

TCA Transitional Board Meeting
October 6, 2014 6:30-8:30PM PDT
via GoTo Meeting

AGENDA

- I. Called to Order at 6:32PM PDT
 - A. Present: Johnny Mori, Wisa Uemura, Susan Yuen, Elise Fujimoto, Linda Uyechi, Iris Shiraishi, Alan Okada, Stan Shikuma; ED: Bruce Davis; Committee Chairs: Ben Pachter, Shoji Kameda, Aya Ino, Jon Campbell
 - B. Regrets: Roy, Steve
- II. Approval of September 7, 2014 Minutes - ACTION ITEM (5min)
 - A. [Unanimous approval](#)
- III. Executive Director's Report (Bruce)
 - A. Proposal for Working Committee Consolidation and Reporting
 1. Dissolve, Consolidate, Redirect
 - a) Nonprofit Status Committee has performed its function and can now dissolve as an ongoing committee.
 - (1) Would like to retain the legal advice of the lawyers: Jon Campbell and Natalie Hudson.
 - b) Online Resource Content Committee no longer governing Taiko Source content. Other responsibilities could be folded into Program Committee.
 - c) Leaders' Retreat has done the initial research, could be folded into Program Committee.
 - d) Transition Committee should either dissolve or be reassigned as a Board Development Committee once Board Nomination/Election Process is approved.
 2. Continuing Committees
 - a) Finance and Fundraising should be split.
 - (1) Finance needs to have someone with accounting/business acumen as committee chair (does not have to be the Board Treasurer). Oversees our budgeting process and financial health.
 - (2) Fundraising coordinates all fundraising efforts (grants and donor). Bruce recommends that Sue be committee chair.
 - b) NATC Committee will remain independent due to the size and importance of its work.
 - c) Membership Committee needs to continue and expand. Focusing on retaining and increasing membership.
 - d) Communications Committee will cover both internal and external communication, including PR and social media.
 - e) Tech Resources Committee should continue to monitor the TCA hardware/technology. As it moves forward, would like to move

expertise in-house.

(1) Current focus on hardware, not content.

f) Program Committee should become Program & Services (to include member services).

(1) Possible to have co-chairs or chair/vice-chair to oversee the many levels of activities.

3. Reporting Structure

a) Reporting to both Board and Executive Director: Finance, Fundraising, NATC.

b) Reporting directly to Board: Transition (eventually Board Development Committee)

c) Reporting directly to Executive Director: Communications, Membership, Program (eventually Program and Services), Tech Resources.

4. Comments: Exec Comm will serve as HR Committee until one is formed. Regarding Finance and Fundraising Committees, Treasurer needs to be on Finance committee, can serve on the Fundraising Committee if interested. This is regarding committee structure, not people involved. Hope is to retain volunteers.

5. [Wisa motions to approve the Executive Director's proposal for working committee restructuring; Alan seconds; Unanimous approval.](#)

a) Send out a memo to all-comm@ to explain the need for restructuring.

B. Made a presentation to the California Arts Council as TCA serving as a national music service organization. Received very favorably. Will fund only activities in CA. CAC has just received one-time \$5 million "gift" and needs to spend it.

IV. Committee Reports

A. Finance and Fundraising (Chair: Sue Yuen)

1. Nothing beyond written report.

2. Comment: in future, Board should accept/approve a more formal Financial Report.

a) With an ED, we need a more formal budget approval and tracking process (meeting revenue/expense projections for current year and next).

(1) Monthly on a staff basis, quarterly for Board review.

(2) Once NATC budget is finalized, Committee will be ready to do a more formal financial presentation.

3. Sue proposed acquiring a TCA credit card for quicker expenditure/reimbursement process to Exec Comm.

a) Exec Comm was fine with Bruce acquiring one.

b) Recommended that Exec Comm determine signing authority for Bruce and include a CC or not.

