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Form **990**
 Department of the Treasury
 Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

2008

Open to Public Inspection

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2008 calendar year, or tax year beginning 07-01-2008 and ending 06-30-2009

- B** Check if applicable:
 Address change
 Name change
 Initial return
 Termination
 Amended return
 Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization
 TRINITY REPERTORY COMPANY

Doing Business As

Number and street (or P O box if mail is not delivered to street address) Room/suite
 201 WASHINGTON STREET

City or town, state or country, and ZIP + 4
 PROVIDENCE, RI 029033297

D Employer identification number
 22-2547262

E Telephone number
 (401) 521-1100

G Gross receipts \$ 7,918,239

F Name and address of Principal Officer
 MICHAEL GENNARO
 201 WASHINGTON STREET
 PROVIDENCE, RI 02903

H(a) Is this a group return for affiliates? Yes No

H(b) Are all affiliates included? Yes No
 (If "No," attach a list See instructions)

H(c) Group Exemption Number ▶

I Tax-exempt status 501(c) (3) (Insert no) 4947(a)(1) or 527

J Web site: ▶ WWW.TRINITYREP.COM

K Type of organization Corporation trust association other ▶

L Year of Formation 1963 | **M** State of legal domicile RI

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities TO EXPAND AND EMBODY THE PUBLIC SQUARE WITH DRAMATIC ART		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	46
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	41
	5 Total number of employees (Part V, line 2a)	5	281
	6 Total number of volunteers (estimate if necessary)	6	2,364
	7a Total gross unrelated business revenue from Part VIII, line 12, column (C)	7a	212,860
b Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	3,844,337	2,404,952
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	5,467,558	5,243,520
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	202,954	-11,119
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	9,514,849	7,637,353
	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)		0
Expenses	14 Benefits paid to or for members (Part IX, column (A), line 4)		0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	4,904,774	5,243,009
	16a Professional fundraising fees (Part IX, column (A), line 11e)	129,709	56,257
	b (Total fundraising expenses, Part IX, column (D), line 25 906,276)		
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f)	3,965,289	3,386,851
	18 Total expenses—add lines 13–17 (must equal Part IX, line 25, column (A))	8,999,772	8,686,117
19 Revenue less expenses Subtract line 18 from line 12	515,077	-1,048,764	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Year	End of Year
	21 Total liabilities (Part X, line 26)	14,370,051	13,307,815
	22 Net assets or fund balances Subtract line 21 from line 20	5,446,975	5,980,791
		8,923,076	7,327,024

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Please Sign Here

Signature of officer: _____ Date: 2010-02-12

MICHAEL GENNARO EXECUTIVE DIRECTOR
 Type or print name and title

Paid Preparer's Use Only

Preparer's signature: _____ Date: _____ Check if self-employed

Firm's name (or yours if self-employed), address, and ZIP + 4: FRIED AND KOWGIOS PARTNERS CPAs LLP
 441 LEXINGTON AVENUE
 NEW YORK, NY 10017

Preparer's PTIN (See Gen Inst)
 EIN: _____
 Phone no: (212) 490-2200

May the IRS discuss this return with the preparer shown above? (See instructions) Yes No

Part III Statement of Program Service Accomplishments (See the instructions.)

1 Briefly describe the organization's mission
THE MISSION OF TRINITY REPERTORY COMPANY IS TO PROMOTE THE APPRECIATION OF THEATRE THROUGH THEATRICAL PRODUCTIONS, PROVIDE AND SUPPORT FACILITIES FOR EDUCATION AND INSTRUCTION IN THE ART OF THEATRE

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No
If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting or make significant changes in how it conducts any program services? Yes No
If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses
Section 501(c)(3) and (4) organizations and 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 5,350,571 including grants of \$) (Revenue \$)
DURING THE 2008-2009 SEASON, TRINITY REPERTORY COMPANY PRODUCED SEVEN PLAYS, INCLUDING THE DREAMS OF ANTIGONE, A CHRISTMAS CAROL, THE RECEPTIONIST, A RAISIN IN THE SUN, THE SECRET RAPTURE, THE IMPORTANCE OF BEING EARNEST TRINITY REPERTORY COMPANY ALSO OFFERS A WIDE RANGE OF EDUCATIONAL PROGRAMS, IN-SCHOOL ARTIST RESIDENCIES, WORKSHOPS, PROFESSIONAL DEVELOPMENT FOR TEACHERS, AFTER-SCHOOL AND SUMMER PROGRAMS

















4b (Code) (Expenses \$ 1,715,856 including grants of \$) (Revenue \$)
THE BROWN UNIVERSITY/TRINITY REP MFA PROGRAMS OFFERS OPPORTUNITIES AND RESOURCES THAT ARE REVOLUTIONIZING THE FIELD OF THEATRE EDUCATION IT COMBINES THE BEST ASPECTS OF CONSERVATORY TRAINING WITH THE PRACTICAL EXPERIENCE OF A THREE-YEAR INTERNSHIP AT A PROFESSIONAL THEATRE AND THE ACADEMIC CREDENTIALS OF AN IVY LEAGUE UNIVERSITY

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O)
(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses \$ 7,066,427 *Must equal Part IX, Line 25, column (B).*

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> 	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors? 	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		No
4	Section 501(c)(3) organizations Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>		No
5	Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>		
6	Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> 		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> 		No
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> 		No
10	Did the organization hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> 	Yes	
11	Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? <i>If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i> 	Yes	
12	Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i> 	Yes	
13	Is the organization a school as described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		No
14a	Did the organization maintain an office, employees, or agents outside of the U S ?		No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U S ? <i>If "Yes," complete Schedule F, Part I</i>		No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>		No
17	Did the organization report more than \$15,000 on Part IX, column (A), line 11e? <i>If "Yes," complete Schedule G, Part I</i> 	Yes	
18	Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> 	Yes	
19	Did the organization report more than \$15,000 on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> 		No
20	Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		No
21	Did the organization report more than \$5,000 on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		No
22	Did the organization report more than \$5,000 on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? <i>If "Yes," complete Schedule J</i> 	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to question 25</i>		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a	Section 501(c)(3) and 501(c)(4) organizations Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> 		No
b	Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? <i>If "Yes," complete Schedule L, Part I</i> 		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i> 		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i> 		No

Part IV Checklist of Required Schedules *(Continued)*

		Yes	No
28	During the tax year, did any person who is a current or former officer, director, trustee, or key employee		
a	Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? <i>If "Yes," complete Schedule L, Part IV</i>	Yes	
b	Have a family member who had a direct or indirect business relationship with the organization? <i>If "Yes," complete Schedule L, Part IV</i>		No
c	Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? <i>If "Yes," complete Schedule L, Part IV</i>		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations section 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	Yes	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		No
36	501(c)(3) organizations Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	Yes	
37	Did the organization conduct more than 5 percent of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		No

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, <i>Annual Summary and Transmittal of U.S. Information Returns</i> . Enter -0- if not applicable		
	1a 152		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
	1b 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		No
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return		
	2a 281		
b	If at least one is reported in 2a, did the organization file all required federal employment tax returns? Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return.	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	Yes	
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	Yes	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		No
b	If "Yes," enter the name of the foreign country _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts .		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
c	If "Yes," to 5a or 5b, did the organization file Form 8886-T, <i>Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction</i> ?		
6a	Did the organization solicit any contributions that were not tax deductible?		No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	<i>Organizations that may receive deductible contributions under section 170(c).</i>		
a	Did the organization provide goods or services in exchange for any quid pro quo contribution of \$75 or more?		
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	Yes	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		No
d	If "Yes," indicate the number of Forms 8282 filed during the year		
	7d		
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		No
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		No
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		No
8	<i>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</i> Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		No
9	<i>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.</i>		
a	Did the organization make any taxable distributions under section 4966?		No
b	Did the organization make a distribution to a donor, donor advisor, or related person?		No
10	<i>Section 501(c)(7) organizations.</i> Enter		
a	Initiation fees and capital contributions included on Part VIII, line 12		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	<i>Section 501(c)(12) organizations.</i> Enter		
a	Gross income from members or shareholders		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
	11a		
	11b		
12a	<i>Section 4947(a)(1) non-exempt charitable trusts.</i> Is the organization filing Form 990 in lieu of Form 1041?		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		
	12b		

Part VI Governance, Management, and Disclosure (Sections A, B, and C request information about policies not required by the Internal Revenue Code.)

