

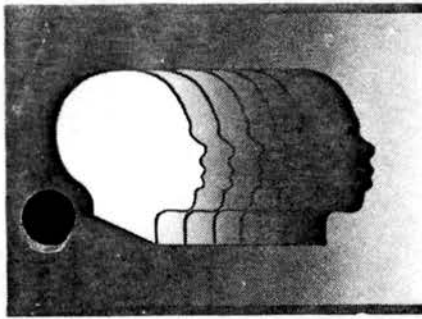


## [Theater Records](#)

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March 10, 1993  
Board of Directors



# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy *Founder / Artistic Director*

*Managing Director* Maurine D. Knighton

## The Company

Lou Bellamy  
Terry Bellamy  
Horace Bond  
Benny S. Cannon  
Joe Carter  
Dara Ceaser  
James Craven  
Edna Duncan  
Hassan Al-Amin  
Abdul Salaam El Razzac  
Denise Ellis  
Kathryn Gagnon  
W.J.E. Hammer  
Seitu Ken Jones  
Beverly Mahto  
Tia Mann-Evans  
Marion McClinton  
Otis Montgomery  
Claude Purdy  
Rebecca Rice  
Bruce Thompson  
Richard D. Thompson  
Lewis Whitlock, III  
James A. Williams  
August Wilson  
M. Winchell

## Board of Directors

Cassius Ellis, M.D.,  
*Chairman*  
James C. Adams  
James Bransford  
James Carufel  
Phyllis Harvin  
Ezell Jones  
Kathleen Kingman  
Judge LaJune Lange  
Reuben Larson  
John Milton, M.D.  
Janet Morgan  
Mary Thornton Phillips, Ph.D.  
Janice Plimpton  
David Taylor, Ph.D.  
Janabelle Taylor  
Wilbur Thomas  
Stewart Widdess

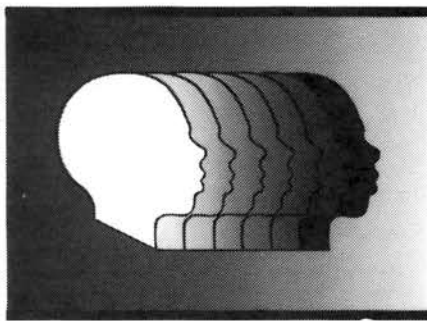
## Board of Advisors

Ervin P. Dixon  
Edward L. Duren, Jr.  
Dr. Clarence Jackson  
Denise Johnson  
Reatha Clark King  
Archibald I. Leyasmeyer  
Hazel O'Leary  
Mayor James Scheibel  
David Spears  
John Warder  
August Wilson  
John Wright, Ph.D.

MEETING OF THE BOARD OF DIRECTORS  
Wednesday, March 10, 1993, 4:30 p.m.  
Hallie Q. Brown Library

## Agenda

- I. Call to Order
- II. Reading and Approval of Minutes
- III. Committee Reports
  - A. Program - David Taylor
  - B. Business and Finance - Jim Carufel
  - C. Marketing - Stew Widdess
  - D. Resource - Terry Hoffman
  - E. Facilities - Janet Morgan
  - F. Separation - LaJune Lange
  - G. Personnel - Reuben Larson
- IV. Artistic Director's Report
- V. Managing Director's Report
- VI. Unfinished Business
- VII. New Business
- VIII. Adjournment



# PENUMBRA

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### MEMORANDUM

TO: Board of Directors

FROM: Maurine D. Knighton *mdk*

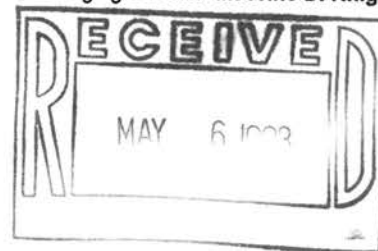
RE: JUNE BOARD MEETING

DATE: April 30, 1993

Please be advised that there will be a special meeting of Penumbra Theatre Company's Board of Directors on Wednesday, June 9, 1993, at 4:30 p.m. in the Hallie Q. Brown Library. This meeting will take the place of the regularly scheduled meeting of the Executive Committee.

This meeting has been called in order to resolve key issues before the end of the current fiscal year; namely, the 1993-'94 budget, the employee handbook, and board policies. An agenda will be forwarded to you two weeks prior to the meeting.

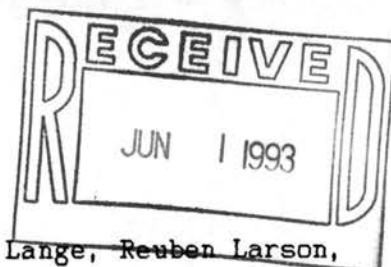
Someone from our office will call you to find out whether you will attend. In the meantime, please feel free to call me with any questions or concerns.





May 12, 1993  
Board of Directors

PENUMBRA THEATRE COMPANY  
Board of Directors Meeting  
May 12, 1993



Board Members present:

Jim Adams, Jim Bransford, Terry Hoffman, Kathy Kingman, LaJune Lange, ~~Reuben Larson~~, Janet Morgan, Jan Plimpton, David Taylor, Janabelle Taylor

Board Members absent:

Jim Carufel, Cassius Ellis, Ezell Jones, Wilbur Thomas, Stew Widdess

Staff Members present:

Chrys Carroll, Sue Cook, Marlene Cooper, Maurine Knight

Special Guest:

Susan Pollonais

CALL TO ORDER

Chair Taylor convened the meeting at 4:40 PM. Maurine Carroll, Penumbra's new Administrative Assistant.

PROGRAM COMMITTEE, Maurine Knighton

Maurine and Joe Kingman met with Sue Stevens, Stevens Group, who specializes in management assistance, etc., for non-profits. Sue also heads up MN Nonprofit Assistance Fund, which lent PTC \$150,000 in May 1992. She is thoroughly familiar with the local and national funding scenes and has a stellar reputation. Maurine would like Sue's help in refocusing our efforts, honing in on two or three things we want to do and then doing them. Because of limited resources, we can do only so many things well. We need to look at staffing patterns, among other things. Maurine put Sue's name forward to shepherd the process and is waiting now for cost estimates, timelines, etc. Sue also may be able to help us secure money to cover her costs. Maurine's suggested timeline is early fall, and she wants the process to be of short duration. Reuben Larson would like to be part of this process.

BUSINESS AND FINANCE COMMITTEE

Sue Cook said the committee is looking for a meeting date agreeable to all members so they can look hard at the year-end numbers and get the 1993-94 budget ready for the June Board meeting. Maurine said that we have a long shot at breaking even, given the trend of tickets sales at this time, but more likely we will end the year with a deficit of \$5,000 to \$10,000. Janet Morgan asked that Sue break out off-site rental expenses, which Sue agreed to do.

MARKETING COMMITTEE, Marlene Cooper

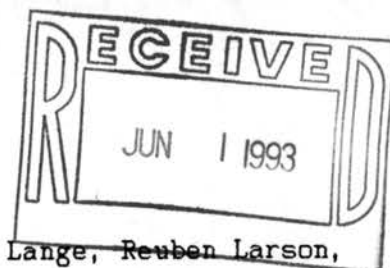
Piano Lesson ticket sales are only \$8,600 short of our \$58,000 goal. The staff anticipates reaching goal by 5/24/93 and is contemplating a two-week extension of the run. Marlene reviewed the aggressive print, radio and TV marketing underway.

Subscription renewals for the new campaign have reached 44%. Renewals have not come in as fast as expected but are steady. Brochures are being sent to potential subscribers using Guthrie and Black Nativity lists. Brochures for five plays are being sent to last year's four-play subscribers.

In response to a question from Jim Bransford, Maurine said that we will use paid telemarketers in the future rather than leaning heavily on a few Board members.

APPROVAL OF MINUTES, David Taylor

PENUMBRA THEATRE COMPANY  
Board of Directors Meeting  
May 12, 1993



Board Members present:

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Board Members absent:

Jim Carufel, Cassius Ellis, Ezell Jones, Wilbur Thomas, Stew Widdess

Staff Members present:

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APPROVAL OF MINUTES, David Taylor



The minutes of the 3/10/93 Board meeting were approved as mailed.

#### RESOURCE COMMITTEE, Jan Plimpton

This committee continues to pursue methods of raising money from corporations. The process is moving slowly but surely and will impact the 1993-94 fiscal year more than 1992-93.

Maurine attended a Honeywell meeting during which they examined their contributions to the arts community in the Twin Cities and elsewhere. Maurine reported that they will most likely continue to fund the arts. Although she doesn't know when they will make their decisions (three or four months?), she is 95% sure that Penumbra will be included. LaJune Lange has a contact at Honeywell and offered to help solicit that company.

Jim Bransford reiterated his suggestion to approach places like Schmitt Music, Yamaha and other companies which owe their existence to the arts.

David Taylor wondered whether we could continue to have successful seasons year after year, saying that even in the arts there is a diminishing return over a period of time. Maurine suggested that we are not an "average" arts organization and have not as yet come close to tapping our full potential. She said that it will take at least two more years to recognize where bottom is. Jan Plimpton pointed that we are educating funders that we are no longer a \$350,000 organization but have grown to \$1,000,000+ and need correspondingly increased funding. Jim Adams said that as we gear up fund raising we should consider creating an endowment fund as something to fall back on.

Maurine noted that 1992-93 ticket sales (to date) of \$623,179 are \$396,695 over 1991-92 sales of \$226,484.

#### FACILITIES, Janet Morgan

Jim Adams and Janet have investigated three options: (1) staying where we are, (2) joining the Unidale project or (3) joining the Cultural Corridor. Their conclusion: explore expansion of this facility (Lou's choice as well). Janet has set up a 5:30 PM 5/19/93 date at PTC with Councilman Bill Wilson to discuss Park Board variances for on-site expansion. Jim Adams, Maurine and David Taylor will also try to attend this meeting. Jan Plimpton urged including Bob Porter of the neighborhood association in the variance process.

#### PERSONNEL, Reuben Larson

The employee handbook will go to press soon. One part will have to be refined -- II, 4) Performance Evaluations. LaJune Lange moved and Jim Bransford seconded that the employee handbook be approved. Motion carried unanimously.

#### SEPARATION, Maurine Knighton

Since the last full Board meeting, PTC's and Hallie Q's ad hoc separation committees met. Hallie Q's committee recommended that their Board accept our terms. PTC agrees to pay HQB a total of \$76,000 with terms as follows:

- . Execution of a final separation agreement to be dated 7/2/93, setting forth payment terms;
- . One \$10,000 lump sum payment to be made to Hallie Q. Brown Community Center in July 1993;
- . Quarterly installments of an amount equivalent to at least 2% of ticket sales for mainstage shows for the next 36 months, with the first payment 10/1/93 and

- following payments each three months thereafter;
- No interest on the principal will accrue or be paid;
- The entire balance of \$76,000 will be paid no later than 7/2/96.

Penumbra will make every effort to pay in excess of the above-mentioned quarterly installments whenever possible, in order to expedite the repayment process.

#### BOARD POLICIES, Maurine Knighton

Phyllis Harvin is continuing to work on Board policies, using Artspace Board policies as a model from which to work. She will provide Maurine with written materials no later than early next week. This will be an action item at the June Board meeting.

#### BOARD NOMINATIONS, Maurine Knighton

LaJune Lange moved and Terry Hoffman seconded that Susan Pollonais and Ken Hallberg be nominated for Board membership. (Susan left the room for this part of the meeting.) Motion carried unanimously. In addition, three other people will be considered for membership at a future date: Kathleen Hill, ATT; Rosalyn Otieno, attorney with Rider, Bennett, Egan & Arundel; Jacqui Shoholm, City of Saint Paul. Jim Bransford also put forth the name of attorney Kenneth Saffold.

#### FALL RETREAT, David Taylor

David proposed that we continue the tradition of retreats. Several prospective retreat sites were suggested including Dayton's, Wilder Forest, 3M and Hennepin County Government Center.

#### MANAGING DIRECTOR'S REPORT, Maurine Knighton

Because Brigitte Parenteau will discontinue working with PTC after this month, Maurine is searching for a new marketing director. She has established an application deadline of June 15 and wishes to fill the position as soon as possible.

Maurine was in New York last weekend. She spent time at Crossroads Theatre, attended a staged reading of Talking Bones and an Urban Bush Women performance, put out feelers for a marketing director, and met with Shay Youngblood, Laurie Carlos and Robbie McCauley.

The playwrights' symposium has been rescheduled for May 3-7, 1994, which will coincide with the opening of Two Trains Running. Maurine is meeting with a woman who does marketing/special events and may invite her to head up this project. General Mills and ATT maintain their commitment of financial support, and KTCA will do a documentary of the project. PTC has received confirmation from many of the playwrights for the rescheduled symposium.

#### 6/9/93 BOARD MEETING

LaJune Lange suggested that the June meeting be moved to 6:00 PM so we could have a Board night with a catered meal and attend Piano Lesson. Maurine said that Hallie Q. has bought out the house that night and will investigate another date.

There being no further business, Chair Taylor adjourned the meeting at 6:10 PM.

Respectfully submitted,

*Kathleen Kingman*

Kathleen Kingman, Secretary



**PENUMBRA THEATRE  
COMPANY  
BOARD OF DIRECTORS  
COMMITTEE ASSIGNMENTS**

**STANDING COMMITTEES**

**Business and Finance**

**Chair: Jim Carufel**

**Committee Members: Jan Plimpton, Wilbur Thomas and Jim Adams.**

**Meeting times: Noon on Friday after third Thursday.**

**Marketing**

**Chair: Stew Widdess**

**Committee Members: John Milton, Phyllis Harvin and Janabelle Taylor.**

**Meeting times: to be determined.**

**Program**

**Chair: David Taylor**

**Committee Member: Jim Bransford.**

**Meeting times: to be determined.**

**Resource**

**Chair: Jan Plimpton**

**Committee Members: Terry Hoffman, Joe Kingman and Susan Pollonais.**

**Meeting times: to be determined.**

**AD HOC COMMITTEES**

**Facilities**

**Chair: Janet Morgan**

**Committee Members: LaJune Lange and Jim Adams.**

**Meeting times: to be determined.**

**Personnel**

**Chair: Reuben Larson.**

**Meeting times: to be determined.**

**Separation**

**Chair: LaJune Lange**

**Committee Members: David Taylor, Jim Carufel and Jan Plimpton.**

**Meeting times: to be determined.**

**5/19/93**

# PENUMBRA THEATRE COMPANY

## BOARD OF DIRECTORS

### 1993

James C. Adams  
VP of Property Investment  
ST. Paul Companies  
385 Washington Street  
St. Paul, MN 55102  
221-8429 (W)  
223-2124 (Fax)  
222-1876 (H)

James Bransford  
Director, Excelsior Project  
Mill Place  
111 3rd Avenue S Suite 110  
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339-3787 (W)  
823-0801 (H)

James Carufel, Treasurer  
Senior Vice President/CFO  
KTCA  
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229-1282 (Fax)  
458-3457 (H)

Cassius Ellis, MD  
2900 Xenwood Avenue S  
St. Louis Park, MN 55416  
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520-1565 (Fax)  
925-1273 (H)

Ken W. Hallberg  
Manufacturing Director  
3M Safety and Security  
Systems Division  
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736-2298 (Fax)

Phyllis Harvin  
General Manager - St. Paul  
U.S. West  
70 W 4th Street #13B  
St. Paul, MN 55102  
221-6242 (W)  
222-6276 (Fax)  
546-1600 (H)

Terry Hoffman  
378-C Summit Avenue  
St. Paul, MN 55102  
222-0732 (H)

Ezell Jones  
President and CEO  
Premier RiskTech Services  
4500 Park Glen Road Ste. 120  
St. Louis Park, MN 55416  
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922-3010 (Fax)

Kathleen Kingman, Secretary  
641 Summit Avenue  
St. Paul, MN 55105  
227-3348 (H)

Judge LaJune Lange  
Forth Judicial District  
Hennepin County Gov't Ctr.  
Courtroom 959, 300 S 6th St.  
Minneapolis, MN 55487  
348-5474 (W)  
348-2131 (Fax)  
377-9171 (H)

Reuben A. Larson  
Principal Consultant  
Reuben A. Larson and Associates  
Joshua L. Taylor Bldg.  
3394 Lake Elmo Avenue N  
Lake Elmo, MN 55042-0057  
770-7157 (W)  
777-7191 (H)

John Milton  
Vice President, Planning & Strategic  
Management  
North Memorial Medical Center  
3300 Oakdale Avenue N  
Robbinsdale, MN 55422  
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520-1564 (Fax)  
649-0748 (H)

Janet Morgan  
Supervisor, Lab Administrative  
Services  
Park Nicollet Medical Center  
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St. Louis Park, MN 55416  
927-3270 (W)  
927-3272 (Fax)  
472-5364 (H)

Susan G. Pollonais  
Gas Regulatory Consultant  
Northern States Power Co.  
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St. Paul, MN 55117  
292-9055 (H)

Janice Plimpton  
Manager, Real Estate Development  
ArtSpace  
400 1st Avenue N Suite 518  
Minneapolis, MN 55401  
339-4372 (W)  
349-2985 (Fax)  
339-8346 (H)

Dr. David Taylor, Chairman  
Dean, General College  
University of Minnesota  
109 Appleby Hall  
128 Pleasant Avenue SE  
Minneapolis, MN 55455  
625-6885 (W)  
626-7848 (Fax)  
540-0247 (H)

H. Janabelle Taylor  
1354 Thomas Avenue  
St. Paul, MN 55104  
644-7346 (H)

Wilbur Thomas  
Manager, St. Paul Medical Ctr.  
Group Health Inc.  
205 S Wabasha  
St. Paul, MN 55107  
293-8294 (W)  
293-1806 (Fax)

Stewart Widdess  
Senior Vice President, Marketing  
Dayton's Department Stores  
700 on the Mall, 11 Floor  
Minneapolis, MN 55402  
375-3124 (W)  
375-3414 (Fax)  
433-5487 (H)

**PENUMBRA THEATRE COMPANY, INC.**

Policies of the  
**BOARD OF DIRECTORS**

# PENUMBRA THEATRE COMPANY, INC.

## Policies of the Board of Directors

*These policies are based on the concept of maximum discretionary authority for the Executive Director. Unless prohibited, the Executive Director has authority to undertake any activity in keeping with the approved priorities of Penumbra Theatre Company, Inc.*

**These policies replace and codify any and all policies previously adopted by the Board of Directors.**

### POLICIES OF DESIRED OUTCOMES

**Mission  
Priorities**

### POLICIES ON EXECUTIVE PERFORMANCE

**Financial Authority  
Financial Reserves  
Capitalization and Liquidation  
Employee Treatment  
Compensation and Benefits  
Executive Responsibility**

### POLICIES ON BOARD GOVERNANCE

**Member Responsibility  
Board Responsibility  
Governance  
Code of Conduct  
Monitoring Executive Performance  
Financial & Managerial Mechanisms  
Fiscal Agency Policies  
Orientation for New Board Members  
Roles and Responsibilities**

**PENUMBRA THEATRE COMPANY, INC.**  
Policies of the Board of Directors

**MISSION**  
Adopted 19 April 1988

*The Following is the MISSION of Penumbra Theatre Company, Inc.*

The mission of Penumbra Theatre Company, Inc. is to present artistically excellent productions that address the African-American experience.



# PENUMBRA THEATRE COMPANY, INC.

Policies of the Board of Directors

## **GOALS**

Adopted 21 May 1993

*The following are the goals of Penumbra Theatre Company, Inc (herein described as "Penumbra").*

1. Creating art which respectfully and accurately reflects the richness, diversity and reality of the African-American experience;
2. Providing an opportunity for African- and non-African-Americans to observe, acknowledge, learn and celebrate this experience; and,
3. Providing meaningful employment opportunities for Black artists.

Penumbra achieves its mission by presenting plays that are entertaining, educational and relevant to the issues facing the Black community and the community at large. As a result, Penumbra takes deliberate risks that are sometimes controversial.

Penumbra is governed by a 20-member volunteer board of directors which is responsible for setting policy for the organization. These directors include key business and community leaders from throughout the Twin Cities. Artistic Director Lou Bellamy is Penumbra's chief executive; Managing Director Maurine Knighton oversees the organization's day-to-day operations. Penumbra employs a total of 11 FTE staff.

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# PENUMBRA THEATRE COMPANY, INC.

Policies of the Board of Directors

## **FINANCIAL RESERVES**

Adopted 15 March 1988

*The Executive Director's authority, with respect to financial reserves and credit, is limited as follows:*

### General Financial Reserves

The executive Director shall operate with a planned general financial reserve on hand at all times equal to three months of operating expenses. Quarterly, the excess of all unspecified or general operating income over expenses will be allocated to this general reserve. Utilization of the reserve will be pursuant to the policies under the Executive Director's Financial Authority. The general financial reserve may be greater or less than three months of operating expenses with prior approval of the Board. Maintenance of the reserve is to be part of the annual performance review of the Executive Director.

### Project Financial Reserves

The Executive Director shall place all designated funds received by Penumbra. in the project reserve. The Executive Director has the authority to utilize funds in the project reserve consistent with the budget approved by the granting agency or individual, and the annual budget approved by the Board of Directors. Interest from the project reserve will be treated as general operating support. However, no other funds in or from the project reserve may be treated in this manner without prior authorization of the granting agency or individual, and the Board of Directors.

## PENUMBRA THEATRE COMPANY, INC.

Policies of the Board of Directors

### **FINANCIAL AUTHORITY**

Adopted 15 March 1988

*In conducting the business of Penumbra Theatre Company, Inc. (herein described as "Penumbra"), with regard to financial planning and management, The Executive Director shall:*

1. Operate with a document plan of receipts and expenditures in sufficient detail to allow prudent management of funds, as approved by the Board of Directors and subject to audit.
2. Expend in any fiscal year only those funds that are received. Any reduction of capital reserves in excess of limits established by the Board of Directors in the Financial Reserves policy shall require prior approval of the Board of Directors.
3. Adher to generally accepted accounting procedures and shall justify revenue projections for a fiscal year through conservative, burden-of-proof forecasting;
4. Ensure that the budget is in keeping with the Board's long range priorities and objectives;
5. Have authority to expend no more than \$1000 on any item without the co-signature of the President, President-elect, Treasurer or one other designated board member. Amounts under \$1000 can be expended without co-signature but are subject to audit and normal reporting procedures.
6. Have Authority to enter into contracts or other agreements in excess of \$1,000 per contract or not to exceed \$5,000 in the aggregate that exceed the time period of the approved budget only after prior approval from the Board of Directors;
7. May utilize lines of credit maintained by Penumbra, only after prior approval of the Board of Directors.
8. Shall operate prudently in risk and return with respect to invested funds.

**PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

**CAPITALIZATION AND LIQUIDATION**

Adopted 15 March 1988

*The Executive Director, with respect to the purchase or liquidation of capital assets, shall:*

Have the authority to purchase or liquidate capital assets valued at or over \$500, with approval of the Board of Directors. The Executive Director has the authority, however, to purchase or liquidate capital assets of any value, without separate Board action, if the purchase or liquidation of assets is provided for in a previously Board approved general operating or project budget.



**PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

**EMPLOYEE TREATMENT**

Adopted 15 March 1988

The Executive Director's authority, with respect to the treatment of paid and volunteer staff, is limited as follows:

1. The employment of the Executive Director is at the will of the Board of Directors;
2. All other employment is at the will of the Executive Director;
3. The Executive Director is responsible for creating and maintaining a work environment and work force within the organization that promotes the fulfillment of Penumbra priorities and objectives.

page 2, COMPENSATION AND BENEFITS

- \* allow any employee to lose any benefit already accrued from any foregoing plan;
- \* be instituted without prior Board approval.

## **PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

### **EXECUTIVE RESPONSIBILITY**

Adopted 15 March 1988

Revised 19 June 1990

The Executive Director, with respect to fulfillment of the established priorities of the Board of Directors, shall:

1. Take actions that always adhere to conditions incurred under all contract, grants and other binding agreements into which Penumbra has duly entered;
2. Create and maintain community relations that are appropriate to the fulfillment of Penumbra mission, objectives and priorities.
3. Not enter into, or permit any staff person to enter into, any situation that produces a possible conflict of interest or the appearance of a conflict of interest or bias for or against a particular organization, action or policy when such organization, action or policy is under consideration by, utilized by or in association with Penumbra. The Executive Director, furthermore, will completely disclose, and cause staff to disclose, and connections, no matter how remote, with any such organization, action or policy.
4. Take all necessary actions that carry out the directives of the Board, fulfilling its priorities, and demonstrate overall administration of Penumbra.
5. Monitor all activities of Penumbra and report to the Board in a regular fashion to be determined with the President and to include all implications of Penumbra, especially potential financial and liability issues.

## **PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

### **BOARD OF DIRECTORS RESPONSIBILITY**

Adopted 17 May 1988

Revised 19 June 1990

Members of the Board of Directors will:

1. Commit to serve on the Board for a period of three years. A director may serve up to two consecutive three-year terms.
2. Attend six Board meetings per year and one annual Board Planning Retreat. If a member misses more than three consecutive meetings in a year without approval from the President of the Board, that member shall automatically resign from the Board.
3. Participate on at least one committee of the Board.
4. Serve on task forces related to Penumbra initiatives, as needed.
5. Make an annual financial contribution, recognizing that the amount of the contribution is not as important as 100% participation in Board activities.
6. Subscribe to season tickets of Penumbra's regular season performances, to the extent possible.
7. Represent Penumbra at community events, at media functions and in meetings with funders, as needed.

# PENUMBRA THEATRE COMPANY, INC.

Policies of the Board of Directors

## **BOARD RESPONSIBILITY**

Adopted 17 May 1988

*The Board of Directors will govern Penumbra so that the organization's is carried out in a manner consistent with fair and productive use of people and resources.*

1. The responsibilities of the Board are clearly distinguished from those of the Executive Director.
2. The Board forms basic policies of the organization, within which all administrative policy and action will be confined. The Board also forms the policies and procedures relating to Board governance itself.
3. The Board of Directors is responsible for maintaining a long-term perspective and vision, attending to the current and short-term only:
  - (a) as a temporary measure if the Executive Director position is vacant, or he/she is disabled;
  - (b) to monitoring Executive Director performance;
  - (c) as a means to gaining a grassroots understanding; or
  - (d) as requested by the Executive Director.
4. The Board of Directors is responsible for connecting and representing the organization to the community organization.



5. It is the responsibility of the Board to identify and solicit financial support for the organization. This activity will be in cooperation with and/or under the guidance of the Executive Director.
6. No issue will consume Board time which has not first been determined to be a Board issue. All activities of the Board of Directors, its Directors, its officers, its committees or its members when acting as Directors will be related to specific responsibilities of the Board as formally adopted. Board meetings shall be disciplined by this principle.
7. The Board shall at all times act in a manner consistent with the fiduciary responsibility of state and federal laws governing non-profit organizations.

# **PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

## **BOARD GOVERNANCE**

Adopted 15 March 1988

Revised 19 June 1990

*The Board of Directors shall govern Penumbra, in the following manner;*

### **Committee Structure**

The Board will have one standing committee, the Executive Committee. The Executive Committee will serve also as the personnel and finance committees. All other committees or task forces will be created for a specified project or time and will exist at the request of the President of Board. Members of all committees and task forces will serve at the request of the President.

Ad hoc committees meet to gather information and make policy recommendations to the Board. These are committees of the Board. Task forces serve to advise the Executive Director or staff designated by the Executive. These are not committees of the Board and have no official role. Ad hoc committees can be made up only of Board members; task forces can include community representatives.

Any given committee can also serve a dual role: reporting to the Board on policy recommendations and serving to advise the Executive. Such a committee needs to be clear as to its role at any given time and to state in advance of any committee meeting or Board meeting which role is being taken at that time.

### **Time Line**

The Board will adopt a yearly time line to manage its planning, recruitment, monitoring and celebration functions.

### **Board Officer Duties**

In accordance with the Bylaws of Penumbra, the duties of the officers, of the corporation will be as follows:

### *President*

Preside at all meetings of the Board of Directors; have general charge and supervision of the business and affairs of the Corporation; appoint committee and task force members; coordinate the activities of the Board and its committees and task forces; monitor the Executive Director.

### *Vice President*

Assume the duties of the President in the absence of or at the request of the President.

### *Secretary*

Monitor the correspondence and maintenance of records of the corporation; present the minutes of the previous Board meeting monthly; report any issues in maintenance of records as they arise; encourage financial contributions by all Board members.

### *Treasurer*

Monitor monthly financial reports; report to the Executive Committee monthly; report to the Board of Directors quarterly.

### *Line of Credit*

The Board of Directors will maintain a line of credit of up to \$5,000 with First Bank Systems for use by the Executive Director in accordance with the Financial Authority policy. Cosigners and guarantors of this line of credit are volunteers from the Board who acknowledge the personal risk involved in cosigning and guaranteeing this line of credit. It is the responsibility of the President of the Board to ensure that cosigners and guarantors understand the nature and extent of their personal risk.

# **PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

## **DIRECTORS' CODE OF CONDUCT**

Adopted 15 March 1988

1. Disclosures

Each Director is under obligation to provide information on those relevant items in the past, present or future which may result in a possible conflict of interest or the appearance of conflict of interest or bias for or against an organization, action or policy under consideration by, utilized by or in association with Penumbra.

2. Abstention

Any Director will abstain from voting on, or doing work related to any action in which she or he has a direct or indirect, past, present or future involvement, no matter how remote, that would produce or lead to personal gain or benefit.

3. Vague Situations

If any Director encounters situations that are not clearly covered by this policy, it is the responsibility of the individual to discuss the potential conflict of interest with the President of the Board of Directors for possible full disclosure.

# **PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

## **MONITORING EXECUTIVE PERFORMANCE**

Adopted 15 March 1988

Revised 19 June 1990

### **PURPOSE**

The Board of Directors requires that the Executive Director, in execution of his/her responsibilities, demonstrate outcomes that are fundamental to the maintenance and growth of Penumbra. These outcomes must be in accordance with the policies established by the Board of Directors. The Board believes that these fundamental outcomes can only be assessed through mutual agreement of the Board and Executive Director on the outcomes to be reviewed and the criteria and process for review. The purpose, then, of this performance appraisal is to identify the strengths of the Executive Director and to provide opportunity for increased performance in the execution of his/her responsibilities.

### **PROCESS**

The review is to be conducted by the President annually according to the time line adopted by the Board. The appraisal is to be based on outcomes mutually agreed upon the previous year.

The following steps will be followed:

1. The President, and/or a designated committee, with the Executive Director will appraise the past year's accomplishment of outcomes.
2. The President will gather feedback from the Board and staff on accomplishment of outcomes; the Executive Director will evaluate himself/ herself accordingly.
3. The President and the Executive Director will meet to review their appraisals. Any differences will be discussed. Goals for the next year and a compensation plan will be jointly developed.
4. The President will present a draft review to the Executive Committee detailing the Executive Director's strengths, opportunities for increased performance, outcomes for the next year, and recommended compensation.
5. The Executive Committee will finalize the review and set the compensation package.
6. The President will present a summary report to the Board of Directors.

## **RATING SCALE**

Each outcome will be rated on a five-point scale:

1. Outcome is clearly not acceptable
2. Outcome is marginally acceptable
3. Outcome is fully acceptable
4. Outcome exceeds acceptable level
5. Outcome greatly exceeds acceptable level

## **OUTCOMES**

The outcomes will be based on the annual work plan and are to include but not be limited to:

Strategies to Accomplish the Mission and Purpose  
Relationship with the Board of Directors  
Programs/Services/Products  
Structure/Organization/Administration  
Staffing/Volunteers  
Research and Development  
Information Management Systems  
Facilities  
Resources/Finances  
Stakeholders/Marketing

**PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

**FINANCIAL AND MANAGERIAL MECHANISMS**

Adopted 5 July 1988

*The Following is the policy of the Board of Directors with regard to the use of financial and managerial mechanisms:*

The Board of Directors of Penumbra. will not exclude any financial or managerial mechanism that could further the mission of Penumbra.



# **PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

## **FISCAL AGENCY**

Adopted 25 March 1989

The Executive Director's authority to enter into a fiscal agency agreement is limited as follows:

1. Penumbra will act as a fiscal agent only for:
  - \* projects that are consistent with its own charitable purpose and mission
  - \* organizations that are tax exempt in nature, as defined by the Internal Revenue Service
2. The Executive Director must have written fiscal agent procedures that
  - \* are prudent
  - \* do not expose Penumbra to any undue liability or potential liability
  - \* appropriately compensate Penumbra for being a fiscal agent and for support services rendered

# **PENUMBRA THEATRE COMPANY, INC.**

Policies of the Board of Directors

## **RECRUITMENT AND ORIENTATION**

Adopted 16 May 1989

Revised 19 June 1990

*New members of the Board of Directors of Penumbra will:*

### **MEETING WITH NOMINATING COMMITTEE and receive:**

- \* History of Penumbra
- \* Statement of mission
- \* Copy of Board policies
- \* Statement of roles and responsibilities that follows

The Nominating committee is to review the above documents with the prospective nominee prior to nomination to assure understanding and interest both in the Penumbra mission and in specific duties and responsibilities. These include attendance at board meetings, participation on committees and taskforces, and making a personal financial contribution.

### **ATTEND ORIENTATION SESSION**

- \* Receive articles of incorporation, by-laws and policies
- \* Receive current long range plan
- \* Ask and answer questions
- \* Receive committee and/or task force assignments

The orientation session will be held as soon as possible after the nomination has been accepted by the Board.

### **Statement of Roles and Responsibilities of the Board of Directors**

The sole purpose of the Board of Directors is to govern Penumbra. The Board accomplishes this purpose as a collective whole by:

1. **FULFILLING THE MISSION**
2. **BEING ACCOUNTABLE FOR OPERATIONS AND FINANCES**
3. **DEVELOPING RESOURCES**
4. **LINKING Penumbra TO THE COMMUNITY**
5. **ASSISTING THE EXECUTIVE DIRECTOR AS REQUESTED**

## **1. FULFILLING THE MISSION**

The Board fulfills the mission by establishing a long-term perspective. The Board educates itself on trends and issues, and develops a vision toward which Penumbra is to head. The Board also sets major strategies for achieving that vision. All discussions of projects, operations and finances are then related to that vision. At the yearly retreat and at each meeting, the Board questions direction and guides the organization to accomplish its mission.

This means that it is crucial that all Board members attend a majority of Board meetings. Education, discussion and debate are the heart of how this Board functions. While divergence of opinion is highly desirable, active participation as part of the whole body is essential. Individuals may serve well in specialized capacities, but they can only serve as effective members of the Board by attending Board meetings regularly and by serving on committees that make policy recommendations to the Board.

## **2. BEING ACCOUNTABLE FOR OPERATIONS AND FINANCES**

The Board achieves accountability by setting the budget and by monitoring the performance of the Executive Director. Finances are reviewed monthly by the Treasurer and Executive Committee. The budget is reviewed quarterly by the Board, and the Executive's progress in accomplishing projects is reviewed periodically by the Board. The President reviews the Executive Director's management and accomplishment of objectives regularly.

## **3. DEVELOPING RESOURCES**

The Board is responsible for guiding the development of resources. This includes developing a fundraising plan, assuring that appropriate fees and margins of overhead are charged to projects, and making personal monetary contributions.

## **4. LINKING Penumbra TO THE COMMUNITY**

Board members are selected because of the diverse roles they play in the community. A well-balanced Board is sought. Directors bring to Board discussions knowledge of resources and opportunities in their respective areas. In addition, they represent Penumbra at community events, at media functions, and in meetings with funders.

## **5. ASSISTING THE EXECUTIVE DIRECTOR AS REQUESTED**

The Board is not involved in any of the operations of Penumbra except as discussed above, and is not involved in day-to-day operations at any time. The Executive Director may, however, request assistance from Board members. This is done by phone, in personal meetings, or by convening a task force appointed by the President and led by a staff member. In these circumstances, the Board members are serving as volunteers to assist the Executive, and not as governors of the organization.

# PENUMBRA THEATRE COMPANY, INC.

## Roles and Responsibilities of the Board of Directors

Adopted 16 July 1989

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### 2. BEING ACCOUNTABLE FOR OPERATIONS AND FINANCES

The Board achieves accountability by setting the budget and by monitoring the performance of the Executive Director. Finances are reviewed monthly by the Finance Committee. The budget is reviewed quarterly, and the Executive Director's progress in accomplishing projects is reviewed periodically by the Board. A Personnel Taskforce reviews the Executive's management capabilities and accomplishment of objectives semi-annually.

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## PENUMBRA

### \* PENUMBRA REVISED POLICIES AND PROCEDURES

#### \* ANNUAL TIMELINE

- \*FEBRUARY - Update annual report (through January 31) and propose directions - S
  - \* in relation to established goals and three year plan time line
- \*MARCH - Board retreat - B
  - \* review report of previous year's goals, resources, and board and staff functioning as per three year plan
  - \* vision over next third year
  - \* major goals for next year
  - \* resources needed (dollars, staff, equipment, board members, board committees, facilities, community contacts)
- \*APRIL/MAY - Executive Director review - B
- \*APRIL/MAY - Staff review - S
- \*APRIL/MAY - Implementation of Board Retreat Goals - S
  - \* program planning
  - \* fundraising planning
  - \* budgeting
- \*MAY - Present draft plan and budget - S
- \*MAY - President appoints nominations committee - B
- \*JUNE - Present final plan and budget for approval - S/B
- \*JUNE - Establish vacancies - B
  - \* Lay out criteria for Board members
  - \* Call for audit
- \*JULY 1 - Fiscal year - B
- \*JULY/AUGUST - Summer party - B/S
- \*JULY/AUGUST - Board recruitment - B
  - \* Lay out responsibilities to prospective Board members
- \*AUGUST - Board nominations - B
- \*SEPTEMBER - Board member induction - B
  - \* Board member orientation
- \*SEPTEMBER - Annual report - S
- \*DECEMBER - Winter party - B/S

#### ANNUAL TIMELINE



## PEOPLE

## Major Magers contract

In a move so swift that it surprised even KARE-11's Paul Magers, the popular news anchor signed a new, long-term contract with the station Wednesday evening. This ends, for the time being, speculation that Magers was about to pack his bags for a job with one of the networks.



Magers

Details of the contract were not made available, but a prominent local competitor estimated that Gannett, parent company of KARE-TV, "would have had to pay at least \$500,000 (per year) to keep Magers in town."

Magers, 39, says the final discussion came suddenly, with a visit to KARE Wednesday by Gannett president and CEO Cecil Walker.

"They made what was really a 'Godfather' kind of offer," says Magers, "so I went downstairs and called my brother [Ron, the former

find his colleague and the money.

His investigation takes him into the inner sanctums of corporate law and forces him to confront personal demons.

## CBS retunes its slate

CBS bid bye-bye to Bob Newhart and gave "Major Dad" a dishonorable discharge in announcing its fall lineup.

The network has recruited some big names

KSTP-TV anchor, now working for WMAQ-TV in Chicago and acting as Magers' agent). When I told him the offer, he said, 'You'd have to be a moron to turn that deal down.' And that was it."

Also, Magers says a 24-year-old Russian-emigre friend, Andy Agapov, flew in from New York last weekend and while driving around town remarked, "What a nice place this is," adding, "If I didn't have to live in New York, I wouldn't" and telling him, "You don't want to move to New York, Paul."

Speculation has been that with the demise of one of Magers' best contacts with NBC, former news chief Michael Gartner, his career path was temporarily clouded enough to convince him to re-up with KARE.

Magers admits NBC's new management team will need some time to settle into place and plot its own course. In the meantime, he says, "How can I not be happy? I live in a wonderful place, and I really, truly enjoy everyone I work with."

He says his next mission is getting KARE to come to a similar agreement with close friend and meteorologist, Paul Douglas.

— BRIAN LAMBERT

for its new schedule, including some television veterans and a couple of relative newcomers. Harry Anderson of "Night Court," Bronson Pinchot of "Perfect Strangers" and the venerable Lloyd Bridges are among the familiar faces coming back on CBS in the fall.

The surprises: Big-screen star Faye Dunaway gets small on "It Had to Be You," where she'll co-star with Robert Ulrich. She's a Boston socialite, he's a carpenter, and they

fall in love. And ex-Eagles front man Glenn Frey is trading Billboard charts for Nielsen ratings, starring as an L.A. detective in "South of Sunset."

"Bob," the critically praised series starring Newhart as a cartoonist, lasted just one season — a stark contrast to his long-running previous sitcoms, "Newhart" and "The Bob Newhart Show."

## An August presence

August Wilson sightings have been reported around St. Paul in the last day or so. The Pulitzer Prize-winning playwright was seen Wednesday night at Dixie's Bar on Grand Avenue and Thursday in the lobby of the St. Paul Hotel.

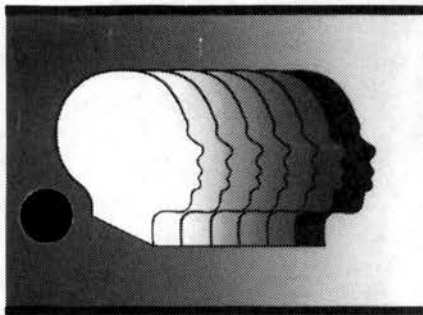
Wilson came to St. Paul from his new haunt, Seattle, to catch Penumbra's production of his play, "The Piano Lesson." Members of the audience at Wednesday night's performance report that Wilson led the crowd in a standing ovation and that, yes, he was crying.

## Hot dog days

As part of Linda McCartney's continuing healthful-eating campaign, "veggie weiners" will be available at five Metrodome food booths during Paul McCartney's concert Sunday.

The no-meat franks will be supplied by Yves Veggie Cuisine, which has been on hand at every stop on the current tour of the former Beatle.

The vegetarian hot dogs are \$2, the same as a regular hot dog. What's inside? Tofu, soy protein, wheat gluten, wheat starch, yeast and natural flavoring. The concert is at 8 p.m. Tickets are \$32.50. Call 989-5151.



# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

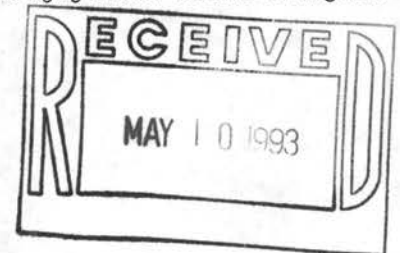
Lou Bellamy Founder/Artistic Director

Wednesday May 19th 5:30

Managing Director Maurine D. Knighton

## MEETING OF THE BOARD OF DIRECTORS Wednesday, May 12, 1993, 4:30 p.m.

### AGENDA



The meeting will be held at Hallie Q. Brown Community Center Library, 270 N. Kent St., St. Paul.

#### Agenda

#### Status

- |   |             |
|---|-------------|
| 1. Call to Order  |             |
| 2. Reading and Approval of Minutes                                    | Action      |
| 3. Committee Reports  |             |
| A. Program - David Taylor   | Information |
| B. Business and Finance   | Information |
| C. Marketing - Stew Widdess   |             |
| 1. Season Ticket Campaign   | Information |
| 2. "Piano Lesson" Ticket Sales  | Information |
| 3. African American targeted marketing                                | Information |
| D. Resource - Jan Plimpton  | Information |
| E. Facilities - Janet Morgan  | Information |
| F. Personnel - Reuben Larson  | Action      |
| G. Separation - Maurine Knighton                                      | Information |
| 4. Board Business   |             |
| 1. Board Policy - Phyllis Harvin                                      | Information |
| 2. Board Nominations - Maurine Knighton                               | Action      |
| 3. Fall Retreat - David Taylor  | Information |
| 5. Artistic Director's Report - Lou Bellamy                           | Information |
| 6. Managing Director's Report - Maurine Knighton                      | Information |
| 7. Other Business   |             |
| 8. Next Scheduled Board of Directors Meeting: June 9, 1993, 4:30 p.m. | Information |
| 9. Adjournment  | Action      |

PENUMBRA THEATRE COMPANY  
Board of Directors Meeting  
March 10, 1993

Board Members present:

Jim Adams, Jim Bransford, Phyllis Harvin, Terry Hoffman, Kathy Kingman, LaJune Lange, Reuben Larson, John Milton, Janet Morgan, Jan Plimpton, David Taylor

Board Members absent:

Jim Carufel, Cassius Ellis, Ezell Jones, Janabelle Taylor, Wilbur Thomas, Stew Widdess

Staff Members present:

Lou Bellamy, Sue Cook, Marlene Cooper, Maurine Knighton

Special Guests:

Chris Oshikata, Susan Pollonais

CALL TO ORDER

Chair David Taylor convened the meeting at 4:35 PM. He welcomed and introduced Susan Pollonais from NSP, who was invited to observe the meeting in hopes of attracting her to the Board.