B. NATC (Coordinator: Elise Fujimoto)

1. Three budget scenarios projected will be finalized within a month based on facilities progress (number of spaces and costs).
 - a) All scenarios include an increase in workshop leader fees, travel stipends, still includes lodging - 3 tier system.
 - (1) Optimal scenario: 450 participants, plus 100 observers.
Could be expanded if UNLV facilities are available.
 - b) Increased registration fees balanced by reasonable accommodations: On-campus lodging not currently on table as there are a variety of reasonably priced hotels close to campus. There are restaurants nearby and participants could purchase convenient on-campus meal plans. Nearby transportation hub. Parking charges: \$3 daily, no tickets after 1pm.
 2. Facilities: currently holding 11 workshop spaces, marketplace, opening/closing plenaries, equipment storage, and taiko jam.
 3. Workshops: received 110 submissions from 54 individuals/groups. Will be vetted by Workshop Vetting Committee - Kenny Endo, Mark Rooney, Michelle Fujii, Johnny Mori.
 - a) Review Process: Workshop Vetting Committee (WVC) reviews 25-28 proposals each, WVC posts recommendations to rest of WVC and Coordinator, Coordinator and WVC will determine final selections and balance of content. Notifications will be sensitive to final facilities agreement.
 4. Launch Event in Las Vegas pushed back to November 2. Open to non-LV volunteers as well.
- C. Tech Resources (Chair: Linda Uyechi)
1. Nothing beyond written report.
 2. Future progress to be reported through ED Report.
- D. Online Resource Content (Chair: Ben Pachter)
1. Asano visit video has been uploaded to Taiko Source.
 2. Nothing else beyond written report.
 3. Future progress to be reported through Program Committee/ED Report.
- E. Leaders' Retreat (Chair: Rome Hamner)
1. Nothing beyond written report.
 2. Future progress to be reported through Program Committee/ED Report.
- F. Program (Chair: Elise Fujimoto)
1. Nothing beyond written report.
 2. Future progress to be reported through ED Report.
- G. Nonprofit Status (Chair: Jon Campbell)
1. Mission accomplished. Committee will dissolve.
 2. Unresolved actions: (1) Apply/finish applying as a nonprofit within CA. (2) Determine which states have a solicitation threshold that requires TCA to register outside of CA. There is a uniform application that applies to 36 states plus DC. 3 states that don't accept the uniform. 11 states don't

require charities to register. Jon still working through the list as every state has different thresholds. Will communicate with Bruce.

- H. Communications (Interim Chair: Wisa Uemura)
 - 1. Nothing beyond written report.
- I. Transition (Chair: Shoji Kameda)
 - 1. Please send comments regarding TCA Board Nomination/Election Process directly to shoji@onensemble.org.
 - 2. Desire to approve at next Board meeting.
 - 3. Timeline deleted as it was no longer realistic. Looking to have new Board members in place by NATC. Once process is approved then it will take 4-5 months for elections to take place.
 - 4. Alternatives to membership voting being considered. Thresholds for membership voting would be (1) if electronic voting is legal in CA and (2) finding a suitable electronic voting system.
- J. Membership (Chair: Aya Ino)
 - 1. Collection process going smoothly now.
 - a) To collect remaining 50% a reminder email will be going out tonight/tomorrow.
 - b) Goal is to collect 80% of pledges.
 - c) Moving forward as a membership based organization will require more volunteer-power (SalesForce, drafting solicitations, acknowledgement and fulfillment, etc).
 - 2. Need volunteers for annual TaikoThon planning and implementation.
- V. Old Business
 - A. Update Delegation of Fiscal Authority
 - 1. Revision tabled to next month's meeting - until working committee consolidation is put into action and NATC/TCA budget projections finalized.
 - a) Exec Comm to generate a proposal for discussion/approval at November meeting.
 - b) Definitely include Bruce at equivalent to Exec Comm.
 - (1) Consider credit card application and statement review process.
 - c) Discussion to remove signature authority (to approve budgeted expenditures) from Working Committee Chairs.
 - (1) Board leaning towards removing signature authority from WC Chairs and have all requests go through Bruce.
 - B. Discussion whether NATC coordinator should be a Board member (ex-officio or not).
 - 1. Elise recuses herself.
 - 2. Board recommends that Elise resign to avoid potential conflict of interest.
 - a) Asks that she still attend Board meetings as NATC Coordinator
 - 3. Elise agrees and will send a formal resignation.

- VI. New Business
- VII. Action Items
 - A. Board members to review Nominations/Elections Process so we can vote at next meeting.
 - B. Fundraising Committee will brainstorm a list of prospective sponsors/contacts for NATC. Board members to review and add contacts when necessary.
- VIII. Announcements
 - A. Next Board Meeting: Friday, November 7 at 6:30-8:30pm PST
 - 1. Regrets: Linda (late), Steve
 - B. Decision whether TCA Board will meet on Wednesday December 3 or Sunday December 7, or Monday December 8 (during New Member Pledge Drive and holidays) - tabled.
- IX. Adjourned at 8:35PM PDT.

Minutes approved at November 7, 2014 meeting.

Finance & Fundraising

- Bank accounts happier because of September collections (about 50% collected so far)
 - Union Bank Checking \$25,159.95
 - PayPal \$27,860.10
- Prepping to reorganize pending approval of Bruce's new committee structure
- Awaiting 2013 financial report and 2014 YTD from Vera Gert (book-keeper). Regular financial reporting going forward. More important now as expenses start rolling.
- Budget process for 2015 will begin at our next meeting, after NATC budget is finalized. Expect board vote on 2015 budget at Dec meeting.
- Fundraising strategy being coordinated with NATC committee. To include:
 - Grants: limited - kind of late for June - other future TCA projects or general operating expenses more likely.
 - Corporate Sponsors: benefits to include marketplace booths, ads, etc - recruited Yoko Okano to lead this.
 - Individual Donations: Just an extra line on registration form -- not a hard push b/c membership drive simultaneous.

