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ROCHESTER PHILHARMONIC ORCHESTRA

INTERVENTION: ASSESSMENT AND RECOMMENDATIONS

As set forth in the document dated March 31, 2012 from Mr. Craviso to the Sub-Committee of the Board -- established by the Executive Committee of the Board for the purpose of overseeing this Intervention -- and shared with both Music Director Arild Remmereit and Chief Executive Officer ("CEO") Charles Owens, the Rochester Philharmonic Orchestra ("RPO"), has retained Ralph Craviso, through Craviso & Associates LLC, to conduct an Intervention to address the dysfunctions within the organization. Specifically,

(t)he current working relationship between the Music Director and the CEO is not acceptable. Further the instability of that relationship has created issues among the Board, the Staff and Musicians that threaten the effectiveness of teamwork. There is urgency to addressing the internal divisiveness since important external stakeholders of the RPO are aware of the conflict.

URGENCY/CRITICAL NEED FOR ACTION

Any organization that is faced with such a level of dysfunction is endangered. The RPO's future is at risk if the current discord is not addressed and satisfactorily resolved. This Report concludes that this discord extends beyond the Music Director and the CEO. Further, continued disruptive conduct and controversy may very well lead to the loss of incumbent RPO employees who are clearly critical to its future. *This includes not only administrative staff but artistic leaders as well.* This Report is an urgent call for decisive action by the Executive Committee and by the Board of Directors.

METHODOLOGY

At the outset, the purpose of this Intervention was described in the aforementioned document as follows:

... (T)o enable the success of the RPO, both artistically and administratively, not any one individual.

The end state objective is that all staff, Music Director and Chief Executive Officer included, is working effectively as a team in support of a common purpose and a common set of objectives designed to insure the success of the RPO.

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After discussion, Mr. Craviso recommended to the Sub-Committee -- and the Sub-Committee unanimously adopted -- a targeted approach to this Intervention. Given the disruption to the RPO in losing, either voluntarily or involuntarily, the incumbent Music Director and CEO (see below Item (5) below), the targeted outcome, by no means assured, was a preference to retain both incumbents.

This Intervention has been conducted in Phases:

Phase I:

This Phase began with a discussion with the four members of the Board Sub-Committee chartered by the Executive Committee of the Board of Directors to oversee this Intervention. This was followed by interviews with the Music Director, Arild Remmereit, and the Chief Executive Officer, Charles Owens. As a result of the commitments made by these two leaders of the organization in those interviews to a continuation of this process, the Sub-Committee, on the recommendation of Mr. Craviso, decided to proceed with Phase II.

Phase II:

An organizational assessment was conducted through interviews of a cross section of individuals including Musicians, Board members and Administrative Staff. Individuals were chosen based on suggestions made by the Mssrs. Remmereit and Owens, respectively, the Chair of the Board and Sub-Committee Chair. A total of 11 persons were interviewed in Rochester on April 18-19 and May 3-4. In addition, extensive interviews were conducted over the course of this time, in person and by telephone with Maestro Remmereit and Mr. Owens. The identity of those individuals who were interviewed remained confidential; all individuals were advised by Mr. Craviso at the beginning of each interview that it was their decision whether or not to share with anyone the fact of their participation in this process. Further, each individual was assured that no comments they provided to Mr. Craviso would be for attribution. Mr. Craviso received in almost all instances a fair, balanced view of the organization and heard strongly held opinions as to how the dysfunction is impacting their ability to complete their respective responsibilities in an efficient and collaborative manner.

This Phase also anticipated a report from Mr. Craviso to the Executive Committee that would provide a summary of his findings and his recommendations. This is that Report.

Phase III:

This is discussed more thoroughly below. The Sub-Committee anticipated that it would consider whether to recommend to the Executive Committee further actions based on the findings and recommendation in this Report.

