtuoso oud prodigy convenes Egypt's popular and classical music traditions, Sufi calls, and secular poetry with a new instrumental project.
- **Teatr-Pralnia with CCA Dakh** (Kyiv, Ukraine/U.S. debut) A rambunctious and audacious super-charged puppet cabaret asks 'TseSho?/What's That?'
- **Youssra El Hawary** (Cairo, Egypt/U.S. debut) A musical bellwether of everyday life, El Hawary's indie sound captures the stories of Cairo and the alchemy of the Mediterranean basin.

FY19 Priorities and Goals

In FY19, year, all five Center Stage Season 4 ensembles will embark on individual month-long tours across the U.S. Lisa Booth Management, Inc. has booked engagements for all groups touring between September and November 2018. Cumulatively, they will present more than 50 performances and hundreds of residency activities. In addition to performances at The Kennedy Center in Washington DC, Center Stage ensembles will visit and engage with people in 16 states, traveling to large cities and small towns, hosted by colleges and universities, cultural and community centers, festivals, contemporary art venues, music clubs, and artist-run spaces, each of which will host half-week to week-long residencies. New England communities include Boston, MA, North Adams, MA, Burlington, VT, Kittery, ME, Claremont, NH, Lebanon, NH, and Hartford, CT.

NEFA is currently in conversation with the Department of State about the potential for a multiyear grant that could support several more seasons of Center Stage.



Equity Quotient & Training Team Bios

EQ, The Equity Quotient, is a national training and organizational development firm dedicated to supporting nonprofits interested in becoming more just and equitable community partners, with equity, diversity, and inclusion as outcomes of their work. EQ's expertise and its curriculum provide Dismantling Racism training for the field of arts and culture, grounded in an analysis of the history, policies, and practices of the field. EQ has conducted Dismantling Racism workshops with: League of Chicago Theaters, Chicago, IL; High Museum of Art, Atlanta, GA; League of American Orchestras, New York, NY; DePaul Theater School, Chicago, IL; Fractured Atlas, New York, NY.; National New Play Network, Washington, D.C.

Keryl McCord | *President & CEO* | EQ

Keryl McCord is a veteran thirty plus year arts manager and administrator with extensive experience in many facets of the arts. Her background includes managing director of two equity theater companies: Oakland Ensemble Theater Company, a five-hundred seat equity theater in downtown Oakland, CA, and Crossroads Theater Company, New Brunswick, NJ, the only black run LORT theater at the time, and the first such company to receive the Tony Award for Outstanding Regional Theater. Crossroads Theater Company also received 4 Tony nominations for *It Ain't Nothing But the Blues*, transferring to Broadway in 1999.

Ms. McCord led the League of Chicago Theaters/ League of Chicago Theaters Foundation, leaving Chicago to take a post at the National Endowment for the Arts as Assistant Director of Theater Programs, and then Director of Theater Programs in 1991.

She served on the executive committee of the National Black Theater Summit on Golden Pond in 1998, convened by the late Pulitzer Prize winning playwright, August Wilson. She was a founding board member, and Senior Vice President of the African Grove Institute for the Arts (AGIA), Newark, NJ, of which Mr. Wilson served as chairman. She remained with AGIA until Mr. Wilson's passing, when she then went on to serve as Director of Institutional Development for New Jersey Symphony Orchestra.

In December 2016, after more than seven years as Managing Director, she retired from Alternate ROOTS to launch EQ. ROOTS is a 40-year-old nationally recognized, regionally focused network and service organization for activist artists in the South. Ms. McCord was responsible for overall day-to-day management, including fundraising and development, shepherding the organization through a period of unprecedented growth.

