

**Minutes of the ATOS Virtual Special Board Meeting**  
**Monday, September 28, 2015**  
**8:00 p.m. EDT**

- 1) **Chairperson of the Board Michael Fellenzer called the meeting to order at 8:05 p.m., EDT.**
- 2) **Interim Operations Manager Mark Renwick, substituting for Secretary Bob Evans, called the role.**

**Officers Present:** Michael Fellenzer—Chairperson of the Board, Richard Neidich—Vice Chairperson of the Board, Lee Lanier—Treasurer. **Board Members Present:** Denise Andersen, David Barnett, Juan Cardona, Jr., Joshua Dill—Youth Representative, David Kelzenberg, John Ledwon, Don Phipps. **Staff Members Present:** Mike Bryant—Editor of *theatre Organ* and Parliamentarian, Ken Double—President/CE, Mark Renwick—Interim Operations Manager. **Board Members Absent:** Bob Evans—Secretary, Donnie Rankin, Carlton Smith.

- 3) **This being a Special Board Meeting, there was no mention of minutes from the previous meeting.**

**New Business**

- 4) **Motion: (Barnett, Phipps) to approve Doug Powers as Chair of the Nominating Committee, with individual members to be appointed at a later date. (Carried: Unanimous)**

Chairperson Fellenzer noted that the board would be asked to approve the balance of the committee at a later date.

- 5) **Motion: (Barnett, Kelzenberg) to approve the Nominations Statement, previously submitted by Doug Powers, for publication in the journal. See attachment. (Carried: Unanimous)**

The document submitted by Doug Powers contained two proposals: 1) revisions to the Nominations Statement (previously termed “Call of Nominations”) and 2) nomination procedural changes to the bylaws. It was noted that the motion on the floor was concerned only with policy changes to the Nominations Statement (item 1), and hence, did not require a revision to the bylaws.

Don Phipps noted that the Statement did not include organ technical knowledge in the list of desired expertise. He agreed to submit an email to the Nominating Committee to recommend this change to the Statement for the 2016 cycle.

- 6) **The meeting adjourned at 8:30 p.m., EDT.**

**/s/ Mark Renwick, Interim Operations Manager**

DATE: September 26, 2015  
TO: Michael Fellenzer, ATOS Chairman  
FROM: Doug Powers, Proposed ATOS Nominations Committee Chair  
SUBJECT: 2016 ATOS Director Nominations Journal Announcement

The attached nominations statement, previously termed “Call for Nominations”, presents a change in the way this information is announced to the membership. It takes into account a number of suggestions from board members, officers, our journal editor, and my own director experience from having advocated a number of strategic changes in ATOS’ management and leadership.

Because existing by-laws cannot be considered for change until next annual meeting, you will find a compromise of traditional (and currently required) nominee criteria along with others that support the desire to move toward a skill-set driven nomination process. The so-called nomination and vote via popularity contest style cannot entirely be dismissed this election cycle. However, the wording in this cycle’s statement makes it clear we are both obeying the letter of the by-laws, as well as introducing a different approach towards shaping a more skilled, professional-level board of directors – no offense to current directors!

**Proposed statement changes (which are NOT by-law driven):**

1. Instead of requiring a 150-word statement, a resume’ will be required.
2. Also instead of this generalized statement, a questionnaire will be returned to each submitted nominee. This will likely be 5 questions aimed at:
  - a. Revealing the candidate’s self-proclaimed *abilities* to meet the skills needed.
  - b. Exposing concrete, specific *contributions* he/she is prepared to provide based at least on their professional and/or chapter experiences
  - c. Gaining insight into their dedication “for the cause” as it is put.
  - d. Discovering what they may have done in their professional career(s) or chapter involvement to demonstrate leadership, intellectual pursuit, and proficiencies with management or governance issues.
  - e. Where (and if) the candidate has met and managed the kind of challenges non-profits (especially arts related) have in the 21<sup>st</sup> century.
  - f. And so on . . . .

3. The traditional 150-word essay allows far too much license for subjective stories or unsubstantiated claims with little ability of vetting, and simply isn't long enough. We all know of statements that amount to a proclamation of how much they enjoy the theatre organ. This is no longer an acceptable single reason to be on the board. Nominees shall have a total of a 300-word limit for their answers to the questionnaire.

The act of a candidate having to submit a resume' supports the signal that nominee expectations are changing - and it does so without removing the "anyone can be a nominee" language currently required from the by-laws. It also primes the pump of creating standard committee protocol and encourages a mindset of how director nominees will be chosen when this committee deliberately nominates individuals through a thorough vetting before actually deciding who is placed on the ballot (after this cycle of course).