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ASSESSMENT

Initially, this assignment was characterized as a breakdown in the relationship and communications between Maestro Remmereit and Mr. Owens. It became clear almost from the outset that this breakdown exists in multiple places within the organization:

- between the Music Director and the administrative staff;
- between the Music Director and Musicians;
- between Music Director and the CEO;
- between the Music Director and members of the Board;
- between Chief Executive Officer and members of the Board;
- between the Chief Executive Officer and Musicians; and
- between and among Members of the Board.

Accordingly, any set of recommendations to address the dysfunction that exists within the organization must necessarily address each of these relationships.

(1) Current Context

(a) The RPO has a rich history of achievement in musical artistry. More recently it has achieved financial stability through a series of actions that are at the leading edge of like institutions:

- the RPO has forged a strong relationship with its Musicians built on trust and transparency and has obtained much needed expense reductions through collective bargaining without rancor or disruption to the operations of the RPO;
- Musicians, through Committees and representation on the RPO Board, have input to the decision makers and those decision makers respect that input;
- the RPO has developed a comprehensive strategic plan to deal with the financial uncertainties thrust upon it by the current economic environment;
- the RPO has defined specific actions – with timeframes and benchmarks – to mark its progress in achieving financial stability and growth;
- in addition, and most relevant to this Intervention, in September, 2010, the RPO Board appointed a Music Director whose term would begin with the 2011-12 season.

(b) In framing the issues at the beginning of this Intervention, the initial question was whether or not the RPO Board appreciated the changes that would be necessary to support the artistic initiatives a new Music Director would bring to the organization. The Strategy Plan adopted by the Board in July, 2011 clearly anticipates how the organization would position itself to take advantage of the appointment of this dynamic new Music Director and specifically recognizes the need to "(i)mplement Arild's innovative, engaging strategies", including the initiatives that were adopted for the Music Director's first season. Further, both the RPO Board and the Music Director-Designate acknowledged that this new artistic leadership was intended to lead the RPO in a different direction relating to repertoire and artistic initiatives.

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(c) The appointment of Arild Remmereit was not the safe (i.e. risk averse) or traditional choice. In making this appointment, both the RPO and the new Maestro -- in partnership and in collaboration with other stakeholders including the Pops Conductor and the Conductor for Music Education -- set a course for change designed to grow the audience, expand the reach of the RPO throughout the region, grow music education and expand the impact of the RPO on the community. These include:

- adopting a repertoire that emphasizes composers and music not usually associated with the RPO;
- presenting the repertoire in a way to engage the audience;
- multi-disciplined initiatives to reach out to the broader artistic community;
- challenging Musicians to achieve even higher quality musical performance; and
- choices in repertoire and artistic initiatives that link the RPO to the historical legacies of Rochester.

While on the one hand this appointment requires the RPO to adapt to change, on the other hand and at the same time the RPO must adopt actions that support the overall objectives of the strategic plan reflected in the Strategy Plan adopted by the Board on July 27, 2011. This has created a tension in choosing priorities between artistic initiatives and their impact on achieving financial stability. This is a delicate balance; the challenge is to harness this creative energy to insure it harmonizes with the financial demands on the organization.

This appointment has placed new demands on important stakeholders in the organization:

- Musicians, who are being artistically challenged and who are adjusting to an artistic leader new to his role as Music Director;
- Administrative Staff, whose skills at managing are being tested in an environment of both financial uncertainty and new demands created by this change in artistic direction; and
- the Board which has yet to achieve unity on the actions necessary to support and adapt the organization to these challenges to insure success.

The RPO must reconcile these demands created by the appointment of the Music Director with what is required to sustain fiscal stability in the near and medium term.

(d) An overview of the financial situation is necessary to complete this context.

