

**Minutes of the ATOS Board of Directors Annual Meeting
Double Tree Hilton Downtown Hotel, Philadelphia, Pennsylvania
July 1-6, 2015**

1. Chairman of the Board Bob Dilworth called the meeting to order at 8:38 a.m. and made brief opening remarks.

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, Michael Fellenzer, John Ledwon, Dan Minervini, Jack Moelmann, Don Phipps, Donnie Rankin, Carlton Smith. **Board Member Absent:** Jelani Eddington. **Staff Present:** Ken Double-President/CE, Mike Kinerk-Convention Planning Coordinator, Mike Bryant-Co-Editor, *Theatre Organ*, Don Feely-Co-Editor, *Theatre Organ*, Donna Parker-Membership Secretary, Greg Bellamy-IT Manager, Rob Vastine-Marketplace Coordinator, Mark Renwick-Finance Committee Chair/Retreat Forward Task Force Member, Richard Neidich-Communications Committee Chair. **Guests Present:** Board Members Elect-David Barnett, Juan Cardona, Jr., David Kelzenberg. Youth Representative Elect: Joshua Dill.

3. Chairman Dilworth informed the Board that discussion of the committee, officer, staff, and task force reports would be discussed if a Board member had a specific question, concern, or correction. Otherwise, the reports would stand as submitted.

4. The Board accepted the June 17, 2015 Virtual Board Meeting Minutes.

5. Old Business:

Please Note: The list of reports includes those that are required. Chairman Dilworth 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:

- Chairman of the Board: Bob Dilworth
- Vice Chairman of the Board: Bill Coale
- Secretary: Bob Evans
- Treasurer: Mike Hutcherson Any billing or expense reports need to go to the e-mail or regular mail address provided on the new expense report form. Norma Smith will be our full-charge bookkeeper.

Mike Hutcherson expressed his pleasure in serving ATOS and commented on the many friends he has made because of his association with the organization.

B. Committee/Task Force Reports:

- Membership Secretary's Report: (Donna Parker) (See report in list of attachments for publication).
Donna Parker reports the current membership number at 2239.
Donna also demonstrated the capabilities of the new membership database.

- Archive and Library at the University of Oklahoma:(Jeremy Wance) Jeremy Wance will delivered his report at the ATOS Membership Forum.
- Awards and Recognition (Jack Moelmann) The following are award recipients for 2015:
 - Outgoing Board Members-Jelani Eddington, Jack Moelmann, Mike Hutcherson, Bill Coale. Outgoing Youth Representative-Dan Minervini. Outgoing Parliamentarian-Mike Bryant.
 - Outgoing Endowment Fund Trustees-Mike Hutcherson, Bob Lachin
 - Young Theatre Organ Competition Finalists-Ryan Hardy, Seamus Gethicker, Dan Minervini.
 - First Place Winner-Dan Minervini
 - Student of the Year-Ryan Hardy
 - George Wright Memorial Fellowship Recipient-Richie Gregory
 - Award of Special Merit-Jack Serdy, Dick Wilcox
 - Member of the Year-Henry Hunt
 - Honorary Member-Bill Field, Bucky Reddish
 - Organist of the Year-David Gray
 - Hall of Fame-Lew Williams, Simon Gledhill
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- Convention Planning Coordinator (Mike Kinerk)
- Summer Youth Adventure (Jonas Nordwall)
- Young Theatre Organist Competition (John Ledwon)
- Technical (Carlton Smith, Don Phipps)
Carlton Smith remarked that seven had signed up for the 2015 ATOS Technical Experience and that he expected a “full house” again this year.
- Organist Scholarships (Carlton Smith) The following are scholarship recipients:
 - Dan Minervini-\$450
 - Ryan Hardy-\$450
 - Declan Poole-\$950

Motion: (John Ledwon, Don Phipps) to approve the recommendation of the ATOS Scholarship Committee. (Carried: Unanimous)

Chapter Relations (Don Phipps) Don Phipps explained the Memorial Day Weekend phone chapter census. Bill Coale, Ken Double, Don Phipps, and Bob Evans called every active chapter soliciting updates on chapter leadership and current contact information. The updated information will be posted on the web site.

- Youth Initiatives (Dan Minervini)
- ATOS Marketplace (Rob Vastine)
- IT Manager (Greg Bellamy) Greg Bellamy shared the following with the Board:
 - Stabilizing our servers has been an ongoing effort
 - Redesigning the look of the web site will be the whole thrust for the next six months.