APPROVAL OF MINUTES

A motion to approve the 10/29/92 minutes was made, seconded and carried.

PROGRAM COMMITTEE

Maurine Knighton said that the Program Committee is determined that the Board adopt formal policies. Jan Plimpton provided a good policies model from another arts organization. Phyllis Harvin agreed to spearhead our adaptation and the policies adoption.

TRIBUTE TO LOU BELLAMY

The Board sang a magnificent (or should we say 'incredible'?) rendition of "Happy Birthday" to Lou.

BUSINESS AND FINANCE COMMITTEE

Jan Plimpton distributed copies of the (a) 1/31/93 balance sheet, (b) January monthly and YTD revenue and expense statements and (c) cash flow projections through 6/30/93. YTD we have an asset balance of \$101,343 and a total fund balance of \$59,553. January '93 revenues were \$81,516, YTD \$908,760. A remaining balance yet to be earned or raised for the year totals \$343,778. We anticipate ending the fiscal year with a positive fund balance. Maurine said that our current cash position is poor; this time of the year historically is a lean time for PTC.

Anyone interested in joining this committee is welcome to do so. The committee meets on Friday following the third Thursday of each month.

MARKETING COMMITTEE

Marlene Cooper said that the '93-'94 season brochure will be done by April 5th and mailed to current subscribers on April 8th, officially beginning the season campaign. A mailing targeting new subscribers will begin on May 5th.

Stew Widdess and Joe Kingman met with Eric Nordstrom recently to request from the

Nordstrom stores \$50,000 in sponsor funds for the production of Piano Lesson. Nordstrom has not responded to date. Other potential sponsors were suggested, including the Steinway Club, Schmitt Music et al.

Single tickets sales for Willie and Esther total 423 to date, a little below average vs. the rest of the season. We will place ads in the Twin Cities Reader in the next two weeks. In addition, we have an exchange with a black music radio/cable TV station, WRNB. The St. Paul Pioneer Press will feature a preview of Willie and Esther next Monday or Tuesday.

Maurine said that our goal for the '93-'94 season is to sell 2,500 subscriptions, almost double this year's sales of 1,506, which in turn doubled the previous year's sales of 743. We are doing many of the same things as last year, only better, sooner and smarter. Maurine is looking at using paid telemarketers. Phyllis Harvin suggested that we tap into corporations which purchase tickets for customer entertainment.

#### RESOURCE COMMITTEE

Jan Plimpton reported that this committee has been meeting regularly. Currently committee members are contacting 12 to 15 corporations with potential to support PTC. They are also looking at ways to help Maurine solicit foundations. Anyone wishing to join this committee would be most welcome. If anyone has a good corporate connection, please contact one of the committee members.

Terry Hoffman said that one of the first questions asked by potential funders is how much support the theater receives from the Board of Directors. (Phyllis Harvin stressed the importance of Directors also purchasing season tickets.) It is very important that we are able to respond "100%." This doesn't mean that every Board member need contribute a large amount of money. Jim Bransford stressed the importance of including Board members representative of the community, noting that such members may not have great means. LaJune Lange asked if we distribute pledge cards; Terry Hoffman will follow up. Terry will report back to the Board re. progress in this area.

#### FACILITIES COMMITTEE

Janet Morgan reviewed a report of a workers' comp site visit made by Berkley Administrators. Considering the cramped conditions, there were few infractions. Hallie Q. has agreed to install an outside vent for the kiln.

University-Dale Development Project. There has been little activity on this project.

Lease. Maurine intends to execute the lease with Hallie Q. There are several outstanding issues that need to be resolved first, including clean and functioning restrooms, signage, need for a loading dock, etc.

Additional Construction and Storage Space. Janet Morgan met with Strider Hammer, Technical Director. Set-building conditions are cramped and dismal. Additional construction and storage space is critically important -- needed, in fact, by Wednesday of next week. Strider has identified a 3,000 sq. ft. facility in the 280/University area, which would cost about \$1,100/month, water and heat included, electricity not. (Jim Adams said that this is a very good price.) We also need to provide phones and larger trucks. LaJune Lange wondered if this facility might belong to Twin Cities Testing, whose CEO is an Afro-American named Emerson Carr. If so, he may be willing to give it to us for a nominal fee. It was the consensus of the Board that the Facilities Committee be authorized to move ahead on this issue at once. To correct the space situation, it may be that we have to incur a deficit.



## MAY FUND RAISER

David Taylor introduced Chris Oshikata, who reviewed plans for a major event/fund raiser weekend to occur May 14-16 (see the Marketing Committee report in 2/17/93 Executive Committee minutes for an overview of the weekend). The proposed 5/15/93 symposium at PTC, featuring seventeen black playwrights from around the country and moderated by Paul Carter Harrison, will probably be the first of its kind. Both the Pioneer Press and Star Tribune have featured articles about the symposium. In addition, the Pioneer Press has made a commitment to do several things relating to this project, including a series prior to the May 14-16 weekend, dealing with black issues and black experience in theater. Chris has tentatively named the May event "Tribute: A Salute to Black Theater" and welcomes alternative suggestions. Reuben Larson suggested that we explore the possibility of someone taping the weekend as a gift-in-kind.

David Taylor suggested calling a special meeting of the Board to be updated and share questions or concerns about this exciting event. Chris will send the Board a status report at the end of this month, then arrange for a meeting at the beginning of April. Her phone number is 224-4601, ext. 228.

## SEPARATION AGREEMENT

Subsequent to David Taylor's meeting with Fred Williams (see 2/17/93 Executive Committee meeting minutes), PTC received from Hallie Q. a response to our letter in which we suggested a procedure to resolve the funds' repayment issue. Their response indicates that they want \$76,000 (vs. our offer of \$65,000) with an immediate cash payment of \$20,000 and payments of \$28,000 in each of the next two years (vs. our terms). Because a \$76,000 debt on our books would reflect negatively when approaching funders, we'd suggested making an immediate cash payment of \$10,000, then \$50,000 spread over two years as a percentage of ticket sales (to this end Maurine increased the '93-'94 ticket price 50 cents/ticket), and an increase of \$2,500/year for two years in our rental payment to Hallie Q.

David Taylor proposed the following: Several PTC Board members should meet with Samuel Rankin and Fred Williams of Hallie Q., acknowledging that we received their response and would like to discuss why we proposed what we did. We acknowledge the debt but our proposal is the only way we could repay it. Then, whatever comes out of this meeting, write it up as a final agreement and report back to the Executive Committee. David Taylor, Jim Carufel, Maurine Knighton and Jan Plimpton will pursue this issue. We would like to bring closure to the separation at or before the May board meeting.

## PERSONNEL COMMITTEE

Reuben Larson has collected some personnel policies and will assemble a committee. Maurine is waiting to hear back from Cindy Leshner, NSP, and Patricia Duarte, Cray Research, re. their willingness to help us establish personnel policies. It is Maurine's goal to have policies in place before the end of this fiscal year.

## ARTISTIC DIRECTOR'S REPORT

Lou said that King of Coons was a critical success and almost made target financially. MPR and Voice of America both did features on the play. Willie and Esther has a chance to do well. Piano Lesson has a wonderful cast and looks great.

The 1993-94 season is scheduled as follows:

- . A collaboration with Walker featuring Urban Bush Women
- . Waiting in Vain by Rebecca Rice (new)
- . Buffalo Hair by Carlyle Brown (new)
- . Black Nativity, seventh season

- . Cornerstone Dramaturgy and Development Project (formerly Cornerstone Competition), Talking Bones by Shay Youngblood (new)
- . Jar the Floor by Cheryl West
- . Two Trains Running by August Wilson

MANAGING DIRECTOR'S REPORT

Maurine reported that King of Coons sales were about \$2,300 short of goal and expenses ran about \$5,000 over plan. The set required that we take 600 seats off sale during the run, which negatively impacted sales.

Board Candidates. Suggestions: (a) Ken Hallberg, 3M Safety and Security Systems; (b) Susan Pollonais, NSP; (c) Jackie Shoholm; (d) an attorney, perhaps Carlton Crutchfield, Faegre & Benson, or Rosalind Otieno, Rider Bennett.

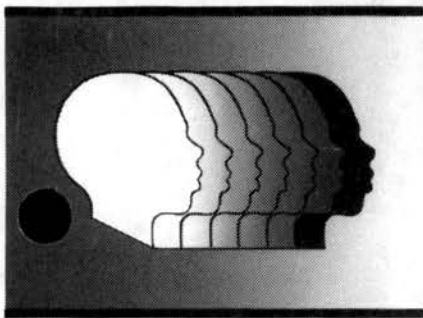
The meeting was adjourned at 6:25 PM.

Respectfully submitted,

*Kathy Kingman*

Kathy Kingman  
Secretary





# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy Founder /Artistic Director

Managing Director Maurine D. Knighton

## PLEASE POST

### JOB POSITION ANNOUNCEMENT

**Position:** MARKETING/PUBLIC RELATIONS DIRECTOR

**Description:** Professional theatre seeks a full-time Marketing and Public Relations Director to develop and implement a broad range of marketing and communications programs. The director will be responsible for all aspects of promotion, audience development, and communications relating to the theatre, including ticket sales, publicity, special events, and seminars. Will be responsible for writing, producing, and distributing season brochures, press releases, direct mail pieces, annual reports and other materials. Must have excellent writing skills, the ability to manage multiple projects simultaneously and the ability to supervise the work of others. The ability to meet deadlines essential.

**Requirements:** A bachelor's degree in marketing or related discipline, at least three years experience, desktop publishing, good communication and interpersonal skills.

**Apply By:** June 15, 1993

**Send Resume To:** Managing Director  
Penumbra Theatre  
270 N. Kent St.  
St. Paul, MN 55102.

**Individuals of color and women are encouraged to apply. EOE**

**PENUMBRA THEATRE COMPANY**  
**FY 1992-'93\* SOURCES OF SUPPORT**  
(as of 5/12/93)

**I. FOUNDATION & CORPORATE DONORS**

3M Foundation	\$7,500
AT & T Foundation	\$10,000
Bigelow Foundation	\$10,000
Bush Foundation	\$40,000
✓ Cowles Media Foundation	<u>\$10,000</u>
Dain Bosworth Foundation	\$3,500
Dayton - Hudson Foundation	\$10,000
Dayton's Department Stores (\$25K cash; \$25K in-kind)	\$50,000
✓ Deluxe Corporation Foundation	<u>\$3,500</u>
Ecolab Foundation	\$1,250
First Bank System Foundation	\$2,250
General Mills Foundation	\$40,000
George MacPhearson Trust	\$1,000
✓ IDS Financial Services	\$10,000 (15,000)
KMSP	\$300
Marquette Bank	\$2,500
Musser Private Trust	\$1,500
North Memorial Medical Center	\$1,000
Northern States Power Company	\$7,000
Northwest Area Foundation	\$55,000
Norwest Bank St. Paul	\$2,500
Rothchild Trust	\$500
St. Paul Foundation	\$10,000
Target Stores	\$2,500
Tennant Foundation	\$1,500
The McKnight Foundation	\$75,000
✓ The St. Paul Companies	<u>\$50,000</u>
U.S. West Foundation	<u>\$10,000</u>
TOTAL	\$418,300

**II. INDIVIDUAL GIFTS**

\$25,390

**III. GOVERNMENT GRANTS**

Minnesota State Arts Board	\$7,300
Minnesota Center for Arts Education	\$17,000
National Endowment for the Arts	\$11,000
Fund for Improvement of Post Secondary Education	<u>\$45,700</u>
TOTAL	\$81,000

**IV. PENDING REQUESTS**

Arts & Economic Development Fund (City of St. Paul)	\$5,000
Jerome Foundation (FY 1993-'94)	\$18,000
Minnesota State Arts Board (FY '93-'94)	<u>\$25,000</u>
TOTAL	\$48,000

**V. FISCAL YEAR 1993-1994**

Bush Foundation	\$40,000
General Mills Foundation	\$40,000
IDS/American Express MN	\$15,000
McKnight Foundation	\$60,000
Wallace, Lila/Reader's Digest Fund	<u>\$95,000</u>
	\$250,000

\*Penumbra Theatre Company's fiscal year begins July 1 & ends June 30.

PENUMBRA THEATRE  
BALANCE SHEET  
MARCH 31, 1993

ASSETS

CURRENT ASSETS:

REGULAR CHECKING	\$ 3,352
PRODUCTION CHECKING	344
SAVINGS	5,150
INVESTMENT CD# 8586	22,181
ACTOR'S EQUITY CD	6,938
PETTY CASH	200
AEA EDUCATIONAL TOUR CD	1,745
SECURITY DEPOSIT	600
SOUND LIBRARY	86
STAGE INVENTORY	155
ACCOUNTS RECEIVABLE	2,658
PREPAID EXPENSE	7,487
NEXT SEASON BROCHURE	650

TOTAL CURRENT ASSETS

51,546

EQUIPMENT:

PTC - FURNITURE & EQUIPMENT	41,668
PTC - STAGE FIXTURES	4,377
PTC - PROPERTIES	212
LESS ACCUMULATED DEPRECIATION	18,816

EQUIPMENT-NET

27,441

TOTAL ASSETS

\$ 78,986

LIABILITIES AND FUND BALANCE

CURRENT LIABILITIES:

ACCOUNTS PAYABLE	\$ 1,179
FEDERAL WITHHOLDING TAXES	61
FICA WITHHOLDING TAXES	46
MN TAXES WITHHELD	29
EQUITY DUES PAYABLE	739
OTHER EMPLOYEE DEDUC. PAYABLE	(170)
DEFERRED INCOME	5,457
MNAF PAYABLE	(90)
CREDIT LINE PAYABLE	74,590

TOTAL CURRENT LIABILITIES

81,842

FUND BALANCE

(41,790)

CURRENT YEAR EXCESS (DEFICIT)

38,935

TOTAL FUND BALANCE

(2,855)

TOTAL LIABILITIES AND FUND BALANCE

\$ 78,986

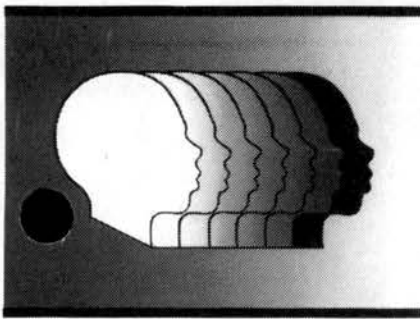
PENUMBRA THEATRE COMPANY		As of MARCH, 1993				
EXPENSES - ALL DEPARTMENTS						
Code	Description	Current Month	YTD Actual	Annual Budget	Remaining Balance	% Used
501	Administrative Salaries	\$17,958	\$170,874	\$203,000	\$32,126	84%
502	Technical Salaries	\$3,323	\$26,018	\$39,600	\$13,582	66%
503	Equity Salaries	\$3,200	\$87,679	\$114,330	\$26,651	77%
504	Workers' Comp	\$317	\$5,398	\$15,000	\$9,602	36%
505	FICA Tax	\$2,539	\$22,283	\$25,393	\$3,110	88%
506	MN Unemployment	\$330	\$4,242	\$6,639	\$2,397	64%
507	Health Insurance	(\$60)	\$3,839	\$10,800	\$6,961	36%
508	Equity Pension/Welfare	\$2,527	\$15,247	\$28,849	\$13,602	53%
520	Actors on Contract	\$0	\$92,079	\$115,770	\$23,691	80%
521	Directors on Contract	\$834	\$21,950	\$43,450	\$21,500	51%
522	Designers on Contract	\$3,275	\$22,918	\$29,400	\$6,482	78%
523	Technical Contractors	\$3,220	\$30,748	\$38,900	\$8,152	79%
524	Musical Contractors	(\$54)	\$72,898	\$50,395	(\$22,503)	145%
525	Misc. Contractors	\$8,943	\$41,813	\$38,290	(\$3,523)	109%
526	Sets/Props	\$3	\$20,531	\$15,950	(\$4,581)	129%
527	Lighting/Sound	(\$331)	\$1,092	\$13,300	\$12,208	8%
538	Costumes/Wardrobe	\$0	\$6,492	\$10,700	\$4,208	61%
530	Travel Lodging	\$487	\$14,453	\$24,600	\$10,147	59%
531	Equipment Rental	\$494	\$2,488	\$750	(\$1,738)	332%
532	Theatre Rental	\$1,429	\$54,328	\$60,204	\$5,876	90%
533	Royalties	\$935	\$32,780	\$20,700	(\$12,080)	158%
534	Postage	\$583	\$15,195	\$23,387	\$8,192	65%
535	Printing	\$328	\$40,901	\$36,326	(\$4,575)	113%
536	Advertising/Promotion	(\$227)	\$15,631	\$25,754	\$10,123	61%
537	Box Office Service	\$816	\$36,282	\$37,076	\$794	98%
538	House Manager Service	\$370	\$3,871	\$9,996	\$6,125	39%
539	Commissions	\$16	\$18,634	\$20,456	\$1,822	91%
540	Miscellaneous	\$117	(\$890)	\$2,800	\$3,690	-32%
550	Accounting Fees	\$0	\$2,750	\$3,000	\$250	92%
551	Audit Fees	\$0	\$3,700	\$3,000	(\$700)	123%
552	Legal Fees	\$0	\$201	\$5,000	\$4,799	4%
553	Payroll Fees	\$807	\$3,212	\$2,400	(\$812)	134%
554	Misc. Professional Fees	\$94	\$3,850	\$3,000	(\$850)	128%
555	Supplies	\$107	\$3,924	\$3,700	(\$224)	106%
556	Telephone	\$767	\$10,268	\$10,567	\$299	97%
560	Occupancy	\$881	\$8,324	\$13,000	\$4,676	64%
561	Insurance Expenses	\$113	\$3,474	\$6,850	\$3,376	51%
562	Staff Entertainment	\$24	\$289	\$500	\$211	58%
563	Dues/Subscriptions/Mbrshps	\$255	\$828	\$3,500	\$2,672	24%
564	Staff Development	\$7	\$1,296	\$2,500	\$1,204	52%
565	Board Expenses	\$0	\$352	\$600	\$248	59%
566	Maintenance Contracts	\$42	\$895	\$2,000	\$1,105	45%
567	Furniture & Equip. Rental	\$96	\$2,120	\$750	(\$1,370)	283%
568	Depreciaton Expense	\$772	\$6,678	\$9,800	\$3,122	68%
569	Penalty/Interest Expense	\$15	\$8,658	\$7,000	(\$1,658)	124%
570	Bad Debt	\$10	\$572	\$1,500	\$928	38%
571	Stipends	\$0	\$372	\$0	(\$372)	ERR
	<b>TOTAL</b>	\$55,362	\$941,537	\$1,140,482	\$198,945	83%
	<b>EXCESS(DEFICIT)</b>	(\$15,162)	\$38,935			

PENUMBRA THEATRE COMPANY REVENUES			As of MARCH, 1993				
					</		



July 14, 1993  
Board of Directors





# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy Founder / Artistic Director

Managing Director Maurine D. Knighton

## MEETING OF THE BOARD OF DIRECTORS Wednesday, July 14, 1993, 4:30 p.m.

### AGENDA

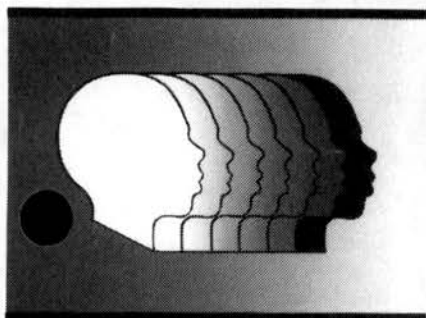
The meeting will be held at Hallie Q. Brown Community Center Library, 270 N. Kent St., St. Paul.