Section A. Governing Body and Management

For each "Yes" response to lines 2-7 below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

		Yes	No
1a	Enter the number of voting members of the governing body		
1b	Enter the number of voting members that are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	Yes	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		No
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	Yes	
5	Did the organization become aware during the year of a material diversion of the organization's assets?		No
6	Does the organization have members or stockholders?		No
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		No
7b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	the governing body?	Yes	
8b	each committee with authority to act on behalf of the governing body?	Yes	
9a	Does the organization have local chapters, branches, or affiliates?		No
9b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
10	Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990	Yes	
11	Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		No

Section B. Policies

		Yes	No
12a	Does the organization have a written conflict of interest policy? If "No", go to line 13	Yes	
12b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	Yes	
12c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	Yes	
13	Does the organization have a written whistleblower policy?	Yes	
14	Does the organization have a written document retention and destruction policy?	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision		
15a	The organization's CEO, Executive Director, or top management official?	Yes	
15b	Other officers or key employees of the organization? Describe the process in Schedule O	Yes	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		No
16b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable Federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the States with which a copy of this Form 990 is required to be filed RI
- 18** Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
 own website another's website upon request
- 19** Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization
 MICHAEL GENARO EXECUTIVE DIRECTOR
 201 WASHINGTON STREET
 PROVIDENCE, RI 02903
 (401) 521-1100

Additional Data

Software ID:
Software Version:
EIN: 22-2547262
Name: TRINITY REPERTORY COMPANY

Form 990, Part VII - Section Aaa

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual Trustee or Director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
JOHN J MCCONNELL JR , CHAIRMAN	3 00	X		X				0	0	0
JONATHAN DUFFY , VICE CHAIR	3 00	X		X				0	0	0
LINDA M COHEN , VICE CHAIR	3 00	X		X				0	0	0
john lombardo , treaSUrER	3 00	X		X				0	0	0
miCHAEL GENNARO , exeCUTIVE DIRECTOR	40 00	X		X				165,194	0	14,158
LISA BISACCIA , TRUSTEE MEMBER	3 00	X						0	0	0
SAMUEL N CHASE , TRUSTEE MEMBER	3 00	X						0	0	0
PAUL J CHOQUETTE JR , TRUSTEE MEMBER	3 00	X						0	0	0
JOAN COUNTRYMAN , TRUSTEE MEMBER	3 00	X						0	0	0
EDYTHE M DE MARCO , TRUSTEE MEMBER	3 00	X						0	0	0
CHARLES SULLIVAN , TRUSTEE MEMBER	3 00	X						0	0	0
curt COLUMBUS , artISTIC DIRECTOR	40 00	X		X				174,713	0	7,228
joe WILSON JR , actOR	40 00	X						33,999	0	0
michael yOUNG , trusTEE MEMBER	3 00	X						0	0	0
HANNAH BELL-LOMBARDO , TRUSTEE MEMBER	3 00	X						0	0	0
RICHARD R BERETTA JR , TRUSTEE MEMBER	3 00	X						0	0	0
JAMES V DERENTIS , TRUSTEE MEMBER	3 00	X						0	0	0
myrTH YORK , trustEE MEMBER	3 00	X						0	0	0
JOSEPH L DOWLING JR , TRUSTEE MEMBER	3 00	X						0	0	0
JOSEPH M FERNANDEZ , TRUSTEE MEMBER	3 00	X						0	0	0
RHODA L FLAXMAN , TRUSTEE MEMBER	3 00	X						0	0	0
WILLIAM G FOULKES , TRUSTEE MEMBER	3 00	X						0	0	0
MARK KW GIM , TRUSTEE MEMBER	3 00	X						0	0	0
mariBETH Q WILLIAMSON , trusTEE MEMBER	3 00	X						0	0	0
WILLIAM F GREENE , TRUSTEE MEMBER	3 00	X						0	0	0
ADAM HAMBLETT , TRUSTEE MEMBER	3 00	X						0	0	0
LAURA H HARRIS , TRUSTEE MEMBER	3 00	X						0	0	0
SUSAN A KELLER , TRUSTEE MEMBER	3 00	X						0	0	0
GERALD H LEVESQUE , TRUSTEE MEMBER	3 00	X						0	0	0
PETER L LEWISS , TRUSTEE MEMBER	3 00	X						0	0	0

Form 990, Part VII - Section Aaa

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual Trustee or Director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
DORIS J LICHT , TRUSTEE MEMBER	3 00	X						0	0	0
PETER LIPMAN , TRUSTEE MEMBER	3 00	X						0	0	0
SUZANNE M MAGAZINER , TRUSTEE MEMBER	3 00	X						0	0	0
MAUREEN W MOAKLEY , TRUSTEE MEMBER	3 00	X						0	0	0
alec taylor , TRUSTEE MEMBER	3 00	X						0	0	0
HEIDI KELLER MOON , TRUSTEE MEMBER	3 00	X						0	0	0
alaN WEISS , truSTEE MEMBER	3 00	X						0	0	0
JOHN PALUMBO , TRUSTEE MEMBER	3 00	X						0	0	0
MARC PERLMAN , TRUSTEE MEMBER	3 00	X						0	0	0
DONALD R QUATTRUCCI , TRUSTEE MEMBER	3 00	X						0	0	0
KIBBE REILLY , TRUSTEE MEMBER	3 00	X						0	0	0
bARBARA SCHOENFELD , truSTEE MEMBER	3 00	X						0	0	0
d'ANNA SOEHNGE , truSTEE MEMBER	3 00	X						0	0	0
waLTER R STONE , TRUSTEE MEMBER	3 00	X						0	0	0
vaNESSA TOLEDO VICKERS , TRUSTEE MEMBER	3 00	X						0	0	0
roBERT K VINCENT , TRUSTEE MEMBER	3 00	X						0	0	0
stephen berenson , actOR/admin MFA	40 00					X		105,480	0	0
ADRIAN HALL , TRUSTEE MEMBER	0 00						X	0	0	50,962

Part VIII Statement of Revenue

			(A) Total Revenue	(B) Related or Exempt Function Revenue	(C) Unrelated Business Revenue	(D) Revenue Excluded from Tax under IRC 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns . . . 1a				
	b	Membership dues				
		1b				
	c	Fundraising events 179,500				
		1c				
	d	Related organizations . . . 1d				
	e	Government grants (contributions) 1e 378,490				
	f	All other contributions, gifts, grants, and similar amounts not included above 1f 1,846,962				
	g	Noncash contributions included in lines 1a-1f \$ 47,807				
h	Total (Add lines 1a-1f)	2,404,952				
Program Service Revenue		2a ADMISSIONS	711,110	2,866,385	2,866,385	
		b CONSERVATORY	611,710	1,696,451	1,696,451	
		c service charge income	711,110	259,868	259,868	
		d ADVERTISING INCOME	541,800	212,860		212,860
		e TUITION INCOME	711,110	106,195	106,195	
		f All other program service revenue		101,761	44,422	57,339
		g Total. Add lines 2a-2f				
		▶ \$ 5,243,520				
Other Revenue	3	Investment income (including dividends, interest other similar amounts)		51,973		51,973
	4	Income from investment of tax-exempt bond proceeds				
	5	Royalties				
			(i) Real	(ii) Personal		
	6a	Gross Rents				
	b	Less rental expenses				
	c	Rental income or (loss)				
	d	Net rental income or (loss)				
			(i) Securities	(ii) Other		
	7a	Gross amount from sales of assets other than inventory	64,772			
	b	Less cost or other basis and sales expenses	127,864			
	c	Gain or (loss)	-63,092			
	d	Net gain or (loss)		-63,092	-63,092	
	8a	Gross income from fundraising events (not including \$ 153,022 of contributions reported on line 1c) See Part IV, line 18 Attach Schedule G if total exceeds \$15,000 a				
	b	Less direct expenses . . . b				
c	Net income or (loss) from fundraising events					
9a	Gross income from gaming activities See part IV, line 19 Complete Schedule G if total exceeds \$15,000 a					
b	Less direct expenses . . . b					
c	Net income or (loss) from gaming activities					
10a	Gross sales of inventory, less returns and allowances . . . a					
b	Less cost of goods sold . . . b					
c	Net income or (loss) from sales of inventory					
	Miscellaneous Revenue	Business Code				
11a						
b						
c						
d	All other revenue					
e	Total. Add lines 11a-11d					
12	Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e		7,637,353	4,910,229	212,860	109,312