Ms. McCord has consulted for many nonprofit arts organizations in the areas of institutional development, strategic fundraising, community and cultural organizing, providing small and large group facilitation. Clients include the Wisconsin Arts Board, Madison, WI; Arts Midwest, Minneapolis, MN; National Performance Network, New Orleans, LA; The Center for Performance and Civic Practice, Phoenix, AZ; Junebug Productions, New Orleans, LA; Spirithouse, Durham, NC; Su Teatro, Denver, CO; Myrna Loy Center for the Arts, Helena, MT; Dance USA, Washington, DC; and the New Brunswick Jazz Project, New Brunswick, NJ.

She is a new Advisor for the New England Foundation for the Arts, National Theater Project, and has served as a panelist for the Joyce Foundation, the Robert Rauschenberg Foundation, and the National Endowment for the Arts, among others.

Harry McCord | *Partner & Senior Consultant* | EQ

Harry's background is comprised of an admixture of academic, consulting, and c-suite executive positions for more than 4 decades.

His professional path began as a university instructor of political economics at Knox College and continued teaching at the University of Massachusetts, and California State University-Hayward among other institutions of higher education.

After leaving the academy Harry joined the American Hospital Association where he worked with member non-profit community hospitals in the areas of: managing complex systems change, diagnosing organizations for impact, group process intervention strategies, and facilitation of strategic planning initiatives. His health care career continued working at an urban community hospital using his analytical competencies as the chief quality improvement officer (EVP) tasked with crafting and managing system wide quality improvement initiatives (organizational training and transformation interventions) focused upon improving clinical and operational procedures and practices, in compliance with Joint Commission certification requirements. A major component of his portfolio was helping the medical center identify and resolve health disparities in communities throughout Washington, DC.

Seeking new challenges Harry transitioned to the world of organizational transformation and leadership development consulting work with small, medium domestic and global organizations across a wide cross section of industries (non-profit, technology, biotechnology, media, academic institutions). Overtime he moved from consultant to group president and ultimately chief executive officer of several of these management advisory firms.

Running current with his professional work is Harry's commitment and deep involvement in community organizing, especially with underserved and underrepresented urban communities.

Lisa Mount | *Director* | Artistic Logistics

Lisa Mount refuses to specialize. As the Director of Artistic Logistics she works as a consultant with nonprofit arts organizations focusing on strategic thinking and organizational advancement. She regularly facilitates dynamic meetings for groups ranging from 20 to 200 participants. Recent and current clients include the University of North Carolina School of the Arts, Cleveland Public Theatre, Massachusetts College of Art and Design, the National New Play Network, Dance/USA, the National Assembly of State Arts Agencies, Reynolda House Museum and Gardens, and the Shreveport Regional Arts Council. For ten years, she organized the professional development workshops for the Performing Arts Exchange for South Arts.

As an independent artist she produces, directs, and appears in contemporary performance work, including the acclaimed community story plays under the *Headwaters* banner at the Santee Nacoochee Center. She produces Santee Nacoochee's annual field day, *The Holler Games*, and creates a variety show gone astray each summer titled *Auntie Q and her Wayward Girls*.

Before embarking on her consulting career in 1997, Lisa served as the Managing Director of 7 Stages theater in Atlanta. She has served as the Board Chair for Alternate ROOTS, and currently serves on the board of ROOTS and of the Network of Ensemble Theaters.

Harold Steward | *Managing Director* | The Theater Offensive

Before moving to Boston and joining The Theater Offensive team, Harold Steward served as Manager of the South Dallas Cultural Center, a division the City of Dallas Office of Cultural Affairs, which provides instruction and enrichment in the arts with an emphasis on the African contribution to world culture. Steward also founded Fahari Arts Institute in Dallas in 2009 after recognizing a gap in the landscape for local LGBTQ artists of color in Dallas. Fahari Arts Institute celebrates, displays and produces the work of queer artists from the African Diaspora. Steward is a member of the Board of Directors for the National Performance Network/Visual Artists Network and holds leadership and volunteer roles with Next Gen National Arts Network and Abounding Prosperity.

