Region III - AACT
Board of Directors' Meeting

Minutes
June 19, 1997

Board Members Present: Chairperson Bob Miller, Ft. Wayne, Indiana; John Falkenbach, Ohio; Alternate Board Member Kevin Arnett, Michigan; Joanne Notz, Illinois; Barbara Rowell, Region III Representative; and Secretary Frank Peot, Wisconsin.

I. Call to Order - Chairperson Bob Miller

The board of directors' meeting of the Region III AACT Organization was called to order by chairperson Bob Miller at 10:10 A.M. in the rehearsals hall of the Grand Rapids Civic Theatre, Grand Rapids, Michigan.

II. Secretary's Report - Secretary Frank Peot

Secretary Frank Peot reported the minutes of the April 5, 1997, meeting had been mailed to all members of the board, alternates, and state organizations. Hearing no additions or corrections, Chairperson Bob Miller declared the minutes approved as mailed by the secretary.

III. Report of Region III AACT FEST '93 - Barbara Rowell, Regional Host

Chairperson Barbara Rowell presented a written report on the Region III Festival in Quincy, IL, and reviewed some of the major points with the board. It is to be stressed that adjudicators speak into a microphone for their adjudication. Everyone at the festival wants to hear what the adjudicators have to say. Quincy received much useful information from Larry Nielsen to help in running the regional festival. A regional handbook is being prepared which will be passed on to help future chairpersons.

There were 172 persons registered at the Regional Festival. Quincy Community Theatre had the volunteer help of over 200 persons. Each adjudicator was paid $300.00 plus mileage for a total expense of $1,063.87. There was a profit of $371.98.

Barbara suggested watching the awards brunch more closely as they experienced some difficulty here. 145 persons had preregistered for the brunch and 182 actually showed up and were fed.

MOTION Frank Peot/John Falkenbach The motion was made by Frank Peot and seconded by John Falkenbach to thank Barbara Rowell, Bruce Pint, the Quincy Community Theatre, and all their volunteers for an educational, fun, and exciting Region III AACT FEST '97. The motion passed unanimously.

IV. Report of Regional Representative -- Barbara Rowell, Region III Representative

Barbara Rowell reported on the state and regional representatives meeting which was held in conjunction with AACT FEST '97. The state and regional representatives now have a much clearer idea of their duties and responsibilities. Barbara is serving on the
Membership Committee. The state representatives will be contacting all of the known community theatres in their states and encouraging their membership in AACT. Barbara complimented Region III on having the largest number of organizational membership in all of the regions. A survey will be sent to all community theatres (members and nonmembers) to gather information for grant writing and other important community theatre literature. Those not answering the mailings will be contacted directly by phone. It is hoped that this way we will reach all community theatres in the nation.

Barbara further reported that CBS is doing a story on AACT and has been following the Lawton, Oklahoma, Theatre Group through the festival process.

V. Procedural Issues - Bob Miller, Chairperson

Chairperson Bob Miller brought forth several procedural issues which have been brought to his attention.

a. Should a person who does not represent a member state, such as the Regional Representative, be granted a vote on the Board and thereby dilute the vote of each other state and double the vote of the state of the Regional Representative and create the possibility of a tie vote for which no remedy currently exists? Joanne Notz commented that currently the regional representative seems to be disenfranchised and should have a vote. Ross Rowland commented that the regional representative represents us to the national level. Frank Peot spoke against making any changes as it would open the door to many additional people being given the right to vote. Presently each state has one vote and all states are equally represented. There was no action taken on this question.

b. Should AACT membership be required of Board Members who represent and are appointed by their states, not AACT? Jeff Springay said that this would put a limit on those who could serve on the board. Ross Rowland commented that we are better off staying away from any requirement that could be foreseen a dictating to the states. It was the general agreement of the board that membership would be encouraged but not required.

c. Should Region III formally adopt a rotation of state Region Festivals in accordance with tradition?