Form 990, Part VIII - Statement of Revenue - 2a - 2g Program Service Revenue -

	Business Code	(A) Total Revenue	(B) Related or Exempt Function Revenue	(C) Unrelated Business Revenue	(D) Revenue Excluded from Tax under IRC 512, 513, or 514
a ADMISSIONS	711,110	2,866,385	2,866,385		
b CONSERVATORY	611,710	1,696,451	1,696,451		
c service charge income	711,110	259,868	259,868		
d ADVERTISING INCOME	541,800	212,860		212,860	
e TUITION INCOME	711,110	106,195	106,195		

Part IX Statement of Functional Expenses

**Section 501(c)(3) and 501(c)(4) organizations must complete all columns.
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).**

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the U S See Part IV, line 21				
2	Grants and other assistance to individuals in the U S See Part IV, line 22				
3	Grants and other assistance to governments, organizations and individuals outside the U S See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees	415,640	220,023	47,881	147,736
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7	Other salaries and wages	4,261,753	3,715,511		332,239
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9	Other employee benefits	99,627	83,687	5,978	9,962
10	Payroll taxes	465,989	391,431	27,960	46,598
11	Fees for services (non-employees)				
a	Management				
b	Legal	6,360		6,360	
c	Accounting	33,516		33,516	
d	Lobbying				
e	Professional fundraising See Part IV, line 17	56,257			56,257
f	Investment management fees				
g	Other	18,060		18,060	
12	Advertising and promotion	360,128	360,128		
13	Office expenses	313,769	263,956	17,704	32,109
14	Information technology				
15	Royalties				
16	Occupancy	727,761	623,338	37,112	67,311
17	Travel	36,685	30,581	5,966	138
18	Payments of travel or entertainment expenses for any Federal, state or local public officials				
19	Conferences, conventions and meetings				
20	Interest	123,119		123,119	
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	552,188	465,108	30,949	56,131
23	Insurance	99,046	83,322	5,588	10,136
24	Other expenses—Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a	PRODUCTION COSTS	724,707	724,707		
b	CONSULTANTS	117,294			117,294
c	miscellaneous	87,164	54,329	2,470	30,365
d	DEBT EXPENSE	74,973		74,973	
e	artistic expenses	41,583	41,583	0	0
f	All other expenses	70,498	8,723	61,775	
25	Total functional expenses. Add lines 1 through 24f	8,686,117	7,066,427	713,414	906,276
26	Joint Costs. Check <input type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash—non-interest-bearing	200,053	1	98,134
	2 Savings and temporary cash investments	492,862	2	734,721
	3 Pledges and grants receivable, net	2,391,621	3	2,163,384
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees or other related parties <i>Complete Part II of Schedule L</i>		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) <i>Complete Part II of Schedule L</i>		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	70,750	9	67,703
	10a Land, buildings, and equipment cost basis			
		10a 13,255,833		
	b Less accumulated depreciation <i>Complete Part VI of Schedule D</i>			
		10b 5,277,157	8,355,289	10c 7,978,676
	11 Investments—publicly traded securities	1,000	11	
	12 Investments—other securities See Part IV, line 11 <i>Complete Part VII of Schedule D</i>		12	
	13 Investments—program-related See Part IV, line 11 <i>Complete Part VIII of Schedule D</i>		13	
14 Intangible assets		14		
15 Other assets See Part IV, line 11 <i>Complete Part IX of Schedule D</i>	2,858,476	15	2,265,197	
16 Total assets. Add lines 1 through 15 (must equal line 34)	14,370,051	16	13,307,815	
Liabilities	17 Accounts payable and accrued expenses	339,786	17	285,524
	18 Grants payable		18	
	19 Deferred revenue	1,369,882	19	1,307,912
	20 Tax-exempt bond liabilities		20	
	21 Escrow account liability <i>Complete Part IV of Schedule D</i>		21	
	22 Payable to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons <i>Complete Part II of Schedule L</i>		22	
	23 Secured mortgages and notes payable to unrelated third parties	3,534,058	23	4,220,406
	24 Unsecured notes and loans payable		24	
	25 Other liabilities <i>Complete Part X of Schedule D</i>	203,249	25	166,949
	26 Total liabilities. Add lines 17 through 25	5,446,975	26	5,980,791
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	4,558,547	27	3,476,776
	28 Temporarily restricted net assets	1,983,705	28	1,459,074
	29 Permanently restricted net assets	2,380,824	29	2,391,174
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	8,923,076	33	7,327,024	
34 Total liabilities and net assets/fund balances	14,370,051	34	13,307,815	

Part XI Financial Statements and Reporting

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> cash <input checked="" type="checkbox"/> accrual <input type="checkbox"/> other		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		No
2b	Were the organization's financial statements audited by an independent accountant?	Yes	
2c	If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	Yes	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
3b	If "Yes," did the organization undergo the required audit or audits?		

SCHEDULE A
(Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

OMB No 1545-0047

2008

Open to Public Inspection

To be completed by all section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts.
Attach to Form 990 or Form 990-EZ. See separate instructions.

Name of the organization
TRINITY REPERTORY COMPANY

Employer identification number

22-2547262

Part I Reason for Public Charity Status (to be completed by all organizations) (See Instructions)

The organization is not a private foundation because it is (Please check only **one** organization)

- 1 A church, convention of churches, or association of churches described in **Section 170(b)(1)(A)(i)**.
- 2 A school described in **Section 170(b)(1)(A)(ii)**. (Attach Schedule E)
- 3 A hospital or a cooperative hospital service organization described in **Section 170(b)(1)(A)(iii)**. (Attach Schedule H)
- 4 A medical research organization operated in conjunction with a hospital described in **Section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **Section 170(b)(1)(A)(iv)**. (Complete Part II)
- 6 A federal, state, or local government or governmental unit described in **Section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **Section 170(b)(1)(A)(vi)** (Complete Part II)
- 8 A community trust described in **Section 170(b)(1)(A)(vi)** (Complete Part II)
- 9 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **Section 509(a)(2)**. (Complete Part III)
- 10 An organization organized and operated exclusively to test for public safety See **Section 509(a)(4)**. (See instructions)
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **Section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h
 a Type I b Type II c Type III - Functionally Integrated d Type III - Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

- (i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?
- (ii) a family member of a person described in (i) above?
- (iii) a 35% controlled entity of a person described in (i) or (ii) above?

h Provide the following information about the organizations the organization supports

(i) Name of Supported Organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (See Instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Public Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	3,203,625	1,919,511	2,137,818	3,844,337	2,357,145	13,462,436
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add line 1-3	3,203,625	1,919,511	2,137,818	3,844,337	2,357,145	13,462,436
5 The portion of total contribution by each person (other than a government unit or publicly supported organization) included on line 1 that exceed 2% of the amount shown on line 11, column (f)						1,211,992
6 Public Support subtract line 5 from line 4						12,250,444

Total Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4	3,203,625	27,966	2,137,818	3,844,337	2,357,145	13,462,436
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	16,974	27,966	37,210	35,210	6,248	123,608
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total Support (Add lines 7 through 10)						13,586,044
12 Gross receipts from related activities, etc (See instructions)					12	28,110,090
13 First Five Years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Computation of Public Support Percentage

14 Public Support Percentage for 2008 (line 6 column (f) divided by line 11 column (f))	14	90.170 %
15 Public Support Percentage for 2007 Schedule A, Part IV-A, line 26f	15	89.510 %
16a 33 1/3% Test - 2008. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input checked="" type="checkbox"/>		
b 33 1/3% Test - 2007. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
17a 10% Facts and Circumstances Test - 2008. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/>		
b 10% Facts and Circumstances Test - 2007. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/>		
18 Private Foundation. If the organization did not check the box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in IRC 509(a)(2)

(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total Add lines 1-5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000						
c Total of lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6)						

Total Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after 30 June, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total Support (Add lines 9, 10c, 11 and 12)						
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Computation of Public Support Percentage

15 Public Support Percentage for 2008 (line 8 column (f) divided by line 13 column (f))	15	
16 Public Support Percentage for 2007 Schedule A, Part IV-A, line 27g	16	

Computation of Investment Income Percentage

17 Investment Income Percentage for 2008 (line 10c column (f) divided by line 13 column (f))	17	
18 Investment Income Percentage from 2007 Schedule A, Part IV-A, line 27h	18	

- 19a 33 1/3% Tests - 2008.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization
- b 33 1/3% Tests - 2007.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization
- 20 Private Foundation** If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions

Part IV **Supplemental Information.** Complete this part to provide the information required by Part II, line 10; Part II, line 17a or 17b, or Part III, line 12. Provide and any other additional information. (see instructions)

Facts and Circumstances Test

SCHEDULE D (Form 990)

OMB No 1545-0047

Supplemental Financial Statements

2008

Open to Public Inspection

Attach to Form 990. To be completed by organizations that answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

Department of the Treasury Internal Revenue Service

Name of the organization TRINITY REPERTORY COMPANY

Employer identification number 22-2547262

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

Table with 3 columns: Line number, (a) Donor advised funds, (b) Funds and other accounts. Includes rows for total number at end of year, aggregate contributions, aggregate grants, aggregate value, and questions about donor advisement.