- In FY2009, the RPO assumed a substantial loan, secured in part by its Endowment assets, to close a substantial gap. That loan is outstanding and places additional financial stress on the organization.
- The RPO was able to achieve a balanced budget in FY2010 and FY2011 by reducing expense through employee concessions and other artistic compromises.
- In FY2011, this effort to balance the budget was further aided by a substantial one-time successful initiative that increased contributed income using the good will of its cherished long-term Music Director.
- The RPO recognized that this model was unsustainable and completed its planning process as reflected in the Strategy Plan of July 2011. Further, in order to achieve a balanced budget in FY2012, it launched additional initiatives to raise incremental contributed income in FY2012. That effort is continuing.

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(2) Chronology

Not long after the appointment of Maestro Remmereit as Music Director-Designate, there were signs of dysfunction that arose very quickly:

(a) Strategy Plan

This Plan was well into its planning at the time of the appointment of Maestro Remmereit. The Board and administration feel that Maestro Remmereit was brought into the process, but his participation was made difficult by the fact that he still resided in Vienna; that his ideas were listened to and incorporated into the report. Maestro Remmereit feels that his participation was inadequate and that the RPO was not capitalizing on his appointment as new Music Director.

In reconciling these differences, it is clear that the Plan incorporates the concepts that Maestro Remmereit espoused and assigns him specific tasks that are aligned with his artistic vision. There do remain some differences (e.g. how to use "big name artists"; the balance of Pops and Classics repertoire in advancing the Strategy Plan). These differences are a reflection of the tension in balancing the Music Director's artistic vision with the organization's financial capabilities.

(b) Programming for the 2011-12 Season

It was during the process of building the programming for the 2011-12 Season that the first signs of organizational dysfunction emerged. As with the Strategy Plan, there are two divergent views of how this process actually played out which are difficult to reconcile. The administration describes a collaborative (but difficult) process of reevaluation and changes to the programming to conform to what the administration felt was necessary to achieve the financial goals for the fiscal year while respecting the artistic initiatives of the new Music Director. Maestro Remmereit describes a process marked by disagreement and no satisfactory reconciliation of the divergent views. Both parties agree that an industry expert was consulted for advice on how the programming could be marketed and to evaluate the ability to sell that programming; this consultant made some minor changes and all parties were satisfied with the result.

(c) Incidents with the Administrative Staff

On a visit of the Music Director-Designate to the RPO offices in December, 2010, there were a series of exchanges between the Maestro and certain members of the administrative staff. This Assessment does not need to make a conclusion as to what actually occurred; what is more important is what impact these incidents had on the organization and its constituents and the relationships among those constituents. The overall impact of these incidents made it difficult for the organization to function effectively.

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(d) Subsequent Actions:

The Board concluded that the behaviors exhibited by the Music Director were in conflict with RPO values and unacceptable and placed Maestro Remmereit on notice that such behaviors were inconsistent with RPO values.

The RPO has a longstanding tradition of operating under these values where collaboration and teamwork were viewed as essential to achieve its organizational objectives and sustain success. These values were incorporated into the Strategy Plan:

- *a culture that inspires staff, board volunteers and musicians to excel;*
- *a strong partnership among the Board, Musicians and Staff;*
- *Organizational Excellence defined as an institution driven by a culture of confidence, adventure, excellence, success and stewardship, in which all constituents embrace the shared values and goals of the institution. Challenges will be anticipated and resolved creatively and cooperatively.*

In February, 2011, the then Chair requested Maestro Remmereit to agree to a set of principles and guidelines for the future. Maestro Remmereit did not acknowledge any inappropriate behavior, did not accept the Chair's request nor had he responded affirmatively to the Chair's request for his cooperation in building a more collaborative environment with the administrative staff.

As a result, the Board considered the matter and the potential adverse impact it was having on the ability of the organization to function effectively going forward. After discussion of the matter, the Board reaffirmed the appointment of Maestro Remmereit. Maestro Remmereit has a strong opinion that this Board review -- initiated by the then Board Chair and, he believes, by the CEO -- was an attempt to terminate him. He remains steadfast in that opinion which influences his current behavior.

(3) Relationships

As described above, it is important to assess a series of relationships within the RPO organization to understand how best to recommend enduring solutions.