<u>Agenda</u>	<u>Status</u>
1. Call to Order	
2. Reading and Approval of Minutes	Action
3. Committee Reports	
A. Program - David Taylor	Information
B. Business and Finance - Jim Carufel	
- May statements	Information
- 1993-94 budget draft	Action
C. Marketing - Stew Widdess	
D. Resource - Jan Plimpton	Information
E. Facilities - Janet Morgan	Information
F. Personnel - Reuben Larson	Information
G. Separation - David Taylor	Information
4. Board Business	
A. Board Policies - Phyllis Harvin	Action
B. Board Nominations	Action
- Rosalyn Otieno - Jim Bransford	
- Jacqui Shoholm - Janabelle Taylor	
5. Artistic Director's Report - Chrys Carroll	Information
6. Managing Director's Report - Chrys Carroll	Information
7. Other Business	
8. Next Scheduled Board of Directors Meeting: Wednesday, September 8, 1993, 4:30 p.m.	Information
9. Adjournment	Action

*July 28<sup>th</sup> 1993  
Summer Institute*

*Committee  
Reports  
- David Taylor  
- Jim Carufel  
- Stew Widdess*

*Board Policy*



# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy *Founder / Artistic Director*

*Managing Director* Maurine D. Knighton

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PENUMBRA THEATRE																
General Operating Expense Projections																
										Version: 7/8/93 lmsworks\budget94\934short.ver						
Description	Total	Subtotal	90 Gen Op	50 MainS	51 Dance	52 Vain	53 Buffalo	54 Nativity	55 Bones	56 Jar	57 Trains	60 Mktg	61 Box	62 Wallace	70-72 Tour	80-82 Ed
Salaries	\$463,166	\$463,166	\$85,075	\$115,800	\$0	\$27,000	\$16,500	\$35,000	\$24,000	\$21,000	\$27,000	\$19,887	\$29,704	\$29,700	\$0	\$32,500
Benefits	\$81,689	\$81,689	\$12,920	\$10,017	\$0	\$7,670	\$5,921	\$9,002	\$7,170	\$6,671	\$7,670	\$1,720	\$2,569	\$7,548	\$0	\$2,811
Subtotal Personnel	\$544,855	\$544,855	\$97,995	\$125,817	\$0	\$34,670	\$22,421	\$44,002	\$31,170	\$27,671	\$34,670	\$21,607	\$32,273	\$37,248	\$0	\$35,311
520 Actors on Contract	\$138,025	\$138,025	\$0	\$0	\$21,932	\$11,432	\$8,432	\$46,433	\$3,932	\$432	\$45,432	\$0	\$0	\$0	\$0	\$0
521 Directors on Contract	\$60,870	\$60,870	\$0	\$0	\$0	\$12,000	\$10,200	\$13,470	\$7,000	\$9,000	\$9,200	\$0	\$0	\$0	\$0	\$0
522 Designers on Contract	\$28,900	\$28,900	\$0	\$0	\$600	\$3,800	\$5,100	\$4,100	\$5,100	\$5,100	\$5,100	\$0	\$0	\$0	\$0	\$0
523 Technical Contractors	\$36,950	\$36,950	\$0	\$0	\$1,520	\$4,520	\$3,410	\$10,750	\$3,800	\$3,800	\$6,150	\$0	\$0	\$0	\$3,000	\$0
524 Musical Contractors	\$27,710	\$27,710	\$0	\$0	\$0	\$10,200	\$0	\$9,510	\$8,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0
525 Miscellaneous Contractors	\$43,280	\$43,280	\$0	\$0	\$480	\$3,550	\$3,150	\$20,900	\$4,250	\$2,750	\$8,000	\$0	\$0	\$0	\$200	\$0
526 Sets/Props	\$22,100	\$22,100	\$0	\$1,500	\$300	\$3,000	\$3,000	\$800	\$3,000	\$3,000	\$7,000	\$0	\$0	\$0	\$500	\$0
527 Lighting/Sound	\$8,550	\$8,550	\$0	\$1,750	\$500	\$700	\$700	\$2,600	\$700	\$700	\$900	\$0	\$0	\$0	\$0	\$0
528 Costumes/Wardrobe	\$14,050	\$14,050	\$0	\$200	\$100	\$2,100	\$2,600	\$2,550	\$1,600	\$2,100	\$2,800	\$0	\$0	\$0	\$0	\$0
529 Travel/Lodging	\$40,200	\$40,200	\$6,575	\$3,000	\$0	\$2,800	\$3,300	\$2,600	\$4,400	\$3,800	\$12,800	\$0	\$0	\$425	\$500	\$0
530 Mileage/Meals	\$3,130	\$3,130	\$930	\$200	\$0	\$100	\$0	\$400	\$0	\$0	\$0	\$0	\$0	\$0	\$1,500	\$0
531 Equipment Rental	\$4,200	\$4,200	\$0	\$0	\$0	\$400	\$500	\$300	\$500	\$300	\$400	\$0	\$0	\$0	\$1,800	\$0
532 Theatre Rental	\$69,040	\$69,040	\$0	\$28,040	\$0	\$0	\$0	\$41,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
533 Royalties	\$37,735	\$37,735	\$0	\$0	\$0	\$6,125	\$2,860	\$17,500	\$2,400	\$3,575	\$5,275	\$0	\$0	\$0	\$0	\$0
534 Miscellaneous	\$3,300	\$3,300	\$600	\$1,000	\$100	\$100	\$100	\$300	\$100	\$100	\$200	\$0	\$0	\$400	\$300	\$0
Subtotal Production	\$538,040	\$538,040	\$8,105	\$35,690	\$25,532	\$60,827	\$43,352	\$173,213	\$44,782	\$34,657	\$103,257	\$0	\$0	\$825	\$7,800	\$0
540 Postage/Mail Prep	\$18,027	\$18,027	\$1,800	\$0	\$275	\$900	\$800	\$950	\$800	\$800	\$850	\$2,124	\$1,052	\$7,476	\$100	\$100
541 Printing/Xeroxing	\$33,547	\$33,547	\$1,000	\$400	\$700	\$2,250	\$1,815	\$5,515	\$1,815	\$1,815	\$2,625	\$3,400	\$1,112	\$10,600	\$200	\$300
542 Advertising	\$20,955	\$20,955	\$0	\$0	\$150	\$1,400	\$1,085	\$3,000	\$1,085	\$1,085	\$3,600	\$2,570	\$0	\$6,980	\$0	\$0
543 Promotion	\$19,650	\$19,650	\$0	\$0	\$100	\$100	\$100	\$100	\$100	\$100	\$100	\$250	\$0	\$18,700	\$0	\$0
544 Commissions	\$20,837	\$20,837	\$0	\$0	\$227	\$1,505	\$735	\$11,664	\$735	\$735	\$4,042	\$1,194	\$0	\$0	\$0	\$0
545 Delivery/Overnight Ser.	\$1,300	\$1,300	\$900	\$0	\$25	\$50	\$50	\$50	\$50	\$50	\$50	\$0	\$75	\$0	\$0	\$0
Subtotal Marketing	\$114,316	\$114,316	\$3,700	\$400	\$1,477	\$6,205	\$4,585	\$21,279	\$4,585	\$4,585	\$11,267	\$9,538	\$2,239	\$43,756	\$300	\$400
550 Accounting Fees	\$1,050	\$1,050	\$1,050	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
551 Audit Fees	\$3,700	\$3,700	\$3,700	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
552 Legal Fees	\$3,000	\$3,000	\$3,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
553 Payroll Fees	\$3,900	\$3,900	\$3,900	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
554 Misc. Professional Fees	\$13,600	\$13,600	\$4,000	\$3,000	\$200	\$300	\$300	\$300	\$300	\$300	\$400	\$0	\$0	\$4,500	\$0	\$0
555 Supplies	\$4,009	\$4,009	\$900	\$900	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,221	\$788	\$100	\$100
556 Telephone	\$14,880	\$14,880	\$10,464	\$2,100	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,438	\$878	\$0	\$0
557 Occupancy	\$12,060	\$12,060	\$10,488	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,572	\$0	\$0
558 Insurance	\$6,254	\$6,254	\$6,254	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
559 Staff Entertainment	\$500	\$500	\$500	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
560 Dues/Subscriptions/Memb	\$1,800	\$1,800	\$1,000	\$500	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$300	\$0	\$0	\$0	\$0
561 Staff Development	\$1,000	\$1,000	\$1,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
562 Board Expenses	\$300	\$300	\$300	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
563 Maintenance Contracts	\$1,000	\$1,000	\$750	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$250	\$0	\$0	\$0	\$0
564 Furniture/Equip Rental	\$3,379	\$3,379	\$2,179	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,200	\$0	\$0	\$0
565 Depreciation	\$9,266	\$9,266	\$9,266	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
566 Penalty/Interest Exp	\$2,760	\$2,760	\$2,760	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
567 Bad Debt	\$1,100	\$1,100	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,100	\$0	\$0	\$0
568 Volunteer expense	\$200	\$200	\$200	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Separation expense	\$32,000	\$32,000	\$32,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Subtotal Administrative	\$115,758	\$115,758	\$93,711	\$6,500	\$200	\$300	\$300	\$300	\$300	\$300	\$400	\$550	\$4,959	\$7,738	\$100	\$100
GRAND TOTAL	\$1,312,969		\$203,511	\$168,407	\$27,209	\$102,002	\$70,658	\$238,794	\$80,837	\$67,213	\$149,594	\$31,695	\$39,471	\$89,567	\$8,200	\$35,811





[illegible]

PENUMBRA THEATRE  
BALANCE SHEET  
MAY 31, 1993

ASSETS

CURRENT ASSETS:

REGULAR CHECKING	\$ (4,728)
PRODUCTION CHECKING	199
SAVINGS	16,002
INVESTMENT CD# 8586	22,181
ACTOR'S EQUITY CD	6,938
PETTY CASH	200
AEA EDUCATIONAL TOUR CD	1,745
SECURITY DEPOSIT	1,450
SOUND LIBRARY	86
STAGE INVENTORY	155
ACCOUNTS RECEIVABLE	1,836
PREPAID EXPENSE	7,303
NEXT SEASON BROCHURE	14,744

TOTAL CURRENT ASSETS	<u>68,111</u>
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EQUIPMENT:

PTC - FURNITURE & EQUIPMENT	41,668
PTC - STAGE FIXTURES	4,577
PTC - PROPERTIES	212
LESS ACCUMULATED DEPRECIATION	<u>20,360</u>

EQUIPMENT-NET	<u>26,096</u>
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TOTAL ASSETS	<u><u>\$ 94,207</u></u>
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LIABILITIES AND FUND BALANCE

CURRENT LIABILITIES:

ACCOUNTS PAYABLE	\$ (313)
FEDERAL WITHHOLDING TAXES	63
FICA WITHHOLDING TAXES	45
MN TAXES WITHHELD	29
EQUITY DUES PAYABLE	787
OTHER EMPLOYEE DEDUC. PAYABLE	302
DEFERRED INCOME	5,457
DEFERRED REVENUE - '93-'94	<u>153,746</u>

TOTAL CURRENT LIABILITIES	<u>160,115</u>
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FUND BALANCE	(41,790)
CURRENT YEAR EXCESS (DEFICIT)	<u>(24,118)</u>

TOTAL FUND BALANCE	<u>(65,908)</u>
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TOTAL LIABILITIES AND FUND BALANCE	<u><u>\$ 94,207</u></u>
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PENUMBRA THEATRE COMPANY REVENUES		As of May, 1993				
Code	Description	Current Month	YTD Actual	Annual Budget	Remaining Balance	% Raised
411	Corporation Grants	\$1,050	\$229,550	\$269,600	\$40,050	85%
412	Foundation Grants	\$0	\$133,450	\$299,500	\$166,050	45%
413	Government Grants	\$0	\$65,068	\$53,500	(\$11,568)	122%
414	Individual Contributions	\$3,861	\$11,457	\$20,000	\$8,543	57%
415	Season Ticket Sales	\$0	\$59,193	\$41,051	(\$18,142)	144%
416	Individual Ticket Sales	\$19,108	\$543,719	\$538,887	(\$4,832)	101%
417	Group Ticket Sales	\$1,976	\$27,010	\$10,000	(\$17,010)	270%
418	Cornerstone Package	\$0	\$10,043	\$10,000	(\$43)	100%
419	Direct Mail Project	\$0	\$10,646	\$10,000	(\$646)	106%
421	Program Service Fees	\$0	\$1,225	\$0	(\$1,225)	ERR
422	Concession Revenues	\$0	\$40	\$0	(\$40)	ERR
441	Royalty Income	\$0	\$1,000	\$0	(\$1,000)	ERR
442	Interest Income	\$238	\$1,230	\$0	(\$1,230)	ERR
443	Miscellaneous Income	\$0	\$1,955	\$0	(\$1,955)	ERR
		\$26,233	\$1,095,586	\$1,252,538	\$156,952	87%

PENUMBRA THEATRE COMPANY EXPENSES -- ALL DEPARTMENTS		As of APRIL, 1993				
Code	Description	Current Month	YTD Actual	Annual Budget	Remaining Balance	% Used
501	Administrative Salaries	\$17,611	\$210,449	\$203,000	(\$7,449)	104%
502	Technical Salaries	\$3,323	\$33,495	\$39,600	\$6,105	85%
503	Equity Salaries	\$13,042	\$114,143	\$114,330	\$187	100%
504	Workers' Comp	\$1,828	\$8,969	\$15,000	\$6,031	60%
505	FICA Tax	\$3,270	\$29,444	\$25,393	(\$4,051)	116%
506	MN Unemployment	\$319	\$4,941	\$6,639	\$1,698	74%
507	Health Insurance	\$1,353	\$5,837	\$10,800	\$4,963	54%
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520	Actors on Contract	\$4,300	\$100,179	\$115,770	\$15,591	87%
521	Directors on Contract	\$500	\$26,950	\$43,450	\$16,500	62%
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523	Technical Contractors	\$3,505	\$38,235	\$38,900	\$665	98%
524	Musical Contractors	\$0	\$72,898	\$50,395	(\$22,503)	145%
525	Misc. Contractors	\$8,193	\$64,010	\$38,290	(\$25,720)	167%
526	Sets/Props	\$2,304	\$24,724	\$15,950	(\$8,774)	155%
527	Lighting/Sound	\$19	\$1,311	\$13,300	\$11,989	10%
528	Costumes/Wardrobe	\$299	\$8,754	\$10,700	\$1,946	82%
530	Travel Lodging	\$2,278	\$19,028	\$24,600	\$5,572	77%
531	Equipment Rental	\$85	\$3,388	\$750	(\$2,638)	452%
532	Theatre Rental	\$1,025	\$56,812	\$60,204	\$3,392	94%
533	Royalties	\$0	\$33,346	\$20,700	(\$12,646)	161%
534	Postage	\$218	\$15,567	\$23,387	\$7,820	67%
535	Printing	\$534	\$42,297	\$36,326	(\$5,971)	116%
536	Advertising/Promotion	\$2,548	\$18,776	\$25,754	\$6,978	73%
537	Box Office Service	\$1,028	\$37,765	\$37,076	(\$689)	102%
538	House Manager Service	\$740	\$5,266	\$9,996	\$4,730	53%
539	Commissions	\$524	\$19,468	\$20,456	\$988	95%
540	Miscellaneous	\$334	(\$362)	\$2,800	\$3,162	-13%
550	Accounting Fees	\$0	\$3,000	\$3,000	\$0	100%
551	Audit Fees	\$0	\$3,700	\$3,000	(\$700)	123%
552	Legal Fees	\$0	\$376	\$5,000	\$4,624	8%
553	Payroll Fees	\$484	\$3,696	\$2,400	(\$1,296)	154%
554	Misc. Professional Fees	\$643	\$4,493	\$3,000	(\$1,493)	150%
555	Supplies	\$783	\$4,951	\$3,700	(\$1,251)	134%
556	Telephone	\$91	\$11,609	\$10,567	(\$1,042)	110%
560	Occupancy	\$0	\$9,330	\$13,000	\$3,670	72%
561	Insurance Expenses	\$626	\$4,752	\$6,850	\$2,098	69%
562	Staff Entertainment	\$67	\$374	\$500	\$126	75%
563	Dues/Subscriptions/Mbrshps	\$0	\$1,039	\$3,500	\$2,461	30%
564	Staff Development	\$0	\$1,296	\$2,500	\$1,204	52%
565	Board Expenses	\$0	\$400	\$600	\$200	67%
566	Maintenance Contracts	\$42	\$1,053	\$2,000	\$947	53%
567	Furniture & Equip. Rental	\$931	\$3,571	\$750	(\$2,821)	476%
568	Depreciaton Expense	\$772	\$8,222	\$9,800	\$1,578	84%
569	Penalty/Interest Expense	\$1,547	\$10,820	\$7,000	(\$3,820)	155%
570	Bad Debt	\$0	\$275	\$1,500	\$1,225	18%
571	Stipends	\$0	\$372	\$0	(\$372)	ERR
TOTAL		\$81,778	\$1,119,704	\$1,140,482	\$20,778	98%
EXCESS(DEFICIT)		(\$55,545)	(\$24,118)			

# **YEAR-END REVENUE ESTIMATES**

	<u>Corp/Found</u>	<u>Government</u>	<u>Individual Cont</u>	<u>Earned Income</u>	<u>Miscell</u>	<u>Total</u>
Start Bal:	\$363,000	\$65,068	\$22,103	\$639,965	\$5,450	\$1,095,586
June Adj	\$17,972	\$9,255	\$11,979	\$79,264	\$200	\$118,670
<b>TOTAL</b>	<b>\$380,972</b>	<b>\$74,323</b>	<b>\$34,082</b>	<b>\$719,229</b>	<b>\$5,650</b>	<b>\$1,214,256</b> ↗
Projection	\$569,100	\$53,500	\$30,000	\$599,938	\$0	\$1,252,538
Differences	(\$188,128)	\$20,823	\$4,082	\$119,291	\$5,650	(\$38,282)

# **YEAR-END EXPENSE ESTIMATES**

	<u>Personnel</u>	<u>Operating</u>	<u>Total</u>
Start Bal:	\$429,787	\$689,917	\$1,119,704
June Adj	\$74,450	\$52,150	\$126,600
<b>TOTAL</b>	<b>\$504,237</b>	<b>\$742,067</b>	<b>\$1,246,304</b> ↗
Projection	\$443,611	\$696,871	\$1,140,482
Differences	\$60,626	\$45,196	\$105,822

Total Revenue	\$1,214,256
Total Expenses	\$1,246,304
	-----
	(\$32,048)

PENUMBRA THEATRE  
BALANCE SHEET  
MAY 31, 1993

ASSETS

CURRENT ASSETS:

REGULAR CHECKING	\$ (4,728)
PRODUCTION CHECKING	199
SAVINGS	16,002
INVESTMENT CD# 8586	22,181
ACTOR'S EQUITY CD	6,938
PETTY CASH	200 - 0 -
AEA EDUCATIONAL TOUR CD	1,745
SECURITY DEPOSIT	1,450
SOUND LIBRARY	86 - 0 -
STAGE INVENTORY	155 - 0 -
ACCOUNTS RECEIVABLE	1,836
PREPAID EXPENSE	7,303
NEXT SEASON BROCHURE	14,744
TOTAL CURRENT ASSETS	<u>68,111</u>

EQUIPMENT:

PTC - FURNITURE & EQUIPMENT	41,668
PTC - STAGE FIXTURES	4,577
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LESS ACCUMULATED DEPRECIATION	<u>20,360</u>
EQUIPMENT-NET	<u>26,096</u>
TOTAL ASSETS	<u><u>\$ 94,207</u></u>

LIABILITIES AND FUND BALANCE

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ACCOUNTS PAYABLE	\$ (313) 0 -
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DEFERRED INCOME	5,457
DEFERRED REVENUE - '93-'94	<u>153,746</u>
TOTAL CURRENT LIABILITIES	<u>160,115</u>

FUND BALANCE

CURRENT YEAR EXCESS (DEFICIT)	(41,790)
TOTAL FUND BALANCE	<u>(24,118)</u>
	<u>(65,908)</u>

TOTAL LIABILITIES AND FUND BALANCE

\$ 94,207

SEE ACCOMPANYING ACCOUNTANTS' COMPILATION REPORT.

**PENUMBRA THEATRE COMPANY  
REVENUES**

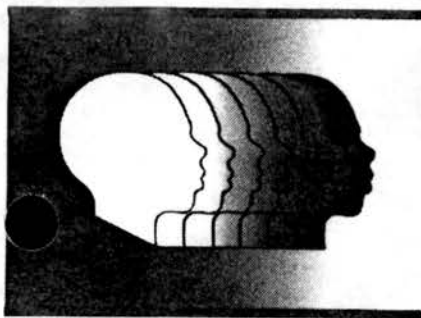
**As of May, 1993**

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PENUMBRA THEATRE COMPANY EXPENSES - ALL DEPARTMENTS		As of APRIL, 1993				
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EXCESS(DEFICIT)		(\$55,545)	(\$24,118)			





# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy Founder /Artistic Director

Managing Director Maurine D. Knighton

## MEMORANDUM

DATE: July 14, 1993  
TO: Board Members  
FROM: Maurine D. Knighton  
RE: Managing Director's Report

---

Since I will be unable to attend the Board meeting, the following is a brief update on activities since we last met:

- \* Glenn Morehouse Olson has accepted the position of Marketing Director and will begin work the week of August 23rd. Glenn comes to us from the Cricket Theater.
- \* The fiscal year 1992-1993 audit will begin on or about the week of August 30.
- \* Nancy Dennis, formerly Marketing Director at the Minneapolis YWCA, has agreed to produce our first annual report on a pro bono basis.
- \* We are still looking for funding to refurbish the theater seats. If we are unable to secure funding within the next week or so, we will plan to do the project during "Black Nativity".

Please feel free to check with me regarding any questions or concerns.



**ROSALYN W. OTIENO  
ATTORNEY AT LAW  
RIDER, BENNETT, EGAN & ARUNDEL  
2000 LINCOLN CENTRE  
333 SOUTH SEVENTH STREET  
MINNEAPOLIS, MINNESOTA 55402  
(612) 340-7904**

**AREAS OF PRACTICE:**

- Insurance Defense Litigation
- Personal Injury Litigation
- Products Liability Litigation
- Business Liability Defense
- Education Law

**PROFESSIONAL AFFILIATIONS:**

- Member, American Bar Association
- Member, Hennepin County Bar Association
- Member, Minnesota Defense Lawyers Association
- Member, Minnesota Minority Corporate Counsel Program
- Member, Minnesota Advocates for Human Rights
- Member, Minnesota Minority Lawyers Association
- Member, Minnesota State Bar Association
- Member, Minnesota Women Lawyers Association
- Member, National Bar Association

**EDUCATION:**

- Moorhead State University, B.A., Cum Laude, 1988
- Hamline University School of Law, J.D., 1991
- Associate, Hamline Law Review

**LANGUAGES:**

- Fluent in English, Swahili and proficient in French.

**HONOR SOCIETIES:**

- Member, Pi Sigma Alpha, National Political Science Honor Society

**ADMITTED:**

- Minnesota, 1991
- Federal Bar, District of Minnesota, 1991

## BIOGRAPHY

**Jacqui L. Shoholm**  
**Director - Job Creation and Training Section**  
**City of Saint Paul**  
**The Employment Connection**  
**Department of Planning and Economic Development/Division of Economic Development**

Ms. Shoholm has been working for the City of Saint Paul in the job training field for eighteen (18) years. She has held senior responsibilities in the area of planning and administration of federal, state, and county programs under various public policies, including the Comprehensive Employment and Training Act, (CETA), the Job Training Partnership Act, (JTPA), the Community Development Block Grant, (CDBG), and the Urban Development Action Grants, (UDAG).

Ms. Shoholm completed her undergraduate work in Sociology at the University of Wisconsin/River Falls and graduate work at the University of Minnesota and the Simmons College Graduate School of Management, where she was a Bush Foundation Fellow. In 1987, she traveled to Scotland as a German Marshall Fellow, and in 1990 she was a McKnight Fellow selected for attendance at the prestigious Salzburg Seminar in Austria.

### Affiliations include:

Founding Member	--	State of Minnesota Youth Network
Executive Committee Member (six years)	--	State of Minnesota Job Training Partnership Association
Governor's Appointed Task Force Member	--	Minnesota Task Force on Education and Employment Transitions
National Trustee (five years)	--	Board of Directors Employment and Training Council U.S. Conference of Mayors
Board Member (five years)	--	General Advisory Committee Saint Paul Technical College
Board Member	--	Career Beginnings National Youth Leadership Council University of Minnesota
Board Member (five years)	--	Penumbra Theatre Saint Paul, Minnesota
Event Committee	--	Model Cities Health Center Saint Paul, Minnesota

For the past six years, Ms. Shoholm has been Director of the Job Creation and Training Section of the City of Saint Paul, Department of Planning and Economic Development, during which time the job training programs have received state and national attention for their innovative design and outstanding accomplishments. She has also been instrumental in securing competitive resources to augment allocated dollars, and in promoting the coordination of program services among city and county agencies. The current operating budget for the section is \$7 million.