- Statistics: Theatre Organ Radio-26,000 Listening Hours, Homepage Visits-23,000, Organ Page Visits-7,000, Theatre Organ Locater-5,000 Visits.
 - Greg Bellamy showed a mockup of a possible redesign of the site.
 - Don Feely will be taking over the content area of the web site. Don will be reaching out to those who want information posted on the web site. This will speed up the process of keeping information up to date. David Kelzenberg offered to work with the content area staff.
 - Bill Coale noted that ATOS has 1700 “Likes” on its Facebook page.
- Endowment Fund (John Ledwon)
 - \$39,700 distributed in grants this year.
 - A long overdue updating of the grant form has taken place.
 - The Endowment Fund Board of Trustees will follow up on the use of the grant monies.
 - An overall “tightening up” of grant policy is in the works.
 - The following are the 2015 Endowment Fund Grant Recipients:
 - Byrd Theatre, Richmond Virginia, \$5000 awarded for water damaged xylophone repairs.
 - Capital Theatre, Lebanon, Pennsylvania, (SVTOS) \$5,750 awarded for relay/audio system upgrade.
 - Orpheum Theatre, Phoenix, Arizona, (Valley of the Sun Chapter), \$12,300 granted for blower upgrade.
 - Rye Wurlitzer Academy, Rye, United Kingdom, \$1000 granted for ongoing educational needs.
 - Templo de San Jose Catholic Church, Hidalgo, Mexico, \$3,995 awarded for completion of Artisan Relay System Upgrade.
 - Town Hall, Stoneham, Massachusetts, \$10,000 awarded for tonal finishing.

Motion: (John Ledwon, Don Phipps) to approve Endowment Fund Grants as presented. (Carried: Unanimous)

- Nominating Committee (Mark Renwick)
- Publications (Donna Parker, Mike Bryant, Don Feely)
- Retreat Forward Task Force (Bill Coale)
 - RFTF ATOS Restructuring Proposal (Bill Coale)
 - Finance/Investment Committee (Mark Renwick)
 - Policy/Bylaws Revisions (Jack Moelmann) Jack Moelmann distributed the latest version of ATOS Bylaws and Policies. Policies will be updated as necessary.
 - Communications/Marketing (Richard Neidich) Richard Neidich made the following observations:
 - An Operations Manager is necessary to handle the day-to-day business of ATOS and to keep the Retreat Forward momentum.
 - Regular communication with chapters is absolutely necessary. Chapters are the entities that “make things happen”.
 - Consistent behavior from chapters is necessary. ATOS needs to create “value added” so that chapter members see the value in belonging to ATOS.

- *Ken Double noted that a webinar for chapter leaders would be held on Tuesday, July 28, 2015. Instructions for participation will be sent to all active ATOS Chapters.*
- Nominating Procedure/Guidelines (Bob Evans) Bob Evans referred to his “Director’s Corner” in *Theatre Organ* (March/April, 2015) article describing the outline for a proposed revision of nominating candidates for the ATOS Board.

Old Business:

- Distribution of Mertz Bequest

Motion: (Jack Moelmann, Bob Evans) that 20% of the \$41,100 Mertz bequest be distributed to the ATOS Endowment Fund. The remainder is to be placed in the Reserve Fund. (Carried: Unanimous)

New Business:

- The Board recognized outgoing Board members and officers Bob Dilworth, Jelani Eddington, Jack Moelmann, Mike Hutcherson, and Dan Minervini for their service to ATOS.

Motion: (Michael Fellenzer, John Ledwon) to seat Josh Dill as youth representative for one year. (Carried: Unanimous)

- David Barnett, Juan Cardona, David Kelzenberg, and Josh Dill were seated as new ATOS Board Members. Bob Dilworth will be seated as Past Chairman once the new Chairman of the Board is elected.

The meeting was recessed at 11:02.

The meeting re-convened at 1:02 p.m.

- The following candidates nominated and presented themselves for election:
 - Chairman of the Board-Bill Coale, Michael Fellenzer
 - Vice Chairman of the Board-Denise Andersen (nomination from the floor), Richard Neidich.
 - Secretary-Bob Evans
 - Treasurer-Lee Lanier

The meeting convened in executive session at 1:05 for officer candidate interviews and election of officers.