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

Table with 3 columns: Line number, Description, and Held at the End of the Year (2a-2d). Includes questions about purpose of easements, monitoring, and expenses.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

Table with 3 columns: Line number, Description, and Amount. Includes questions about reporting art and historical treasures.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a** Public exhibition
- b** Scholarly research
- c** Preservation for future generations
- d** Loan or exchange programs
- e** Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Trust, Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain why in Part XIV and complete the following table

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance	2,380,824				
b Contributions	10,350				
c Investment earnings or losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance	2,391,174				

2 Provide the estimated percentage of the year end balance held as

- a** Board designated or quasi-endowment
- b** Permanent endowment 100 000 %
- c** Term endowment

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

	Yes	No
(i) unrelated organizations	3a(i)	No
(ii) related organizations	3a(ii)	No
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	No

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (Investment)	(b) Cost or other basis (other)	(c) Depreciation	(d) Book value
1a Land				
b Buildings		6,921,154	1,728,410	5,192,744
c Leasehold improvements				
d Equipment				
e Other		6,334,679	3,548,747	2,785,932
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				7,978,676

Part VII Investments—Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Financial derivatives and other financial products		
Closely-held equity interests		
Other		
Total. (Column (b) should equal Form 990, Part X, col (B) line 12)		

Part VIII Investments—Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. (Column (b) should equal Form 990, Part X, col (B) line 13)		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
ASSETS HELD IN TRUST	2,258,797
DEPOSITS	6,400
Total. (Column (b) should equal Form 990, Part X, col.(B) line 15.)	2,265,197

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of Liability	(b) Amount
Federal Income Taxes	
POST EMPLOYMENT BENEFITS	166,949
Total. (Column (b) should equal Form 990, Part X, col (B) line 25)	166,949

In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	7,637,353
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	8,686,117
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	-1,048,764
4	Net unrealized gains (losses) on investments	4	-547,288
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 - 8	9	-547,288
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	-1,596,052

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	7,124,601
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	-547,288
b	Donated services and use of facilities	2b	70,735
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	-476,553
3	Subtract line 2e from line 1	3	7,601,154
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	36,199
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	36,199
5	Total Revenue Add lines 3 and 4c . (This should equal Form 990, Part I, line 12)	5	7,637,353

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	8,720,653
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	70,735
b	Prior year adjustments	2b	
c	Losses reported on Form 990, Part IX, line 25	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	70,735
3	Subtract line 2e from line 1	3	8,649,918
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	36,199
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	36,199
5	Total expenses Add lines 3 and 4c . (This should equal Form 990, Part I, line 18)	5	8,686,117

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part XIV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b

Identifier	Return Reference	Explanation
Part V, Line 4	Description of Intended Use of Endowment Funds	the earnings on the endowment funds are to be used for the various program initiatives as stipulated by the donors

SCHEDULE G (Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No 1545-0047

2008

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Attach to Form 990 or Form 990-EZ. Must be completed by organizations that answer "Yes" to Form 990, Part IV, lines 17, 18, or 19, and by organizations that enter more than \$15,000 on Form 990-EZ, line 6a.

Name of the organization TRINITY REPERTORY COMPANY

Employer identification number 22-2547262

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations, b Email solicitations, c Phone solicitations, d In-person solicitations, e Solicitation of non-government grants, f Solicitation of government grants, g Special fundraising events

2a Did the organization have a written or oral agreement with any individual... Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements...

Table with 6 columns: (i) Name of individual or entity (fundraiser), (ii) Activity, (iii) Did fundraiser have custody or control of contributions?, (iv) Gross receipts from activity, (v) Amount paid to (or retained by) fundraiser listed in col (i), (vi) Amount paid to (or retained by) organization.

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing. RI

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events
		<u>pell event</u> (event type)	<u>savor providence</u> (event type)	<u>0</u> (total number)	(Add col (a) through col (c))
Revenue	1 Gross receipts	311,700	20,822		332,522
	2 Less Charitable contributions	158,678	20,822		179,500
	3 Gross revenue (line 1 minus line 2)	153,022			153,022
Direct Expenses	4 Cash Prizes				
	5 Non-cash Prizes				
	6 Rent/Facility costs				
	7 Other direct expenses	153,022			153,022
	8 Direct expense summary Add lines 4 through 7 in column (d) ▶				153,022
	9 Net income summary Combine lines 3 and 8 in column (d) ▶				0

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col (a) through col (c))
		1 Gross revenue			
Direct Expenses	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7 Direct expense summary Add lines 2 through 5 in column (d) ▶					
8 Net gaming income summary Combine lines 1 and 7 in column (d) ▶					

		Yes	No
9	Enter the state(s) in which the organization operates gaming activities _____		
a	Is the organization licensed to operate gaming activities in each of these states?	9a	
b	If "No," Explain _____ _____		
10a	Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	10a	
b	If "Yes," Explain _____ _____		
11	Does the organization operate gaming activities with nonmembers?	11	
12	Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?	12	

13 Indicate the percentage of gaming activity operated in

- a** The organization's facility **13a**
- b** An outside facility **13b**

14 Provide the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶ _____

Address ▶ _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?

- b** If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____
- c** If "Yes," enter name and address

Name ▶ _____

Address ▶ _____

16 Gaming manager information

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

- Director/officer
- Employee
- Independent contractor

17 Mandatory distributions

- a** Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?

- b** Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

	Yes	No
13a		
13b		
14		
15a		
16		
17a		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other compensation				
miCHAEL GENNARO	(i)	165,194				14,158	179,352	178,798
	(ii)							
curt COLUMBUS	(i)	174,713				7,228	181,941	178,798
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Schedule L (Form 990 or 990-EZ)

Transactions with Interested Persons

OMB No 1545-0047

2008

Open to Public Inspection

Attach to Form 990 or Form 990-EZ. To be completed by organizations that answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V lines 38b or 40b.

Department of the Treasury Internal Revenue Service

Name of the organization TRINITY REPERTORY COMPANY

Employer identification number

22-2547262

Part I Excess Benefit Transactions (section 501(c)(3) and section 501 (c)(4) organizations only).

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

Table with 3 main columns: (a) Name of disqualified person, (b) Description of transaction, (c) Corrected? (Yes/No)

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958. 3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization.

Part II Loans to and/or From Interested Persons

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a

Table with 7 main columns: (a) Name of interested person and purpose, (b) Loan to or from the organization?, (c) Original principal amount, (d) Balance due, (e) In default?, (f) Approved by board or committee?, (g) Written agreement?

Total \$

Part III Grants or Assistance Benefitting Interested Persons

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 27.

Table with 3 main columns: (a) Name of interested person, (b) Relationship between interested person and the organization, (c) Amount of grant or type of assistance

Part IV Business Transactions Involving Interested Persons

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

Table with 5 main columns: (a) Name of interested person, (b) Relationship between interested person and the organization, (c) Amount of transaction, (d) Description of transaction, (e) Sharing of organization's revenues?

SCHEDULE M (Form 990)

Non-Cash Contributions

OMB No 1545-0047

2008

Open to Public Inspection

To be completed by organizations that answered "Yes" on Form 990, Part IV, lines 29 or 30. Attach to Form 990

Department of the Treasury Internal Revenue Service

Name of the organization TRINITY REPERTORY COMPANY

Employer identification number

22-2547262

Part I Types of Property

Table with 4 columns: (a) Check if applicable, (b) Number of Contributions, (c) Revenues reported on Form 990, Part VIII, line 1g, (d) Method of determining revenues. Rows include Art, Books, Clothing, Cars, Boats, Intellectual property, Securities, Real estate, Collectibles, Food inventory, etc.

