

**Minutes of the ATOS Board of Directors Annual Meeting
Renaissance Hotel, Cleveland, Ohio
Saturday, July 2, 2016**

1. **Chairman of the Board Michael Fellenzer called the meeting to order at 9:00 a.m. E.D.T., with Secretary Bob Evans recording.**

2. **Secretary Bob Evans called the roll:**

**Officers Present: Michael Fellenzer – Chairman of the Board; Richard Neidich – Vice Chairman of the Board; Lee Lanier – Treasurer; Bob Evans – Secretary. Board Members Present: Denise Andersen, David Barnett, Juan Cardona David Kelzenberg, John Ledwon, Don Phipps, Donnie Rankin, Carlton Smith. Staff Present: Ken Double – President / CE; Mark Renwick – Interim Operations Director; Mike Bryant – Editor, *Theatre Organ*; Donna Parker – Membership Secretary; Marie Wilson – Parliamentarian, Mike Kinerk – Convention Planning Coordinator; Jonas Nordwall – Workshops Coordinator
Visitors Present: George Andersen, Dave Calendine, Vincent Mirandi**

3. **The Board accepted the April 18, 2016 Virtual Board Meeting Minutes as circulated.**

4. **The Board accepted the May 12, 2016 Virtual Board Meeting Minutes as circulated.**

5. **Old Business:**

Please note: The list of reports includes those that are required. Chairman Fellenzer read the names of the committees and task forces. No elaboration, unless requested by a Board member, will be included in the minutes.

A, Officer Reports:

- **President / CE**
 - **Asked by Richard Neidich to summarize what he anticipates the behavior for fundraising will be in the next six months.**
 - **Approach individuals that have expressed an interest in some level of support**
 - **Complete fund-raising video**
 - **Put together the brochure for fund raising and donations**
- **Chairman**
- **Vice-Chairman**
- **Secretary**
- **Treasurer**

B. Committee / Task Force Reports:

- **Archives at OU**
 - **John Schwandt has said that the grant assistantship will not increase**
- **Awards and Recognition**
- **Convention Planning Coordinator**
 - **Rochester Theatre Organ Society (RTOS) – non-ATOS-Chapter hosting ATOS convention**
 - **Identical contract an ATOS chapter has, with changing “chapter” to “host” to set language for RTOS as the convention host.**

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- **Summer Youth Adventure**
- **Young Theatre Organist Competition**
- **Technical**
 - **ATOS Technical Experience**
 - **Restoration and Preservation**
 - **Technical Consultation Program**
 - **Technical Awards**
 - **Theatre Organ Registry**
 - **ATOS Technical DVD Initiative**
- **ATOS Radio**
- **Organist Scholarships**
- **Chapter Relations**
- **Youth Initiatives**
 - **Student of the Year**
 - **George Wright Fellowship**
 - **International Youth Silent Film Festival**
- **ATOS Marketplace**
- **IT Manager**
- **Endowment Fund**
 - **Motion (Ledwon/Renwick) to approve Endowment Fund grants as presented. Approved.**
- **Nominating Committee**
- **Publications**
- **Retreat Forward Task Force**
 - **ATOS Restructuring Committee Report**
 - **Policy / Bylaws (Governance)**
 - **Communications / Marketing**

The meeting was recessed (time not marked)

The meeting was re-convened at 10:06 a.m.

- 6. Motion (Evans / Phipps) to withdraw the Retreat Forward Task Force Restructuring Proposal was adopted without dissent.**
- 7. Motion (Rankin) to rescind the resolution adopted at the February 6, 2016, mid-year board meeting concerning the restructuring of the George Wright Memorial Fellowship was adopted.**
- 8. Motion to seat Wilson Alness as the Youth Representative to the Board was adopted.**
- 9. Jonas Nordwall was elected by acclamation to fill the vacancy created by Michael Davis' declining his election to the Board.**
- 10. Motion to recess until the 11:00 a.m. call time for officer elections was adopted at 10:36 a.m.**

The meeting was re-convened at 11:00 a.m.

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11. New Business

The Board recognized outgoing Board members and officers for their service to ATOS.

