

**Minutes of Board of Directors Annual Meeting
Society for the Preservation and Encouragement of
Barber Shop Quartet Singing in America, Incorporated
May 16, 2021 | 7:00 PM CST
Zoom Conference**

Meeting called to order by Society President John Donehower at 7:04 p.m. Central Standard Time on Sunday, May 16, 2021 on Zoom Video Conference, and streamed to broader membership via BHS YouTube.

The following action was taken:

Quorum: The Executive Secretary, Marty Monson, confirmed the presence of a quorum to Society President John Donehower.

The meeting was opened with:

- “The Old Songs,” led by BHS learning track (www.barbershop.org)
- Reading of Mission/Vision Statements by Dick Powell

The following officers were present:

Officers

Society President John Donehower
Society Executive Vice President Steve Denino
Society Immediate Past President Dick Powell
Society Treasurer John Santora
Society Executive Secretary Marty Monson (Non-voting)

Board Members-at-Large

Jeremy Brann
Blair Brown
Maria Christian
Mark Fortino
Christian Hunter
Randy Loos

Society Staff

Erik Dove, BHS Chief Financial Officer
Jeff Fincher, Chief Development Officer
Erin Harris, Chief Program Officer
Chad Bennett, Community Engagement & Show Production Manager
Megan Henderson, Executive Assistant
Sam Hoover, Systems Administrator

Special Guests

Joe Berger, G&B Chairperson
Skipp Kropp, G&B Assistant Chair
Nick Schwob, DPC Moderator
Steve Wyszomierski, SPC Sub-Committee Member
David Haedtler, Nominating Committee Chair, LOPT Chair

Meeting Appointments

President Donehower appointed:

- Joe Berger, Parliamentarian
- Skipp Kropp, Assistant Parliamentarian
- Mark Fortino, Parking Lot Attendant
- Christian Hunter, Governance Advocate

Introduction of Guests / Visitors

Staff

Special Visitors

John Donehower

Marty Monson

Recognitions

Donehower

John

- BHS Covid Guide and Updated CDC Guidelines Erin Harris & Chad Bennett
 - [Link to Covid-19 Resources for Barbershoppers](#)
 - Chad Bennett walked through the document - all guidance from individuals, quartets and choruses as well as in-person performances
 - This guide will provide singing communities with the guidance they need to get started with an emphasis on action plan- self education and measuring risk.
 - Pandemic reopening roundtables starting in June 2021
 - [COVID-19 INTERIM GUIDANCE FOR BHS ENSEMBLES AND SINGING COMMUNITIES](#)

Waiver of Notice Requirement

- No waiver needed, no board action required

Board Education

Executive Vice President Steve Denino discussed “Governance Style” as outlined in section 3.02 from the Board Policy Manual. Additional updates to the manual forthcoming.

Performance Reports

State of Society:

Marty Monson provided an updated report on the State of the Organization. The report is linked below.

- [BHS Operations](#)
 - 2021 Q1 Results
 - 2021 Operations
 - 2022 Business Plan & Budget
 - Assumptions - 2022 Business Plan & Budget

- 2022 Plans & Goals
 - Review: Strategic Plan Roadmap & Milestones
 - 2020 Audit & Form 990 Status
 - Executive Limitations
- DPC Report Nick Schwob
 - District President Moderator Nick Schwob provided a report that highlighted the improved relationship between the District President's Council, Society Board and Harmony Hall. The DPC Finance Task Force and DPC API Task Force continue to work together with Harmony Hall staff on addressing concerns from members that will help the future of the Society.

Policy Decisions

N/A

Policy Discussions

N/A

Committee Reports with Discussion

Mr. Kropp provided an update on the work of the AIC Task Force.

Consent Agenda

Receipt of Society Committee Reports:

Motion to receive the following Committee Reports:

- Governance & Bylaws Committee Joe Berger
 - Mr. Berger provided the following updates:
 - Much of the past quarter was spent preparing for or being in mediation with HFI.
 - Bylaws Updates:
 - Mr. Berger read and approved one chapter's bylaws as well the updated bylaws and ops manual for MidAtlantic District thanks to Skipp Kropp.
 - He is also currently working with George Davidson who is coordinating the effort in the Denver area to combine three chapters into one and using that administrative leadership to support 4 different choruses.
 - Mr. Berger is also working with Ken Fisher to try to again get the Ontario district's bylaws in line with the Canadian laws as they pertain to the rules required of a not-for-profit organization.
 - Mr. Berger is asking for input from all board members on topics that should be included in the New Board Member Orientation manual.
- Finance Committee Mark Fortino
 - Committee meeting scheduled for May 26th. Currently on hold due to the delay of the audit, but should have a report for the board after their meeting.

- Nominating Committee David Haedtler
 - 15 Applications were received for the 2022 Board Member-at-Large positions. Mr. Haedtler thanked the work from the BHS Marketing team, and will be sending a list of candidates to the District Presidents on Monday, May 17th. In the future, the nominating committee would like to see more suggestions for board candidates from the District Presidents and Board Members.
- CEO Evaluation and Staff Compensation & Benefits Committee Skipp Kropp
 - Mr. Kropp advised that the CEO Evaluation Committee has met twice since the last Board meeting and is working to ensure that the CEO and staff compensation package is representative of national and local compensation packages and consistent with the current budget.
- Hall of Fame - (Report to be addressed in Executive Session) Mike Slamka
- Strategic Planning Committee Steve Denino
 - Updates were provided from the three active sub-committees:
 - Voice of the Board Jeremy Brann
 - This sub-committee has identified a need for a voice of the board that is distinct from the CEO and Board President. They are developing a process and plan to create a designated board member to serve that function- currently developing a process and plan. Defining a preliminary approach and ready to move forward in collaboration with the president.
 - Ethics Blair Brown
 - The ethics sub-committee will focus on unifying the ethics process across districts and up to the society level and is hopeful to make a recommendation to the board this summer (2021)
 - Service Delivery Steve Wyszomierski
 - The service delivery sub-committee is in the process of identifying what creates value for our customers and how to meet those demands (staff and volunteers). The pandemic has created urgency, we need to have a universal thinking in place-- this is a golden opportunity to engage with the chapters and districts at a better level.

Reports received with no objections.

Minutes

- Approval of the Minutes ([February 21, 2021](#)) John Donehower

February 2021 minutes approved and accepted.

Parking Lot

- No new items assigned to the parking lot
 - Existing items for 2021:

Mark Fortino

- Governance & Bylaws Committee:
 - Ethics Committee Report
 - Board Policy Manual Updates
- AIC Task Force:
 - Bylaws & Concord Agreement
- Development Committee
- Board Work Sessions:
 - Respectful Discourse
 - Board Development Training
- Development Transition Task Force

Good News!

- Neighborhood Quartet Story

SBOD
Marty Monson

Adjourn

The meeting was adjourned at 8:15 p.m. by the singing of *Keep the Whole World Singing*, led by BHS learning track (www.barbershop.org).

Respectfully submitted,

Martin L. Monson, Executive Secretary

Approved 8/15/21