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

Form box for line 29 with value 29

Table for questions 30a, 31, 32a, 33 regarding contribution policies and reporting requirements. Includes Yes/No columns.

SCHEDULE O
(Form 990)

Supplemental Information to Form 990

2008

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

Name of the organization
TRINITY REPERTORY COMPANY

Employer identification number

22-2547262

Identifier	Return Reference	Explanation
Form 990, Part VI, Section A, line 2		john lombardo and hannah bell-lombardo are married

Identifier	Return Reference	Explanation
Form 990, Part VI, Section A, line 4		THE ORGANIZATION'S BY-LAWS WERE AMENDED

Identifier	Return Reference	Explanation
Form 990, Part VI, Section A, line 10		DRAFT OF FORM 990 HAS BEEN REVIEWED AND APPROVED BY THE BOARD OF TRUSTEES' EXECUTIVE COMMITTEE, AUDIT COMMITTEE AND KEY EMPLOYEES

Identifier	Return Reference	Explanation
Form 990, Part VI, Section B, line 12c		THE ORGANIZATION HAS ALL BOARD MEMBERS AND KEY EMPLOYEES SIGN AN ANNUAL CONFLICT OF INTEREST POLICY CERTIFICATION, IN ADDITION, BOARD MEMBERS AND KEY EMPLOYEES COMPLETE AN ANNUAL FORM 990 DISCLOSURE, WHICH REQUESTS DISCLOSURE OF ANY INTEREST THAT COULD GIVE RISE TO CONFLICTS

Identifier	Return Reference	Explanation
Form 990, Part VI, Section B, line 15		COMPENSATION OF KEY EMPLOYEES IS APPROVED BY THE BOARD AND/OR COMMITTEES COMPENSATION IS GENERALLY BASED ON INDUSTRY STANDARD

Identifier	Return Reference	Explanation
Form 990, Part VI, Section C, line 19		FORM 990 IS AVAILABLE ONLINE AT WWW GUIDSTAR ORG ALL OTHER DOCUMENTS ARE AVAILABLE UPON REQUEST

Identifier	Return Reference	Explanation
FORM 990, PART XI, LINE 2C	COMMITTEE OVERSIGHT	THE BOARD HAS APPROVED THE AUDIT COMMITTEE FOR OVERSIGHT OF THE AUDIT

**SCHEDULE R
(Form 990)**

Related Organizations and Unrelated Partnerships

OMB No 1545-0047

2008

Open to Public Inspection

▶ **Attach to Form 990. To be completed by organizations that answer "Yes" to Form 990, Part IV, lines 33, 34, 35, 36, or 37.**
▶ **See separate instructions.**

Department of the Treasury
Internal Revenue Service

Name of the organization
TRINITY REPERTORY COMPANY

Employer identification number

22-2547262

Part I Identification of Disregarded Entities

(A) Name, address, and EIN of disregarded entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Total income	(E) End-of-year assets	(F) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Exempt Code section	(E) Public charity status (if section 501(c)(3))	(F) Direct controlling entity
THE FOUNDATION FOR TRINITY REPERTORY COMPANY ONE UNION STATION PROVIDENCE, RI02903 05-0516358	FUNDRAISING AND SUPPORT	RI	501(C)(3)	509(A)(3)	

Part III Identification of Related Organizations Taxable as a Partnership

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Predominant income(related, investment, unrelated)	(F) Share of total income	(G) Share of end-of- year assets	(H) Disproportionate allocations?		(I) Code V—UBI amount on Box 20 of K-1	(J) General or managing partner?	
							Yes	No		Yes	No

Part IV Identification of Related Organizations Taxable as a Corporation or Trust

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Type of entity (C corp, S corp, or trust)	(F) Share of total income	(G) Share of end-of-year assets	(H) Percentage ownership

Part V Transactions with Related Organizations

Note. Complete line 1 if any entity is listed in Parts II, III or IV

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a** Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties **(iv)** rent from a controlled entity
- b** Gift, grant, or capital contribution to other organization(s)
- c** Gift, grant, or capital contribution from other organization(s)
- d** Loans or loan guarantees to or for other organization(s)
- e** Loans or loan guarantees by other organization(s)

- f** Sale of assets to other organization(s)
- g** Purchase of assets from other organization(s)
- h** Exchange of assets
- i** Lease of facilities, equipment, or other assets to other organization(s)

- j** Lease of facilities, equipment, or other assets from other organization(s)
- k** Performance of services or membership or fundraising solicitations for other organization(s)
- l** Performance of services or membership or fundraising solicitations by other organization(s)
- m** Sharing of facilities, equipment, mailing lists, or other assets
- n** Sharing of paid employees

- o** Reimbursement paid to other organization for expenses
- p** Reimbursement paid by other organization for expenses

- q** Other transfer of cash or property to other organization(s)
- r** Other transfer of cash or property from other organization(s)

	Yes	No
1a		No
1b		No
1c	Yes	
1d		No
1e		No
1f		No
1g		No
1h		No
1i		No
1j		No
1k		No
1l		No
1m		No
1n		No
1o	Yes	
1p		No
1q		No
1r		No

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

	(A) Name of other organization(s)	(B) Transaction type(a-r)	(C) Amount Involved
(1)	THE FOUNDATION FOR TRINITY REPERTORY COMPANY	C	10,350
(2)	thE FOUNDATION FOR TRINITY REPERTORY COMPANY	O	28,042
(3)			
(4)			
(5)			
(6)			

Trinity Repertory Company
Changes to Governing Documents

The attached amended by-laws are accurate and complete copies of the originals approved by the Board of Directors.

 Michael German Executive Director 12/10/09



Minutes of Trinity Rep Company Board Meeting

Monday, June 15, 2009, 5 PM

Trinity Repertory Company

*** **CONFIDENTIAL PLEASE** ***

Attending:

Board: Jack McConnell, Jonathan Duffy, John Palumbo, Peter Lipman, Linda Cohen, Curt Columbus, Michael Gennaro, Sam Chase, Paul Choquette, Joan Countryman, Joe Dowling, Joe Fernandez, Rhoda Flaxman, Bill Greene, Lois Kelly, Gerry Levesque, Suzanne Magaziner, Maureen Moakley, Heidi Keller Moon, Marc Perlman, Don Quattrucci, Cate Roberts, Barbara Schoenfeld, Charles Sullivan, Alec Taylor, Vanessa Toledo-Vickers, Bob Vincent, Alan Weiss, Maribeth Williamson, Joe Wilson, Jr., Michael Young *Emeritus*.

Staff: Jen Canole, Tyler Dobrowsky, Mira Greene, Rich Jaffe, Danielle Kemsley, Frank Maher, Rachel Tischler, Cyndi Wood

Regrets: John Lombardo, Kibbe Reilly, Doris Licht, Hannah Bell-Lombardo, Richard Beretta, Lisa Bisaccia, Edye DeMarco, Jim DeRentis, Bill Foulkes, Mark Gim, Gail Ginnetty, Adam Hamblett, Laura Harris, Susan Keller, Peter Lewiss, Wayne Montague, D'Anna Soehnge, Walter Stone, Myrth York

1. Welcome and Approval of Minutes (Jack McConnell)

- Jack announced that Lois Kelly was resigning as Board secretary, but would remain on the board.

2. Governance Update (Jon Duffy)

- Jon asked for a motion to approve the board officers whose terms were being renewed (Jack McConnell – Chair, Jon Duffy and Linda Cohen – Vice Chairs, John Lombardo – Treasurer), and to elect Suzanne Magaziner as secretary. Charles Sullivan put forth the motion and Linda Cohen seconded. The motion passed unanimously.
- Jon asked for a motion to approve the slate of board members who were renewing their terms on the board, Charles moved and Curt seconded. The motion passed unanimously.
- Jon announced the two proposed trustee candidates: Philip Gould, an English professor at Brown University who has been an active participant at Trinity, and Ann Hood, a nationally recognized author who has also been very involved. Charles put forth a motion that Philip Gould and Ann Hood be brought on to the board, Joan Countryman seconded and the motion passed unanimously.
- Michael stated that changes to article four of the By-Laws had been proposed by the Governance Committee, the changes would reflect the addition of one standing committee, Earned Revenue, and the alteration of the executive committee so that the three Chairman's appointees shall serve a two year term before rotating out and being replaced by a new appointment (By-Laws attached).
- Charles put forth a motion to accept the changes to the By-Laws as Michael described them, Vanessa Toledo Vickers seconded and the motion passed unanimously.