Board Officers	Position
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|----------------------|--|
| • 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
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- | | | | |
|------------------|-------|------|-----------------------------|
| • 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
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- | | | | |
|---------------------------|-------|------|-----------------------------|
| • 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 |

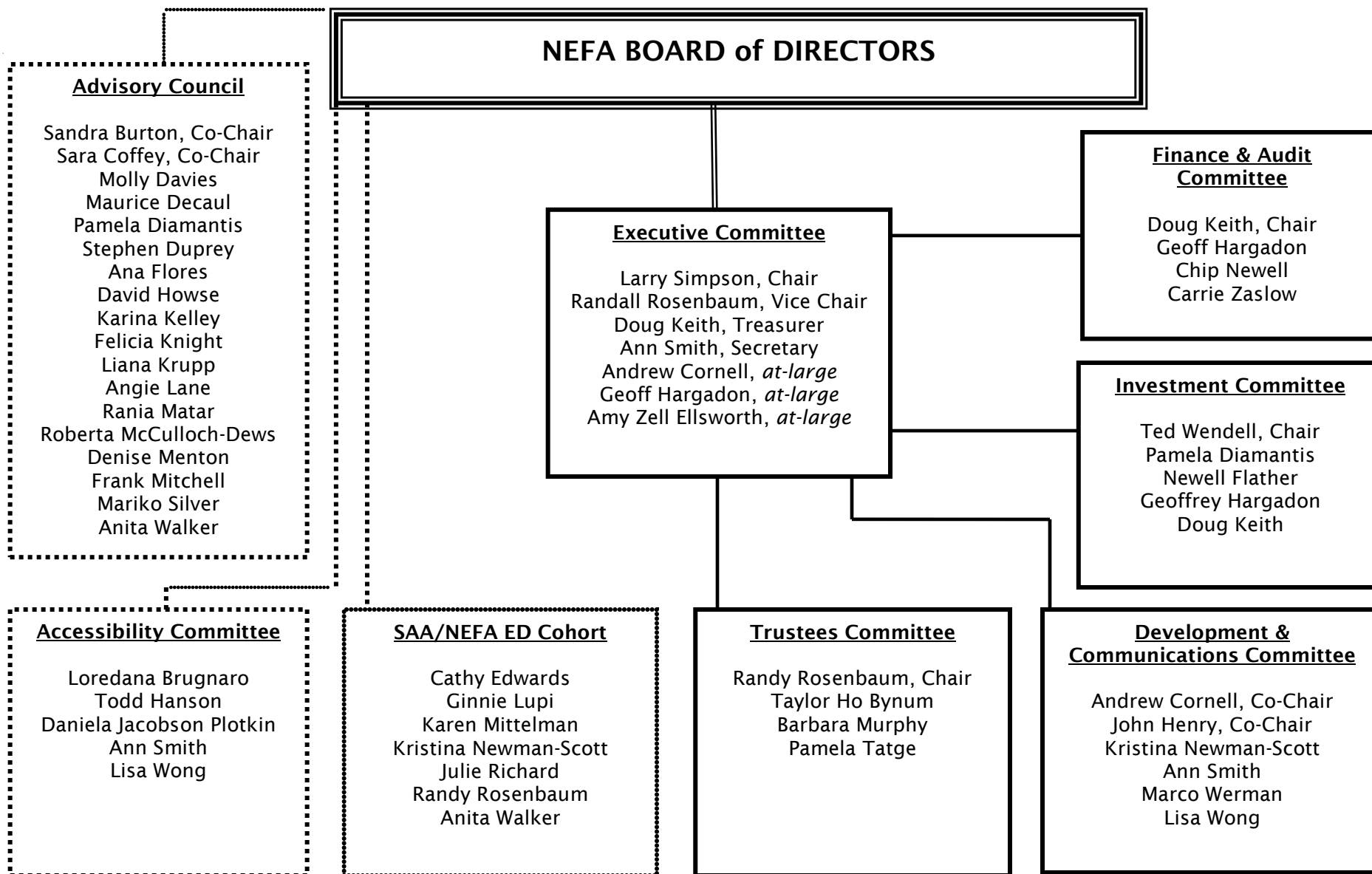
Class of 2020	State	Start Date	Current Term
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- | | | | |
|------------------|-------|------|-----------------------------|
| • Christal Brown | VT | 2017 | 1 st 3-year term |
| • John Henry | MA | 2017 | 1 st 3-year term |
| • Doug Keith | NH/ME | 2014 | 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
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- | | |
|-------------------------|--|
| • 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