- The following are the ATOS Officers for 2015-2016:
 - Chairman of the Board-Michael Fellenzer
 - Vice Chairman of the Board-Richard Neidich
 - Secretary-Bob Evans
 - Treasurer-Lee Lanier

The meeting re-convened in regular session at 2:45 p.m.

The meeting re-convened in executive session at 3:03 p.m. to discuss personnel and contracts.

The following motions were acted on in executive session:

Motion: (John Ledwon, Don Phipps) to appoint Jack Moelmann as ATOS Parliamentarian. (Carried: Unanimous)

Motion: (Richard Neidich, David Kelzenberg) to suspend Policy #25 (hiring) until the mid year meeting. (Carried: Yes-12, No-2)

Motion: (Richard Neidich, David Kelzenberg) that we task the Bylaw and Policy Revision Committee to develop a new policy to replace ATOS Policy #25. They should provide a new policy to the Board in 90 days or less. (Carried: Unanimous)

Motion: (Richard Neidich, David Kelzenberg) that we create a six month project to define tasks and operating environment for our staff members as well as staff relationship with the Board as outlined in the Retreat Forward Proposal. (Carried: Unanimous)

Motion: (Richard Neidich, David Kelzenberg) that the Board task Ken Double within the next two weeks and with two other people of his choosing to present the Board with their selection for a Project Manager. (Carried: Unanimous)

The meeting re-convened in regular session at 5:13 p.m.

- Chairman of the Board Michael Fellenzer stated that all committee and task force appointments would be postponed for a two week period.
- John Ledwon will report to the Board with a slate for the Endowment Fund Board of Trustees.
- Adoption of 2015/2016 ATOS Budget
 - Ken Double briefly reviewed the budget. All Board members were sent a copy of the draft budget prior to the June 17, 2015 virtual board meeting and were given an opportunity to comment on or ask questions about any item on the document.
The entire budget will be posted on the ATOS web site along with all other reports from committees and task forces.

Motion: (David Kelzenberg, Denise Andersen) to approve the budget as amended. (the term “Project Manager” was substituted for the title “Chief Operating Officer” in the approved budget). (Carried: Unanimous)

The meeting recessed at 5:52 p.m.

The Board was reminded of the meeting with Dr. William Weary on July 6, 2015 @ 7:30 a.m. to review the report submitted by Dr. Weary.

The Board and ATOS Retreat attendees present at the convention re-convened on Monday, July 6, 2015 @ 7:30 a.m. to meet with Dr. William Weary who was the consultant for the retreat.

The main points of Dr. Weary's report from the September, 2014 ATOS Retreat were summarized by Dr. Weary. After Dr. Weary's presentation Board members were encouraged to ask questions or comment on the ATOS Retreat Forward Initiative. Many of those at the meeting offered input and made suggestions. Dr. Weary encouraged the Board to act as a cohesive unit.

The Board then re-convened in executive session.

Motion: (Kelzenberg, Phipps) to hire Mark Renwick to complete the project as delineated in the Retreat Forward Task Force Report. (Carried: 9-yes, 2-no)

The Retreat Forward Task Force Report will be posted on the ATOS web site along with all other reports from committees and task forces.

The ATOS 2015 Annual Meeting adjourned at 10:14 a.m., July 6, 2015

/s/ Bob Evans, Secretary

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

Attachments for File: (The following will be posted on the ATOS web site:

1. July 1, 2015 Annual Meeting Agenda
2. Awards and Recognition Report
3. Bylaws and Policies Transition Task Force Report
4. Chairman of the Board Report
5. Endowment Fund Board of Trustees Grant Report
6. Secretary's Report to the Membership
7. Endowment Fund Application Change Proposal
8. Chapter Relations Report
9. Communications Committee Report
10. Convention Planning Coordinator Report
11. DVD Instructional Initiative Task Force Report
12. Endowment Fund Report
13. Fellenzer Director's Report
14. Financial Position 6/17/2015
15. Historian Report
16. Overview of Proposed Nomination Process
17. Membership Secretary's Report
18. President/CE Report
19. President/CE General Operations Report
20. President/CE Fundraising Report
21. President/CE Convention CD(s) Report
23. Publisher's Report
24. Retreat Forward Task Force Report
25. Retreat Forward Finance Committee Report
26. Retreat Forward Task Force Annual Summary
27. Scholarship Committee Report
28. Secretary's Report
29. Technical Committee Report

30. Treasurer's Report
31. Vice Chairman's Report
32. Young Theatre Organist Competition Committee Report
33. Report of the Youth Representative to the Board