MOTION Frank Peot/John Falkenbach The motion was made by Frank Peot and seconded by John Falkenbach to continue the traditional rotation of regional festivals. Thus Ohio would host the regional festival in any year ending with 1, Wisconsin would host the regional festival in any year ending with 3, Michigan would host the regional festival in any year ending with 5, Illinois would host the regional festival in any year ending with 7, and Indiana would host the regional festival in any year ending with 9. This motion passed.

d. When there is competition within a potential host state to be the host theatre, what guidelines ought the region adopt? It was agreed that the regional organization would make the final decision, but they would certainly consider the recommendation of the state organization carefully in making this decision. No specific guidelines were adopted at this time.

e. The bylaws permit the Regional Representative to be from any state, not restricted to being from the state where the next festival is to be held. Should this be altered? The consensus of the board was that when possible the regional representative should be
from the state hosting the regional festival, but it was not completely necessary. We would encourage the representative be from the host state as they would have the best knowledge of the state and its theatres.

f. When the chair is a board member representing the interests of one of the members state, may that state be prohibited from introducing matters to the Board or from voting on a motion? Ross Rowland commented there were two ways for the chair to speak for the state which he/she represents. 1. The chair can step down and appoint another chair for the duration of the discussion, or 2. a motion could be made to suspend the rules to allow the president to speak.

VI. Region III AACT FEST '99

MOTION Frank Peot/Joanne Notz The motion was made by Frank Peot and seconded by Joanne Notz to suspend the rules to allow the president to make motions, discuss, and vote on this issue. The motion passed.

Chairperson Bob Miller reported that the Indiana Theatre League had received a bid from Muncie, Indiana to host the Regional Festival in 1999. A booklet was passed out to the board from the Muncie Visitors Bureau, the Indiana Theatre League, and the Muncie Civic Theatre outlining and promoting this festival.

MOTION Bob Miller/Frank Peot The motion was made by Bob Miller and seconded by Frank Peot to formally accept the Muncie Civic Theatre, Muncie, Indiana, as host for the Region III AACT FEST '99. The festival will be held April 9 - 10 - 11, 1999. Nancy Crouse, Managing Artistic Director, of the Muncie Civic Theatre spoke in favor of the motion and invited everyone to Muncie. The motion passed unanimously.

VII. Regional Operating Expenses

Ross Rowland commented that Region III can act as a sole proprietorship and handle small amounts of money to off-set operating expenses. Money donated to the organization would not be tax deductible.

MOTION Frank Peot/John Falkenbach The motion was made by Frank Peot and seconded by John Falkenbach to appoint Barbara Elliott the Treasurer of Region III accounts. It was further moved that Barbara Elliott be authorized to establish an account in the name of AACT Region III. This motion was approved.

Frank Peot and Barbara Elliott will take care of the necessary Banking Resolutions for establishing this account.

VIII. Next Meeting

The next meeting of AACT Region III will be held during the International Festival in Benton Harbor, MI, in 1998. The exact time and date of the meeting will be determined in conjunction with Larry Nielsen, chairperson of this festival.

IX. Announcements

Shirley Herbin brought the publication Great Lakes Summer Stage to our attention. This publication will be distributed during the festival this week.
X. Adjournment

The meeting was adjourned at 11:05 A.M.

[Signature]
Frank Peot, Secretary
October 1, 1997

Darrell Wagner
214 Schley Pass
Madison, WI 53703

Dear Darrell:

The enclosed material should be self evident information about a suggestion that Region III somehow be involved in a weekend of workshops at Sleepy Hollow resort on Lake Michigan. I pass it along now for comments and questions from the Board members and alternates so that the state organizations may consider it and get responses back to me by Halloween.

Though promised to me in Grand Rapids, I have not received a report from AACT as to the disposition of the matters Region III forwarded for consideration. Neither have I yet received a copy of the minutes of our meeting in Grand Rapids. I had hoped perhaps all could be packaged together, but feel I must need to get the current items out now.

I hope your season is going well.