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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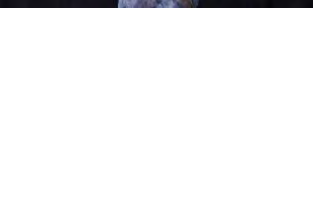
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New England Foundation for the Arts
Organizational Chart

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& ADMINISTRATION
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National Theater Project
Meena Malik

Program Coordinator,
National Dance Project
Kristin Gregory

Grants Coordinator,
National Dance Project
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Program Coordinator,
Creative City
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Jeffrey Filiault

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CreativeGround
Morganna Becker

Program Associate,
National Theater Project
Derek Schwartz

Development Associate
Sarah Kelley

Finance Associate
Janusz Sulanowski

*Daniela Jacobson Plotkin is also NEFA's ADA Coordinator



NEW ENGLAND FOUNDATION FOR THE ARTS

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Conflict of Interest Policy

Revision Adopted by the Board November 6, 2008

In carrying out its mission to fund programs throughout New England and nationally, the New England Foundation for the Arts (NEFA) must avoid any situation in which there is a potential conflict of interest or the appearance of such a conflict with respect to its funding decisions.

A conflict of interest may exist when an individual who is a Principal of NEFA (see page 3 for definitions):

- has a financial or family interest, which may impair his or her independence of judgment;
- receives either directly or indirectly a benefit from a funding decision or as the result of knowledge or information that is confidential to NEFA; or
- is involved in a transaction which is not in the best interest of NEFA.

NEFA Principals have many and varied interests and relationships in the arts community. These interests and relationships are important to the continued effectiveness and vitality of NEFA. Many potential conflicts of interest are and will be deemed to be inconsequential. However, in order to make that determination, NEFA must be informed promptly about any potential conflicts.

NEFA Principals will be asked to complete a conflict of interest disclosure form prior to their first participation in the affairs of NEFA. Thereafter, disclosures must be updated annually at the end of each fiscal year or sooner if changed circumstances require disclosure.

Specific Rules for Grantmaking

NEFA has longstanding and positive relationships with many of the organizations represented by its Principals. NEFA believes it is essential to maintain these relationships while also avoiding situations where a conflict of interest may influence, or appear to influence, NEFA's ability to make fair, objective, and impartial grantmaking decisions. Accordingly, NEFA's grantmaking decisions are made through an independent peer review panel process in accordance with predetermined program guidelines and the following rules:

1. In cases where a NEFA Principal is an interested party in an organization seeking funding through programs administered by NEFA, the NEFA Principal may not represent or lobby on behalf of the organization or proposed project, and proposals and/or applications to NEFA must be signed by the board chair or treasurer of the applicant organization.

2. Applications to NEFA for organizations or activities in which a NEFA Principal is an interested party must include:
 - a complete disclosure of the NEFA Principal's relationship to the applicant organization and/or the specific application in question including family relationships; and
 - a complete disclosure of any payments or other compensation to be made to the NEFA Principal from funds committed to the application or applicant organization by NEFA
3. Reports or documentation required for the final evaluation of any NEFA grant or sponsored event in which a NEFA Principal has taken part, or on behalf of any organization (other than NEFA) with which he/she is affiliated must be signed by the board chair or treasurer of the applicant organization. The NEFA Principal will not represent or lobby on behalf of the organization or funded project.
4. NEFA Principals must absent him/herself (by leaving the room) from discussion of applications for funding, project sponsorship, or applications for any other formal or business relationship between NEFA and any organization in which the Principal is also an interested party, including family relationships.
5. NEFA Principals must abstain from voting on any matter regarding such applications as are listed above.
6. The above rules notwithstanding, it is expected that NEFA Principals will recuse themselves from any discussion and/or voting related to a situation in which there may be a conflict of interest or the appearance of a conflict of interest.

