THEATER SUBDISTRICT COUNCIL LOCAL DEVELOPMENT CORPORATION

MINUTES OF THE MEETING OF THE GOVERNANCE COMMITTEE

This meeting of the Governance Committee of the Theater Subdistrict Council Local Development Corporation ("Corporation") was held at 10:29 AM on September 24, 2014 at 31 Chambers Street, New York, New York, 10007.

The following Committee Members were present:

Tom Finkelpearl, Alternate for Mayor Bill de Blasio
Carl Weisbrod, Director of Department of City Planning
Aldrin Bonilla, Alternate for Manhattan Borough President Gale Brewer
Danielle Porcaro, Alternate for New York City Council Speaker Melissa Mark-Viverito

A quorum of the Members was present.

The Performance Measurement Report, attached hereto as Exhibit A, and the Mission Statement and Performance Measures, attached hereto as Exhibit B, were discussed. Upon motion made and seconded, the Performance Measurement Report and Mission Statement and Performance Measures were adopted.

A summary of the Board of Directors' evaluations, attached hereto as Exhibit C, was discussed.

There being no other business before the Governance Committee, the meeting was, upon motion made and carried, adjourned at 10:32 AM.

Aldrin Bonilla
Alternate for Secretary

EXHIBIT A

THEATER SUBDISTRICT COUNCIL, LDC
Performance Measurement Report

Performance Measurement Report:

I. How efficiently or effectively has the TSC been in making grants which serve to enhance the long-term viability of Broadway through the production of plays and small musicals?

The TSC awards grants, among other purposes, to facilitate the production of plays and musicals. The approximately $2.16 million in grants for programs, which have or are expected to result in the production of plays or musicals, have been awarded to the following organizations:

- Classical Theatre of Harlem $100,000 (2009)
  Evaluation: A TSC grant enabled the Classical Theatre of Harlem to produce *Archbishop Supreme Tartuffe* at the Harold Clurman Theatre on Theatre Row in Summer 2009. This critically acclaimed reworking of Moliere's *Tartuffe* directed by Alfred Preisser and featuring Andre DeShields was an audience success. The play was part of the theater's Project Classics initiative, designed to bring theater to an underserved and under-represented segment of the community. Marketing efforts successfully targeted audiences from north of 116th Street through deep discounts and other ticket offers.

- Fractured Atlas $200,000 (2010)
  Evaluation: Fractured Atlas used TSC support for a three-part program to improve the efficiency of rehearsal and performance space options, gather useful workspace data, and increase the availability of affordable workspace for performing arts groups in the five boroughs. Software designers created a space reservation calendar and rental engine; software for an enhanced data-reporting template was written, and strategies to increase the use of nontraditional spaces for rehearsal and performance were developed.

- Lark Play Development Center $160,000 (2010)
  Evaluation: Lark selected four New York playwrights from diverse backgrounds to participate in a new fellowship program: Joshua Allen, Thomas Bradshaw, Bekah Brunstetter, and Andrea Thome. The writers received financial stipends and several workshop opportunities for their plays. Other strategies were identified to develop their work, including pairing each playwright with a theater leader who served as a "producer advocate" and securing production commitments for their plays.

- Lark Play Development Center $140,000 (2012)
  Evaluation: The 2012 TSC grant enabled the Lark to pilot a fellowship portfolio that supported four playwrights by providing financial flexibility, strategic career suppoer and creative opportunity at transformative moments in their careers. Each of the four fellowships provided varying kinds and levels of support (including a significant living stipend) and a custom-designed program of artistic support (including play development resources, staff

time, travel and opportunity funds, and production incentives. Playwright fellows were Jackie Sibblies Drury, Dominique Morrisseau, Kimber Lee and Rogelio Martinez. The Lark;s fellowship portfolio comprised of four major fellowship tracks is now securely in place.