(a) Relationship between the Music Director and the Administrative Staff

This incident in December, 2010 has defined the nature of the relationship that exists between the Music Director on the one hand and the CEO and the administrative staff on the other.

Maestro Remmereit has articulated his opinions regarding the lack of competency of certain members of the administrative staff. These opinions have been made known to them. Four administrative employees have voluntarily resigned from the RPO in the last nine months; in their written Exit Interviews, all have cited as a significant reason for resigning their concerns about their continued employment given the vocal critical opinions of the Music Director.

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Maestro Remmereit has chosen not to engage with most of the staff, including the CEO and has not for many months. The consensus among most of the incumbent administrative staff is that they do not have a collaborative relationship with the Music Director. Work-arounds have been created to insure that the work of coordinating between administrative and artistic decisions continues; this situation is unsustainable.

Examples of the consequences of this lack of coordination are missed deadlines, decisions that are made by default rather than by consensus, or, in some cases, bringing issues directly to the Board rather than dealing with the appropriate member of the RPO staff.

(b) Relationship between the Music Director and the Musicians

At the outset, many Musicians were concerned with the new Music Director's approach and style. However, after one season working with him, many Musicians find him exciting and challenging. While his style is direct and in some instances critical, overall the Musicians' experience has been a positive one; many feel he listens to their feedback and makes adjustments based on that feedback; and that the new repertoire he is bringing to them is a welcome artistic challenge.

As this Assessment was being prepared, there was a confrontation between Maestro Remmereit and the Chair of the Orchestra Committee regarding a request by the Maestro to arrange a meeting with Musicians. Setting aside whether this meeting was important, the Maestro's critical and emotional reaction in which he demanded a meeting even in the face of Musician resistance may be significant. This new development raises a question as to whether Maestro Remmereit's aggressive and confrontational behaviors initially manifested toward the administrative staff, is now a pattern that is extending to his interactions with Musicians. Since this incident arose as this report was being prepared, no conclusion is made here. It is a development that should be monitored.

(c) Relationship between the Music Director and the CEO

There is no working relationship between the Music Director and the CEO. This compromises the organization's ability to function. Until last week, there have been no direct conversations between the two leaders of the organization for many months.

The Music Director, at the commencement of this Intervention, made it clear to Mr. Craviso that nothing less than the termination of the CEO was required to insure his continued participation in this process. Only after Mr. Craviso made it clear that the preferred outcome of this Intervention was the retention of both incumbents and, further, that an acceptance of that preference was a condition for proceeding with the process, did Maestro Remmereit indicate to Mr. Craviso that he would no longer advocate this position.

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As the discussion under Phase II has evolved, there appears to be recognition and willingness on the part of both the CEO and the Music Director that the difficulties in this relationship must be dealt with. The Maestro has initiated a meeting with the CEO. (In fairness, the CEO had initiated requests for a meeting prior to this; however, given the nature of the process of this Intervention, it was a consensus that that meeting be deferred.) The meeting has taken place and it appears that it was a successful engagement that bodes well toward continuing the effort to build a collaborative relationship between these two leaders.

(d) Relationship between the Music Director and Members of the Board

As a result of the February, 2011 Board letter, Maestro Remmereit apparently felt that he no longer had confidence in the Chair who initiated the action. Since then, he has chosen to enlist Board members to advocate his positions, working around the reporting relationship that is established in the contract between him and the RPO.

[Note: In choosing the members of the Sub-Committee overseeing this Intervention, the Executive Committee consciously chose individuals with different points of view to insure fairness and diversity of opinion.]

A new Chair was appointed in September, 2011. Since her appointment, she has made many efforts to mediate between the Music Director and the CEO and members of the administrative staff in order to reestablish a working relationship among them consistent with the core values referenced above, and to address the dysfunction that exists. As of the time of the commencement of this Intervention, she had made little progress.