3. Revenue and Pell Update (Rich Jaffe and Suzanne Magaziner)

- Rich stated that \$200,000 is left to raise to meet the goal for the annual fund by the end of the fiscal year. This is largely due to institutional giving being down 20%. Ticket sales ended 12% down from FY09. FY10 subscription sales have been on schedule; the single ticket projections are very conservative and there is room for upside.
- *Menopause* has earned \$300,000 as of this weekend, by the end of the run approximately 12,000 people will have come to see it and approximately half of those will be new to Trinity. There is a table in the lobby selling subscriptions and single tickets for next season, and Trinity is hoping to net \$100,000 dollars. Michael stated that the *Menopause* team has been very happy working with us, and that Trinity is looking for another show to book in next summer.
- Rich stated that Pell has earned almost \$300,000 with 474 people currently scheduled to attend. The net profit will be between \$170,000 and \$175,000, which is the second highest net and one

of the lowest costs in the history of the Pell Awards. Rich noted that the launch of the Pell Fund for Arts Education will be announced at the ceremony, with an initial gift from the de Ramels.

4. Approval of 2010 Budget (Michael Gennaro)

- Michael thanked everyone for attending the small group trustee meetings to present and discuss the current financials, cash flow for FY10 and the proposed budget and noted that the budget had not changed since those meetings. Expenses are under control, and frequently end up under what was budgeted; earned revenue has been our biggest challenge during the year. The budget for FY10 has been taken down from the FY09 budget by one million dollars.
- Paul put forth a motion to approve the budget for FY10, Jon seconded, and the motion passed unanimously (FY10 Budget attached).

5. Resolution for Signatories for Actors Equity Bond

- Michael asked for a motion to allow himself and Rachel Tischler to serve as signatories for the Actors Equity bond. Paul moved, Linda seconded, and the motion passed unanimously

6. Presentation and discussion of "Acting Company" (Curt Columbus)

- Curt announced that the banner was ready to go up on the back of the building. It is 30' by 50' and features pictures of the company
- Curt gave a brief history of famous theatre companies, from the group of actors that Shakespeare worked with to Moliere's troupe and the Group Theatre. He also described some pros and cons of having a resident company, ultimately stating his belief that in addition to being less expensive, resident companies allowed actors to create better work that is more relevant to the community. The idea of tenure was discussed, as was how to promote greater diversity in the company. Curt stated that two former company members are returning for *Shooting Star*.

7. Trinity Academy (Michael Gennaro)

- Michael stated that he and Joe Fernandez met with Joe Newsome, who feels (along with his board) that there is no confusion in the market regarding the use of the name "Trinity". Michael and Curt plan to meet with the Trinity Academy for Performing Arts ("TAPA") board to discuss this further.

Meeting adjourned at 6:41 pm.
Minutes submitted by Mira Greene

BY-LAWS OF Trinity Repertory Company

ARTICLE I TITLE AND PURPOSES

Section 1. Title: This corporation shall be known as Trinity Repertory Company (hereinafter the "Company"), a Rhode Island non-profit corporation within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code").

Section 2. Purposes: The Company is dedicated to the production of new and classic challenging and high-quality theatrical work that encourages audiences to reflect on their life and on the culture and issues of the times. It will do so by enabling theatre artists, from Rhode Island, America and around the world, to take artistic risks while applying the highest degree of professional skill and expertise to its presentations; by introducing and developing new theatrical talent in directing, acting, designing, writing and management; by increasing compensation for artists in order to help attract new talent to the field and retain mature talent; and by expanding and diversifying the audience in order to align it with the cultural breadth of its theatrical presentations. It will also promote by education programs awareness of theatre among the young. It will also promote by performance programs works of non-theatrical authors.

Section 3. Authority: In furtherance of these stated purposes, the Company is authorized:

a. To solicit, accept, hold, invest, reinvest and administer gifts, legacies, bequests, devises, funds, grants and property of any sort or nature and to use, apply, extend, disburse or donate the income or principal thereof for and to devote the same to, any of the purposes of the Company.

b. To borrow money or contract debts and to mortgage, pledge, convey, assign in trust or otherwise encumber or dispose of, the property or other assets of the Company.

c. To purchase, lease or otherwise acquire, to own, hold, use, operate, manage, improve, repair, maintain, control, to sell, assign, transfer, convey, exchange, lease or otherwise dispose of, to mortgage or otherwise encumber, real property, within the state or without the state, whether improved or unimproved, or structures, buildings or other improvements thereof, including, but not limited to, theatres, auditoriums, concert halls and other structures, or tenancies in common, leaseholds, or any other interest or right, whether legal or equitable, therein, and to construct, improve, alter or remove, structures, buildings or other improvements upon real property.

d. to do any and all lawful acts and things which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment or attainment of any or all of the purposes or powers of the Company.

Section 4. Limitations: It is the intention of the Company at all times to qualify and remain qualified as exempt from income tax under Section 501(c)(3) of the Code. Accordingly:

a. The Company shall not be conducted or operated for profit, and no part of the net earnings of the Company shall inure to the benefit of any member or individual; nor shall any of such net earnings nor any of the property or assets of the Company be used other than for the objects and purposes of the Company set out above.

b. No substantial part of the activities of the Company shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall the Company participate in, or intervene in (by the publishing or distributing of statements or otherwise) any political campaign on behalf of any candidate for public office.

c. In the event of a liquidation, dissolution, termination or winding up of the Company (whether voluntary, involuntary or by operation of law) none of the property or assets of the Company shall be made available in any way to any individual, corporation or other organization, except to corporations or other organizations which qualify as exempt from income tax under Section 501(c)(3) of the Code.

d. No corporation or other organization shall be eligible as a donee, grantee, assignee or other distributee of the Company unless such corporation or other organization shall be qualified as exempt from income tax under Section 501(c)(3) of the Code.

ARTICLE II BOARD OF TRUSTEES

Section 1. General Powers: The Company shall be managed by the Board of Trustees.

Section 2. Number, Classes and Terms of Office: The Board of Trustees shall consist of not less than fifteen (15) nor more than fifty (50) Trustees. Provided, however, that Trustees appointed by the Chairperson of the Board pursuant to Section 4 of this Article II shall not be accounted for in determining the limitation of fifty (50) Trustees. The number of Trustees may be modified by a majority vote of the entire Board of Trustees. Unless otherwise determined by the Board of Trustees, the Artistic Director and the Executive Director of the Company shall be members of the Board of Trustees, provided that neither shall be accounted for in determining the limitation of fifty (50) Trustees.

A member of the Company's resident acting ensemble shall be a Trustee of the Board. Such Trustee shall be elected by a majority of the Company's resident acting ensemble and the Artistic Director to serve for a two (2) year term which shall be subsequently ratified by a majority vote of the Board. Such person shall not be accounted for in determining the limitation on number of Trustees and no Trustee elected pursuant to this provision shall serve more than two (2) consecutive terms.

Upon the expiration of the term of the Chairperson of the Board, unless such Chairperson of the Board is re-elected to another term, the retiring Chairperson of the Board shall serve as a member of the Board of Trustees with the title of the Immediate Past Chairperson of the Board for a term of one year.

The Board of Trustees shall be and is divided into three classes, Class I, Class II and Class III, which shall be as nearly equal in number as possible. The term of Trustees who are members of a Class shall expire three years after the election of the Class of which they are members. The Board of Trustees shall endeavor to elect Trustees to these Classes in such a manner so as to maintain these classes in as nearly equal number as possible.

Trustees, whenever elected, shall be elected as members of a specified Class and shall serve until the end of the term of the directors who are members of that Class and until their successors shall have been duly elected.

No decrease in the number of Trustees shall shorten the term of any incumbent Trustee.

Section 3. Newly Created Trusteeships and Vacancies: A newly created directorship resulting from an increase in the number of Trustees and/or vacancies among such Trustees for any reason, shall be filled by majority vote of the Board of Trustees.

A director elected or appointed to fill a vacancy shall hold office until the next annual meeting at which election of directors is in the regular order of business, and until his or her successor is elected or appointed and qualified.