Nominations for Officer Positions

- The following candidates were nominated for election:
 - Chairman of the Board – Richard Neidich
 - Vice Chairman of the Board – George Andersen & Col. Hartley
 - It was determined by the Parliamentarian that due to term limits, Col. Hartley is ineligible to be nominated due to term limits, as the defined in bylaws. The Vice Chairman needs to be able to perform all duties of the Chairman. Being that Col. Hartley is ineligible to be Chairman, he can not be nominated to be Vice Chairman.
 - Secretary – Bob Evans & Dave Calendine
 - Treasurer – Lee Lanier & Vincent Mirandi

Written ballots were passed out for the positions of Treasurer and Secretary. Election results for officers are as follows:

Treasurer Vincent Mirandi received 7 votes; Lee Lanier, 6 votes.

Secretary Dave Calendine received 7 votes; Bob Evans received 5 votes (one spoiled ballot – one candidate's first name the other candidate's last name.

Vice Chairman George Andersen was elected by acclamation.

Chairman Richard Neidich was elected by acclamation.

Outgoing board members Bob Dilworth, John Ledwon and Bob Evans were thanked for their dedication and hard work for ATOS.

Endowment Fund Committee appointments will be made at the next board meeting.

The Executive Committee appointments will be made at the next board meeting.

The following motions were acted on:

Motion: (Michael Fellenzer, Vincent Mirandi) to approve the Rochester Theatre Organ Society (RTOS) bid to be host of the 2019 ATOS Annual Convention. (Carried: without objection)

Motion: (Michael Fellenzer, Juan Cardona) to appoint 2019 ATOS convention co-chairs, Russ Shaner and Paul Law. (Carried: without objection)

Motion: (David Barnett, Denise Andersen) to repeal policy 21(b) regarding "excess journal distribution." (Carried: without objection)

Chairman Richard Neidich has asked David Barnett to look into digital availability of *Theatre Organ*.

Meeting went into recess at 11:55am.

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Meeting resumed at 1:36pm.

Motion: (Michael Fellenzer, Denise Andersen) to adopt the budget as presented on Wednesday, May 25, 2016, which includes the grant split, for the 2016-2017 fiscal year.

Chairman Richard Neidich – issue has to do with showing monies from the Endowment Fund going into the budget. The budget is a plan, not a formal financial document. We control the budget. Concerned that if we don't show the intent to use monies from the funds, we haven't revealed what our plan is.

The motion carries with the following vote:

Yes (10) – Fellenzer, Smith, Nordwall, D. Andersen, Neidich, Rankin, Mirandi, Calendine, Barnett, G. Andersen

No (4) – Renwick, Cardona, Kelzenberg, Phipps

Motion: (Donnie Rankin, Jonas Nordwall) to approve scholarships as recommended by Carlton Smith. (Carried: without dissent)

7. Announcements

Chairman Richard Neidich discussed his thoughts on the future of ATOS.

- **Communication**
 - **Communications need to be improved.**
 - **Communications is a two-way process. Problem is we don't have mechanisms in place to make the two-way communication process better.**
 - **Recommend having a quarterly look at the past, and looking into the future.**
 - **Recommend that the next board meeting having a plan of attack on Retreat Forward items.**
 - **Communications to contracted staff should copy chairman Richard Neidich in all communications.**
- **Concept of operations on how we are going to do business**
 - **Assessing Staff**
 - **Critically important that each staff job description, both paid and volunteer, contain a reporting requirement**
 - **Executive Committee must have a way to evaluate performance.**
 - **Better reporting of results must be made.**

Meeting went into recess at 2:45pm

Meeting resumed at 3:03pm

- **We need to do a better job of assessing what we are doing.**
- **How do we, as a board, deal with goal setting?**
 - **List individual goals and quantify them so that we can compare notes at the end of the year.**

Michael Fellenzer

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- **Facebook Postings are about once a week. Postings spiked in May due to viral posting by celebrity chef Alton Brown highlighting the Detroit Fox Theatre console.**
- **Needs photos and information for postings on Facebook.**

Ken Double

- **Will be talking with several members throughout the meeting.**
- **Vitally important to address membership with a positive spirit.**

Accepted, with regrets, the resignation of Juan Cardona from the Board of Directors. He had to resign due to work commitments.

Meeting recessed at 4:00pm.

Meeting resumed July 4, 2016 at 4:15 after the annual membership meeting. Being that there was no more business to conduct, the meeting was adjourned at 4:15pm.

/s/ Dave Calendine, Secretary