Sincerely,

Bob Miller
Chair
DETAILS OF A REQUEST FROM MARY OLENDORF TO REGION III ASSOCIATION REGARDING THE POSSIBLE PARTICIPATION OF REGION III IN A WORKSHOP WEEKEND AT SLEEPY HOLLOW

Enclosed are copies of letters received from Mary relating to her proposal that Region III support or endorse or sponsor or ...? a theatre workshop weekend at Sleepy Hollow on the second weekend of September in 1998. When Mary first broached her idea to me during the AACT Festival in Grand Rapids, I told her that I could not consider passing the request along to the Region III board members unless and until her insurance company was willing to provide either a hold-harmless agreement or name as codefendants the officers and board members of Region III. Not to have such assurances would expose us to possible significant costs of defending against personal injury claims, no matter how unrealistic or seemingly protected by statues. It could still cost a great deal of money to get one’s name dismissed if the attorney on the other side phrases the complaint competently.

I asked Mary, in Grand Rapids, that she submit a proposal to me which would outline her project and how and what she wanted from Region III and enclosing the prerequisite insurance agreement. The response was Mary’s letter of July 22. You note that no mention is made of the insurance protection or details of financial arrangements or why Region III should be involved. By phone, I told Mary that I was not going to bother reading through this letter and other pamphlets until she produced the requested protection for Region III.

I next received a copy of a certificate of insurance which duly noted that Mary’s organization had coverage for the workshop weekend. I responded with my letter of August 11 in which I again stipulated the type of protection needed before I would consider any further pursuit of the issue.

At length, about the middle of September, I received the document called Evidence of Insurance>” (Enclosed) I consider this policy endorsement to be satisfactory and is of the type Region III must have for all festivals or other activities.

By phone I informed Mary that, given the protection, I was prepared to send out the information to the Board for questions and consideration of the issue. I said that the ball was in my court to get the material together and out to the Board members. This is what I expected to be the appropriate next step. This is what you have in front of you now.

Then, I received the piece with the outline of the states in the corner (enclosed).
Basic costs are outlined, though as many questions arise as are answered. Mary has suggested, verbally only, that Sleepy Hollow would absorb any deficit from the project. Obviously, Mary had no authorization to suggest that the workshop weekend would be a Region III event. Additionally, if as many as 8 workshop leaders were brought together for the weekend for a nominal fee of perhaps $50 plus mileage, room and board, we are talking of about $1800 needed out of registration just for the leaders in addition to other costs. That would mean 72 full registrations just to pay this one part of the bill.

Please review the material. The Board may eventually decide not to have anything to do with the weekend, or want to assume complete control, or “approve” of it or... or...Your questions and comments back to me would seem to be the next step, and I hope you may be able to coordinate with your state organizations and get back to me by Halloween.
Dear Bob and Carolyn -

At last, I have been able to take the first step to try and organize with you, a Region 3 convention at Sleepy Hollow Resort.

Thought this would start things off, and all the states could add their ideas, workshop leaders, costs, etc.

The workshop leaders are the ones that everyone wanted if Ichabods little Theatre had done this on their own - but it is much more exciting to team up with the five states. I have 20 confirmed reservations, but will not take money until everyone agrees.

Bob, if you have any questions on price, or anything else, call John Mc Bride, he is manager of Sleepy Hollow, and sits on both of our boards. John set the price on the week-end package and day hoppers. We set the register.

Please send this information on to the states, so they can add their thoughts and ideas, and get it back to us as soon as possible, as

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We would like to start a bang up job on P.R. There is one thing our group loves to do is host conventions, play festivals, etc.—maybe better than productions!! We are fortunate to have this beautiful spot to host.

Theatrically yours,
Mary Oerndorf

Bob—Our group will host the cocktail party before dinner on Saturday. Our gift to all—

Mary Oerndorf — 639-1486 (616) home
637-7829 (616) Theatre

John McBride—Manager, Sleepy Hollow Resort
(616) 637-1127
To: Carolyn and Bill,

Here is the insurance paper you had requested. Also an article about the resort and our theater.

Have ten more reservations for the convention if all works out.

Keep in touch, and now hope everything went in order.