4. The submission dates have changed. The cover letter, resume' and digital photo are due December 15<sup>th</sup>. The returned questionnaire is due January 15<sup>th</sup>. This provides ample time for the candidate to establish a resume', for the committee to organize nomination materials, create the ballot, and to have it approved.

The questionnaire shall be created by the nominations committee and presented to the Chairman of the Board for his review and subsequent presentation to the entire board. It is planned to have this completed well before the November/December journal is distributed.

### **Proposed nomination procedure changes (BY-LAWS) for the 2016-17 cycle:**

The proposed criteria below require by-law changes. This committee recommends the ATOS By-Law Committee be charged with reviewing areas currently indicating specific criteria for nominations. Once board approved, bring those board-approved proposed changes to the membership for a vote at the 2016 annual meeting in Cleveland:

1. Change the 2-year membership requirement to 1-year. In fact, is proposed that one without a previous ATOS membership could certainly possess the qualities needed for ATOS leadership, and by our definition, would not be eligible for nomination. Should the nominations committee be charged with discovering and recommending nominees starting next election cycle, it would be prudent to consider this change.
2. Remove language that qualifies ANY member eligible to become a director.
3. Include language that identifies more specific skills required by nominees.
4. IF in the future, the nominating committee will seek nominees and present them to the membership – either as a yes/no slate or as individual candidates -- the

by-laws will need to reflect this significant change. There are repeated places in the by-laws where these above criteria occur, and would need the by-laws committee to identify for change.

5. If deemed helpful, the Nominations Committee stands to work with the By-Laws Committee in establishing these proposed by-law changes.

Finally . . .

. . . While we are constrained from making more significant nomination procedure changes right now, we need to move toward that eventuality when there is a more professional method of choosing directors so the changes become standard acceptance. Introducing and/or changing some of those steps this cycle that are not by-law directed will only help facilitate the change and build that needed transitional bridge.

### **The 2016 ATOS Nominations Statement**

The 2016 nomination statement is attached below. The actual art file is the correct size required for a full page journal submission.

**NOTE:** The final, board-approved statement must be sent to Mike Bryant no later than October 1<sup>st</sup>. If changes are required, please facilitate your return to the Nominations Committee chair so that this can be accomplished with haste. Absent of any changes, this statement will appear in the November/December journal edition.



## Our Society is Changing So must its leadership!

### If you want to see:

- A thriving future for the theatre pipe organ
- Improved resources for chapter activities (education, shared communications, grants, etc.)
- Increased public awareness, instruments, artists and technicians
- Enhanced chapter operations
- An opportunity to make a difference in our cause

### And you are someone with expertise in:

- Business Management/Leadership
- Non Profit Administration
- Financial Management/Fund Raising
- Organization Development
- Human Resources
- Marketing/Public Relations

### **Both the ATOS Board of Directors and the Society itself need you!**

**WHO:** The ATOS Nominations Committee is seeking candidates for three director positions. Any ATOS member at least 18 years old and who has been a member since December 15, 2013 may become a nominee. You may nominate yourself or be nominated by other members, in which case written consent of the nominee is required and must be received before December 16, 2015.

**WHY:** In accordance with the many highly pertinent recommendations from the 2014 ATOS Leadership Retreat, our movement toward building a focused, skilled board of directors and managers is well under way. This call for nominations is a transitional bridge toward building a professional non-profit board and executive management ATOS team, so those with any of the above skills are particularly encouraged to apply.

**WHAT:** Each candidate shall furnish a brief cover letter announcing his/her candidacy, and a 1 or 2-page resume' to the nominating committee. Once received, a short questionnaire will be returned to you. Your submitted answers will become your nomination statement that appears on the ballot, and shall be a maximum of 300 words in total. Answers that exceed 300 words will disqualify the candidate.

New directors will join the vital development of a transformed ATOS. All directors are expected to attend two in-person meetings typically held in January and July; with reimbursed travel and lodging expense; along with regular telephone meetings held throughout the year. Directors also serve on various committees and submit reports on their activities and recommendations. Along with the above documents, **each candidate shall furnish a digital photo of themselves** to Doug Powers, Nominating Committee Chair (below). If you have questions, please contact Doug.

### **WHEN:**

**Your Initial Notice:** The postmark deadline for your official candidacy notice, resume' and digital photo to the committee chair is December 15, 2015. You will be sent the questionnaire once your notice is received.

**Your questionnaire answers:** The postmark deadline for your questionnaire answers is January 15, 2016.

These can both be mailed through the postal service or emailed (preferred). It is strongly recommended that nominations be sent via "return receipt" or similar mail class if international. Email submissions do require the sender to verify receipt of the nomination by the chair.

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