Ms. Shoholm lives in Saint Paul, Minnesota with her 21 year old son, Damon.

Jacqui L. Shoholm  
504 Selby Avenue, Unit #2  
Saint Paul, Minnesota 55102  
H: (612) 292-9724  
W: (612) 228-3262

**Employment History**

**12/85 to Present**

**Program Director - Job Creation and Training Programs**

City of Saint Paul

Department of Planning and Economic Development

Division of Economic Development

Manage all state and federal funds for job training programs operated by the City of Saint Paul with a current budget of \$7 million. Oversee fiscal and operational activity of 15 funding sources and over 30 separate program sub-contracts.

Study and implement economic development activities which promote job creation and job training. Integrate job creation programs with other departmental economic development efforts.

Follow state and federal legislation related to job training. Influence the public process as appropriate.

Raise special revenues to support innovative ideas and augment local dollars. \$4 million was competitively awarded in 1991. Work with public and non-profit community agencies to operate programs for over 5000 city residents per year.

Responsible for the renovation and management of a city-owned facility, the Saint Paul Employment and Training Center.

**3/83 to 12/85**

**Compliance Unit Supervisor**

City of Saint Paul

Department of Planning and Economic Development

Division of Community Development

Supervised compliance activity on all city economic development projects, including CDBG and UDAG programs. Areas of responsibility included negotiation of the monitoring for compliance on Davis-Bacon wage requirements, Affirmative Action, and the hiring of low and moderate income residents, (First Source hiring). Extensive federal review and understanding of federal and state law was required.

6/78 to 3/83

**City Planner - City of Saint Paul**

Responsible for planning, writing grant agreements, sub-contracting, and conducting monitoring activities for all federal job training activities under the youth and public service employment portions of the Comprehensive Employment and Training Act, (CETA).

Managed Youth and PSE contract funds in excess of \$12 million dollars. Negotiated vendor agreements with nearly 100 community based organizations and the Saint Paul Public Schools. Employed 2,000 Saint Paul residents.

3/72 to 6/78

**City Youth Planner - City of Saint Paul**

Coordinator of all federal and state resources for city operated youth employment lunch, and recreation programs. Federal grant liaison for the City with the Departments of HUD, Agriculture, and Labor.

**Education**

1972

University of Wisconsin - River Falls  
Bachelor of Science Degree - Sociology

1981

Simmons Graduate School of Management - Boston  
Graduate Certificate in Middle Management

1981

Bush Foundation Mid-Career Fellow  
Boston, Massachusetts

1987

German Marshall Fund Fellow  
Glasgow, Scotland

1990

McKnight Foundation Fellow to the Salzburg Seminar  
Salzburg, Austria - topic "Workforce Re-education"

**Independent Consulting and Publications**

Bell and Associates  
JTPA's Role in State and Local Coordination

Brandeis University  
Advisory Board - Youth Practitioners Network

Brookings Institute and Princeton University  
CETA Public Service Employment Studies

**An Empowering Education and Training System**  
(publication available)

**Board Membership  
and Affiliations**  
(Current)

U.S. Conference of Mayors  
Employment and Training Council  
National Trustee (5 years)

Minnesota Job Training Partnership Association  
Executive Committee (6 years)

Saint Paul Technical College  
General Advisory Council (5 years)

Saint Paul Area Chamber of Commerce  
Prepare Saint Paul Executive Committee (4 years)

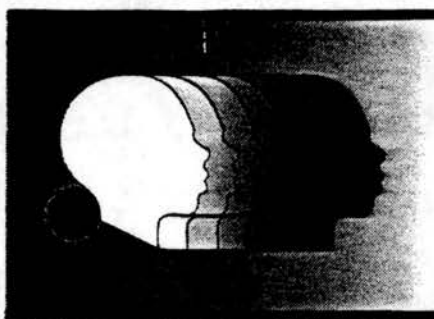
Penumbra Theatre  
Board Member (15 years)

Minnesota Task Force on Education and Employment Transitions  
Governor's Appointed Task Force Member

**References**

- **Mr. Joe Samargia**  
*Minnesota Commissioner of Jobs and Training 1983-1990*  
(612) 331-9194
- **Mr. George Latimer**  
*Dean Hamline University Law School*  
*Former Saint Paul Mayor*  
(612) 641-2968
- **Mr. Richard Lee**  
*Chair, Saint Paul Private Industry Council*  
*Vice President, Minnesota Mutual Life Insurance*  
(612) 298-3558
- **Ms. Joan Crigger**  
*Director, Employment and Training Council*  
*U.S. Conference of Mayors*  
(202) 293-7330





# PENUMBRA

## THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy Founder / Artistic Director

Managing Director Maurine D. Knighton

### The Company

Lou Bellamy  
Terry Bellamy  
Horace Bond  
Benny S. Cannon  
Joe Carter  
Dara Ceaser  
James Craven  
Edna Duncan  
Hassan Al-Amin  
Abdul Salaam El Razzac  
Denise Ellis  
Kathryn Gagnon  
W.J.E. Hammer  
Seitu Ken Jones  
Beverly Mahto  
Tia Mann-Evans  
Marion McClinton  
Otis Montgomery  
Claude Purdy  
Rebecca Rice  
Bruce Thompson  
Richard D. Thompson  
Lewis Whitlock, III  
James A. Williams  
August Wilson  
Mary Wilson

### Board of Directors

Cassius Ellis, M.D.,  
Chairman  
James C. Adams  
James Bransford  
James Carufel  
Phyllis Harvin  
Ezell Jones  
Kathleen Kingman  
Judge LaJune Lange  
Reuben Larson  
John Milton, M.D.  
Janet Morgan  
Mary Thornton Phillips, Ph.D.  
Janice Plimpton  
David Taylor, Ph.D.  
Janabelle Taylor  
Wilbur Thomas  
Stewart Widdess

### Board of Advisors

Ervin P. Dixon  
Edward L. Duren, Jr.  
Dr. Clarence Jackson  
Denise Johnson  
Reatha Clark King  
Archibald I. Laysmeyer  
Hazel O'Leary  
Mayor James Scheibel  
David Spears  
John Warder  
August Wilson  
John Wilson, Ph.D.

Fred B. Williams  
Executive Director  
Hallie Q. Brown Community Center  
270 North Kent  
St. Paul, MN 55102

Dear Mr. Williams:

Thank you for the draft of the Separation Agreement you sent on May 4, 1993. The Penumbra Board have had an opportunity to review the documents. There are two main issues, as well as a few related matters, that we (Maurine Knighton and David Taylor) would like to discuss with you regarding the Agreement. Preliminarily, however, we would like to thank you for your assistance and willingness to expedite the amicable separation of Penumbra and Hallie Q. Brown.

First, the use of a promissory note for repayment of the \$76,000 grant presents, quite frankly, an unnecessary barrier to finalization of the Agreement. Although use of a promissory note for repayment of an obligation is not uncommon in a "traditional" debtor/creditor relationship, it was not Penumbra's understanding that a promissory note would be used here, since it would necessitate the designation of a long-term liability on Penumbra's books. As you are aware from our previous discussions, that kind of designation would seriously compromise and impede Penumbra's ability to solicit resources from the philanthropic community. We are hopeful that you can understand the reasonableness of this concern. Moreover, use of a promissory note to secure repayment of the \$76,000 grant is unnecessary in any event because Penumbra's Board has resolved to repay that grant notwithstanding some question as to Penumbra's legal obligation to do so. However, Penumbra resolved that repayment of the grant was consistent with its desire to effectuate an amicable separation from Hallie Q. Brown. Accordingly, we would appreciate your giving careful consideration to our position regarding use of a promissory note—particularly in light of the fact that there is another less obtrusive legal alternative for securing repayment of the grant: incorporation of the terms of repayment into the principal Agreement.

As a contractual matter, incorporation of the terms of repayment of the grant into the principal Agreement would give Hallie Q. Brown adequate legal assurance that the grant would be repaid in accordance with the terms of the Agreement. This option would also alleviate Penumbra's above-mentioned concern. As a minor drafting matter, please be aware that there is what may have been an error which appears in paragraph 2 of the promissory note. That

July 8, 1993

paragraph, which refers to the payment of interest, is not consistent with the preceding language which correctly states that no interest will be paid by Penumbra to Hallie Q. Brown in repayment of the grant. Accordingly, the reference to interest should be stricken when the terms of repayment are transferred from the promissory note to the principal Agreement.

We would welcome an opportunity to discuss each of the revisions noted herein. At that time we would also like to discuss with you terms of repayment of the grant which would insure Penumbra's ability to repay the grant within a reasonable period of time. Central to our proposal is a percentage of future ticket revenue on mainstage shows.

The second matter which merits attention is the property inventory list referenced several times in the Agreement. Given the length of the discussions leading up to this most recent draft Agreement, it is difficult to discern the current accuracy and inclusiveness of Exhibit A; some items may need to be added, others may need to be omitted. Accordingly, it may be necessary to conduct an updated inventory and to include a clause in the Agreement to cover "any and all other items now in existence on the premises." That language will help insure that Exhibit A is exhaustive. Again, the parties may need to specifically designate which items should not be included in the exhibit. Additionally, another minor drafting suggestion is to move the note which appears at the bottom of Exhibit A to paragraph 3 of the principal Agreement.

When you have an opportunity to meet with us, we should also discuss the following passages in the Agreement:

Regarding the reference to "tradenames, trademarks, servicemarks..." in paragraph 1(b), is there a reason/need for Hallie Q. Brown to retain a right to use Penumbra's name?

The reference to "assets" in paragraph 1(c) is unclear. Also, the reference to "furthering the purposes of Penumbra Theatre" is unclear and, perhaps, should be specifically defined in the Agreement. Also, we would propose the inclusion of a time limitation in this paragraph. We propose July 1, 1990.

The word "terminated" in paragraph 2 should be stricken. In its place should read "transferred to Penumbra Theatre Company's payroll."

Some of the inventory items listed in paragraph 3 are not included in Exhibit A, namely: costumes, props, and scenery. Also, we request that the last sentence of paragraph 3 be stricken.

The items mentioned in paragraph 5 of the Agreement are discussed above. Again, however, because of Penumbra's concern about the existence of a promissory note and/or a security agreement, we would reiterate our request that the terms of repayment be included in the principal Agreement. Accordingly, there should be no reference in the Agreement to any documents outside the Agreement regarding repayment of the grant.

Paragraph 7 should include a duration limitation. We propose December 31, 1993. Also, reference to the lease agreement (Exhibit E) should be stricken, since the already executed lease agreement is unrelated to the Separation Agreement.

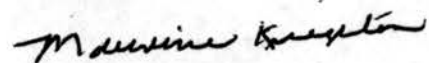
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July 8, 1993  
Fred B. Williams  
Page 3

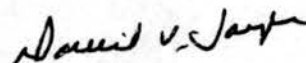
Paragraph 12 should be stricken.

We will contact you in a few days to schedule a meeting to discuss the above items. In the meanwhile, please feel free to contact either of us if you have any questions. We look forward to meeting with you.

Cordially yours,



Maurine Knighton  
Managing Director  
Penumbra Theatre



David V. Taylor  
Chair, Board of Directors  
Penumbra Theatre

MK/DVT:meg

cc: Samuel Rankin, President, Hallie Q. Brown Community Center Board

**LESSONS LEARNED  
BY  
THE BOARD OF TRUSTEES  
ACTORS THEATRE OF ST. PAUL**

In June, 1990, Board of Trustee members met to share lessons learned during the operation and closing of Actors Theatre of St. Paul. These lessons derive from the mixed feelings of great pride in producing thirteen seasons of excellent theatre and the extreme pain of having to file for bankruptcy.

These lessons are expressed as short and simple directives for those serving as Trustees. While these lessons grow out of the special circumstances of Actors Theatre, we are sharing them because so many nonprofit boards face similarly difficult circumstances. Undoubtedly, these lessons reflect thinking about the "dark side" of arts organizations and so should be balanced with guidelines from those in happier circumstances.

**BOARD MEETINGS AND COMMUNICATION**

- Have some meetings, or segments of meetings, without staff present, to assure that Trustees can speak freely to each other about concerns and ideas.
- Have the Board set its own agenda and the tone of reports being given.
- Actively seek out and share bad news as well as good news.
- Create a climate for open, timely and direct communication among Board members and with staff.
- Do not suspend common sense and business judgment when dealing with nonprofit issues; use the same standards for assessing these issues as you would in your own organization.
- An advisory/auxiliary group's role should be defined and enforced by the Board; interaction regularly with such a group through joint meetings and other communication.
- Utilize each Board member's special talents; work as a team.

**MISSION AND DIRECTION**

- The Board cannot be just a money raising group; it also needs to guide general artistic direction through the mission and policy statements. Members of the Board must "own" the mission.
- The Board should not let a "founder's mystique" dominate decisions, nor should it be intimidated by any one definition of art or artistic integrity.

- Recognize that an arts group cannot expect the community to subsidize-support it unless the artistic choices mesh with what that community (or at least a substantial segment of it) wants to see and that any artistic endeavor is being offered within a highly competitive environment.
- Do not divert energy and resources into secondary projects until or unless the primary mission is being successfully fulfilled.

#### **FINANCE**

- Budget approval should be based on reasonable and ascertainable revenue projections.
- Maintain a balanced budget; do not succumb to the belief that nonprofits do not have to pay their bills in the same way that for profit organizations do.
- Do not rely on "angels" for financial bail-out.
- Do not make any major financial commitments without first completing financial arrangements.
- Insist on proof that withholdings and other taxes are being paid.

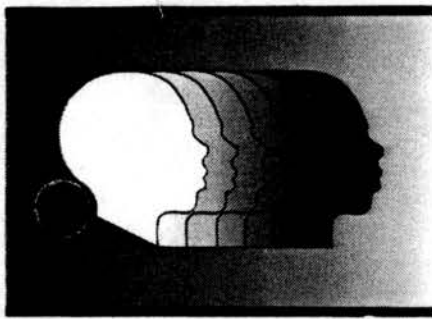
#### **STAFFING**

- Have the Board evaluate those staff members hired by them on a regular basis.
- Make sure top staff members conduct regular and thorough evaluations of those reporting to them.
- Regardless of the salary being paid, hold nonprofit staff members accountable for high quality and responsible professional conduct.
- Create opportunities for direct interaction between Board members and artists.

#### **CLOSING**

- The Board and staff must never operate as if the organization must be kept alive at any cost.
- If and when problems persist, immediately inform stakeholders and seek their help, as well as assistance from professional resources such as national arts organizations.
- If there is not sufficient evidence of support from others, then it may be necessary to close or substantially reorganize.
- If a decision is made to cease operations, insist that all Board members remain to help with the work involved in closing a nonprofit organization.





# PENUMBRA

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Managing Director Maurine D. Knighton

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James A. Williams  
August Wilson  
Mary Winchell

Fred B. Williams  
Executive Director  
Hallie Q. Brown Community Center  
270 North Kent  
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Mayor James Scheibel  
David Spears  
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July 8, 1993  
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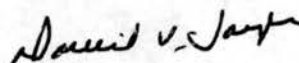
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Cordially yours,



Maurine Knighton  
Managing Director  
Penumbra Theatre



David V. Taylor  
Chair, Board of Directors  
Penumbra Theatre

MK/DVT:meg

cc: Samuel Rankin, President, Hallie Q. Brown Community Center Board

Correspondence,  
Misc. Other



## HALLIE Q. BROWN COMMUNITY CENTER, INC.

270 Kent Street

St. Paul, Minnesota 55102

(612) 224-4601 Fax 224-7074

December 10, 1992

### BOARD OF DIRECTORS

*President:*

Mr. Samuel W. Rankin

*1st Vice President:*

Mr. Jonathan Goss

*2nd Vice President:*

Ms. Beverly Jones-Heydinger

*Secretary:*

Ms. Stacey Williams

*Treasurer:*

Mr. Timothy Strom

*Immediate Past President:*

Mr. Wilbur Thomas, Jr.

Brown, Mr. Larry  
Brown-Pitman, Ms. Lee  
Carty, Ms. Celeste  
Clardy, Mrs. Gaynell  
Coulter, Mrs. Phyllis  
Donovan, Mrs. Christine  
Garrett, Mr. James Sr.  
Goss, Mr. Jonathan  
Hart, Patricia  
Jones-Heydinger, Ms. Beverly  
Mann, Mr. Richard  
Rankin, Mr. Samuel W.  
Simpson, Mr. Donald  
Singleton, Mr. Oliver  
Strom, Mr. Timothy  
Thomas, Mr. Wilbur Jr.  
Troup, Dr. Elliott V.  
Turner, Mr. Brett  
Weber, Mrs. Eleanor  
Williams, Ms. Stacey  
Wilson, Judge Edward  
Wilson, Mr. Michael R.  
Woods, Mr. Donald Z.

### HONORARY MEMBERS

Cason, Mrs. Mabel  
Devitt, Judge Edward J.  
Gingold, Judge Archie L.  
Randall, Mr. William B.  
Shannon, Dr. James P.  
West, Mrs. William

*Executive Director:*

Mr. Fred B. Williams

Ms. Maurine Knighton, Manager  
Penumbra Theatre Company  
270 North Kent Street  
St. Paul, Minnesota 55102

Dear Ms. Knighton,

We have received and reviewed your letter of December 1 and are truly alarmed by both the content and the tone of the letter. The Hallie Q. Brown staff and Board of Directors are proud to recall that Penumbra Theatre is a product of our cultural arts program. You know that Hallie has been a strong supporter of Penumbra for all of its 16 years, and we have continued to be supportive as you have sought to become a separate entity.

The Hallie staff and board have been patient and generous throughout the lengthy process involved in achieving a separation of our two organizations. During approximately two and one-half years of discussions, and after the completion of at least three fiscal audits, there has been a consensus shared by all parties that questioned accounting entries on the order of \$75,000 to \$80,000 eventually would have to be resolved. Further, accountants for both Hallie and Penumbra seemed to agree that the amount was a receivable in the Hallie Q. Brown accounts.

Hallie staff have regularly informed the Penumbra administrators of our concern for satisfactory resolution of the financial issues related to the separation. Perhaps because of frequent changes in Penumbra administration, we have been told repeatedly that Penumbra was not yet in a position to discuss or resolve the relevant financial issues. Several times we have requested personal meetings with representatives of Penumbra to discuss this matter, but on no occasion did we receive a positive response from your organization.





Hallie has been gracious during this time period even while feeling the financial stress caused by allowing delays in resolution of this matter. Upon receiving your letter we contacted our auditor and we have begun assembling again copies of documentation relative to this issue. We ask that you notify your Board that we are again requesting a meeting with you, your board officers, your auditor, and your lead staff to discuss your financial obligations.

We appreciate the struggles and time pressures you have experienced while establishing Penumbra as a separate organization, yet we remind you that we have a duty to ensure that other programs of the Hallie Q. Brown Community Center do not suffer as a result of Penumbra's activities. As it appears that you have now completed your most recent audit, we expect to reach closure on this matter before the end of calendar year 1992.

If we do not hear from you, we will pursue other options to resolve this issue.

Sincerely,



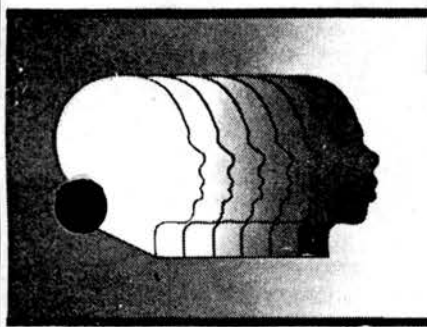
Fred B. Williams  
Executive Director



Samuel Rankin  
President

cc: Mr. J. Hazen Graves, Attorney, Faegre & Benson  
James Stevenson, Phillips & Swanson, Certified Public  
Accountants  
Dr. David V. Taylor, Chairman, Penumbra Theatre Company





# PENUMBRA

## THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

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### M E M O R A N D U M

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Mayor James Scheibel  
David Spears  
John Warder  
Augustine  
John V. Ph.D.

TO: Board of Directors  
FROM: Cassius Ellis  
RE: 1992-1993 Board Meetings  
DATE: July 22, 1992

The following is the revised schedule for Penumbra Board of Directors.

#### 1992-1993 Full Board Meetings

Wednesday, September 16, 1992  
Wednesday, December 16, 1992  
Wednesday, March 17, 1993  
Wednesday, June 16, 1993

#### 1992-1993 Executive Committee Meetings

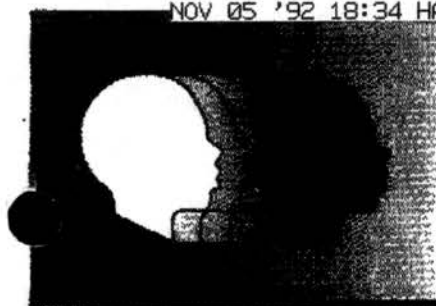
Wednesday, August 19, 1992  
Wednesday, October 21, 1992  
Wednesday, November 18, 1992  
Wednesday, January 20, 1993  
Wednesday, February 17, 1993  
Wednesday, April 21, 1993  
Wednesday, May 19, 1993  
Wednesday, July 21, 1993

#### Current Officers & Committees

President  
Vice President  
Treasurer  
Secretary  
Business & Finance Committee  
Facilities Committee  
Marketing Committee  
Personnel Committee  
Program Committee  
Resource Committee

Cassius Ellis

Janice Plimpton  
Kathleen Kingman  
Mary Phillips  
Janet Morgan  
Stewart Widdess  
LaJune Lange  
David Taylor  
Ezell Jones



# PENUMBRA

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August Wilson  
Mary K. Winchell

October 29, 1992

### Arts Midwest

Minority Arts Administration Fellowships  
Jane Lane Ewart, Senior Program Director  
528 Hennepin Avenue, Suite 310  
Minneapolis, Minnesota 55403

Dear Ms. Ewart:

On behalf of the Board of Directors of Penumbra Theatre Company, I am pleased to forward this letter of support for the enclosed application to the Arts Midwest Minority Arts Administration Fellowship Program. The objectives of this program match closely with those of Penumbra -- each year, we provide more employment and training opportunities to African American artists than any other Twin Cities theater.

### Board of Directors

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James Carufel  
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Wilbur Thomas  
Stewart Widdess

Serving as a host organization for a MAAFP fellow would be beneficial both to Penumbra and to the fellow. We have a wealth of knowledge and experience to share, and we would welcome the opportunity to do so. Indeed, given the relatively small number of people of color who are well-qualified theater administrators, we consider it our obligation to help nurture interested individuals.