Theatrically yours,

Mary Henshaw
August 11, 1997

Mary Olendorf  
Legends Performing Arts Theatre Group  
Box 652  
South Haven, MI 49090

Dear Mary:

I received and reviewed the certificate of insurance you sent to me. It says that your theatre group is protected by the insurance company for liabilities defined in the policy and for a “convention” to be held in 1998. You are appropriately protected according to this certificate.

Unfortunately, the certificate says nothing about protection for the officers and directors of AACT Region III Association … and it is those people I am obligated and determined to assure protection. I had thought I made this clear when we first talked about the possibility of a workshop weekend in Grand Rapids, and which I reemphasized by phone. Apparently, I did not make myself clear on this essential issue.

As a precondition to even considering the possibility of having Region III be involved in a workshop, whether at your theatre or anywhere else, there must be insurance protection for the board and officers for liability which might be alleged in a claim for injuries from anyone and which is related to the activities of the workshop weekend. Region III has no insurance and has no funds to obtain insurance for this purpose. Therefore, the host location must provide this coverage to the Region III Board and its individual members and officers. The certificate you sent to me does not accomplish this. We seem to be back at square one.

To consider going forward, we must have, as I said to you in Grand Rapids, a statement from an insurance company in the form of a rider or endorsement that the policy would provide that the insurance company would indemnify and hold harmless the board of directors of the Region III Association, jointly and individually, for liabilities incurred during the workshop weekend. Without an official document from the company to this effect or to the effect that the Region III people and board are named as co-insureds under the policy, no consideration whatsoever can be given to having Region III becoming involved in any way with an activity. We required a similar policy endorsement from Quincy with regard to the regional festival, for example.
Until we get past this prerequisite condition, there is no point in considering the possibility of Region III possibly being involved in such a project. Nearly two months have gone by since I emphasized the overriding importance of settling this issue before anything else was done. Time is running.

Once you have provided us with the needed liability protection documents, we can address the practical problems of costs and expenses and income to decide whether or not the project is financially feasible. Remember, Region III has no money, so any project MUST pay for itself. Your proposal needs to address this issue, too.

As you see, there are some substantial stumbling blocks before there can be any hope of holding a session which involves the Region III Association. I hope you will be able to address these issues and make a formal proposal, as I requested in Grand Rapids, so that I can pass it along to the other board members.

Sincerely,
RE:  EVIDENCE OF INSURANCE -- ADDITIONAL INSURED NOTICE

YOU ARE SHOWN AS AN ADDITIONAL INSURED ON THE POLICY SHOWN ABOVE AND THE GENERAL LIABILITY LIMITS ARE DISPLAYED BELOW.

THIS IS EVIDENCE THAT INSURANCE HAS BEEN ISSUED AND THAT IT CONVEYS ALL THE RIGHTS AND PRIVILEGES AFFORDED UNDER THE POLICY.

TO REDUCE YOUR ADMINISTRATIVE COSTS, FILING SPACE AND OUR MAILING COSTS, WE ARE NOT INCLUDING THE POLICY JACKET OR THE ACTUAL FORMS, ENDORSEMENTS OR DECLARATIONS OF THE ACTUAL POLICY. INSTEAD, WE HAVE DISPLAYED BELOW THE NECESSARY INFORMATION FOR YOU. IF YOU DESIRE ANY ADDITIONAL INFORMATION, PLEASE CONTACT THE AGENCY SHOWN ABOVE AND THEY WILL SECURE IT FOR YOU FROM WESTFIELD COMPANIES.

POLICY LIMITS:

GENERAL AGGREGATE LIMIT (OTHER THAN PRODUCTS/COMPLETED OPERATIONS) $1,000,000
PRODUCTS/COMPLETED OPERATIONS AGGREGATE LIMIT $1,000,000
PERSONAL & ADVERTISING INJURY LIMIT (PER PERSON OR ORGANIZATION) $1,000,000
EACH OCCURRENCE LIMIT $1,000,000
FIRE DAMAGE LIMIT (ANY ONE FIRE) $50,000
MEDICAL EXPENSE LIMIT (ANY ONE PERSON) $5,000
b. We will make these payments regardless of fault. These payments will not exceed the applicable limit of insurance. We will pay reasonable expenses for:

1. First aid administered at the time of an accident;
2. Necessary medical, surgical, x-ray and dental services, including prosthetic devices; and
3. Necessary ambulance, hospital, professional nursing and funeral services.

