

**Present:** Pablo Sanchez, Katie Dowling-Marcus, Joe Sensenbrenner, John Surdyk, Betty Custer, Roberta Gassman, Missy Tracy, Dianne Christensen, Charlie Saeman, Linda Baldwin O’Hern, Julie Marriott, Jonathan Lipp, Telisa Yancy, John Grande, Ana Hooker, Anna Burish, Hanah Taylor, Greg Dombrowski (call-in)

**Absent:** Bryan Chan, Mike Verveer, Laura Peck, Shawn Guse, Daniel Kuehn, Jeff Mack

**Staff:** Sandra Gajic, Chris Vogel, Lex Poppens, Ed Holmes, Jacquie Goetz, Matt Beckler, Emily Gruenewald, Iva Ugrcic

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**Action Items:**

1. Distribute the:
  - a. Nomination Form to the entire Board and senior staff – Ugrcic
  - b. Give-Get-Do Form to the entire Board – Ugrcic
  - c. Overture Board Gap Analysis (google sheet link) to the entire Board – Ugrcic
2. Board Meeting Frequency and Length – action item for the June Board meeting

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**Call to Order**

The meeting was called to order on a Custer/Sensenbrenner motion at 4PM. A quorum was present.

**Consent Agenda approval**

The consent agenda was approved on a Custer/Sensenbrenner motion. Motion passed on a voice vote. All in favor.

- Minutes of April 23<sup>rd</sup>, 2019
- Chair’s Report
- President’s Report

**Special Board Discussion**

**Board Giving**

A reminder that the fiscal year is ending in a month which is the timeframe to acknowledge Board giving.

**Board Meeting Frequency and Length**

Discussion about having fewer but longer Board meetings. Majority of the Board feels that this might be more productive way of operating and leading the organization. Ideas:

- Every other month, 4-6PM
- Getting down to 6-7 meetings with ad-hoc meetings as needed
- Electronic voting if there is critical decision making involved
- Create Today will address the issue of the length and number of meetings – this will be in Overture by-laws
- If there is no need for an already scheduled meeting, it can be canceled
- This discussion should be an action item for the June Board meeting

Vice Chair - Joe Sensenbrenner back as Vice Chair until September

- Ana Hooker has stepped down as a Vice Chair and Joes Sensenbrenner will step in until September when Pablo Sanchez take over pending following the nomination process.
- Ana Burish will step in as the Co-Chair of the Equity and Innovation Committee together with Dierdre Garton as Co-Chair.

Custer/Grande motion to approve Joe Sensenbrenner's role as Vice Chair while still holding the position of the Secretary. Motion passed on a voice vote. All in favor.

### **Closed Session**

Custer/Burish motion to move into the closed session based on Article III, Sec. 4 of the By Laws of Overture Center Foundation, the board may go into executive session to discuss these agenda items for consideration of matters in which private personal financial information may be at issue, or for consideration of matters related to business activities which, if discussed publicly, could adversely affect the business of Overture or negotiations or strategy; to judicial proceedings and consultation with counsel regarding the same.

**Governance Committee Report** - Charlie Saeman, Governance Chair  
Board nominations

**Finance Committee Report** - John Surdyk, Finance Chair and Chris Vogel, CFO  
April Financial Statements

**Development Committee report** - Katie Dowling Marcus, Development Chair

**Marketing Committee report** - Bryan Chan, Marketing Co-Chair

**Executive Session** - Betty Harris Custer, Chair

Custer/Sensenbrenner motion to move into executive session. Motion passed on a voice vote. All in favor.

### **Adjourn**

Meeting adjourned at 5:30 PM.