Section 4. Chairperson's Apointments: The Chairperson of the Board, in his or her sole and absolute discretion, shall have the authority to appoint a maximum of four (4) Trustees to the Board of Trustees for a term equal to the shorter of one (1) year and the next annual meeting of the Board of Trustees.

Section 5. Removal of Trustees: Any Trustee may be removed for cause by vote of the Trustees provided there is a quorum of not less than a majority present at the meeting of Trustees at which such action is taken.

Section 6. Resignations: Any Trustee may resign from office at any time. Such resignation shall be made in writing, and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the Company or its Chairperson of the Board. The acceptance of a resignation by the Board of Trustees shall not be necessary to make it effective, but no resignation shall discharge any accrued obligation or duty of a Trustee.

Section 7. Qualifications of Trustees: Each Trustee shall be at least eighteen (18) years of age.

Section 8. Compensation: Trustees shall receive no compensation for their services as Trustees.

Section 9. Meetings: Meetings of the Board may be held at any place within or without the State of Rhode Island as the Board may from time to time fix, or as shall be specified in the notice or waivers of notice thereof. The annual meeting of the Board of Trustees in each year shall be held in June or July. Other regular meetings of the Board shall be held no less than three (3) times during the year. Special meetings of the Board shall be held whenever called by one-third (1/3) of the Board of Trustees or the Chairperson of the Board, in each case at such time and place as shall be fixed by the person or persons calling the meeting.

Section 10. Quorum and Voting: The majority of the Trustees holding office shall constitute a quorum for the transaction of business or of any specified item of business. Except as otherwise provided by statute or by these By-Laws, the vote of a majority of the Trustees present at the time of the vote, if a quorum is present at such time, shall be the act of the Board. If at any meeting of the Board there shall be less than a quorum present, the Trustees present

may adjourn the meeting until a quorum is obtained. Trustees may vote by written proxy delivered to the Secretary in the event of absence from any meeting.

Section 11. Action by the Board: Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all Trustees or committee members consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the Trustees or committee members shall be filed with the minutes of the proceedings of the Board or committee. Any one or more Trustees or any committee members may participate in a meeting of the Board or committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 12. Notice of Meetings: Notice of the time and place of each regular or special meeting of the Board, together with, to the extent possible, a written agenda stating all matters upon which action is proposed to be taken and, to the extent practicable, copies of documents on which action is proposed to be taken, shall be mailed or dispatched to each Trustee, postage prepaid, addressed to him or her at his or her residence or usual place of business (or at such other address as he or she may have designated in a written request filed with the Secretary), at least five (5) days before the day on which the meeting is to be held; provided, however, that notice of special meetings to discuss matters requiring prompt action may be given on shorter notice, and may be given personally, electronically, or by telephone, if necessary. Notice of a meeting need not be given to any Trustee who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her. No notice need be given of any adjourned meeting.

ARTICLE III OFFICERS

Section 1. Number and Qualifications: The Officers of the Company shall be 1) the Chairperson of the Board, 2) two (2) Vice Chairpersons of the Board, 3) the Secretary, 4) the Treasurer and such other officers, if any, as the Board of Trustees may from time to time appoint. One person may not hold more than one office in the Company. All of the Officers of the Company shall be Trustees of the Company.

Section 2. Election and Term of Office: The Officers of the Company shall be elected at the annual meeting of the Board of Trustees. Each such Officer, whether elected at such annual meeting or to fill a vacancy or otherwise, shall hold office until the close of the election of Officers at the annual meeting next held after his or her election or until a successor shall have been elected and shall qualify, or until the death, resignation or removal of such Officer, whichever is earlier.

Section 3. Employees and Other Agents: The Board of Trustees may appoint from time to time such employees and other agents as it shall deem necessary, each of whom shall hold office at the pleasure of the Board, and shall have such authority and perform such duties and shall receive such reasonable compensation, as the Board of Trustees may from time to time determine. No such other employee or agent need be a Trustee of the Company. To the full extent allowed by law, the Board of Trustees may delegate to any Officer or agent any powers possessed by the Board of Trustees and may prescribe their respective title, terms of office, authorities and duties.

Section 4. Removal: Any Officer, employee or agent of the Company appointed by the Board of Trustees may be removed with or without cause by a vote of the Board of Trustees at any regular or special meeting, but only after such Officer has received written notice and an opportunity to be heard by a majority of the Board.

Section 5. Vacancies: In case of any vacancy in any office, a successor to fill the unexpired portion of the term may be elected by the Board of Trustees.

Section 6. Chairperson of the Board; Powers and Duties: The Chairperson of the Board shall preside at all meetings of the Board of Trustees. The Chairperson of the Board shall have general supervision of the affairs of the Company, and shall keep the Board of Trustees fully informed about the activities of the Company. He or she has the power to sign and execute alone in the name of Trinity Repertory Company all contracts authorized either generally or specifically by the Board, unless the Board shall specifically require an additional signature. The Chairperson of the Board shall perform all the duties usually incident to the office of the Chairperson of the Board and to the office of president and shall perform such other duties as from time to time may be assigned by the Board of Trustees.

Section 7. Vice Chairpersons of the Board; Powers and Duties: The Vice Chairpersons of the Board are vested with all of the powers and duties vested in the Chairperson of the Board when, in the sole discretion of the Chairperson of the Board, such Chairperson of the Board shall designate from time to time.

Section 7. Secretary; Powers and Duties: The Secretary shall keep the minutes of all meetings of the Board of Trustees and of standing committees of the Board in books provided for that purpose. He or she shall be responsible for the giving and serving of all notices of the Company and shall cause to have kept a record for all Trustees showing their place of residence and the date they became Trustees. In addition, he or she shall perform all other duties customarily incident to the office of the Secretary, subject to the control of the Board of Trustees.

Section 8. Treasurer; Powers and Duties: The Treasurer shall keep or cause to be kept full and accurate accounts of receipts and disbursements of the Company, and shall deposit or cause to be deposited all moneys, evidences of indebtedness and other valuable documents of the Company in the name and to the credit of the Company in such banks or depositories as the Board of Trustees may designate. At the annual meeting of the Board of Trustees and whenever else required by the Board of Trustees, he or she shall render a statement of the Company's accounts. He or she shall at all reasonable times exhibit, or make provision for exhibition of, the Company's books and accounts to any Officer or Trustee of the Company and shall perform all duties incident to the position of Treasurer, subject to the control of the Board of Trustees.

Section 9. Additional Officers; Powers and Duties: Additional Officers may be elected for such period, have such authority and perform such duties as the Board may designate.

ARTICLE IV COMMITTEES

Section 1. General: The Standing Committees of the Company shall consist of: an Executive Committee, a Finance Committee, an Audit Committee, an Earned Revenue

Committee, a Development Committee, and a Board Governance Committee of the Board of Trustees and such other Standing Committees of the Board of Trustees as shall be constituted by resolution adopted by a majority of the entire Board of Trustees, each such Standing Committee to consist of five (5) or more Trustees and such other non-Trustee members as the Chairperson of the Board of Trustees shall determine. The Chairperson of each Standing Committee shall be a member of the Board of Trustees and shall be appointed by the Chairperson of the Board. Each such committee shall have the authority of the Board of Trustees to the extent set forth in these By-Laws or in the resolution constituting such committee, except that no such committee shall have authority as to the following matters:

- (1) The filling of vacancies in the Board of Trustees or in any committee;
- (2) The amendment or repeal of these By-Laws or the adoption of new by-laws; or
- (3) The amendment or repeal of any resolution of the Board of Trustees which by its terms shall not be so amendable or repealable.

The Board of Trustees may designate one or more Trustees as alternate members of any Standing Committee who may replace any absent member or members at any meeting of such committee.

The Board of Trustees may also from time to time constitute special committees of the Board of Trustees by resolution adopted by a majority of the entire Board of Trustees. Unless otherwise provided in the resolution constituting any such special committee, the members of such committees shall be appointed by the Chairperson of the Board with the consent of the Board of Trustees. Special committees shall have only the powers specifically delegated to them by the Board of Trustees and in no case shall have powers which are not authorized for Standing Committees under this section.

Each committee of the Board of Trustees shall serve at the pleasure of the Board of Trustees.

Committees, other than Standing or Special Committees of the Board of Trustees, created by the Board of Trustees, shall be committees of the Company. Such committees may be elected or appointed in the same manner as officers of the Company.

