

WILL COUNTY METROPOLITAN EXPOSITION AND AUDITORIUM AUTHORITY

Date: February 28, 2018

Authority Memo Number **001-2018 January Regular Meeting Minutes**

The January 24, 2018 regular meeting of the Will County Metropolitan Exposition and Auditorium Authority Board was held at 15 E. Van Buren Street, Joliet, Illinois 60432. Chairman Bob Filotto opened the meeting at 4:01 P.M. with a quorum present.

Members Present: Joe Carlasare, Donnie Chestnutt, Jane Condon, Bob Filotto, Tom Osterberger, Jeff Pierson, Kathy Trizna and Council Liaison Pat Mudron

Absent:

Others: Legal Counsel, David Silverman, Mahoney, Silverman, Cross Law Firm; City Manager David Hales; Ron Romero, videographer; Rialto Square Theatre Foundation Board member(s), IATSE Local 124 member as well as member(s) of the public and the press.

Staff: Val Devine, Jack Ericksen, Dale Evans, Patti Fitzpatrick, Nancy Lindmark, Jan Gilligan, Leann Hoffrogge and Marilyn McSteen

The Chair welcomed Board members and the public and introduced Joliet City Manager David Hales and invited him to address Board, staff and members of the public. City Manager Hales informed those present that he had been City Manager of Bloomington, IL which also has a performing arts theatre. He believes these theatres are an integral part of the communities in which they are located.

APPROVAL OF MINUTES

Authority Memo Number **001-2018 December 20, 2017 Regular Meeting Minutes**

Motion: Pierson moved and Chestnutt seconded approval of the regular December 2017 meeting minutes, as presented.

Discussion: The Chair invited questions and comments. Hearing none, he invited a motion and second. With the motion on the floor he called a voice vote. **Vote:** 'Ayes' were heard. The Chair invited negative responses. No opposing votes were expressed. Motion passed.

Public to be Heard Re: Agenda Items – There was no response.

Authority Memo Number **002-2018 Operational Bills Paid, Payable and Payable Age Listing**

Motion: Carlasare moved and Trizna seconded approval of operational bills paid, payable and payable age listing in the amount of \$313,699.63.

AYES: Carlasare, Chestnutt, Condon, Osterberger, Pierson, Trizna and Filotto

NAYS:

Discussion: The Chair noted members had the opportunity to review the information; he invited questions and comments. In response to the Chair's question, Evans stated the bill in question was delayed for cash flow purposes, but is scheduled for payment on January 25th. The Chair noted that a report run on January 19th should be dated the 19th, not the 31st. • The Chair requested a motion and, with the motion on the floor, directed roll be called. **Vote:** 'Ayes' were heard. The Chair invited opposing votes; none was expressed. Motion passed.

Authority Memo Number **003-2018 Financial Statements** – To Place on File

Review: The Chair advised those present that, although three months were reported, he planned to focus on the December statement and the July through December 2017 Profit/Loss Summary reporting approximately \$44,000 ahead of budget in total income and \$20,000 in excess of budgeted expenditures due to custodial repairs. He considered this to be a positive trend, but he cautioned that City and other potential funding will continue to be needed. ▪ Evans estimated most events are final after three months; he reported receipt earlier today of an advertising bill for a November event. The Chair requested open and closed events be identified as such in Board reports and identification of Rialto event profit / loss be identified in the Financials. Devine noted Artists require all show expenses immediately following events; those numbers could be referenced in the financials. ▪ Devine responded to a member's inquiry about a money losing show and reminded members that, at this time, shows booked by VenuWorks do not result in a loss to the Theatre. ▪ The Chair stated projected cash flow (updated 1/19/18 to reflect current City funding) demonstrates a positive cash flow of nearly \$70,000 through this fiscal year.

OLD BUSINESS

Authority Memo Number **051-2017 Dedicated Funding Source(s) for the Rialto Square Theatre**
Report: The Chair reported additional funding efforts continue, but he is unaware of any further progress. The proposed January workshop to discuss funding was postponed. Member(s) requested the workshop be rescheduled.

