

Minutes of the ATOS Virtual Board Meeting
Tuesday, April 7, 2015
9 p.m. E.D.T.

1. Chairman of the Board Bob Dilworth called the meeting to order at 9:05 p.m.

2. Secretary Bob Evans called the roll:

Officers Present: Bob Dilworth-Chairman of the Board, Bill Coale-Vice Chairman of the Board, Bob Evans-Secretary, Mike Hutcherson-Treasurer. **Board Members Present:** Denise Andersen, Jelani Eddington, Michael Fellenzer, John Ledwon, Dan Minervini, Jack Moelmann, Don Phipps, Donnie Rankin. **Board Member Absent:** Carlton Smith. **Staff Present:** Ken Double-President/CE, Mike Kinerk-Convention Planning Coordinator, Mike Bryant-Parliamentarian and Co-Editor Theatre Organ, Don Feely-Co-Editor Theatre Organ, Donna Parker-Membership Secretary, Greg Bellamy-IT Manager, Mark Renwick-Finance Committee Chair/Retreat Forward Committee Member, Richard Neidich-Communications Committee Chair.

3. The minutes of the ATOS Virtual Mid Year Meeting were accepted as amended by the Secretary.

Standing Business:

4. Officer Reports:

- Chairman of the Board (Dilworth): None
- Vice Chairman of the Board (Coale): See report under “Retreat Forward Task Force”
- Secretary (Evans): None
- Treasurer (Hutcherson) See Statement of Financial Position at end of minutes.

5. Committee, Staff, and Task Force Reports:

- Membership Secretary (Parker):
 - Working on processing memberships
 - Current membership: 2286
 - Sent our first reminder letters about expired memberships
 - Will remind chapters to send in ASCAP reports.
- Retreat Forward Task Force (Coale):
 - The task force has met several times.
 - We have met with Ken Double to create a running “to do” list.
 - The “to do” list will address items that need attention in a timely manner.
- Chapter Relations: (Phipps):
 - We are welcoming a new Chapter-The Houston Theatre Organ Society-John Steen, President
 - Working with a new group that has interests in Wisconsin, Michigan and Minnesota.
 - We are gearing up for a new chapter census to be conducted around the Memorial Day weekend period.
 - This year’s convention will feature a “Chapter Showcase”. This showcase will take the form of an endless loop of chapter information to be shown in the convention record shop. Fourteen chapters have chosen to participate.

- President/CE (Double)
 - Ken has been on the road for 33 out of the last 48 days.
 - He has visited chapters, participated in fundraising discussions with groups and individuals, and has reconnected with folks who have planning gifts to our organization.
 - Ken has also talked to individuals about supporting specific programs in which they have an interest.
 - One board member asked about creating different categories of giving. Ken replied that this year would not be an appropriate time, as we did not solicit donations by categories in the Annual Fund Drive.
 - Ken noted that Mike Kinerk, Convention Planning Coordinator, is dealing with two chapters who are interested in hosting future conventions.
 - One board member inquired if the upswing in recent membership renewals had anything to do with the convention. Donna thought that this was surely a reason for some renewals.
 - Ken Double reported that he and Bill Coale met with representatives of The Theatre Historical Society, The League of American Theatres, and the Organ Historical Society. They discussed many items including possibly pooling resources to make operations more economical.
 - Ken reported that the site work for the Loew's Kings digital organ installation has begun.
 - Ken Double is continuing efforts to work with a California attorney (specialty: non profit organizations) and will retain his services for ATOS. We will need guidance on the revision of our bylaws and policies.
- IT (Information Technology) Manager : (Bellamy)
 - Greg has met with some of the IT staff.
 - He has also been in contact with Danielle Stark (graphic artist) to begin development of a new home page layout.
- Summer Youth Adventure Update (Nordwall): (from written report)
 - At least five new students have signed up for this year's SYA.
 - Omaha, NE will be the location. This site will prove to be less expensive than sites on the East or West Coasts. Access to instruments is good.

