

DRAFT Minutes of the ATOS Annual Membership Meeting
Madison Renaissance Hotel, Seattle, Washington
June 30, 2010
9:00 A.M. P.D.T.

- 1. Chairman of the Board Mike Hartley called the meeting to order at 9:06 a.m.**
- 2. Chairman of the Board Hartley declared a quorum present.**
- 3. The meeting will be conducted in accordance with Robert's Rules of Order, Newly Revised, with Mike Bryant and Don Feely acting as Parliamentarians.**
- 4. The Secretary is recording the meeting for purposes of producing the minutes of the meeting and is not available to anyone for any other purpose.**
- 5. The Chairman made his opening remarks.**
 - a. The Chairman thanked Tom Blackwell and the entire convention staff for their efforts in hosting the 2011 convention. Mike advised that anyone making a statement or asking a question is requested to state his/her name and Chapter or city/state for purposes of the record, and speak clearly into the provided microphone.**
 - b. The Chairman stated that the meeting is open to any member of ATOS.**
 - c. Voting, should it be needed, will be by a member or only one person in a family membership.**
- 6. Chairman Hartley introduced the officers: for 2010-2011:**
 - Chairman of the Board-Mike Hartley**
 - Vice Chairman of the Board-Craig Peterson**
 - Secretary-Bob Evans**
 - Treasurer-Paul Van Der Molen**
- 7. Chairman Hartley welcomed members elected to the Board of Directors for a three-year term:**
 - Allen Miller (serving his second three-year term)**
 - Tyler Morkin (former Youth Representative to the Board)**
 - Tim Needler**
 - Bob Dilworth (*appointed by the Board to fill the vacancy left by the resignation of John DeMajo-one year remaining in term*)**
 - Nathan Avakian (new Youth Representative to the Board) (Excused Absence)**
- 8. Chairman Hartley recognized outgoing Board member Jelani Eddington and thanked him for his faithful service to the organization.**
- 9. Chairman Hartley introduced the elected Board of Directors.** They are: John Apple, Bob Dilworth, Allen Miller, Jack Moellmann, Tyler Morkin, Tim Needler, Donna Parker, Doug Powers, and Bucky Reddish.
- 10. The Chair introduced ATOS Staff Members:**
 - *Theatre Organ* Co-Editors-Mike Bryant, Don Feely**

- Convention Planning Coordinator-Mike Kinerk
- Executive Secretary-Jim Merry
- ATOS Marketplace Coordinator-Dennis Unks
- Historian-Jack Moelmann
- Parliamentarians for this meeting-Mike Bryant, Don Feely
- Board Election Committee Chair-Bill Carr

Motion: to approve the minutes of the last annual meeting (as published in the November/December issue of *Theatre Organ*, pg 60) (Legon, Eastern Massachusetts, Double, Central Indiana) (Carried: Unanimous)

11. Paul Van Der Molen presented the Treasurer's Report.

- a. Paul noted that the complete audit report would be on line very soon.
- b. Paul presented several graphics (charts) to illustrate his report.
- c. Paul read a prepared report to the membership:

Chairman Hartley, President Double, fellow board members, and most importantly, fellow members of the American Theatre Organ Society:

It gives me great pleasure to present to you the financial condition of the American Theatre Organ Society.

I will give you information as of the end of our fiscal year that was April 30, 2010.

At the close of business on April 30, 2010, we had in checking accounts, savings accounts, CD, and investment accounts for operations, \$695,276.95. In addition to that, in the George Wright Memorial Fund, we had \$47,113.37. In addition to that, in the Endowment Fund, we had \$836,931.46. Add to that \$1669.45 of undepreciated fixed assets and some inventory; ATOS had assets of cash and investment grade securities of \$1,580,991.23.

The Archive has a stated value of \$318,393.11. That was the value a professional appraiser gave the Eric Reeve estate for use with their Internal Revenue Tax documents in the year of that transaction.

Adding all of the assets together, ATOS has a total asset base of \$1,899,384.34.

There is no question but that the Lufkin gift of \$900,000, which had absolutely no restrictions or designations attached to it, made a stupendous change in the way ATOS will be able to conduct business. The Board of Directors voted to place 2/3 or \$600,000 of the Lufkin gift into the Endowment Fund. It is anticipated that this will allow the Endowment Fund to distribute \$35,000.00 or more in future years to grant applicants if requests are deemed appropriate.

The board also voted to take \$20,000.00 of the Lufkin gift and add it to the money already in the George Wright Memorial Fund which then allowed us to buy a \$46,000.00 bond which will spin off about \$1700.00 a year to finance, for the foreseeable future, the expenses of the winner of the GWMF award.

The board also voted to put \$200,000.00 into the investment fund to begin earning additional income and expecting growth. The remaining \$80,000.00 was put into a savings account and is used as needed in ongoing operations.