- Lincoln Center Theater $200,000 (2010)
  Evaluation: With TSC support, Lincoln Center Theater produced four world premieres in its LCT3 series at the Duke on 42nd Street: *The Coward* by Nick Jones, *When I Come to Die* by Nathan Jackson, *4000 Miles* by Amy Herzog, and *All-American* by Julia Brownell. With all tickets priced at $20, marketing was targeted to younger and ethnically diverse audiences through online and social media campaigns.

- National Music Theatre Network $160,000 (2012)
  Evaluation: The National Music Theatre Network was able to centralize, augment and revitalize its flagship program – the New York Musical Theatre Festival – with its TSC support. By moving the Festival schedule from fall to summer; utilizing more prominent and better-equipped theaters in a tighter footprint centered around W. 42nd St.; creating a NYMF Hub that served as a full-time box office, information center, social meeting place for artists and industry members, and site for free performances and educational events; and undertaking additional marketing activity to raise the Festival's visibility and engage the summer tourist market,; NYMF successfully rebranded itself as a summertime event and provided enhanced services to audiences, theater artists and the theater industry.

- New Dramatists $150,000 (2009)
  Evaluation: New Dramatists launched Full Stage NYC, a program that enabled three playwrights to forge partnerships with three producing theaters to develop new work in a mutually beneficial environment, with the playwrights receiving commissions and the theaters receiving production grants. A series of workshops and other developmental opportunities led to Jordan Harrison's Futura (a model for a co-premiere at NAATCO and two theaters outside of New York), Daniel Alexander Jones' Jomama Jones' RADIATE at Soho Rep (the partners on this project are coordinating a subsequent national tour that will begin later in 2011), and Sylvan Oswald's Nightlands, which will be produced by New Georges next year. TSC funding of this program was leveraged to secure major funding from other sources to expand the program nationally as Full Stage USA.

- New Dramatists $150,000 (2012)
  Evaluation: The TSC supported extended workshop time for writers and teams of collaborators to encourage artistic exploration and creative risks under the New Dramatists More Time/More Plays NYC initiative. 30 Creativity Fund workshops were undertaken (a 15% increase over the goal) utilizing 36 resident writers and composers and an additional 219 theatre artists. Five New Dramatist writers entered a two-week retreat, supported by 5 selected collaborators and a 26-member acting company. Finally, the 50-member resident writing company launched a major new endeavor: a paperless admissions process that increased access for applicants and streamlined the selection process. 55% of the resident writers are women and 36% are of a non-white ethnic origin.

- Pregones Touring Puerto Rican Theatre Collection $500,000 (2014)
  Evaluation: The 2014 three-year grant for PLATAFORMA – a new performing arts producing, presenting and commissioning initiative that will bring new works to Pregones/PRTT's venues in the Theater Subdistrict and in The Bronx – is currently in progress.

- Roundabout Theatre $100,000 (2009)

Evaluation: Roundabout Theatre was able to add a second production to its Roundabout Underground program with the assistance of the TSC. In addition to producing Adam Gwon's musical Ordinary Days and Kim Rosenstock's Tigers Be Still, the theater increased marketing efforts for the productions, maintained a $20 ticket price, awarded five commissions to emerging playwrights and conducted twelve readings and workshops of new work. Roundabout used the TSC grant as a matching grant, raising additional private funds to expand the initiative.

- Signature Theatre $150,000 (2010); $150,000 (2012)
  Evaluation: Signature Theatre designed the Residency Five program to support playwrights over a period of five years as they build their body of work. Accommodating up to seven writers at a time as playwrights join and leave the residency at the times that best complement their artistic lives, the initiative includes writers at different stages in their careers and guarantees each one three full productions as well as a financial stipend, health benefits, travel and housing, and a theatre ticket stipend. The first writers to join the residency are Annie Baker, Will Eno, Katori Hall, Kenneth Lonergan, and Regina Taylor. Katori Hall's *Hurt Village* was an inaugural production in the new Pershing Square Signature Center. 2012 Residency Five productions included *Title and Deed* by Will Eno and Kenneth Lonergan's *Medieval Play*, with readings for Regina Taylor's *stop. reset* that is scheduled for production in August 2013, *Our Lady of Kibeho* by Katori Hall and Will Eno's newest play. Two new playwrights joined the program: Martha Clarke, whose first Residency Five production *Cheri* was developed in spring 2013; and Branden Jacobs-Jenkins.