Most recently, Maestro Remmereit has advocated that the current Chair be replaced. Mr. Craviso made it clear that this was counterproductive to the efforts to address the continuing rift between him and certain members of the Board and certain staff members. Unfortunately, his continued advocacy for change casts doubt on the efficacy of this Intervention.

Maestro Remmereit appears to be resistant to the governance model of American Orchestras where Boards govern through their Chair and, most commonly, through a sub-set of Board members chartered by the Board as whole for this purpose. The RPO has adopted this approach. Further, the contract between the RPO and the Music Director provides that the Music Director is responsible to the Chair of the Board in discharging his responsibilities and is directed under the terms of that contract to work with the CEO as appropriate in carrying out his duties.

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(e) Relationship between the Chief Executive Officer and Members of the Board

Some Board members have expressed their opinion that the CEO does not possess the skills and leadership qualities required of the institution given its current challenges. While this appears to be a minority within the Board, it is a vocal group with strongly held opinions.

The CEO is not an aggressive person; his leadership style is quiet and understated. Given the volatility created by staff turnover and the perceptions of the Music Director's influence on staff employment, and the disagreements between him and the Music Director, there is a perception among some that he is not a strong leader. His staff feels otherwise and their positive opinions are reflected in the employee opinion survey conducted in March, 2012.

(f) Relationship between the Chief Executive Officer and Musicians

Some musicians feel that Mr. Owens is too detached from them and their work and does not demonstrate an appreciation or knowledge of their contributions or the problems they may be having. He is not visible at rehearsals or after performances. Mr. Owens acknowledges that the balance of administrative tasks during the day and attendance at rehearsals and performances is a challenge; he has expressed openness to raising his profile with the Musicians. He does point out that he has a good working relationship with the Orchestra Committee and conducts regular meetings to maintain the atmosphere of transparency and inclusion. This opinion is shared by representatives of the Musicians.

(g) Relationships Among Members of the Board

There is a schism among some of the members of the Board. Over the last fifteen months, strongly held opinions have evolved about both the Music Director and the Chief Executive Officer. Among this group, there is no alignment of purpose or on actions with what is apparently a majority of the Board. Before the commencement of this Intervention, many Board members believed that, to address the current dysfunction, it would require replacing one or the other of the incumbent leaders. As the interviews were conducted, there evolved a commitment from those who participated to work with the current leaders; however, there remains an undercurrent that any solution would require a change in either artistic or administrative leadership.

There are external influences on certain Board members from within the Rochester community advocating either the removal of the CEO, the removal of the current Chair, and/or both. Maestro Remmert is aware of these influences but has not discouraged them -- at least in my presence.

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(h) Impact of the Music Director on the RPO and the Rochester Community

While this Assessment contains some harsh conclusions about the Music Director's style in dealing with disagreement and conflict, there is no question that he has made a positive impact on Musicians, music making and the Rochester Community. He has shaken up the repertoire, been aggressive in promoting the RPO and is fully engaged with the RPO's efforts to create new sources of funding. His enthusiasm for the RPO is evident in the way he speaks and in his actions in support of the organization. He is an important asset to the RPO.

The internal constituents within the RPO speak highly of these accomplishments.

(4) Roles and Responsibilities

There is not a clear delineation of the roles and responsibilities of the Music Director, the CEO and the Pops Conductor.

In addition, the organization chart is not consistent with the description of the reporting relationships contemplated in the contracts between the Music Director and the CEO which further confuses the issue. This should be reviewed and clarified.

(a) Music Director and CEO

The existing contracts between the RPO and the CEO and Music Director, respectively, do not set out a clear enough description of the roles and responsibilities of these two individuals and how they should be dealt with when they conflict. In some respects, these terms are confusing at best, inconsistent at worst.