NATC

- Bruce, Elise and Sue met to create 3 budget scenarios, all of which are "do-able". Presented to Exec Comm. Detailed budget will be provided once we select a scenario.
 - Things to Note:
 - All scenarios involve a realistic portion of revenue from contributed sources (grants, corporate, individuals).
 - All scenarios include an increased, 3-tier system for paying workshop leaders, housing for all leaders, and travel stipends for tier 1 and 2 leaders.

- STI is budgeted into all 3 scenarios (pays for itself)
- **Scenario 1:** 450 participants, 100 observers, with Taiko Jam
Regular Registration fee: \$325 (charter/early price), late price TBD
Observer fee: \$100 (charter/early price), late price TBD
This is the ideal case, and the minimum participants needed to balance. Any additional participants will produce a profit.
- **Scenario 2:** 450 participants, 100 observers, without Taiko Jam
Registration fees raised \$25
We go to this case if we determine that Taiko Jam will not be able to produce enough revenue (because of difficulty of drawing a local audience)
- **Scenario 3:** 300 participants, 66 observers, with Taiko Jam
Registration fees raised another \$25.
We go to this case if we are unable to get any more classrooms at UNLV. We would need to cap attendance at 300 and charge more.

Tech Resources

No meeting in September. Next meeting: Oct. 27, 7 p.m.

SalesForce

- Jesse Unick handled manual component of membership dues collection.
- Sue, Peter, Elise, Jesse met with John Morada. High points from meeting notes Sue shared:
 - John urged TCA to think about the end-product reports needed (for decision-making and operations), and make sure that whatever system(s) we choose can easily produce that report, without needing to manipulate the data outside of the program. Elise will mock-up the types of lists and reports that she'll need to run for NATC.
 - The front-runner candidate for NATC registration is a company that Jesse identified called eTouches. At first glance, it can do a lot of the functions that we need for workshop selection, including countdown of seats, waiting lists, etc. Cost is \$6 per participant, which will add up to almost \$5k. If we select this, it would need to be added to the budget. It does integrate with Salesforce, but it is unclear how much information will get sync'd between the systems. Jesse and Elise are setting up a "mock conference" with a trial account, and we can pretend to register. Alternative is EventBrite.
 - Discussed the issue of "self-service" updates, and John said that Salesforce's "Customer Portal" -- now called "Communities" -- is what allows users to directly interact with their data. But it's expensive. We didn't get too far into other alternatives.
 - John suggested a security review. Peter will discuss with Linda.
- NATC
 - need conference registration system in place by November. Elise comparing eTouches and EventBrite (see above).

- need content moved from old NATC site to new site.

Admin

- Review AWS accounts; investigate more sophisticated monitoring tools for AWS (e.g., Nagios).
- Started documenting Sales Force structure.

Other

- Peter implementing some group data on Taiko Mapping Project with neo4j.

Online Resource Content

- Membership: No changes
- Unable to find meeting day/time that works for everyone. Rather, e-mail “reports” submitted
 - No updates on any front :P

Leaders’ Retreat

- Reviewing facilitator suggestions and checking on availability/price
 - If you want to suggest a facilitator, please email rome@tucsontaiko.org
- Will have short list of facilitator suggestions and recommended honorees at November board meeting
 - If you’d like to suggest honorees, please email rome@tucsontaiko.org

Program

- Membership: No changes
- Did not meet this month.
- Committee members have been working on:
 - Event list of festivals in Japan (Ai Matsuda and Ben Pachter)
 - Site visit to LATI (Ben Pachter)

Nonprofit Status: no longer active as a committee. Hoping to retain Jon Campbell and Natalie Hudson as legal advisors.

Communications

Communicating via email

- Membership: no changes
- Website - Elise, Wisa
 - Posted August Board meeting minutes
 - Posted 501c3 status and updated FAQ page
- Social Media - Jacob, Elise, Jane, Brian, Chelsey, Terry, Meg
 - Need to be in better touch with Jesse to create buzz around pledge collections
- E-Newsletter - Jane, Wisa, Wanda
 - September newsletter included: 501c3 status, pledge collection progress, NATC Updates/Coordinator announcement, NATC workshop solicitation, community

- events.
- October newsletter to go out on 16th: pledge collection update, NATC update, committee consolidation (of ready), committee events
- TCA Branding
 - No progress on this yet as we would like to have ED input.

Transition

Met with Bruce.

- Decided that an electronic voting process is necessary to make membership elections possible. Currently exploring options and whether electronic voting is legal in California.
- Nomination and Election Process document shared with the board for review and comment.

Membership

- 50% pledges collected - reminder email to be sent this week
- Running behind on original timeline because understaffed - aiming to get Membership cards ordered, designed, and set with acknowledgement before November 1st deadline for NATC registration
- Honorary Memberships: preliminary list with Leadership Retreat Committee.