Section 2. Executive Committee:

a. The members of the Executive Committee shall be designated by the Chairperson from among the members of the Board of Trustees and appointed by a majority of the Trustees present at the annual meeting of the Board of Trustees. The Executive Committee shall consist of each officer of the Corporation, the chairpersons of each Standing Committee and a maximum of three (3) other members of the Board of Trustees. The three additional Executive Committee members shall be appointed by the Chairperson of the Board and each may serve for a maximum of two (2) years. Following the end of service, new appointments will be made by the then serving Chairperson of the Board. The Chairperson of the Board shall serve as Chairperson of the Executive Committee.

b. The Executive Committee shall act as a resource to the management of the Company concerning major issues and challenges, and coordinates major decisions and initiatives. During the intervals between the meetings of the Board of Trustees, the Executive Committee shall, except as proscribed by law, have and may exercise all of the authority of the

Board of Trustees in the management and affairs of the Company, but the designation of such Committee and the delegation thereto of authority shall not operate to relieve the Board of Trustees, or any individual Trustee, of any responsibility imposed upon him/her by law. The Executive Committee shall meet at least six (6) times per year (bi-monthly) and shall have no less than eight (8) members and no more than ten (10) members.

The Executive Committee also shall exercise the following powers and duties:

- Recommend and implement the goals, objectives, and strategic initiatives of the Corporation, as approved by the Board of Trustees.
- Monitor the performance of the Corporation versus the approved goals, objectives and initiatives.
- Select, evaluate the performance of, and set compensation for the Artistic Director and Executive Director.
- Review and authorize the proposed budget prepared by the Finance Committee and submit it to the Board of Trustees with its recommendations for final approval.
- Take responsibility for all unresolved governance issues not assumed by other committees.
- Review and authorize all major capital expenditures by the Company that are consistent with the capital budget as approved by the Board of Trustees.

The Executive Committee shall meet at the call of its Chairperson or of at least one officer and any two other members of the Committee.

Section 3. Board Governance Committee: The Nomination/Board Development Committee shall consist of a Chairperson and four (4) or more members of the Board of Trustees. This Committee shall review and make recommendations for new Board members, shall nominate the Chairperson and other officers of the Company, and regularly review the performance and development of current Board members.

Section 4. Finance Committee: The Finance Committee shall consist of the Treasurer as Chairperson and four (4) or more members of the Board of Trustees. The Finance Committee shall provide oversight and advice to the Company with regard to its long-term financial viability, budget and financial reporting.

Section 5. Audit Committee: The Audit Committee shall consist of a Chairperson and four (4) or more members of the Board of Trustees, at least two members must not be on the Finance Committee, including the Chairperson, and no officers may serve on this committee. The Audit Committee shall review and have oversight responsibility of the annual audit and shall meet at least once annually with auditors independent of management.

Section 6. Development Committee: The Development Committee shall consist of a Chairperson and four (4) or more members of the Board of Trustees. This Committee shall advise on, monitor, recommend and review all major fundraising initiatives.

Section 7. Earned Revenue Committee: The Earned Revenue Committee shall consist of a Chairperson and four (4) or more members of the Board of Trustees. This committee shall monitor, analyze and review all planning related to generating earned revenue and report to the Board of Trustees their findings on a periodic basis.

Section 8. Meetings of Committees: Meetings of committees, of which no notice shall be necessary, shall be held at such time and place as shall be fixed by the Chairperson of the Board or the chairperson of such committee.

Minutes of the meetings of standing committees of the Board shall be taken at the discretion of the committee Chairperson and if so recorded shall be submitted to the Secretary promptly after the conclusion of such meetings.

ARTICLE V HONORARY AND EMERITUS BOARD MEMBERS AND OFFICERS

The Board of Trustees may from time to time appoint Honorary and Emeritus Trustees and Officers to serve for such terms as the Board of Trustees shall determine. Such Trustees shall serve without vote.

ARTICLE VI CONTRACTS, CHECKS, BANK ACCOUNTS AND INVESTMENTS

Section 1. Checks, Notes and Contracts: The Board of Trustees is authorized to select such depositories as it shall deem proper for the funds of the Company and shall determine who shall be authorized in the Company's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents, provided, that any such instrument having principal value of more than \$2,500 shall require two (2) signatories.

Section 2. Investments: The funds of the Company may be retained in whole or in part in cash or be invested and reinvested from time to time in such property, real, personal or otherwise, including stocks, bonds or other securities, as the Board of Trustees may deem desirable.

ARTICLE VII MISCELLANEOUS

Section 1. Fiscal Year: The fiscal year of the Company shall begin July 1 and end June 30th.

Section 2. Offices: The principal office of the Company shall be located in the City of Providence and State of Rhode Island. Trinity Repertory Company may establish and maintain offices at any other place or places, within or without the State of Rhode Island, as the Board of Trustees may from time to time determine.

Section 3. Minute Books, etc.: There shall be kept at the principal or at any other designated office of the Company correct books of account of activities and transactions of the Company, including a minute book, which shall contain a copy of the Certificate of

Incorporation, a copy of these By-Laws and all amendments thereto, and all minutes of the meetings of the Board of Trustees and of each standing committee of the Board.

Section 4. Seal: The seal of the Company is circular in form bearing the name Trinity Repertory Company.

Section 5. Non-Disclosure: The Trustees of the Board and officers of the Company will, during their respective term(s) of office, acquire information concerning the Company's finances, long-term and strategic plans, personnel and similar matters of a sensitive and confidential nature. All such information is and shall remain the sole and exclusive property of the Company. No Trustee or officer of the Board shall at any time, whether during or after his/her term of office, for any reason whatsoever, directly or indirectly, use for any purpose or disclose or distribute to any third party any such information without the express prior authorization of the Board of Trustees.

ARTICLE VIII AGREEMENTS AND INTERESTS

Section 1. Execution of Agreements: Agreements executed for or on behalf of the Company shall be signed by the Chairperson of the Board, the Vice Chairpersons of the Board, or by such other Officer or Officers, person or persons, as the Board of Trustees may from time to time designate; provided, however, that agreements in the ordinary course of the Company's business may be executed for and on behalf of the Company by any one of the Chairperson of the Board, the Vice Chairpersons of the Board, the Executive Director, or duly designated employees.

Section 2. Interested Trustees and Officers:

a. No transaction involving remuneration or other benefit to a Trustee or an officer or a member of the Trustee's or officer's immediate family, or to an organization of which a Trustee or an officer or a member of the Trustee's or officer's immediate family is an officer, director or a controlling stockholder or in which any such person has a substantial interest shall be entered into by the Company without full disclosure by the interested Trustee or officer to the Board of Trustees and the approval or ratification of the Executive Committee of the Board of Trustees and unless the transaction is fair and reasonable to the Company. Common or interested Trustees shall be counted in determining the presence of a quorum. The transaction may be authorized and approved or ratified by unanimous written consent of the Executive Committee, provided that at least one Trustee so consenting is disinterested, or by affirmative vote of a majority of the disinterested Trustees, even though the disinterested Trustees be less than a quorum. The Board shall be notified of such approval or ratification at its next meeting following the action by the Executive Committee.

b. Every Trustee and officer, in a manner and form prescribed by the Board of Trustees, shall, as a condition of the office, be required to fully disclose any area of conflict of interest.

c. Compensation which an officer receives as an employee of the corporation shall not in and of itself create a conflict of interest within the meaning of these By-Laws.

d. The Board of Trustees may adopt such other policies, not inconsistent with these By-Laws, as it deems necessary and appropriate in regard to conflicts of interest.

Section 3. Loans to Trustees and Officers: No loans other than through the purchase of bonds, debentures, or similar obligations of the type customarily sold in public offerings, or through ordinary deposit of funds in a bank, shall be made by the Company to its Trustees or Officers, or to any other corporation, firm, association or other entity in which one or more of its Trustees or Officers are Trustees or Officers or hold a substantial financial interest.

ARTICLE IX INDEMNIFICATION

The Company shall, to the fullest extent now or hereafter permitted by and in accordance with the standards and procedures provided for by the Rhode Island Not-for-Profit Corporation Law and any amendments thereto, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he or she or the testator or intestate of such person was a Trustee, Officer, employee or agent of the Company, or served another corporation or other enterprise in any capacity at the request of the Company, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees.

ARTICLE X AMENDMENTS

The Board of Trustees shall have the power to make, amend and repeal these By-Laws by an affirmative vote of a majority of the entire Board of Trustees.