2. Exclusions.
We will not pay expenses for "bodily injury;"
a. To any insured.
b. To a person hired to do work for or on behalf of any insured or a tenant of any insured.
c. To a person injured on that part of premises you own or rent that the person normally occupies.
d. To a person, whether or not an "employee" of any insured, if benefits for the "bodily injury" are payable or must be provided under a workers compensation or disability benefits law or a similar law.
e. To a person injured while taking part in athletics.
f. Included within the "products-completed operations hazard."
g. Excluded under Coverage A.
h. Due to war, whether or not declared, or any act or condition incident to war. War includes civil war, insurrection, rebellion or revolution.

SUPPLEMENTARY PAYMENTS - COVERAGE A AND B
We will pay, with respect to any claim or "suit" we defend:

1. All expenses we incur.
2. Up to $250 for cost of bail bonds required because of accidents or traffic law violations arising out of the use of any vehicle to which the Bodily Injury Liability Coverage applies. We do not have to furnish these bonds.
3. The cost of bonds to release attachments, but only for bond amounts within the applicable limit of insurance. We do not have to furnish these bonds.
4. All reasonable expenses incurred by the insured at our request to assist us in the investigation or defense of the claim or "suit," including actual loss of earnings up to $100 a day because of time off from work.
5. All costs taxed against the insured in the "suit."

6. Prejudgment interest awarded against the insured on that part of the judgment we pay. If we make an offer to pay the applicable limit of insurance, we will not pay any prejudgment interest based on that period of time after the offer.

7. All interest on the full amount of any judgment that accrues after entry of the judgment and before we have paid, offered to pay, or deposited in court the part of the judgment that is within the applicable limit of insurance. These payments will not reduce the limits of insurance.

SECTION II - WHO IS AN INSURED

1. If you are designated in the Declarations as:
   a. An individual, you and your spouse are insureds, but only with respect to the conduct of a business of which you are the sole owner.
   b. A partnership or joint venture, you are an insured. Your members, your partners, and their spouses are also insureds, but only with respect to the conduct of your business.
   c. An organization other than a partnership or joint venture, you are an insured. Your "executive officers" and directors are insureds, but only with respect to their duties as your officers or directors. Your stockholders are also insureds, but only with respect to their liability as stockholders.

2. Each of the following is also an insured:

   a. Your "employees", other than your "executive officers", but only for acts within the scope of their employment by you or while performing duties related to the conduct of your business. However, no "employee" is an insured for:
      (1) "Bodily Injury" or "personal injury":
         (a) To you, to your partners or members (if you are a partnership or joint venture), or to a co-"employee" while in the course of his or her employment or while performing duties related to the conduct of your business;
         (b) To the spouse, child, parent, brother or sister of that co-"employee" as a consequence of paragraph (1) (a) above;
         (c) For which there is any obligation to share damages with or repay someone else who must pay damages because of the injury described in paragraphs (1) (a) or (b) above; or
FIVE STATE REGION 3 "THEATRE HAPPENING"

September 11, 12, 13, 1998 - Wisconsin, Illinois, Indiana, Ohio and Michigan. . . along with any persons who love the Theatre should attend a "Theatre Happening" in nature's environment at Sleepy Hollow Resort, South Haven, Michigan. The "Happening" includes two (2) nights lodging, meals under the fall coloring and warm sunshine of September, (Friday dinner through Sunday Brunch), and excellent Workshop Happenings. The lodgings, restaurant and Theatre are situated in a park-like setting on a bluff above Lake Michigan. This historic family resort with its art deco ambiance is just two miles from South Haven and a half hour from Saugatuck and Holland and 160 miles from Chicago.

The cost of the package is $160.00 per person including tax and tip. The heated cottage units and shoreline hotel rooms accommodate from two to 8 people. All cottages have kitchens.