The job description for the CEO attached to the CEO employment agreement does not describe with specificity the responsibilities of the CEO vis a vis the Music Director on artistic decisions; the Music Director contract describes responsibilities that could be confused with those held by the CEO. Examples follow (all citations are from the contract between the RPO and the Music Director):

- e.g. VI.22. "[Music Director] shall participate in the decision to hire and have the right to approve the selection of any new principal administrative staff with whom he is required to work regularly and who have direct bearing on the artistic aspects of the RPO...";
- VI.22 and VI.23: "mutual agreement between the Music Director and the CEO" as opposed to "in the event of a disagreement, Mr. Remmereit shall have final authority as to all artistic matters having a view to the possible long-term needs of the orchestra."

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(b) Music Director and Pops Conductor

Orchestras of the size of the RPO depend on a Pops repertoire to sustain financial stability. It is clear that Pops concerts make a significant financial contribution to the RPO. Consequently, how decisions to allocate resources to this repertoire must be clear; these decisions are not reserved solely to the Music Director. This could be a point of further confusion going forward. An example:

-- I.2. : *"in consultation with the President and CEO Mr. Remmereit shall have the ultimate responsibility for the overall artistic direction of the RPO";*

-- I.5. " ... RPO ... has conferred upon Mr. Tyzik a broad responsibility to plan and conduct Pops services"

(5) Replacement of Either the Music Director or the CEO

As the RPO considers its options going forward, it is important to make some observations regarding the adverse consequences to the RPO if one or the other were to leave the organization.

As noted above, Maestro Remmereit has made a significant positive impact on both the musical product and the Rochester community. Losing such an asset would only be the RPO's loss. Replacing the Music Director would be a formidable task if prospective successors perceived that there were organizational issues that prompted his departure.

Similarly, Mr. Owens assumed his responsibilities with the RPO at a challenging time. As noted above, the RPO, under Mr. Owens leadership, has met those challenges better than most other orchestras in like circumstances. The ability of the RPO to replace Mr. Owens is limited by the realities of the financial constraints in compensation and, as with the Music Director, if prospective successors perceived that there were organizational issues that prompted his departure.

Having observed the value both individuals have brought to the RPO, both can make significantly more impactful positive contributions to the RPO if each is willing to adapt his behavior and accept positive coaching designed to create a more collaborative and effective organization.

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RECOMMENDATIONS

(1) Forging Unanimity and Purposeful Action

- Affirmative steps must be taken to address the schism on the Board. The members of the Executive Committee must achieve unanimity on the course of action going forward.
- It is the responsibility of this Executive Committee to insure that their consensus translates into a firm commitment from the Board of Directors.
- Board members and Messrs. Remmereit and Owens must explicitly agree to discourage those external influences that are currently threatening the governance structure of the RPO.

Absent that unanimity, it is strongly recommended that the RPO end this Intervention and not continue with these recommendations.

(2) Both Maestro Remmereit and Mr. Owens are assets to the RPO and should remain with the RPO in their current capacities. Each has a set of unique contributions to make to the RPO but neither can be effective in making those contributions so long as their relationship remains dysfunctional.

(3) At the outset of the Phase III of this Intervention and as a precondition for proceeding, both the Music Director and the Chief Executive Officer must:

- explicitly agree to abandon all efforts to have the other terminated;
- explicitly agree to make every effort to begin the collaborative working relationship necessary to support the objectives of the RPO; and
- explicitly agree to abandon any effort to influence the composition of the Board for the purpose of advancing personal interests at the expense of the RPO.

(4) Going forward, both Maestro Remmereit and Mr. Owens must be held accountable for continued progress and success in serving the best interests of the RPO and in building a collaborative and successful relationship with one another and with the other RPO constituencies.

If one or the other cannot or will not engage in this process at the outset, then the RPO Board should consider that unwillingness to engage in determining the appropriate next steps.

(5) Further, their continued cooperation and success in this effort should be monitored and, if, during this process sufficient progress is not being made, the Board should reevaluate and take whatever action it deems is appropriate.

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(6) The roles and responsibilities of the two leaders must be more clearly defined.