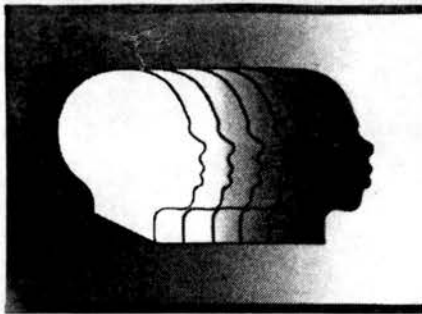
Thank you for your consideration of this application. We look forward to hearing from you soon.

Sincerely,

David V. Taylor  
Chairperson, Board of Directors

### Board of Advisors

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## MEETING OF THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS Wednesday, August 11, 1993, 4:30 p.m.

### AGENDA

The meeting will be held at Hallie Q. Brown Community Center Library, 270 N. Kent St., St. Paul.

#### Agenda

#### Status

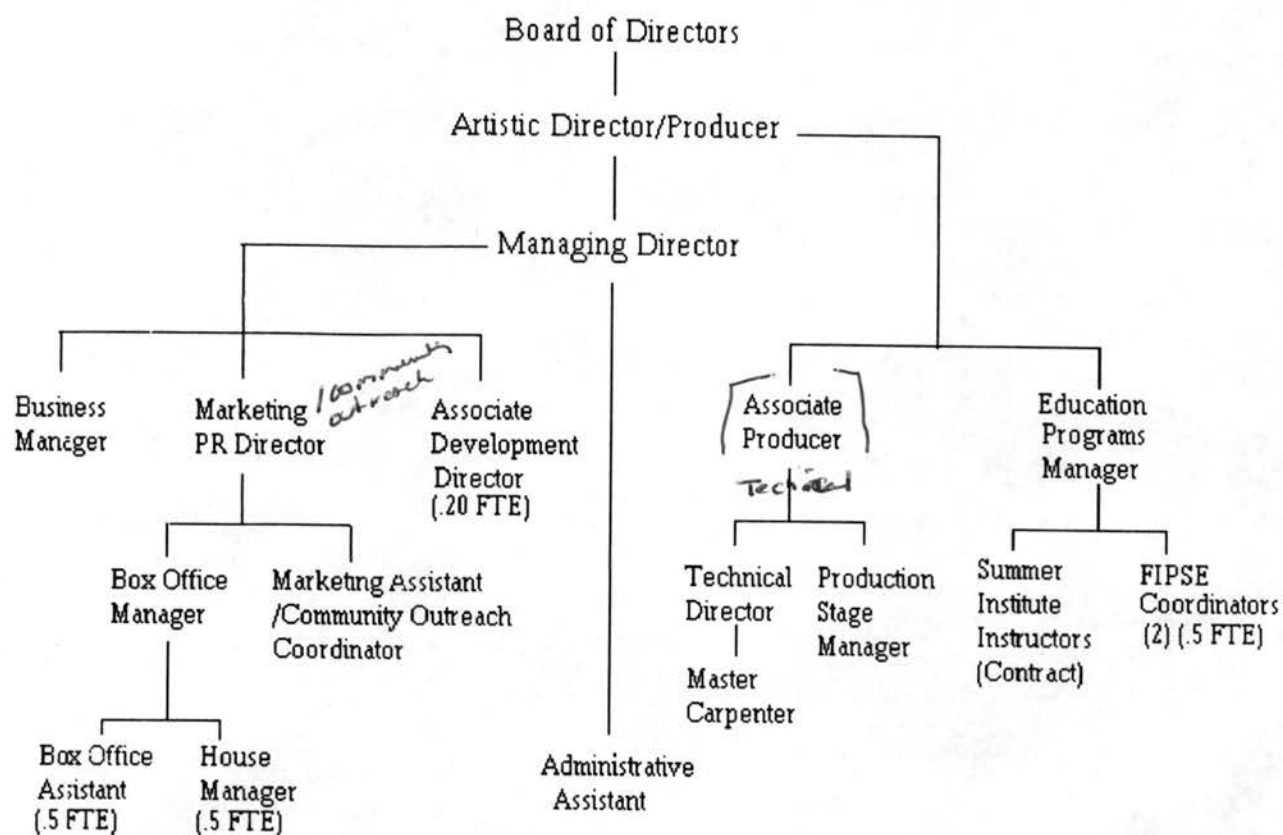
- |  |             |
|--|-------------|
| 1. Call to Order   | Action      |
| 2. Committee Reports   |             |
| A. Program - David Taylor  | Information |
| B. Business and Finance - Jim Carufel  | Information |
| C. Marketing - Marlene Cooper  | Information |
| D. Resource - Jan Plimpton   | Information |
| E. Facilities - Janet Morgan   | Information |
| F. Personnel - Reuben Larson   | Information |
| 3. Board Business  |             |
| A. Board Policy - Phyllis Harvin   | Action      |
| B. Board Nominations - Maurine Knighton<br>Roselyn Otieno<br>Jacqui Shoholm                | Action      |
| 5. Artistic Director's Report - Lou Bellamy  | Information |
| 6. Managing Director's Report - Maurine Knighton   |             |
| 7. Other Business  |             |
| 8. Next Scheduled Board of Directors Meeting: Wednesday,<br>September 8, 1993 at 4:30 p.m. | Information |
| 9. Adjournment   | Action      |

*agenda topic Board Retreat*

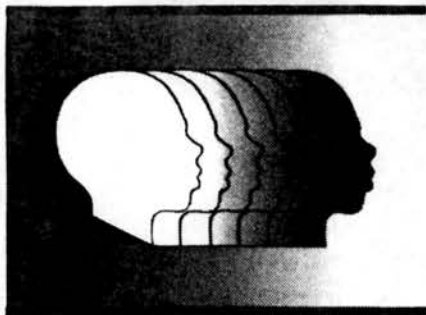
*August 17<sup>th</sup>  
Knighton's  
6-7:30pm  
August 17<sup>th</sup>  
4-6  
Beep William  
Jared Williams*

# PENUMBRA THEATRE COMPANY

## Proposed Organization Chart\*



\*All positions are full-time unless otherwise noted.



# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy Founder / Artistic Director

Managing Director Maurine D. Knighton

## BOARD OF DIRECTORS ANNUAL TIMELINE

JANUARY - Artistic Director review

APRIL - Determine board vacancies

MAY - Present draft annual plan and budget

MAY - Chair appoints nominations committee

MAY/JUNE - Board recruitment

JUNE/JULY - Subscription solicitations

JULY 1 - Fiscal year begins

JULY - Board Retreat

- a) Review report of previous year's goals, resources, and board and staff functioning
- b) Set major goals for next year
- c) Determine resources needed (dollars, staff, equipment, board members, board committees, facilities, community contacts)

JULY - Board nominations

JULY/AUGUST - Summer party

AUGUST - Annual meeting

- a) Board member induction and orientation
- b) Election of officers and committee appointments

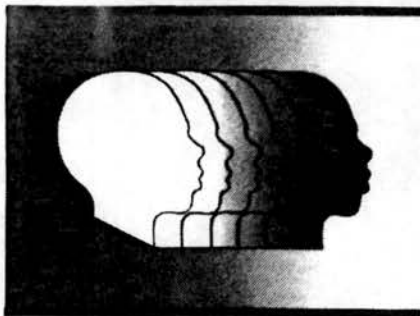
AUGUST/SEPTEMBER - Implementation of Board Retreat Goals

- a) Program planning
- b) Fundraising planning
- c) Budgeting

SEPTEMBER - Review Annual Report and audited financial statement

8/93





# PENUMBRA THEATRE COMPANY

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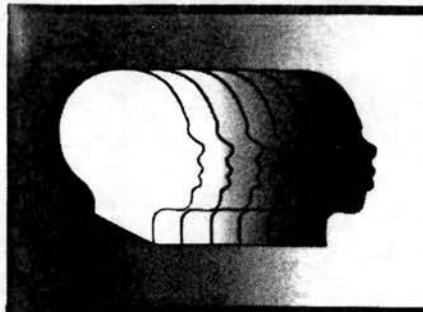
Lou Bellamy *Founder / Artistic Director*

*Managing Director* Maurine D. Knighton

## BOARD OF DIRECTORS PROCEDURE FOR ELECTING NEW BOARD MEMBERS

- I. Board Chair appoints Nominating Committee from the full Board of Directors.
- II. Nominating Committee assesses particular areas of expertise needed to compliment current Board of Directors.
  - A. Nominating Committee seeks prospective candidates from other Board Members and outside sources.
  - B. Nominating Committee reviews full list of prospective candidates and compiles short list most suited to stated needs and areas of expertise.
- III. Nominating Committee meets with prospective candidates to review candidates backgrounds and provide general information about the Board of Directors, i.e. responsibilities, requirements, expectations, etc.
- IV. Upon assessment of prospective candidate interest and viability, Nominating Committee identifies list of nominees and extends invitation to attend either Board of Directors or Executive Committee meeting.
- V. The Nominating Committee submits list of nominees to Executive Committee for consideration.
- VI. Upon approval, Executive Committee submits list to Board of Directors.

8/93



# PENUMBRA THEATRE COMPANY

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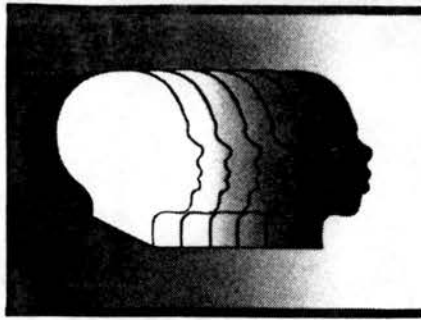
Lou Bellamy *Founder /Artistic Director*

*Managing Director* Maurine D. Knighton

## BOARD OF DIRECTORS PROCEDURE FOR ELECTING OFFICERS

- I. Board Chair appoints Nominating Committee from the full Board of Directors.
- II. Nominating Committee identifies candidates from Board of Directors.
- III. Nominating Committee meets with candidates to determine interest and viability
- IV. Upon assessment of prospective candidate interest and viability, Nominating Committee submits slate of officers to Executive Committee for review and approval.
- V. Upon approval, Executive Committee submits list to Board of Directors for vote.

8/93



# **PENUMBRA THEATRE COMPANY**

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

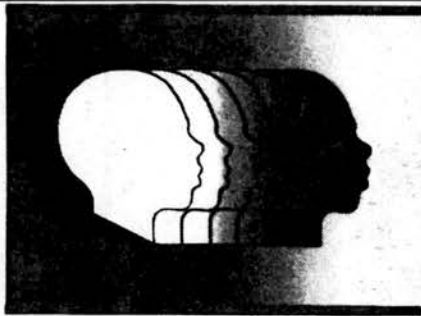
Lou Bellamy *Founder /Artistic Director*

*Managing Director* Maurine D. Knighton

## **BOARD OF DIRECTORS PROCEDURE FOR COMMITTEE APPOINTMENTS**

- I. Board Chair assesses committee staffing needs and board expertise.
- II. Chair meets with new board members to determine interests, strengths, and suitability for specific committees.
- III. Chair appoints new board members to committees, matching committee needs and board member strengths as closely as possible.
- IV. Upon approval, Executive Committee submits list to Board of Directors for vote.
- V. Chair informs committee chairs of new appointments.

8/93

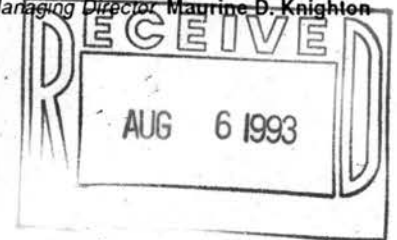


# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy Founder / Artistic Director

Managing Director Maurine D. Knighton



## MEMORANDUM

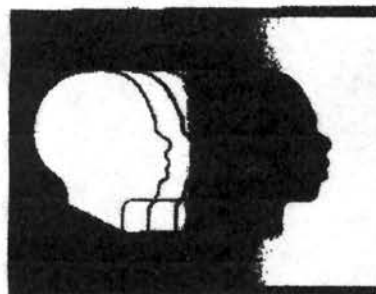
DATE: August 3, 1993  
TO: LaJune Lange  
Terry Hoffman  
Jim Bransford  
FROM: Maurine D. Knighton *mdk*  
RE: Nominating Committee

I am writing you this memo on behalf of David Taylor, who has appointed each of you to serve on a Nominating Committee of the board. You are requested to convene a meeting and submit nominations for board officers for the new year.

The elections will take place at the meeting of the Board of Directors which is scheduled for Wednesday, November 10. Therefore, your nominations would need to be submitted to the Executive Committee at its Wednesday, October 13th meeting. It would also facilitate the process if the slate of officers could be sent to the Executive Committee prior to that time.

Please call me and inform me of any assistance you require of Penumbra staff. I am ready to schedule meeting space or provide any other support which you may need.

Copy: David Taylor, Chairperson



# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

au Bellamy Founder / Artistic Director

Managing Director Maurine D. Knighton

## FACSIMILE TRANSMISSION

DATE: October 11, 1993

TO: David Taylor

Company: U of M General College

FAX #: 626-7848

FROM: Maurine D. Knighton

6 Number of sheets transmitted including cover sheet

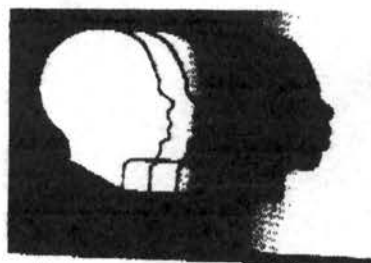
MAIL COPY TO FOLLOW: YES X NO

### COMMENTS:

Following is information for our upcoming separation  
meeting.

If you do not receive all pages or experience other problems with this transmission, please call (612)  
224-4601 ext 783.





# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

ou Bellamy Founder /Artistic Director

Managing Director Maurine D. Knighton

## MEMORANDUM

TO: Dorothea Burns, Beverly Jones Heydinger, Sam Rankin,  
Tim Strum, Fred Williams

FROM: Jim Carufel, Maurine Knighton, David Taylor, Jan Plimpton

RE: SEPARATION AGREEMENT

DATE: October 12, 1993

Thank you for our last meeting to discuss the separation agreement. We appreciate the exchange of information and viewpoints, and are confident that the discussion brought us closer to finalizing the agreement.

In order to facilitate the meeting tomorrow morning, we have listed below some points we would like to address. Specifically, we propose the following changes be made in the separation agreement. (These are not listed in order of priority.):

1. We request the acceleration clause in paragraph 5 of the agreement be stricken and replaced with an interest clause, language as follows:

In the event that any installment is past due, interest will accrue at the rate of 6% per year on the past due amount.

2. We propose the Security Agreement be replaced with a Chattel Mortgage, a copy of which is follows this memo.

3. We propose paragraph 3, which refers to an inventory of personal property, be amended to become an all-inclusive clause for items transferred to Penumbra. This would mean that Exhibit A would only list the items of which Hallie Q. Brown desires to maintain ownership.

We look forward to discussing these points in detail tomorrow morning.

**CHATTEL MORTGAGE**  
**(Loan Secured by Personal Property)**

This Chattel Mortgage governed by Article 9 of the Uniform Commercial Code is made the \_\_\_\_\_ day of \_\_\_\_, 19\_\_, in Ramsey County, State of Minnesota, by Mortgagor, Penumbra Theatre, Inc. ("Penumbra Theatre" or "Debtor"), a Minnesota nonprofit corporation whose principal place of business is ligated in Ramsey County, State of Minncsota, to Mortgagee, Hallie Q. Brown Community Center, Inc. ("Hallie Q. Brown" or "Secured Party") a Minnesota corporation whose principal place of business is located in Ramsey County, State of Minnesota.

**WITNESSETH:**

That as security for the payment to Mortgagee of Seventy-six Thousand Dollars (\$76,000), in accordance with the terms of a Separation Agreement dated \_\_\_\_\_ (the "Separation Agreement") the Mortgagor mortgages to the Mortgagee all the following described personal property, together with the natural increase and the products thereof, if any, situated in Ramsey County, State of Minncsota, and described as follows:

All inventory of Debtor, whether now owned or hereafter acquired and wherever located;

All equipment of Debtor, whether now owned or hereafter acquired, including but not limited to all present and future machinery, vehicles, furniture, fixtures, manufacturing equipment, shop equipment, office and record keeping equipment, parts and tools, and the goods described in any equipment schedule or list herewith or hereafter furnished to secured party by Debtor (but no such schedule or list need to be furnished in order for the security interest granted herein to be valid as to all of Debtor's equipment).

Covenants of Mortgagor. Mortgagor agrees to do and perform each of the following:

(a) To do all acts which may be necessary to maintain, preserve and protect said mortgage property; to keep said mortgaged property in good condition and repair; not to commit or permit any waste of said mortgaged property, nor to commit or permit any act with regard to said property in violation of law.

(b) To keep said mortgaged property capable of identification; not to sell, contract to sell, lease, encumber, dispose of or permit the consumption of all or any part of said mortgaged property, and not to remove all or any part of said mortgaged property from the premises on which it is now located or on which it may hereafter be located, without the written consent of Mortgagee.

(c) Penumbra Theatre warrants that it is the sole owner and in possession of all said mortgaged property and that said mortgaged property is free and clear of all liens, encumbrances and adverse claims with the exception of the lien of this mortgage.

Mutual Covenants. The parties hereto mutually agree:

1. If Mortgagor fails to make any payment or if Mortgagor fails to do any act as herein provided, then Mortgagee may, without obligation to do so and following demand for payment, take possession of said mortgaged property or any part thereof, and remove or sell and dispose of said mortgaged property or any part thereof at public sale, up to the extent of the value of the amount then owed. Interest will accrue on the late payments in accordance with the terms of the Separation Agreement. No power or remedy herein conferred upon the Mortgagee is exclusive of or shall prejudice any other power or remedy of the Mortgagee.

2. By accepting payment of any sum secured hereby after its due date, Mortgagee does not waive or in any manner affect its right to require prompt payment when due of all other sums so secured and to declare a default for failure of Mortgagor so to pay. The waiver by Mortgagee of any default of Mortgagor under this Chattel Mortgage shall not be or be deemed to be a waiver of any other similar default subsequently occurring.

3. If any change occurs in the title to all or any part of said mortgaged property, Mortgagee may, without any notice or demand at its discretion, from time to time, and without in any way impairing or releasing the obligations of Mortgagor hereunder do any of the following:

(a) Take, exchange or release security for any of the obligations now or hereafter secured hereby;

(b) Extend the time for payment of said obligations;

(c) Otherwise change the terms of said obligations.

IN WITNESS WHEREOF, Mortgagor has executed these presents the day and year first above written.

Hallie Q. Brown Community Center, Inc.  
By its President

Penumbra Theatre, Inc.  
By its President

Hallie Q. Brown Community Center, Inc.  
By its Secretary

Penumbra Theatre, Inc.  
By its Secretary

Address:  
Martin Luther King Bldg.  
270 North Kent Street  
St. Paul, MN 55102

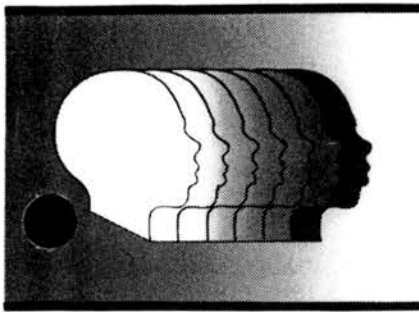
Address:  
Martin Luther King Bldg.  
270 North Kent Street  
St. Paul, MN 55102

Subscribed and sworn to before me  
this \_\_\_\_\_ day of \_\_\_\_\_, 1993.

\_\_\_\_\_  
Notary Public



No. 10 '33  
B. H. Dwyer



# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy *Founder /Artistic Director*

*Managing Director* Maurine D. Knighton

## MEETING OF THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS Wednesday, October 13, 1993, 4:30 p.m.

### AGENDA

The meeting will be held at Hallie Q. Brown Community Center Library, 270 N. Kent St., St. Paul.

<u>Agenda</u>	<u>Status</u>
1. Call to Order	Action
2. Reading and approval of minutes	Action
3. Committee Reports	
A. Program - Maurine Knighton	Information
B. Business and Finance - Jim Carufel	Information
C. Marketing - Glenn Morehouse Olson	Information
D. Resource - Jan Plimpton	Information
E. Facilities - Maurine Knighton	Information
F. Personnel - Reuben Larson	Information
4. Board Business	
A. Board Policies - Phyllis Harvin	Information
B. Separation - David Taylor	Information
C. Board Retreat - Maurine Knighton	Information
5. Artistic Director's Report - Lou Bellamy	Information
6. Managing Director's Report - Maurine Knighton	
7. Other Business	
8. Next Scheduled Board of Directors Meeting: Wednesday, November 10, 1993 at 4:30 p.m.	Information
9. Adjournment	Action

										*93/94 Sub Audit																																																																																																																																	
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-\$2,263 from total \$total

WAITING IN VAIN FINAL AUDIT						
OCTOBER 1ST, 1993						
CURRENT SALES				SUMMARY		
<u>Code</u>	<u>Description</u>	<u>#Tix</u>	<u>Total \$</u>	<u>Figures for Paid Tickets Only</u>	<u># Tix</u>	<u>\$\$\$</u>
A	ADULT	1084	\$16,452.00	<b>Sales Goal</b>		<b>\$55,563.00</b>
S	SENIOR/STUDENT	375	\$4,556.00	Season Ticket Sales	1492	\$16,542.00
K	2 FOR 1	133	\$901.00	Single Ticket Sales	2070	\$23,543.00
D	DISCOUNT VARIES	478	\$1,634.00	Group Ticket Sales	379	\$3,230.00
G	GROUP	27	\$332.00	<b>Total Sales</b>	<b>3941</b>	<b>\$43,315.00</b>
L	STUDENT GROUP	352	\$2,898.00	<b>\$\$ Needed to Meet Goal</b>		<b>\$12,248.00</b>
XS	ADULT SUBSCRIBER	1150	\$13,554.00			
YS	SENIOR SUBSCRIBER	301	\$2,609.00			
VS	STUDENT SUBSCRIBER	41	\$379.00			
W	WHEELCHAIR HOLDS	4				
B	BOX HOLDS	26				
N	OBSTRUCTED	314				
M	SUBSCRIBER HOLDS	0				
F	COMP	360				
PC	PROBLEM COMP	56				
ZC	USHER COMP	230				
R	RESERVED/PENUMBRA	0				
R	RESERVED/CONNECTION	0				
				<u>Holds/Comps</u>		
				Holds	344	
				Comp Tix-No Usher	416	



PENUMBRA THEATRE COMPANY  
Executive Committee Meeting  
August 11, 1993

Committee members present: David Taylor, Jim Carufel, Phyllis Harvin

Committee members absent: Kathy Kingman

Staff members present: Maurine Knighton, Marlene Cooper

CALL TO ORDER

Chair Taylor convened the meeting.