New Business:

- Two motions (from Finance Committee and one suggested by Ken Double) were withdrawn pending further investigation and preparation.

Motion: (Phipps, Evans) to approve the application of The Houston Theatre Organ Society. (Carried: Unanimous)

Motion: (Phipps, Andersen) that ATOS make payment to the Central Indiana Chapter of the American Theatre Organ Society in the amount of \$742.30, which represents 40% of the expenses reported by Walt Strony of his 2014 convention appearance, thus reimbursing the chapter for this convention expense. (Carried: Unanimous)

- Adoption of a "consent agenda": (Coale)
 - Bill Coale had suggested the adoption of a "consent agenda" for our meetings. Normally, a "consent agenda" contains the routine agenda items like reports, etc. If a board member has

a question on an item it may be pulled from the “consent agenda” for discussion. This method usually saves time and is more efficient.

- Several board members were concerned that items of importance would be overlooked.
- Mr. Coale pointed out that a “consent agenda” is dependent on receiving necessary written reports in advance for board member’s consideration.

Motion: (Coale, Andersen) to adopt the concept of a consent agenda. The secretary conducted a roll-call vote:

Yea: Coale, Evans. Nay: Dilworth Hutcherson, Andersen, Eddington, Fellenzer, Ledwon, Minervini, Moelmann, Phipps, Rankin. (Motion Defeated)

6. Good of the Order: (Board)

- Jack Moelmann spoke on awards and discussed the current programs.
- John Ledwon confirmed five candidates (so far) for the Young Theatre Organist Competition.
- John Ledwon (Endowment Committee Chair) remarked that only three entities had applied for grants so far.
- Jelani Eddington asked for an update on the bylaws committee and review by a California attorney. Ken Double answered that he had been in touch with the recommended attorney’s office and was in the process of securing said attorney’s services.
- Jelani also asked if ATOS was pursuing the question of reincorporating in Delaware. He remarked that this has been discussed off and on for four years with no resolution.
 - Bob Dilworth said that he thought this subject had been dropped.
 - Ken Double noted that we were not ready to make that change.
 - Bill Coale noted that one can’t make a motion that is binding on future boards.
 - Jelani wants some finality for this issue.
 - Many board members discussed the motion.

Motion: (Eddington, Andersen) That ATOS shall remain incorporated in the State of California. The secretary conducted a roll-call vote:

Yea: Dilworth, Coale, Evans, Hutcherson, Andersen, Eddington, Fellenzer, Minervini, Phipps, Rankin. Nay: Ledwon, Moelmann. (Carried: Yea: 10, Nay: 2)

- Bob Dilworth (in his role as 2015 ATOS Annual Convention Chair) noted that 358 had registered thus far with 300 registered for the Overture event and 328 registered for the Encore event.
- A second hotel has been added to handle the demand for rooms. See the convention web site for details.

7. Next Meeting:

- The Secretary will send out a poll regarding availability for the next meeting. The meeting will be held during the second or third week of May.

8. The meeting was adjourned at 10:22 p.m. E.D.T.

/s/ Bob Evans, Secretary

Please Note: The meeting was conducted using *Robert’s Rules of Order-Newly Revised*. Mike Bryant, Parliamentarian.

American Theatre Organ Society
Statement of Financial Position
4/7/2015

Unrestricted Funds / Assets:

Operating Account	\$	52,085.44
Reserve	\$	536,993.76

Total Unrestricted Funds	\$	589,079.20
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Restricted Funds / Assets:

Endowment Fund	\$	1,342,165.13
Endowment Grant Award Fund	\$	10,943.87
George Wright Fund	\$	56,964.65

Total Restricted Funds	\$	1,410,073.65
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Total Funds	\$	1,999,152.85
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Operating Activity 8/1/14 To 1/21/15

Revenue	\$	194,506.57
Expenses	\$	241,357.88
Net	\$	(46,851.31)