It is suggested that a useful starting point would be to use the Operating Principles and Performance Expectations outlined by the former Chair as the initial framework for the discussions with each leader to reconcile differences and fashion a mutually agreeable set of ground rules which will govern how decisions are made in the future.

It is also important to clarify the roles of the Music Director and the Pops Conductor -- and how the CEO and the Board with these two artistic leaders should work collaboratively in determining how to commit resources to Classics and Pops, respectively, and how to determine the direction of the RPO in balancing the two repertoires.

(7) In order to insure that both individuals understand what behaviors are appropriate and to insure the proper exercise of responsibilities going forward, Messrs Remmereit and Owens should each be provided a coach to assist him in understanding how to nurture improvement in their relationships among all RPO constituencies. This coaching would include ongoing identification of those specific actions and behaviors that are expected going forward and those that will not be tolerated -- and providing real time feedback as the two leaders engage in their work together. These coaches should be appointed from among the members of the Board of Directors. Specific goals and objectives should be set by each individual with the assistance of his coach; this should incorporate timelines for progress and clear measurements on performance.

(8) Additionally, one member of the Board should be selected to oversee this continuing effort going forward, provide guidance to the coaches (and, as appropriate, the individuals), and report to the Executive Committee at each of its future scheduled meetings on the progress of improvement.

(9) The Chair of the Board is responsible to insure that this process is working effectively, provide the right balance and insure feedback to the Executive Committee (and the Board, as appropriate). She should not be directly involved in any coaching of the individuals so that she can maintain a clear and objective oversight role and assure the parties of her objectivity.

(10) External influences outside the four corners of the RPO organization must be brought into harmony with these efforts to insure a success outcome. All parties involved in this process must act together with a single purpose to manage these external influences. If these covert and disruptive external actions are allowed to continue, they will threaten the very future of the RPO. Accordingly, they must be taken seriously and dealt with accordingly.

(11) This coaching process should continue until December 31, 2012 at which time the Board, on the recommendation of the Executive Committee, will assess the situation and make any decisions it determines is appropriate.

(12) An outside consultant should continue to provide expertise not otherwise extant in the RPO organization and provide insights that could prove helpful in this ongoing review process.

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NEXT STEPS

- (1) The Executive Committee should:
- either
 - decide to proceed with these Recommendations
 - or
 - end this Intervention process now, in which case the Board must determine what, if any, personnel actions are appropriate and in the best interests of the RPO to insure success of the organization
 - and
 - achieve unanimity on this decision

Should the RPO decide to proceed along the lines of these Recommendations, then Phase III of this process would begin as described in the following next steps.

- (2) The Executive Committee will, in the first instance, initiate an effort to forge a consensus among Board members (and those external to the RPO who exert influence over the Board). Ultimately it is the Board's responsibility to achieve that consensus.
- (3) The Executive Committee will appoint the Board member who will oversee Phase III of the Intervention ("Oversight Board Member").
- (4) The Oversight Board Member, working with the Executive Committee, will appoint two incumbent RPO Board members to act as coaches to Maestro Remmereit and CEO Owens respectively. Each of these respective Board members should be individuals in whom each of the respective leaders has confidence and trust.
- (5) On behalf of the Executive Committee, the Oversight Board Member will meet with Msrs. Remmereit and Owens individually to review this Report and obtain their commitment to agree to participate collaboratively and cooperatively in the next steps described below and to agree not to challenge the composition of the current Board.
- (6) The coaches, in conjunction with the Oversight Board Member and the Sub-Committee, will lead the effort to define the list of behaviors, roles and responsibilities for the Music Director and the CEO and present these to the incumbents for their input and agreement.
- (7) The Executive Committee should determine whether the services of a Consultant are necessary and/or appropriate and, if in the affirmative, retain that Consultant who in their judgment will work to promote the best interests of the RPO.

Submitted:
Craviso & Associates, LLC
Ralph P. Craviso
May 14, 2012