The grant program is operating in furtherance of the TSC's mission and has been effective in developing new plays and small musicals.

II. How efficiently or effectively has the TSC been in making grants which serve to develop new audiences for theatrical productions?

The TSC awards grants, among other purposes, designed to develop new audiences for theatrical productions. The approximately $3.45 million in grants awarded for programs, which have or are expected to result in the development of new audiences for theatrical productions have been awarded to the following organizations:

- Alliance for Inclusion in the Arts $240,000 (2010)
  Evaluation: TSC funding is underwriting I-Caption and D-Scriptive services at four Broadway shows to make theater more accessible to people with disabilities. Consultants from the hearing, vision and mobility impaired communities worked with technical staff to develop software and operating systems for *Catch Me If You Can* and *The Book of Mormon*, with *The Lion King* and *Newsies* following. In addition to the technical services and press coverage announcing the program, websites for each show feature accessibility information, and theater signage utilizes universal disability icons.

- Apollo Theater $150,000 (2010); $200,000 (2012)
  Evaluation: The Apollo launched its Apollo Uptown/Broadway Connection to deepen its relationship with Broadway theater, forging partnerships with producers and theater organizations to implement audience development strategies through cross-promotional campaigns, programming partnerships, and other activities. The first Broadway-themed

Amateur Night was held in March 2011 and will become an annual event, while two presentations at the Lincoln Center Atrium transported elements of Amateur Night downtown. Ongoing marketing and cross-promotion for Apollo events and Broadway shows were established. The 2012 Broadway-themed Amateur Night matched the success of the pilot presentation, while a Broadway career panel, Broadway Music Café cabaret program, special performance by Broadway legend Leslie Uggams, and other activities rounded out the 2012 program. Marketing and cross-promotion initiatives with Broadway productions and an extensive marketing and programming partnership with the Broadway Show *Porgy and Bess* completed the collaborative aspect of the Apollo Uptown/Broadway Connection.

- ART/NY $150,000 (2009)
  Evaluation: A.R.T./NY's New York Theatre Network is a new marketing and audience development tool designed to deepen the relationship between theater enthusiasts and theater companies by providing a website combining marketing and social networking. Launched in Fall 2010 with a TSC grant, the network is the product of a collaboration between TheaterMania and A.R.T./New York. The website enables member theaters to post information about their organizations, productions, and other events in a myriad of ways -- listings, blog posts, videos, photographs, Twitter and Facebook links -- with links to sales engines for ticket purchasing. The development of the website was augmented by a series of workshops and roundtables to educate member theaters on the capabilities of the website specifically, as well as the capabilities of social networking.

- Atlantic Theater Company $105,000 (2010); $99,644 (2012)
  Evaluation: With TSC's support, the Atlantic launched an intensive partnership with Park Slope Collegiate (a public high school in Brooklyn), providing the entire 11th grade with a semester of curriculum-integrated theater classes culminating in a public performance of the students' own writing. A smaller number of students were selected to participate in a 10-week program on-site at the Atlantic the following year, working with mentors who provided hands-on experience in multiple spheres of theater production. This group formed their own theater company, performing their student-written play at Atlantic's 99-seat Stage 2 theater. The 2012 grant provided support to expand the Staging Success initiative to include each of Park Slope Collegiate's 300 high school students, launching in-school workshops for all 9th and 10th graders, and continuing the 11th grade in-school program and after-school mentorship for seniors. Performances capped the workshops and mentorship program. Reaching even further into the school's community, Atlantic hosted a professional development workshop for the school's teachers with the theater's teaching artists and will program additional professional development training sessions in the future.

