

February 4, 2011

MEMO

To: Voting Membership of Beck Center for the Arts

Fm: Lucinda Einhouse, President & CEO

The purpose of this memo is to inform you, the voting membership of Beck Center for the Arts, about a proposed change to the governance of the Beck Center which was discussed at the annual meeting on December 7, 2010. Because you have contributed at least \$100 to Beck Center for the Arts during the past year, you are considered to be a “voting member” of the organization.

For the past several months, the Board of Directors has been reviewing the current corporate governance documents (consisting of a Code of Regulations and By-Laws) and considering revisions in order to ensure that it reflects the way the institution is currently operating.

Specifically, the voting membership structure, which was adopted in 1948, is being considered for change to a non-voting membership structure. This action requires the creation of a new governance document to reflect the current practical role of the membership i.e., an organization operating with member benefits rather than member responsibilities. Currently, the members vote on the class of directors for the institution. The proposed new governance document gives that responsibility to the Board of Directors.

The Board of Directors and the Women’s Board of the Beck Center have voiced their support of the proposed new governance document, which also includes updated language to reflect current nonprofit best practices. At the annual meeting of the voting membership on December 7, 2010, the subject of the proposed changes in governance was raised for discussion. Members who attended the meeting raised no questions or concerns. Therefore it was decided to bring the matter to a vote.

As a voting member, you are invited to attend a special meeting on Thursday, March 24, 2011 at 5:00 p.m. in the Mackey Main Stage Theater at which time a vote will be called to adopt the new governance document. Copies of the current Code of Regulations and By-laws, along with the new proposed Code of Regulations, and minutes from the December 7, 2010 Annual Meeting are available at Beck Center’s website www.beckcenter.org under News and Events. Printed copies are also available at the Customer Service Center.

Please contact Lucinda Einhouse, President & CEO, if you have any questions (216-521-5240, x24 or lucinda.einhouse@beckcenter.org). Thank you for your support of Beck Center for the Arts.