NEW BUSINESS

Authority Memo Number **004-2018 Intergovernmental Agreement between WCMEAA & City of Joliet**

Motion: Pierson moved and Chestnutt seconded approval of the Intergovernmental Agreement between WCMEAA & the City of Joliet, as presented.

AYES: Carlasare, Chestnutt, Condon, Osterberger, Pierson, Trizna and Filotto

NAYS:

Discussion: The Chair reviewed new conditions in the IGA requiring quarterly meetings with City Manager Hales and other City officials who may wish to participate. Because no more than two Authority Board members may attend, he would be willing to step aside should others wish to participate. He directed the quarterly meetings be included on the previous Authority meeting Agenda. ▪ The Board shall provide the City a capital plan for its properties; this will be a big undertaking and the Chair hopes the Board can work with the City in accomplishing it. Board member / building committee chair Carlasare has agreed to accept that responsibility. ▪ Children's educational programming is excluded from the required 30 performances between January 1 and June 30, 2018, but it is an important service for students from Will County and beyond; this programming will be continued. ▪ The Chair suggested the Board initiate the 2019 process earlier in the year to assure earlier funding. The Chair invited members' comments: Carlasare expressed concern about the cost building repairs due to IGA language stating no additional funds may be requested from the City. Hales ascertained that this reference was carried over from the 2017 IGA, noted a City of Joliet Building Assessment addresses significant needs in Authority-owned buildings and suggested the Board address with the City a plan to help address capital needs, which could be substantial. Condon shared her concerns about replacing equipment, parts and necessary repairs when no funds are available for that purpose. ▪ Language regarding dedicated funding source(s) was addressed. Silverman said that information wasn't altered and, based on

the discussions at that time, his understanding is that cessation of City funding isn't cause for concern. The Chair invited further questions and comments. Chestnutt said she hopes meetings with the City will help Board members better understand the methodology used to identify the cost of capital improvements identified for Authority properties so this Board can begin to address how improvements can be funded. She also asked about getting assistance from City employees who have expertise that Authority Board members don't have. Hales said his understanding was that a consultant was hired to provide a rough idea of the issues and costs involved in rectifying them. Hales said the city would definitely cooperate with the Board in those matters. Hales said an early start on the IGA could advance the release of funds. Mudron noted, since he's been a Councilman, the budget has been approved in the second week of December with funding approved at a subsequent meeting. He and Hales agreed funding could possibly be approved at the same meeting. Evans said last year funding was received in February. The Chair invited further comment. Hearing none, he requested a motion and, with the motion on the floor, directed a voice vote. **Vote:** 'Ayes' were heard. The Chair invited negative responses. No opposing votes were expressed. Motion passed.

EXECUTIVE REPORTS

RST Foundation: Condon reported the Foundation hadn't met. Ericksen reported the events of *Home for the Holidays...* were very successful. The Foundation will realize a net profit of approximately \$70,000. ▪ The Message Center above the Chicago Street entrance was installed by Grate Signs and is in use. Devine reported that the Volunteer Organization had funded installation of the Message Center and Ericksen said the first message expressed staff's appreciation. ▪ The sale of the sign to JCA will be finalized upon its installation.

Executive Director's Report: Shows: Devine reported on theatre events and announced shows booked since the last meeting. The REO show was rescheduled to be held on March 8, 2018. Patrons were notified by FaceBook, email and a robocall, yet 27 patrons came out on the 13th. Pilcher's Pale Ale was debuted and well received by those who attended the Dennis Miller show. Other locally brewed beverages will be featured as they become available. ▪ Staff: Lindmark has confirmed 23 weddings in 2018, six in 2019 and one in 2020. Evans has agreed to remain on staff for a week to train Karen Leno who will assume the Business Manager position on February First. The Marketing Manager is scheduled to begin on February Fifth. ▪ Building Operations: Holiday decorations have been removed to storage. All three engineers passed the required OSHA training. The first floor atrium of 2RS will be painted by apprentice painters from the Painter's District Council #14. The backstage lift will be used in conjunction with this project. ▪ The Chair advised Devine that several people stopped by his table at the Jacob Henry Mansion earlier today to comment on the great activity level at the Rialto.