- Broadway League $50,000 (2009); $50,000 (2010)
  Evaluation: Thanks to TSC funds, the Broadway League's Family First Nights program grew to include more than 100 families in the 2009-10 season (415 individual participants) and 300 families the following year (875 individuals) from all five boroughs. By encouraging family attendance, the program aims to foster theatergoing at an early age and create lifelong theatergoers. Through partnerships with local social service agencies, the League identified families that were invited to attend three Broadway productions including *In the Heights, Memphis, The Phantom of the Opera*, *Shrek*, *Billy Elliot, Sister Act,* and *The Addams Family* for $5 per ticket (decreased from $10 per ticket the first year) for orchestra or front mezzanine seats. All participants received study guides and other related materials in advance of each theater outing, and met with cast members after each show.

- Fund for Public Schools $123,000 (2009)

Evaluation: The Fund for Public Schools used its TSC grant to enhance the theater and performing arts programs at four high-needs NYC public schools over the course of the 2009-10 school year. The schools worked with a professional theater consultant to determine their needs for upgrading their theater spaces; enhanced lighting, sound, drapes and choral risers were procured and installed; and rehearsal cubes were purchased for all schools in the Arts SPACE project. In addition to the physical transformation of theater spaces, the schools also participated in enrichment and training programs with outside theater professionals that served to increase student and teacher exposure to theater arts, participated in the Shubert /MTI Broadway Juniors program, and attended Memphis.

- Learning Through an Expanded Arts Program (LeAp) $110,000 (2012)
  Evaluation: This TSC grant supported two years of in-class education in 10 public middle and high schools in NYC with student populations that are at least 65% Title 1 eligible and are either designated performing arts high schools or have theatre teachers and performing arts programs. Each year, 15-week playwriting curriculum taught by a LeAp teaching artist culminated in the selection of one short student-written play per school selected for full production on a professional stage. (Other plays selected per school were presented for the school community.) Students auditioned for, assistant directed and stage managed the final production, working with theatre professionals, as well as directed the in-school presentations. The 10 professional produced were published each year by Samuel French, which helped students through the copyright process.

- Manhattan Class Company $90,000 (2012)
  Evaluation: With support from the TSC, MCC was able to expand its youth theatre company activities in anticipation of its upcoming move to a new theatre complex. Surpassing its goal, more than 80 students from more than 30 schools throughout the city's five boroughs participated in flagship acting and playwriting labs within the Theater Subdistrict as well as a new satellite lab program in Washington Heights. Youth company activities included a weekly acting and playwriting program led by teaching artists, master classes by visiting artists, college and career meetings, attendance at arts conferences, a summer play festival for the playwriting students, and two weeks of final acting student performances on a professional stage on Theatre Row,

- New 42nd Street $150,000 (2009); $200,000 (2010)
  Evaluation: The New 42nd Street established a new audience development program, Bring Your Family to the New Vic, for family theater attendance. This program encouraged students at ten Title 1 schools during the 2010-11 school year and 19 Title 1 schools in 2011-12 (serving low-income families) to bring their family members to see a show at the New Vic. Reaching out directly to families at site visits to the schools with informational materials translated into Russian, Chinese, Spanish, Arabic and Erdu, the New Vic offered $5 tickets and pre-show special events for attendees. Additionally, the New Vic used TSC funds to enhance its ongoing theater education initiative for pre-K through 12th grade, partnering with 151 schools and after-school programs during the 2009-10 academic year for 850 in-classroom workshops with teaching artists reaching 16,800 students, as well as New Vic performances for 27,000 students. In 2011-12, the initiative reached 30,300 students in 160 schools.

- Playwrights Horizons $77,000 (2010)
  Evaluation: Playwrights Horizons launched *Playtime!* with TSC support, enabling parents of young children to attend the theater by providing affordable, professional on-site babysitting in the theater building. Two nearby theatres (Signature Theatre and Westside Theatre)

joined the program, with other theater standing by, increasing theater-going options for parents.

- The Public Theater $500,000 (2014)
  Evaluation: The TSC funded 3-year expansion of "Public Works" – a theater engagement initiative which creates works of participatory theater in partnership with community organizations in all five boroughs with specially curated programming at each group's home – is currently in progress.