PROGRAM COMMITTEE, Maurine Knighton

During our trip to New York Lou and I met with Claude Johnson of Terry and Associates, an arts consulting firm. We felt very good about the meeting and would like to work with Bill Terry and Claude Johnson. Both have extensive experience and can help with our strategic planning. This could cost between \$15,000 and \$30,000. Tripp Sommerville at Northwest Area Foundation said that they would cover the consulting fee. If it runs higher the McKnight Foundation may also be able to help. The consultation should take six to nine months.

MARKETING, Marlene Cooper

LifeDances is going well. It has gotten a lot of press. We passed goal but will not make money because of unexpected technical expenses. There will be a new program format beginning with "Waiting in Vain." They are half the size of the old and will have the directors notes in them. There will also be a study guide for the school matinees. We have our first sponsor for a show with "Waiting in Vain." Stew Widdess and Marlene are putting together a sponsorship package. This will enable them to market the sponsorship program and help us to get sponsors for each show. T. Mychael Rambo, who was the Outreach Coordinator, will be leaving and Marlene Cooper will take over his duties. We still need more board members for the Telemarketing project on the 17th. There are only five or six who have committed so far. The Lila Wallace grant is to help us target the African American community. We will be getting together 10 to 12 focus groups and working from there.

BUSINESS AND FINANCE, Jim Carufel

At the end of the year we had a cash balance of \$55,000 in the bank. Our deferred revenue is \$176,000.

RESOURCES, Maurine Knighton

We have received grants from City of St. Paul Arts and Economic Development Fund for \$11,000, and The Jerome Foundation for \$18,000. The City of St. Paul is changing the guidelines, so we are writing to the people who represent this area of the city to council us on how to be eligible for the money. The money from The Jerome Foundation is to help fund the Cornerstone project. We met with the President of AT&T Foundation for the New Plays for the Nineties grant and we have made it past four rounds of elimination. At this point it is a matter of support from the local AT&T office.



FACILITIES, David Taylor

We want to accommodate a larger audience and our growing staff. We want to have refreshments. We are looking to get a variance on the ordinance that prohibits us from hiring someone to provide this service.

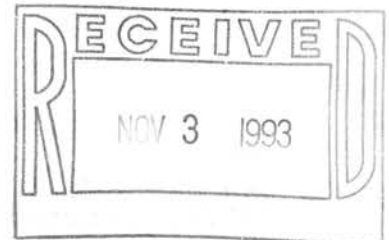
BOARD BUSINESS

Phyllis Harvin: We are updating the Board Policies so that we are clear on what is expected of each of the board members. Now we are taking action on adopting these new policies. We will work on some compliance issues. There will be amendments made when we find that something is not working. Motion, to accept the Board Policies and they are subject to ongoing revisions. This will be discussed at the next Board meeting. The executive committee approve the Board Policies.

Maurine Knighton: Jackie Shoholm and Rosalyn Otieno have been nominated. Maurine recommend that they be voted on to the board at the next Board meeting.

Separation is still in the works. We had been trying to complete separation by July, but haven't been able to due to us not agreeing on some of the wording in the contract. We will complete separation by the end of David Taylor's term.

EXECUTIVE COMMITTEE MEETING MINUTES  
October 13, 1993



Board members present; Janice Plimpton, David Taylor, Jim Carufel, Reuben Larson.

Staff members present; Maurine Knighton, Chrys Carroll, Glenn Morehouse Olson, Lou Bellamy.

CALL TO ORDER

Chair David Taylor called the meeting to order at 4:40 p.m.

READING AND APPROVAL OF MINUTES

Minutes of the last Executive Committee meeting were approved as submitted.

COMMITTEE REPORTS

Program Committee, Maurine Knighton

We have received a bid of \$15,000 from Terry and Associates for the long term strategic planning. Tripp Sommerville of Northwest Area Foundation will cover the cost, and he also said not to worry about pinching pennies. The consultants should start the project in December or January and finish by the end of our fiscal year. The whole project should be less expensive because they will already be in the Twin Cities. They have just been asked to consult with the Walker. We know that the board will have an active part in the process. I will call them to ask if there is anything that we (the board) should discuss at the retreat.

Business and Finance Committee, Jim Carufel

The audit is done. I didn't see anything that was really off. Sue; I'm very happy with the way that the audit went. The auditors said that our books were very clean this year. They were also pleased with the pre audit work that I had done. Payroll came out well too.

Maurine; There were three major areas of concern in the management letter that they told us to work on.

- \*The first is that we should do regular house counts, tear tickets and number our tickets. This will give us more accuracy in our counts.

- \*The second item is our Personnel Policy is too lenient in the carryover of PDO's.

- \*The last item is we should change all our actors from independent contractors to employees, which will be hard due to the fact that we have already contracted actors all the way through "Two Trains Running." We will be actively phasing in this new policy after "Black Nativity."

We will be making these changes by the end of the fiscal year. Chair Taylor asked the Business and Finance Committee is to come up with a reasonable plan to address these problems within two

months. A suggestion was made to check with other theaters to see how they dealt with the change of status for their actors. We may also be able to get some comparative data from them to see how much less the actors will net.

The job of the Finance committee is to review the statements and reports. They are not to take an active part in doing these reports.

#### Marketing Committee, Glenn Morehouse Olson

We were under goal for the run of "Waiting in Vain," but it is important to note that at the time it was running it was conflicting with other events around the city. We did sell out both of the school matinees and that was a first. There was also television coverage on this show.

We only need 50 more subscriptions for this year to make goal. The telemarketing campaign went very well. The balance is achievable if board members who haven't yet sold subscriptions do their part. We did not receive any complaints from the people that were called. 50% of our lapsed subscribers were converted. The five play subscriptions have exceeded goal while the three and four play subscriptions are low. "Black Nativity" group sales are going well. We expect that the sales will pick up when the newsletter goes out and we start more advertising.

The Dayton's video project has finished taping and next week we should get a rough edit of the promotional video. They have also made a new photo collage display board for the theatre.

"Buffalo Hair" opens tonight. 3M sponsored the printing of the programs, pictures of the monument and newsletter. There is also a 30-minute video that will be played before the show. We are selling pictures of the monument and books from Odegard bookstore are on sale in the lobby. 50% of the profit go to the Buffalo Soldiers Association. Odegard is also doing a display and drawing in the store. We will also start having food in the lobby with this show. Mixashawn is playing after the Saturday discussion.

The African American task force met and we got a lot of good information and ideas from that meeting.

#### Resource Committee, Maurine Knighton

We are going to submit a proposal November 1 for a capital grant to redo the seating in the theatre for \$100,000. If it looks very positive we will try to secure a loan so that we can redo them during the run of "Black Nativity".

I put in a request to the Knight Foundation for \$25,000. The possibility of us receiving it are good but they have asked me to withdraw my request until next year.

Facilities Committee, Maurine Knighton

There was to be a meeting on Monday with the neighborhood about the possible expansion of the theatre. But after all of Chrys' hard work of hand delivering all of the flyers to everyone's doorstep no one showed.

Soyini Guyton is working on creating an African American center for the arts. Jan Plimpton suggested to her that Penumbra be involved in some way.

Separation Committee, David Taylor

We are one inch closer than before to completion. There are three issues that we need to work out:

1. The issue of ownership of property;
2. Our proposal to replace the security agreement with a chattel mortgage; and,
3. Our proposal to replace the acceleration clause with an interest clause.

If the chattel mortgage is accepted then we can finish up within two weeks.

Board Retreat, Maurine Knighton

The retreat will be held on October 30. We will mail out all the details. The agenda will include Board Policies, Long range plans and Board committee assignments.

Artistic Director's Report, Lou Bellamy

I am very proud of the show "Buffalo Hair." "Black Nativity" is almost cast.

Managing Director's Report, Maurine Knighton

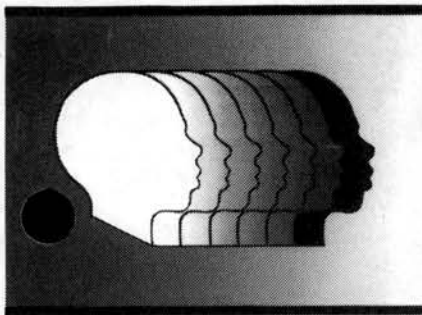
I have been reviewing the Board members' terms and a few of them have expired. David has sent out a letter requesting that Board members who would like to be considered again for another term write a letter stating this. We have been wishy washy about the Symposium again this year so we have decided not to have it. Instead we are considering some kind of fund-raiser.

The meeting was adjourned at 5:38 p.m.



Nov. 10 '93  
R. A. Dickey





# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy Founder / Artistic Director

Managing Director - Maurine D. Knighton

*Jan 22, 1993  
9-30pm*

*John Dec 7th  
Daytona 9:30pm  
Palm Beach*

MEETING OF THE BOARD OF DIRECTORS  
Wednesday, November 10, 1993, 4:30 p.m.

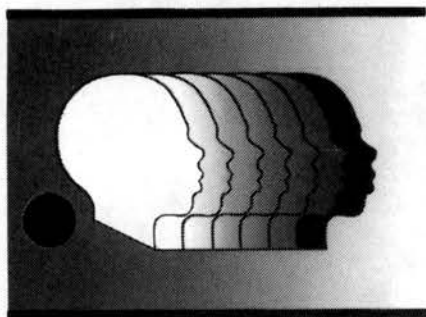
## AGENDA

The meeting will be held at Hallie Q. Brown Community Center Library, 270 N. Kent St., St. Paul.

### Agenda

### Status

- |   |             |
|---|-------------|
| 1. Call to Order  | Action      |
| 2. Reading and approval of minutes  |             |
| 3. Committee Reports  |             |
| A. Program - David Taylor   | Information |
| B. Business and Finance - Jim Carufel   | Information |
| C. Marketing - Stew Widdess   | Information |
| D. Resource - Jan Plimpton  | Information |
| E. Facilities - Janet Morgan  | Information |
| F. Personnel - Reuben Larson  | Information |
| 4. Board Business   |             |
| A. Board Policies - Phyllis Harvin  | Action      |
| B. Board Nominations - David Taylor   | Information |
| C. Board Retreat - Maurine Knighton   |             |
| D. 1994 Board Meeting Schedule - Maurine Knighton   |             |
| 5. Artistic Director's Report - Lou Bellamy   | Information |
| 6. Managing Director's Report - Maurine Knighton  |             |
| 7. Other Business   |             |
| 8. Next Scheduled Board of Directors Meeting: Wednesday,<br>January 12, 1994 at 4:30 p.m. | Information |
| 9. Adjournment  | Action      |



# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy *Founder / Artistic Director*

*Managing Director* Maurine D. Knighton

## MEETING OF THE BOARD OF DIRECTORS Wednesday, November 10, 1993, 4:30 p.m.

### AGENDA

The meeting will be held at Hallie Q. Brown Community Center Library, 270 N. Kent St., St. Paul.

<u>Agenda</u>	<u>Status</u>
1. Call to Order	Action
2. Reading and approval of minutes	
3. Committee Reports	
A. Program - David Taylor	Information
B. Business and Finance - Jim Carufel	Information
C. Marketing - Stew Widdess	Information
D. Resource - Jan Plimpton	Information
E. Facilities - Janet Morgan	Information
F. Personnel - Reuben Larson	Information
4. Board Business	
A. Board Policies - Phyllis Harvin	Action
B. Board Nominations - David Taylor	Information
C. Board Retreat - Maurine Knighton	
D. 1994 Board Meeting Schedule - Maurine Knighton	
5. Artistic Director's Report - Lou Bellamy	Information
6. Managing Director's Report - Maurine Knighton	
7. Other Business	
8. Next Scheduled Board of Directors Meeting: Wednesday, January 12, 1994 at 4:30 p.m.	Information
9. Adjournment	Action

PENUMBRA THEATRE COMPANY  
FY 1993-'94\* SOURCES OF SUPPORT  
(as of 11/10/93)

I. FOUNDATION & CORPORATE DONORS

Bush Foundation	\$40,000
Dayton Hudson Foundation	\$10,000
General Mills Foundation	\$40,000
Honeywell Foundation	\$15,000
IDS/American Express MN	\$15,000
Jerome Foundation	\$18,000
McKnight Foundation	\$60,000
Northern States Power Company	\$10,000
Wallace, Lila/Reader's Digest Fund	\$95,000

TOTAL

% of

\$303,000 71%

II. INDIVIDUAL GIFTS

\$5,193 1%

III. GOVERNMENT GRANTS

Arts & Economic Development Fund (City of St. Paul)	\$5,500
Minnesota State Arts Board	\$18,000

\$23,500 6%

IV. EARNED INCOME

Season & Individual Ticket Sales

\$94,056 22%

**TOTAL REVENUE 1993-1994**

**\$425,749**

V. PENDING FISCAL YEAR 1993-1994

3M Foundation	\$20,000
ADC Telecommunications	\$3,000
Elizabeth C. Quinlan Foundation	\$1,000
Fund for New American Plays	\$32,600
Mahadh Foundation	\$5,000
Marbrook Foundation	\$1,500
Marquette Bancshares	\$3,500
McKnight Foundation	\$100,000
Medtronic Foundation	\$6,000
MN Center for Arts Education	\$17,050
<del>Northern State Power Company</del>	<del>\$10,000</del>
Prudential Foundation	\$3,000
Scimed Foundation	\$5,000
Tennant Foundation	\$2,000
Williams Steel & Hardware	\$3,000

\$212,650

Total Revenue including Pending Grants

\$638,399

\*Penumbra Theatre Company's fiscal year begins July 1 & ends June 30.

**PENDING REQUESTS**

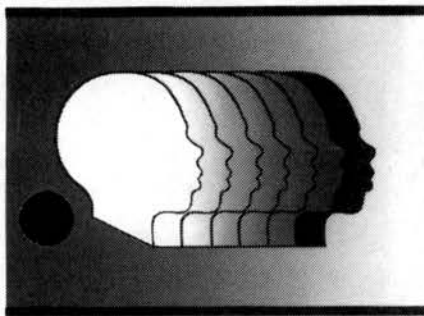
As of November 10, 1993

<u>Organization</u>	<u>Amount</u>	<u>Decision Date</u>
3M Foundation	\$20,000.00	1/94
ADC Telecommunications	\$3,000.00	1/93
Elizabeth C. Quinlan Foundation	\$1,000.00	11/93
Fund for New American Plays	\$32,600.00	11/93
Mahadh Foundation	\$5,000.00	3/94
Marbrook Foundation	\$1,500.00	12/93
Marquette Bancshares	\$3,500.00	12/93
McKnight Foundation	\$100,000.00	3/94
Medtronic	\$6,000.00	12/93
MN Center for Arts Education	\$17,050.00	1/94
Northern States Power Company	\$10,000.00	12/93
Prudential	\$3,000.00	12/93
Scimed Foundation	\$5,000.00	12/93
Tennant Foundation	\$2,000.00	12/93
Williams Steel & Hardware	\$3,000.00	12/93
<b>Total Outstanding</b>	<b>\$212,650.00</b>	

**ORGANIZATIONS TO BE APPROACHED**

through January 1994

Archie & Bertha Walker Foundation  
Bemis Company Foundation  
Bigelow Foundation  
Char-Lynn Foundation  
Dellwood Foundation  
Donaldson Foundation  
Gannett Communities Fund  
GrandMetropolitan Foundation  
Hubbard Family Foundation  
James Ford Bell Foundation  
KMSP  
Knight Foundation  
M.L. Griggs Foundation  
Mardag Foundation  
Minnesota Mutual Insurance  
Musicland Group  
NEA Professional Theater Companies  
Shubert Foundation  
St. Paul Companies  
St. Paul Foundation



# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

Lou Bellamy Founder / Artistic Director

Managing Director Maurine D. Knighton

## MEMORANDUM

DATE: November 10, 1993  
TO: Board of Directors  
FROM: Maurine D. Knighton  
RE: **1994 Meeting Schedule**

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The following is a list of dates for the Executive Committee meetings and Board meetings for the remainder of this calendar year. All meetings will be held in the Library of the Hallie Q. Brown Center at 4:30 p.m.

### Board Meeting Schedule

Wednesday, January 12  
Wednesday, March 9  
Wednesday, May 11  
Wednesday, July 13  
Wednesday, September 14  
Wednesday, November 9

### Executive Committee Meeting Schedule

Wednesday, February 9  
Wednesday, April 13  
Wednesday, June 8  
Wednesday, August 10  
Wednesday, October 12  
Wednesday, December 14

Board and Executive Committee meetings will be held bi-monthly in alternating months. All meeting will last approximately one hour.

Meeting schedules for standing and ad-hoc committees will be set by each respective committee. Committees are expected to meet at least once per month.



## AFRICAN AMERICAN TASK FORCE PROGRESS REPORT

I. Penumbra conducted focus groups to find out ways to target the African American market. After reviewing the information gained from these focus groups, the task force had many questions and comments. The participants responses to focus group questions confirmed the task force's ideas on why many African Americans don't attend theatre.

The overlying idea which dominated both focus group discussions and task force discussion being the African American perception of theatre as a whole, and of Penumbra theatre specifically. These included:

- **Negative African American perceptions of theatre**

- All theatre is like Shakespeare
- Penumbra theatre is too serious, preachy
- Theatre is for someone else(elitist)
- Theatre is not an entertainment option that comes to mind(African Americans think of sports, nightclubs, musical concerts before they think of theatre)
- Educational (feel like getting escape harsh reality of Penumbra plays)

- **Positive African American perceptions of Penumbra**

- Penumbra is for and about the African American experience
- Educational Penumbra is often a learning experience
- Reaffirmation of cultural experience
- Entertaining

After evaluating the results of the focus groups, the African American task force came up with three objectives

**A. Image Campaign**

**B. "Back to the Roots" Campaign**

**C. Black Tie/Seat sale Event**

- **A full-scale image advertising campaign for Penumbra in the African American community**

Suggestions: Individual promotions with Penumbra actors in newspapers, radio, KMOJ involvement in all activities, a quick, snappy positioning line for the campaign, identify Penumbra with the African American community, etc.

- **"Go Back to the Roots" Campaign - Canvas the neighborhood with newsletters, flyers, etc.**

Suggestions: Hire kids to distribute flyers to houses in the neighborhood  
More community events with ads on KMOJ, start at young age  
to teach kids about theatre, daycare ideas, etc.

- **Black Tie Affair for the opening of Talking Bones/Seat Sale**

Our next meeting is November 22nd at 3:00 pm at Penumbra Theatre.

PENUMBRA THEATRE  
BALANCE SHEET  
AUGUST 31, 1993

ASSETS

CURRENT ASSETS:

REGULAR CHECKING	\$ 1,632
PRODUCTION CHECKING	388
PREMIER SAVINGS	555
INVESTMENT CD #8586	22,046
ACTORS EQUITY CD	6,869
SECURITY DEPOSITS	1,450
ACCOUNTS RECEIVABLE	1,552
GRANTS RECEIVABLE	9,971
INTEREST RECEIVABLE	970
PREPAID EXPENSES	6,596
SEASON BROCHURE PREPAID EXPENSES	<u>247</u>
TOTAL CURRENT ASSETS	52,276

FIXED ASSETS:

PTC FURNITURE & EQUIPMENT	40,369
PTC STAGE FIXTURES	4,290
LESS ACCUMULATED DEPRECIATION	<u>(22,538)</u>
NET FIXED ASSETS	<u>22,121</u>
TOTAL ASSETS	<u>\$ 74,397</u>

LIABILITIES AND FUND BALANCE

CURRENT LIABILITIES:

ACCOUNTS PAYABLE	\$ 16,735
FEDERAL WITHHOLDING	50
FICA WITHHOLDING	37
MN WITHHOLDING	23
EQUITY DUES PAYABLE	909
OTHER EMPLOYEE DEDUCTIONS PAYABLE	240
ACCRUED SALARY PAYABLE	2,472
DEFERRED INCOME 92-93	500
DEFERRED INCOME 93-94	(500)
LINE OF CREDIT PAYABLE	<u>36,500</u>
TOTAL LIABILITIES	56,966

FUND BALANCE:

FUND BALANCE	(60,867)
CURRENT YEAR EXCESS/(DEFICIT)	<u>78,298</u>
TOTAL FUND BALANCE	<u>17,431</u>
TOTAL LIABILITIES AND FUND BALANCE	<u>\$ 74,397</u>

PENUMBRA THEATRE  
ACTIVITY STATEMENT - TOTAL AGENCY  
FOR THE PERIODS ENDED AUGUST 31, 1993

	CURRENT MONTH	YEAR-TO DATE
REVENUE:		
FOUNDATIONS	18,000	113,000
GOVERNMENT		13,000
INDIVIDUALS	1,108	5,133
PRIVATE TRUSTS	40	60
SEASON	1,550	63,508
INDIVIDUAL	25,193	30,548
PLAYWRIGHTS CENTER		500
INTEREST INCOME	27	48
MISCELLANEOUS INCOME	<u>212</u>	<u>2,196</u>
TOTAL REVENUE	46,131	227,993
EXPENSE:		
PERSONNEL EXPENSE:		
ADMINISTRATIVE SALARIES	14,005	34,306
TECHNICAL SALARIES	4,874	9,449
EQUITY SALARIES	10,818	14,258
WORKERS' COMP	1,164	1,283
FICA TAX	2,021	4,850
MN UNEMPLOYMENT	103	328
HEALTH/DENTAL/LIFE INS.	<u>1,133</u>	<u>936</u>
TOTAL PERSONNEL EXPENSE	<u>34,117</u>	<u>65,410</u>

MARKETING REPORT  
FULL BOARD MEETING - NOVEMBER 10, 1993

- I. Subscriptions  
we have exceeded our money goal by \$1,260.00 to date. We have a total of 1,617 subscribers.
- II. Sponsorships  
we have packets to send to possible sponsors for the rest of the season. 3M was an in-kind sponsor for Buffalo Hair. Any sponsor ideas, call Glenn Morehouse Olson or Marlene Cooper - help us get in the door by sending personal letters to the people you know.
- III. Black Nativity  
Buy tickets NOW - have your holiday parties with Black Nativity! Dayton's sponsorship is in place - our ad schedule has started running - sales increased with the mailing of our newsletter, our MN Monthly ad, and our STRIB ad. Ads will appear every Sunday in the STRIB through November and on Fridays beginning in December. TV ads will begin to air the first week in December.  
MPR - Christmas Night broadcast of BLACK NATIVITY and will be on National Public Radio next season
- IV. Buffalo Hair final report
- V. African American targeted marketing task force
- VI. Group Sales - we will have a person on staff dealing with group sales beginning next week. If you have any group ideas or contacts, please call me at ext. 230 or Laura Bryan at ext. 240.