It should be pointed out that our unrestricted investment fund had growth and earnings of over \$102,000.00 which, considering that the Lufkin money wasn't added and invested until approximately the last 2 months of the fiscal year, was very good growth. This fund is invested in securities that is a mix of growth oriented funds and earnings funds.

Likewise, the Endowment account, which, like the Investment Fund, is also at USbanc in St. Louis, had a good year in returning earnings for distribution. The Endowment committee was authorized to spend \$14,153.00 this year on grants. That was more than double of what was available last year and reflected only about 2 months of returns on the additional Lufkin money. About 90% of the Endowment Fund is invested in earnings securities with only a small amount geared toward growth. This is in keeping with the goals of the Endowment Trust document.

I'm also pleased to say that the first Certified Audit in over six years has just been completed and will be online in a matter of days. It will also be published in the Journal in the Sept/Oct issue.

There are 3 main reasons for a Certified Audit.

1. An audit includes independent tests of the financial record, and provides receiving 3rd party assurances of accuracy.
2. Presentation of the financial information is put in a format that is common to other non-profit organizations.
3. An audit enables the board to pursue grants and support from agencies that require this higher level of sophistication.

Paul Van Der Molen, Treasurer ATOS.

Motion: (Saunders, Central Ohio, Rogers, Oregon Chapter) to accept the Treasurer's report as given for file. (Carried: Unanimous)

Old Business:

12. The Secretary read a report of significant actions taken by the ATOS Board in the last year.

ATOS SECRETARY'S ANNUAL REPORT 2010

The ATOS Board of Directors met ten (10) times since my last report to you in July of 2009. Eight (8) of these meetings took the form of telephone conferences while two (2) (the 2009 Annual Board Meeting and the 2010 Annual Board Meeting) were face-to-face events. All ATOS Board meetings operate according to *Robert's Rules of Order*. Tyler Morkin is Parliamentarian.

Since minutes of all ATOS Board meetings are published in *Theatre Organ* my report will summarize only the most important aspects of ATOS Board actions of the last year.

ATOS Annual Board of Directors meeting, June 30-July 5, 2009.

- The First State Chapter (Delaware) was welcomed into ATOS. The Bluegrass Chapter (Kentucky) was reactivated.
- ATOS is informed that the ATOS Archive and Library must be relocated.
- The following officers were appointed:
Chairman of the Board-Mike Hartley
Vice Chairman of the Board-Craig Peterson

- Secretary-Bob Evans
- Treasurer-Paul Van Der Molen
- The ATOS Board cuts line budget items
- ATOS membership cards are eliminated to cut costs.
- The ATOS Mid Year meeting will take the form of a telephone conference to cut costs.
- The contracts of Jeff Weiler, Editor, *Theatre Organ*, Jim Merry, Executive Secretary, Danielle Stark, Graphic Designer for *Theatre Organ*, and Ken Double, President/CEO are renewed.
- Mike Hartley announces that Jelani Eddington and Doug Powers are appointed to the ATOS Executive Committee.

Telephone Conference Meeting of Thursday, July 23, 2010

- The ATOS Youth Protection Policy is amended so that a parent or legal guardian must accompany any participant in an ATOS youth event.
- This motion was later amended to change the wording to any participant in ANY ATOS event must be accompanied by a parent or legal guardian.
- The donor categories were changed in the following manner:
 - President's Circle membership level category was set at \$1000 without any other benefits and add a new category, "Life Member" at \$2500. Benefits of being a life member include membership without paying any further dues during an individual's lifetime and receipt of publications at the first-class rate (excluding non-U. S. surcharges)

Telephone Conference Meeting of Wednesday, September 30, 2009.

- The ATOS grant-writer is poised to begin the grant-writing process.
- The Board approved a motion that would give consider the Executive Secretary's entry of a person's name to the ATOS rolls to be an approval of that person's application.
- The ATOS Finance Committee was reactivated.
- A prototype of the new ATOS web site is up and running.
- The Board is working to reduce the budget deficit.
- Jonas Nordwall introduced a restructure of the ATOS Youth Camp.
- The name of the ATOS Archive was officially changed to the ATOS Archive and Library.

ATOS Mid Year Meeting-Saturday, January 30, 2010 (Telephone Conference)

- The Board voted to begin negotiations with the University of Oklahoma to donate the ATOS Archive and Library to the American Organ Institute located at the University of Oklahoma.
- Jeff Weiler stepped down from his position as ATOS Historian.
- Jack Moelmann volunteered to accept the position of ATOS Historian provided the position only be concerned with the history of ATOS.
- The ATOS Endowment Committee was empowered to distribute funds from the trust estate to
- Other organizations approved by the ATOS Board of Directors for projects.
- As a result of a motion from the floor during the 2009 Annual Membership Meeting the Board will publish minutes (in a timely manner), committee reports, and financial statements on the ATOS web site semi-annually.
- A certified audit will be completed by the 2010 Annual Board Meeting.
- The honorarium for presenters at the ATOS Annual Convention seminars was raised to \$400 per seminar.
- The Board voted to establish an ethics committee to receive and review complaints of violations of the ATOS Code of Ethics.
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Telephone Conference Meeting of Monday, February 15, 2010

- Documents from the estate of David Junchen were returned to the executor of his estate at the executor's request. This request was prompted by the sensitive nature of the contents of the documents.
- The Board voted to store the contents of the ATOS Archive and Library in PODS after the materials are removed from the Joliet Theater facility.