- Rosie's Theater Kids $100,000 (2010); $100,000 (2012)
  Evaluation: TSC funds enabled Rosie's Theater Kids to expand and maintain its PS Broadway musical theater program in 40 NYC public school classes, engaging 1350 5th-graders (86% from low-income families and 92% non-white) throughout 17 schools. Classes received a full semester of musical theater training by teaching artists, a visit from a Broadway actor, attended Broadway productions, and performed their work for their school communities. An addition to the program in 2012 was the New York Center for Autism Charter School. Students were selected for a summer scholarship and after-school program at Rosie's Theater Kids in the year following their in-school program..

- Roundabout Theatre Company $100,000 (2010)
  Evaluation: TSC support helped underwrite Access Roundabout, an audience development initiative designed to reach underrepresented audience members. Marketed through an expanded social media presence, the multi-pronged program served more than 43,000 people during the 2010-11 season, many of them visiting Roundabout for the first time. Access 10 offers $10 tickets for preview performances; HIPTIX is a $20 ticket program for young adults; Theatre Access provides free and deeply discounted tickets for student group matinees; Student Rush and General Rush are low-price day-of mezzanine tickets; Roundabout Underground markets $20 tickets to young audiences; and Theatre Plus offers pre-show and post-show discussions.

- Roundabout Theatre Company $100,000 (2012)
  Evaluation: With TSC support, Roundabout developed and implemented the Hiptix Network, a program designed to make theatre at Roundabout and other companies accessible and affordable for a wider audience of young theatergoers. The Hiptix Network's online portal for ticket sales, social media presence and ten-theatre partnership resulted in the sale of 35,000 tickets to young adults ages 18 to 35 over the course of the project and a significant increase in Hiptix memberships. Roundabout was joined by the Baryshnikov Arts Center, Flea Theatre, MCC Theater, New York Theatre Workshop, Peccadillo Theater Company, Primary Stages, The Public Theater, The Women's Project and Broadway's *Cinderella*. .

- Signature Theatre $75,000 (2009)
  Evaluation: A TSC grant enabled Signature Theatre Company to begin a multi-year analysis of the impact of the Signature Ticket Initiative ticket program on audiences, the theater, and the broader NYC theatrical community. The in-depth study is designed to evaluate audience preferences and trends over a three-season period by adding an online component to Signature's traditional in-house survey process for patrons whose first ticket purchase was subsidized through the Signature Ticket Initiative. Preliminary results indicate that the Initiative motivates attendance and inspires patrons to engage deeply with Signature by purchasing subscriptions or making a contribution. After the second phase of the analysis is completed, Signature will publish a report with the results of this in-depth study for dissemination to the theater field.

- Theatre Development Fund $150,000 (2009); $200,000 (2010)

Evaluation: TDF launched New Audiences for New York, a program designed to stimulate theatergoing among individuals who are under-represented in Broadway audiences, by partnering with a diverse variety of community organizations throughout NYC. More than 70 groups from faith-based, senior, teen, college student, and neighborhood organizations attended faith-based groups, seniors, teens, college students and neighborhood organizations two or three Broadway shows as well as workshops designed to enhance and contextualize their experience. Individual group leaders were trained by TDF teaching artists to facilitate the workshops and group discussions, and groups were given specific information that made them more knowledgeable about the theater, demystifying the theatergoing experience and building a sense of community and shared discovery within each group. TDF also launched a website that provides new audiences with information about NY theatre that is tailored to their interests.

- Walker International $115,805 (2009); $115,000 (2010)
  Evaluation: Walker Communications (Donna Walker-Kuhne) and Cherine Anderson founded Impact Broadway, a multi-pronged audience development initiative for a diverse group of NYC high school and college students from all five boroughs. Through a variety of key program elements – a program launch emceed by Will Power with Coleman Domingo, LaChanze and others; an interactive Impact Broadway website; outings to three Broadway shows (*Fela!, In the Heights*, and *Memphis)*, post-show talkbacks with actors; post-show dinners in the theater district to discuss the shows; a special Arts in My Backyard newsletter highlighting local arts events and offering complimentary tickets; a Broadway Speakers Bureau seminar, attendance at the Tony awards ceremony dress rehearsal, and a Tony viewing party in Harlem hosted by Coleman Domingo and Kevin Anthony – 300 participating students were deeply and actively engaged in New York theater. In its second year, activities continued for a new group of 250 students as well as students from the pilot year, including outings to *West Side Story*, *A Free Man of Color*, and *The Lion King* and tours of the August Wilson Theatre conducted by Wilson's niece.