Process and Rulings When a Conflict Exists

The following procedures have been developed for determination of whether a conflict of interest exists, proper action in unusual cases, and exceptions to the rules pertaining to conflict of interest.

As soon as possible after conflict of interest disclosure forms have been submitted, the Chair of the Board must examine the completed forms of all Board members and the Executive Director, and the Executive Director must examine the forms of all other Principals.

- In the case of a conflict disclosed that is immaterial, no further action is required.
- In the case of material but beneficial conflict, the Executive Director should notify the Chair of the Board, and the Chair of the Board should have the Board or other governing committee acknowledge any such conflict as beneficial.
- In case of a material adverse conflict involving the Executive Director or members of the Board of Directors, a vote of the Board will resolve the matter. In any case involving a vote of the Board of Directors, such a vote will be held in accordance with all the applicable provisions of the bylaws of NEFA.

- In case of a material adverse conflict of interest involving staff, advisory panelists, evaluators, and contractual employees, the Executive Director will resolve the matter. Appeals will be heard, or a second opinion given by the Chair of the Board. In the event that the point is still disputed, a vote of the Board of Directors will resolve the question.
- The minutes of the Board of Directors and all committees with board delegated powers shall reflect the content of any discussion pertaining to disclosures of actual or possible conflict of interest, the nature and outcome of the decision-making process, and a record of any votes taken in connection with the proceedings.

Duration of Applicability

- Each NEFA Principal shall adhere to all the above Rules for Grantmaking for a period of one (1) calendar year after the severance of his/her relationship as Principal to NEFA.
- Each NEFA Principal shall adhere to all the above Rules for Grantmaking for a period of one year (1) after the severance of his/her relationship as an interested party in any affiliated applicant, or vendor organizations.

Definitions

NEFA Principals

NEFA Principals will include the following: members of the New England Foundation for the Arts Board of Directors, staff of NEFA, consultants and other contractual employees of NEFA, as defined in the applicable contract.

Interested Parties

Interested Parties will include, but not be limited to, affiliates, applicants, vendors, financial contributors, and family members defined as follows:

Applicants - members of the Board, Trustees, administrators, and other employees of organizations receiving or making application for funding through any program administered by NEFA;

Vendors - members of the Board and any employees of any firm or vendor rendering services or providing goods to NEFA for pay or other compensation;

Financial Contributors - any person making substantial financial contributions to organizations affiliated with, or making application for, any formal relationship with NEFA. Financial contributions are meant to exclude the purchase of tickets or admissions to functions of such organizations;

Family Members - the immediate family members of any NEFA Principal or Interested Party described above. "Immediate family member" will be defined as to include spouse, domestic partner, sibling, parent, child or other household member.



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FY18 Conflict of Interest Disclosure Form

I, the undersigned, hereby state that:

- I have received and reviewed NEFA's Conflict of Interest Policy.
- I understand the NEFA is a charitable organization and must therefore engage primarily in activities which accomplish one or more of its tax-exempt purposes.
- To the best of my knowledge, with the exception of the instances identified below, I am not involved in any activity which constitutes a conflict of interest under the terms of the policy.

☐ No instances of conflict. ☐ Instances of conflict, as listed below:

Further, I agree to notify the Chair of the Board immediately in writing if any situation arises which might constitute a conflict of interest as defined in the policy, for clarification and/or disclosure.

Printed Name

Signature

Date