Board Chair: The Chair announced that the news of the day was Dale Evans' retirement. He read the following into the record:

RESOLUTION No. 2018-001
Recognition of Dale T. Evans

Whereas, Dale T. Evans has elected to retire from his position as the Rialto Square Theatre's Finance Manager; and

WHEREAS, Dale T. Evans who possesses a generous spirit and a mind like a steel trap, has benefitted 41 Authority Board members, members of the former Rialto Square Theatre Corporation / current Rialto Square Theatre Foundation Boards, as well as Rialto Volunteer Boards with his wisdom and expertise; and

WHEREAS, Dale T. Evans in his voluntary, and perhaps, slightly driven, role as resident historian has recognized and preserved original theatre fixtures and décor items, which items have been provided, in seemingly magical fashion, to facilitate decisions by Board and / or staff; and

WHEREAS, Dale T. Evans did dedicate extensive time and research in his service on the Management Company Selection Committee in the summer of 2016 and did volunteer his service as tour guide at numerous public events and has provided staff with delicious, homemade bakery goods; and

WHEREAS, Dale T. Evans did for thirty-six years, six months and nine days provide accurate and timely information, impart valuable suggestions and mentor new employees; and

WHEREAS, Dale T. Evans' proven track record allows the assumption that, in the nine days which follow the date noted below, his work ethic will be maintained in like manner, as will his knowledge, dependability and friendship; and

WHEREAS, Dale T. Evans will be sorely missed and long remembered; and

WHEREAS, the Will County Metropolitan Exposition and Auditorium Authority Board of Directors recognizes Dale T. Evans' valuable contributions and dedication to the Rialto Square Theatre and extends on behalf of the organization, sincere appreciation for Dale T. Evans' exemplary service;

Now therefore, be it resolved by the Will County Metropolitan Exposition and Auditorium Authority that Dale T. Evans is hereby awarded an honorary life-time Rialto S.T.A.R. membership in recognition of his years of service as a dedicated, loyal and highly valued employee; and

Be it further resolved that this resolution be entered into the minutes of the regular meeting of the Will County Metropolitan Exposition and Auditorium Authority on Wednesday, January 24th, 2018; and

Be it further resolved that a certified copy of this resolution be presented to Dale T. Evans.

Ayes: Joe Carlasare, Donnie Chestnutt, Jane Condon, Tom Osterberger, Jeff Pierson, Kathy Trizna and Robert Filotto

Nays: None

Absent: None

Approved this 24th day of January, 2018.

Robert Filotto, Chairman

Jeff Pierson, Vice Chairperson

Kathy Trizna, Secretary

Joe Carlasare

Donnie Chestnutt, Treasurer

Jane Condon

Tom Osterberger

Evans expressed his appreciation and invited those in attendance to participate in the festivities in the Rotunda following the meeting.

Committee Reports: Carlasare reported the building committee continues to try to locate funding sources for capital repairs that need to be addressed.

The Chair ascertained that no executive session was needed. He invited the public to be heard. All members of the public who wished to speak were given that opportunity.

Motion to Adjourn: Condon moved and Chestnutt seconded adjournment.

The Chair called a voice vote. There were no dissenting votes. Motion passed. The meeting adjourned at 4:50 P.M.

Minutes respectfully submitted by Jan Gilligan, Recording Secretary

Kathy Trizna, Board Secretary

*Unapproved minutes distributed in Board Packets are subject to change.
Approved minutes will be posted on www.rialtosquare.com /Public Information/Approved Minutes.*