BLACK NATIVITY DAILY AUDIT									
November 9th, 1993									
CURRENT SALES							SUMMARY		
Code	Description	#Tix	#Tix	#Tix	Total Tix	Total \$	Figures for Paid Tickets Only	# Tix	\$\$\$
A	ADULT	1947	368	58	2373	\$39,390.00	Sales Goal		\$303,045.00
J	SENIOR/STUDENT	311	70	2	383	\$5,347.00	Single Ticket Sales	3861	\$52,726.00
G	ADULT GROUP	275	32	0	307	\$4,630.00	Group Ticket Sales	481	\$6,580.00
K	CHILD	104	42	9	155	\$1,168.50	Total Sales	4342	\$59,306.00
L	STUDENT GROUP	106	68	0	174	\$1,950.00	\$\$ Needed to Meet Goal		\$243,739.00
M	HOUSE BUY-OUT/\$1.00 PER	268	40	0	308	\$308.00			
V	PRICE VARIES	190	0	0	190	\$1,232.25			
	COMP	6	0	0	6		Figures Including Unpaid Tickets		
B	ADULT SUBSCRIBER	275	0	0	275	\$3,798.25	Total Group Reservations	2972	\$48,134.00
N	STUDENT SUBSCRIBER	100	0	0	100	\$1,136.00	Total Sales Including Reservations	7314	\$107,440.00
W	CHILD SUB	77	0	0	77	\$346.00	Average Ticket Price		\$14.69
T	TWO FOR ONE	0	0	0	0	\$0.00	\$\$ Needed to Meet Goal		\$195,605.00
							Total Ticket Sales Needed to Meet Goal	13316	
							Daily Ticket Sales Needed to Meet Goal	256	
							Number of Tickets Available for Sale	19517	
							(excluding house seats)		
1	SUBSCRIBER HOLD	593	0	0	593				
4	HOUSE SEATS	636	136	0	772				
8	FAIRVIEW/PREVIEW HOLD				2428				
9	STANDING ROOM ONLY	0	0	1088	1088				
H	HANDICAPPED	0	446	0	446		Holds/Comps		
							Holds	5327	
							Comp Tix	6	



*Glenn's Reports 4pgs.  
Denominator x2.30*

AUTEMDATE

AUTTYPE: WHICH TASK

```

** NEXT (03)  ??  MOFFEE
** EVENT RANGE  ??  EMW1201-1231
** DATE RANGE  ??  1-JAN-93/*
** SUPPRESS ACCOUNT SALES DATA  ??
** SUPPRESS NON-ACCOUNT DATA  ??
OPCODE          LOCNUM          SDATE          REFUND          STDACCT
ACCTSALE        EVENT          SETTLEMENT  FPAAL          PRO
SBO             COMMENT        EVZONE      LOUNAME        OPZONE
OPTYPE          NDOLLARS        NTOTY      SDOLLARS       STOTY
RDOOLLARS       RTOTY          MOP        NSEATS         SSEATS
RSEATS          SCHGDOI        SCHGRET     DISABDOI       DISADURET
VATDOI          VATSEATS        FCHGDOI     OPTDOI         SALESTOT
SCHDISTOT      OPTTOT          GRANDTOT
** LEVEL 1 SORT FIELD  ??  SDATE
** LEVEL 1 DISPLAY FIELD  ??
** LEVEL 2 SORT FIELD  ??
** TOTAL FIELD  ??  NS
** TOTAL FIELD  ??  ND
** TOTAL FIELD  ??

```

MOFFEE EMW1201-1231 FOR 1-JAN-93/ 9-NOV-93 AS OF 9-NOV-93 13:29 CST  
 DATA EXTRACTED FROM: NON-ACCOUNT SALES & ACCOUNT SALES

	NSEATS	NDOLLARS
JUN-93	55	647.25
3-JUN-93	97	1100.75
4-JUN-93	50	631.50
7-JUN-93	13	160.75
8-JUN-93	4	43.00
14-JUN-93	9	105.75
15-JUN-93	10	145.50
23-JUN-93	9	122.75
24-JUN-93	4	51.00
25-JUN-93	8	70.00
30-JUN-93	34	569.50
9-JUL-93	4	45.00
16-JUL-93	6	82.50
5-AUG-93	0	0.00
6-AUG-93	2	21.50
9-AUG-93	0	0.00
11-AUG-93	0	0.00
16-AUG-93	0	0.00
17-AUG-93	4	35.00
18-AUG-93	0	0.00
20-AUG-93	0	0.00
25-AUG-93	6	58.50
27-AUG-93	4	43.00
30-AUG-93	2	33.50
31-AUG-93	0	0.00
1-SEP-93	33	509.00
SEP-93	93	1189.00
3-SEP-93	10	123.00
7-SEP-93	26	384.00
8-SEP-93	4	57.50
9-SEP-93	0	0.00

*Season mailing*

*Group mailing*

1-SEP-93	2	28.00
12-SEP-93	2	36.00
13-SEP-93	18	302.00
14-SEP-93	6	88.00
15-SEP-93	0	0.00
16-SEP-93	17	304.00
17-SEP-93	4	64.00
20-SEP-93	18	250.50
21-SEP-93	25	265.00
22-SEP-93	4	54.00
23-SEP-93	8	120.00
27-SEP-93	12	194.00
28-SEP-93	24	370.75
29-SEP-93	15	192.50
30-SEP-93	4	72.00
1-OCT-93	2	32.00
2-OCT-93	8	118.00
4-OCT-93	36	438.50
5-OCT-93	36	553.25
6-OCT-93	2	41.00
7-OCT-93	36	626.00
8-OCT-93	20	330.00
9-OCT-93	14	260.00
10-OCT-93	6	92.00
11-OCT-93	47	821.00
12-OCT-93	31	515.50
13-OCT-93	8	129.00
14-OCT-93	6	106.00
15-OCT-93	25	428.00
16-OCT-93	33	392.00
17-OCT-93	4	72.00
18-OCT-93	11	204.00
19-OCT-93	54	800.00
21-OCT-93	34	536.00
22-OCT-93	43	547.50
24-OCT-93	51	867.00
25-OCT-93	34	553.00
26-OCT-93	154	2599.50
27-OCT-93	178	2565.50
28-OCT-93	194	3101.75
29-OCT-93	144	2258.00
30-OCT-93	209	3353.00
31-OCT-93	85	750.00
1-NOV-93	22	372.50
2-NOV-93	237	3583.25
3-NOV-93	329	3672.50
4-NOV-93	313	2584.50
5-NOV-93	289	4233.50
6-NOV-93	286	3111.00
7-NOV-93	103	1565.50
8-NOV-93	121	2035.00
9-NOV-93	361	5038.25
9-NOV-93	106	1542.50

GRAND TOTALS: 4313 59488.00

BUFFALO HARR PC WITH Black NATIVITY  
BIURB

- ST Paul AD  
Monthly AD  
Newsletter HTS

-STRIE AD

\* NEXT (03)

\*\* NEXT (03) ??

\*93/94 Sub Audit

November 10th, 1993

PLAY RENEWALS

	XS	\$	YS	\$	VS	\$	
	ADULT		SENIOR		STUDENT		INCOME
FRI EVES	109	\$7,630.00	24	\$1,320.00	4	\$220.00	\$9,170.00
OPENING	14	\$980.00	0	\$0.00	0	\$0.00	\$980.00
PREVIEW	138	\$3,450.00	0		0		\$3,450.00
SAT EVES	144	\$10,080.00	32	\$1,760.00	5	\$275.00	\$12,115.00
SUN MATS	104	\$5,200.00	51	\$1,785.00	2	\$70.00	\$7,055.00
SUN EVES	95	\$5,700.00	21	\$945.00	1	\$45.00	\$6,690.00
THU EVES	97	\$5,820.00	39	\$1,755.00	0	\$0.00	\$7,575.00
WED MATS	3	\$150.00	19	\$665.00	0	\$0.00	\$815.00
TOTALS	704	\$39,010.00	186	\$8,230.00	12	\$610.00	\$47,850.00

5 PLAY NEW SUBSCRIBERS

	AS	\$	DS	\$	CS	\$	
	ADULT		SENIOR		STUDENT		INCOME
FRI EVES	64	\$4,480.00	11	\$605.00	4	\$220.00	\$5,305.00
OPENING	17	\$1,190.00	0	\$0.00	0	\$0.00	\$1,190.00
PREVIEW	2	\$50.00	0		0		\$50.00
SAT EVES	145	\$10,150.00	4	\$220.00	5	\$275.00	\$10,645.00
SUN MATS	98	\$4,900.00	55	\$1,925.00	9	\$315.00	\$7,140.00
SUN EVES	36	\$2,160.00	15	\$675.00	9	\$405.00	\$3,240.00
THU EVES	61	\$3,660.00	29	\$1,305.00	6	\$270.00	\$5,235.00
WED MATS	0	\$0.00	0	\$0.00	0	\$0.00	\$0.00
TOTALS	423	\$26,590.00	114	\$4,730.00	33	\$1,485.00	\$32,805.00

4 PLAY SUBSCRIBERS

	JS	\$	KS	\$		
	ADULT		SEN/STU			INCOME
FRI EVES	15	\$840.00	6	\$264.00		\$1,104.00
OPENING	0	\$0.00	0	\$0.00		\$0.00
PREVIEW	2	\$40.00	0			\$40.00
SAT EVES	16	\$896.00	0	\$0.00		\$896.00
SUN MATS	18	\$720.00	16	\$448.00		\$1,168.00
SUN EVES	9	\$432.00	3	\$108.00		\$540.00
THU EVES	20	\$960.00	3	\$108.00		\$1,068.00
TOTALS	80	\$3,888.00	28	\$928.00		\$4,816.00

SAMPLER SERIES (WV, TB, TT)

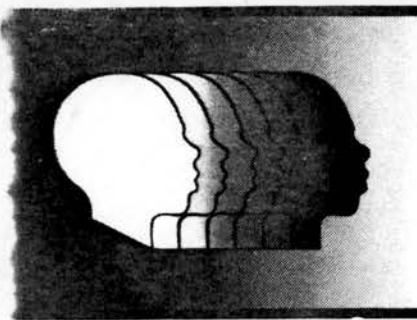
	HS	\$			INCOME
FRI EVES	8	\$336.00			\$336.00
OPENING	0	\$0.00			\$0.00
SUN NITE	4	\$144.00			\$144.00
THU EVES	4	\$144.00			\$144.00
TOTALS	16	\$624.00			\$624.00

				*93/94	Sub	Audit		
WOMENS SERIES (WV, TB, JF)								
	GS	\$						INCOME
FRI EVES	4	\$168.00						\$168.00
OPENING	0	\$0.00						\$0.00
SUN NITE	4	\$144.00						\$144.00
THU EVES	2	\$72.00						\$72.00
TOTALS	10	\$384.00						\$384.00
LEGACY SERIES (BH, TB, JF)								
	LS	\$	IS	\$				INCOME
FRI EVES	0	\$0.00	6	\$198.00				\$198.00
OPENING	0	\$0.00	0	\$0.00				\$0.00
SAT NITE	0	\$0.00	0	\$0.00				\$0.00
SUN NITE	0	\$0.00	0	\$0.00				\$0.00
THU NITE	0	\$0.00	1	\$27.00				\$27.00
TOTALS	0	\$0.00	6	\$225.00				\$225.00
CORNERSTONE SERIES (TB, JF, TT)								
	SS	\$	TS	\$				INCOME
FRI EVES	4	\$168.00	0	\$0.00				\$168.00
OPENING	0	\$0.00	0	\$0.00				\$0.00
SUN NITE	0	\$0.00	1	\$27.00				\$0.00
THU EVES	0	\$0.00	0	\$0.00				\$0.00
TOTALS	4	\$168.00	1	\$27.00				\$168.00
TOTALS ALL	1237	\$70,664.00	335	\$14,140.00	45	\$2,095.00		\$86,872.00
SUMMARY								
	TIX	DOLLARS						
5PLAY SUBS	1472	\$80,655.00						
4 PLAY SUBS	108	\$4,816.00						
3 PLAY SUBS	37	\$1,401.00						
TOTAL SUBS	1617	\$86,872.00						
SALES GOAL		\$85,612.00						
AVERAGE SUB PRICE		\$53.72						
\$\$ OVER GOAL		(\$1,260.00)						
TIX OVER GOAL		-23						
COMPARISON								
	TIX	% DIFFERENCE						
92/93 ALL SUBS	1592	102%						
92/93 5PLAY	1288	114%						





BUFFALO FINAL AVAILABILITY										
November 8th, 1993										
October '93				Open	N	B	W	Unsold	Sold	% Sold
SAT	9	8pm	BH0001	97	10	0	0	107	153	-59%
TUE	12	8pm	BH0002	99	8	0	0	107	153	-59%
WED	13	8pm	BH0003	29	10	0	0	39	221	-85%
THU	14	8pm	BH0004	136	10	0	0	146	114	-44%
FRI	15	8pm	BH0005	116	10	0	0	126	134	-52%
SAT	16	8pm	BH0006	96	10	0	0	106	154	-59%
SUN	17	8pm	BH0007	120	10	0	0	130	130	-50%
WED	20	10am	BH0008	144	10	0	0	154	106	-41%
THU	21	8pm	BH0009	94	10	0	0	104	156	-60%
FRI	22	8pm	BH0010	102	10	0	0	112	148	-57%
SAT	23	8pm	BH0011	47	9	0	0	56	204	-78%
SUN	24	2pm	BH0012	109	10	0	0	119	141	-54%
SUN	24	8pm	BH0013	119	10	0	0	129	131	-50%
WED	27	10am	BH0014	201	10	0	0	211	49	-19%
THU	28	8pm	BH0015	106	10	0	0	116	144	-55%
FRI	29	8pm	BH0016	31	10	0	0	41	219	-84%
SAT	30	8pm	BH0017	30	10	0	0	40	220	-85%
SUN	31	2pm	BH0018	22	10	0	0	32	228	-88%
SUN	31	8pm	BH0019	182	10	0	0	192	68	-26%
November '93										
THU	4	8pm	BH0020	81	16	0	0	97	163	-63%
FRI	5	8pm	BH0021	48	22	0	0	70	190	-73%
SAT	6	8pm	BH0022	26	10	0	0	36	224	-86%
SUN	7	2pm	BH0023	0	0	0	0	0	260	-100%
SUN	7	8pm	BH0024	48	10	0	0	58	202	-78%
TOTALS				2083	245	0	0	2328	3912	63%
AVAILABLE FOR SALE										
TOTAL HOLDS				259						



# PENUMBRA THEATRE COMPANY

270 North Kent Street • Saint Paul, Minnesota 55102 • (612) 224-4601

**ou Bellamy** Founder /Artistic Director

Managing Director **Maurine D. Knighton**

## Company

### 1992-'93 BOARD OFFICER NOMINATIONS

The following members of Penumbra Theatre Company's Board of Directors were nominated to hold the following offices for 1992-'93:

#### Office

Chairperson  
Vice-Chairperson  
Vice-Chairperson,  
Resource Development  
Vice-Chairperson,  
Personnel  
Secretary  
Treasurer

#### Nominee

David Taylor  
to be determined  
to be determined  
  
Reuben Larson  
  
Kathy Kingman  
Jim Carufel

Please note that the Chairperson will also serve as the de facto Chair of the Program Committee; the Treasurer, as the de facto Chair of the Business and Finance Committee.

Also, the office of Vice-Chairperson is a new one; however, it is sanctioned by the By-Laws in that the By-Laws provide for "...other officers as may be elected by the Board."

Finally, upon election by the board, officers' terms are effective immediately.

## Board of Directors

assius Ellis, M.D.,  
Chairman  
ames C. Adams  
ames Bransford  
ames Carufel  
nyllis Harvin  
zell Jones  
athleen Kingman  
udge LaJune Lange  
euben Larson  
ohn Milton, M.D.  
anet Morgan  
ary Thornton Phillips, Ph.D.  
anice Plimpton  
David Taylor, Ph.D.  
anabelle Taylor  
ilbur Thomas  
Stewart Widdess

## Board of Advisors

Ervin P. Dixon  
Edward L. Duren, Jr.  
Dr. Clarence Jackson  
Denise Johnson  
Reatha Clark King  
Archibald I. Leyasmeyer  
Hazel O'Leary  
Mayor James Scheibel  
David Spears  
ohn Warder  
August Wilson  
John Wright, Ph.D.

**SUSAN G. POLLONAIIS**

October 19, 1992

Ms. Maurine D. Knighton  
Managing Director  
Penumbra  
270 North Kent Street  
St. Paul, MN 55102-1792

Dear Maurine:

Per your request, enclosed please find a copy of my current resume.

I enjoyed our discussion today and look forward to hearing from you regarding the board selection.

Again, looking forward to hearing from you soon.

Sincerely,



Enclosure

**SUSAN G. POLLONAI**

195 East 5th Street, #2302

St. Paul, MN 55101

(612) 292-9055

**Experience Profile**

**Gas Regulatory Consultant**  
1991 to Present

**Northern States Power Company**  
St. Paul, Minnesota

- Monitor federal regulatory proceedings
- Recommend positions on federal regulatory proceedings to NSP management
- Communicate positions to appropriate regulatory agencies, customers and interested parties
- File written or oral testimony representing NSP interests

**Rate Analyst**  
1990 to 1991

- Determined revenue requirements from cost of service study to obtain return on investment desired by company
- Prepared exhibits in support of testimony to assist in gaining PUC acceptance of rate filing
- Participated in rate case hearings as required including supporting testimony within specific topics

**Financial Analyst**  
1988 to 1990

- Monitored and reviewed financial progress relative to budgets, providing management with monthly explanations of deviations
- With input from Marketing, developed annual sales budget
- Performed special studies as requested to provide the data needed for management decision-making
- Participated in the development of internal and external communications material

**Manager, Merchandise  
Planning and Control**  
1987 to 1988

**B. Dalton Bookseller**  
Minneapolis, Minnesota

- Responsible for the development and analysis of Inventory and Gross Margin Goals
- Developed and presented quarterly forecasts to upper management for review
- Served as troubleshooting liaison between Merchandise and Computer Operations
- Analysis required a working knowledge of Lotus 123, Megacalc, Nomad, and various word processing packages

**SUSAN G. POLLONAIIS**  
Page 2

**Financial Analyst**  
1986 to 1987

- Provided analysis of stores projects for submission to Senior Management to facilitate decision making
- Provided reports and forecasts concerning profitability of approved capital spending
- Suggested and implemented new ways to improve department efficiency

**Asset Administration Assistant**  
1985 to 1986

**IBM Corporation**  
Minneapolis, Minnesota

- Provided Marketing and Management with research data relative to customer accounts for input in management reports
- Acted as a liaison between customer and Account Administrators
- Worked closely with main office Contracts Department in updating data base

**Market Research Clerk**  
1982 to 1984

**First Bank Minneapolis**  
Minneapolis, Minnesota

- Organized investigations and reported findings and recommendations as an aid to the Account Officers in making sales presentations
- Collected data and prepared division reports for upper management and senior officers
- Provided data to Marketing for special projects

**Computer Analyst**  
1979 to 1982

- Acted as an internal auditor to insure accuracy of computer and general ledger system
- Prepared detail financial records of loan portfolio for distribution to divisional managers
- Worked closely with Accounting in preparing monthly reports for the Federal Reserve Bank

**Education**

Bachelor of Science in Business  
Concentration - Marketing/Finance  
University of Minnesota  
Curtis L. Carlson School of Management, 1986

**Honors/Affiliations**

Member, Phi Delta - Minnesota Women in Management  
Member, National Association of Black Accountants (N.A.B.A.)  
1989/1990 Gas "Growth Team" Task Force  
United Way Fund Distribution Committee  
1990 March of Dimes "Jail N' Bail" Committee  
Chair - Gas Utility Diversity Task Force

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**PENUMBRA**  
THEATRE COMPANY  
presents Langston Hughes

# BLACK NATIVITY



Minnesota's **Only** Black Professional Theatre Company



For the past five holiday seasons, Penumbra Theatre Company's production of **Black Nativity** has sold out well in advance of opening night.

This tale of a group of former slaves pausing in their exodus from the South to celebrate the birth of Christ through spirited African American song and dance is the perfect holiday treat for friends and family. Don't wait this year – join us as “we deck them halls with more than holly!”

Proudly sponsored by D A Y T O N ' S

Produced by Lou Bellamy

Directed by Lewis Whitlock III

Music Direction by Reverend Carl Walker

November 24 – December 30, 1992

World Theater, St. Paul MN

Tickets: \$15 –\$17

(family discounts available)

For tickets or more information call

Ticketmaster at 989-5151

or the World Theater Box Office at 290-1221

**PENUMBRA**  
**THEATRE COMPANY**  
270 North Kent Street St. Paul, MN 55102

Non-Profit Org.  
U.S. Postage  
PAID  
St. Paul, MN  
Permit #2533

**PENUMBRA**  
THEATRE COMPANY  
presents



Shay Youngblood's  
**SHAKIN' THE MESS OUTTA MISERY**

**Minnesota's *Only* Black Professional Theatre Company**

Set in a small town South of the 1960's, *Shakin' the Mess Outta Misery* tells the story of a young girl raised by an extended family of "big mamas". Based on Youngblood's own childhood recollections, *Shakin'* deals with the pain of crossing the river into womanhood in a powerful and heart-warming celebration of love and family.

Directed by: Robbie McCauley  
Produced by: Lou Bellamy

October 28 – November 22, 1992  
Penumbra Theatre  
270 North Kent Street  
Saint Paul MN

Tickets: \$10 - \$16  
Call (612) 922 - 9000

**PENUMBRA**  
THEATRE COMPANY

Non - Profit Org.  
U.S. Postage  
**PAID**  
St. Paul MN  
Permit #2533