Region 3 exists due to the fine teaching over many years from these outstanding leaders:

Wisconsin: Harv Thompson, Ralph Maffongelli
Illinois: Wally Smith, Allan Chambers
Ohio: Reuben Silver, Dorothy Silver
Michigan: Bill Henderson
Indiana: (now Tennessee) Mike Fortner
REGISTRATION FOR SEPTEMBER 11-12-13 REGION 3 "THEATRE HAPPENING"

1) Registration fee $25.00
2) Late Registration after September 1 add $10.00
   Total

SEPTEMBER 12, 1998 DAY HOPPERS

1) Registration fee $10.00
2) Price for day with lunch (including tax & tip) $18.50
3) Price for day with lunch & dinner (inc. tax & tip) $33.00
4) Late registration after September 1st $5.00

EXTRA DAYS STAY BEFORE AND AFTER THE "HAPPENING"...
   $40.00 per day based on double occupancy

Please make checks payable, and send form to: Sleepy Hollow Resort 7400 North Shore Drive, South Haven, MI 49090. A confirmation will be sent upon receipt.

Please call Mary Olendorf at 616-639-1486 for further information.
November 1, 1997

Bob Miller
935 Mill Pointe
Fort Wayne, Indiana 46845

Dear Bob,

First let me apologize. I am not sure what happened to your minutes of the summer meeting. They were mailed shortly after we returned from the Grand Rapids meeting. Everyone on the board was mailed a copy. I know others received theirs. I wonder what happened to yours? I am sending you another copy so you have them for your information and files.

With regard to the retreat proposed by May Oldendorf at Sleepy Hollow Resort in Michigan, I would have to say that I am not in favor of this particular meeting. First, I feel any such regional activity should be presented to the board of directors before such extensive planning is done. I knew nothing of such a proposal. The board of directors needs to discuss and research any workshop/retreat that we are going to approve. Second, this appears to be a repeat of the meeting which was held at Sleepy Hollow Resort two years ago -- same workshop leaders and workshops. Why would we repeat an identical meeting? Third, this meeting is proposed for the weekend immediately following the BIG Ohio State conference. I am sure few people from Ohio would be willing or able to travel to a conference two weekends in a row. We need to plan dates more carefully so we do not overload our membership. Finally, I feel some of these workshop leaders will not attract attendance. There is one (whom I will not mention) who will actually turn away most Wisconsin people. He has done nothing but create ill feelings and dissention in Wisconsin. Therefore, I would vote against any Region III support or involvement in this conference.

I do feel that we can support a conference when the board has more direct and prior involvement in planning. Such conferences can be valuable, educational, and worthwhile.

Thank you,

Frank Peot, Secretary
Resolution of Region 3

It has come to our attention that one of the adjudicators for the 1997 National AACTFest is a member of the AACT festival commission. This adjudicator has not recused himself from meetings where discussions of 1997 festivals and entered productions have taken place. We believe this to be a breach of the "level playing field" concept and a direct violation of Section IV-A-6-f paragraph 2 of the 1997 Handbook of AACTFest.

To insure fair judgment at the national festival we ask that one of three things be done from this point on:

1. All adjudicators at the national level be excluded from any meeting of the AACT Festival Commission and any other AACT meeting where there is a chance of a festival or a festival production being discussed until after ballots have been cast for the national festival.

2. Any adjudicator at the national level attending a meeting as described in point 1 be removed from their position as a national adjudicator and another adjudicator substituted.

3. The ballot of any adjudicator at the national level who has attended a meeting as described in point 1 be discarded and not be tallied in determining any place rankings at the national festival.

If AACT expects participating groups to follow established rules or be disqualified, AACT must demand the same compliance from their adjudicators, especially at the national level. Even the appearance of prejudicial treatment, prior knowledge, or discussion of a production in violation of the handbook sullies the reputation of both the festival and the organization that permitted it.

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1. Judges will not confer or discuss with each other (or anyone else) any of the plays they have seen at any time during the festival prior to the ranking of the productions.