- 52nd Street Project $100,000 (2010)
  Evaluation: 52nd Street Project added six new programming units to its New Platforms (scenic design, stage combat, dance-making, photography, spoken word/poetry, and magazine making), involving ninety school-age children Thirty teen-agers were employed in new positions, including assistants for each of the new programs, ushers, concessionaires, and stage crew members. Project kids were taken to more than six Broadway and off-Broadway shows.

The grant program is operating in furtherance of the TSC's mission and has been effective in developing new audiences.

III. How efficiently or effectively has the TSC been in monitoring the preservation and use covenants applicable to Broadway's "listed theaters"?

Seven theaters have transferred development rights pursuant to New York City Zoning Resolution Section 81-744. These theaters are subject to restrictive declarations that require continuing operation of the theaters for legitimate theater uses, and maintenance of the physical and operational soundness of the theaters. The restrictive declarations require that every five years a licensed professional architect or engineer, acceptable to the Landmarks Preservation Commission, prepare a report on the physical condition and operational soundness of the theaters, and identify any work

necessary to maintain the theaters in a state of good repair. Following receipt of such reports, the Chairperson of the City Planning Commission will provide the TSC with copies, as well as any comments or issues identified by City staff through review and, if necessary, inspection. The TSC will then have an opportunity to provide the Chairperson and the Landmarks Preservation Commission with comments, and may identify issues or recommend corrective actions. Although it is not anticipated that the TSC will incur expenses relating to these functions, a replenishing fund of $75,000 has been reserved for the purpose of monitoring the preservation and use covenants.

The TSC has put mechanisms in place, which will insure effective monitoring of the preservation and use covenants.

EXHIBIT B

Theater Subdistrict Council, LDC
Mission Statement and Performance Measurements

Name of Public Authority: *Theater Subdistrict Council LDC*

Public Authority's Mission Statement:

The Theater Subdistrict Council ("TSC") is organized for the purpose of promoting theater and theater-related use and preservation within the Theater Subdistrict and promoting the welfare of the Theater Subdistrict generally. The mission of the Theater Subdistrict Council is to enhance the long-term viability of Broadway by facilitating the production of plays and small musicals within the Theater Subdistrict, developing new audiences for all types of theatrical productions, and monitoring preservation and use covenants in Broadway's "listed theaters."

List of Performance Goals:

- *How efficiently or effectively has the TSC been in making grants which serve to enhance the long-term viability of Broadway through the production of plays and small musicals?*

- *How efficiently or effectively has the TSC been in making grants which serve to develop new audiences for theatrical productions?*

- *How efficiently or effectively has the TSC been in monitoring the preservation and use covenants in Broadway's "listed theaters"?*

EXHIBIT C

Summary of Confidential Evaluation of Board Performance (FY 2014)

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree	Abstain
	%	%	%	%	%
Board members have a shared understanding of the mission and purpose of the Authority.	80	20	-	-	-
The policies, practices and decisions of the Board are always consistent with this mission.	60	40	-	-	-
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	100	-	-	-	-
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	80	20	-	-	-
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	60	40	-	-	-
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	80	20	-	-	-
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	80	-	-	-	20
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	100	-	-	-	-
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	80	20	-	-	-
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	80	20			
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	80	-	20		
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	80	20	-	-	-
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	80	20	-	-	-
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	80	-	-	-	20
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before	40	60	-	-	-

problems occur.					
Board members demonstrate leadership and vision and work respectfully with each other.	100	-	-	-	-

Name of Authority: Theater Subdistrict Council, LDC
Date Completed: September 4, 2014