Telephone Conference Meeting of Monday, March 15, 2010

- Jeff Weiler resigned as editor of *Theatre Organ*.
- The Board voted to hire Mike Bryant and Don Feely as editors of *Theatre Organ*.

Telephone Conference Meeting of Thursday, May 6, 2010

- The contents of the ATOS Archive and Library are packed in PODS and stored in a suburban Chicago warehouse.
- John DeMajo resigned from the ATOS Board of Directors due to health concerns.
- Davis Barnett was appointed Chair of the ATOS Endowment Fund Board of Trustees until the ATOS Annual Meeting
- ATOS entered into a partnership with the St. Louis Fox Theater to support the Stan Kann Scholarship Fund.
- The Board voted to open the position of ATOS Youth Representative to the Board to any ATOS member between the age of 18 and 24.
- The Board voted to fund an artist to perform at the Atlanta Fox for an ATOS special event as part of the Fox Coca Cola Summer Film Series.

Telephone Conference of Wednesday, June 9, 2010

- The Board voted to approve the proposal document (drafts) negotiated between the Archive Relocation Committee and representatives of the American Organ Institute and the University of Oklahoma.
- Bucky Reddish was appointed interim chairman of the Endowment Trust Fund Board of Trustees.

Telephone Conference of Monday, June 21, 2010

- The Board reviewed and fine-tuned the agenda for the Annual Board Meeting
- The Board approved the recommendation of the Endowment Fund Board of Trustees for grants for 2009-2010.

ATOS Annual Board of Directors Meeting, Sunday, June 27-Saturday, July 3, 2010

- Tom Blackwell announced that convention attendance was about 450.
- The Board recognized outgoing Board member Jelani Eddington for his outstanding contributions to ATOS .
- The Board welcomed incoming Board members Allen Miller, Tyler Morkin, and Tim Needler.
- The Board appointed Bob Dilworth (First State Chapter) to fill the Board vacancy created by the resignation of John DeMajo. (one-year term)
- The following officers were appointed for 2010-2011 by the elected Directors:
Chairman of the Board-Mike Hartley
Vice Chairman of the Board-Craig Peterson
Secretary-Bob Evans
Treasurer-Bob Evans
- The following were appointed to the Endowment Fund Board of Trustees for 2010-2011:
Bucky Reddish-Chairman (Board member)

Paul Van Der Molen –Treasurer, Financial Secretary)

Tim Needler: Recording Secretary (Board member)

Bob Latchen-Member at Large

Bob Maney-Member at Large

- The results of the financial audit were shared with the Board and Staff ATOS. The complete report will be published in *Theatre Organ*.
- Donna Parker and Doug Powers were appointed to the ATOS Executive Committee.
- Jim Merry's contract as Executive Secretary was renewed for two years. (2010-2012) at the rate of \$2500 per month.
- Ken Double's contract as President/CEO was renewed for two years (2010-2012) at the rate of \$85,000 per year
- The Board received and reviewed the draft of the ATOS Strategic Plan.

/s/ Bob Evans, Secretary ATOS

Motion: (Shaner, Buffalo Area Chapter, Sowers, Sierra Chapter) to accept the Secretary's report as presented. (Carried: Unanimous)

13. Motion by Richard Neidich (Washington, D.C. and Russ Shaner, Buffalo Area Chapter)

Motion: Richard Neidich, Second, Russ Shaner (Buffalo Area Chapter) that all committees of the ATOS shall provide twice annually a report to the membership by posting their reports on the ATOS web site. The reports are to include accomplishments, status of current activities, and a forecast of actions for the next six months.

Also, the ATOS Treasurer shall post semi-annually a current budget versus expense status report as well as an annual net worth and audited financial report for ATOS on the ATOS web site.

- a. Jelani Eddington stated that the Board had taken the motion under advisement.
- b. Jelani summarized the actions taken by the Board to satisfy Mr. Neidich's suggestions.
- c. Mr. Neidich took the floor and explained that the word "audit" meant a review by uninterested parties. He did not mean to request a certified audit.
- d. Mr. Neidich requests a policy be instituted to ensure that future ATOS leadership continues the practice of reporting Board actions and finances of the organization in a manner that allows easy access of the information by the ATOS membership.
- e. Jelani Eddington assured Mr. Neidich that such a policy was in place.

14. Strategic Plan Presentation: Doug Powers:

a. Doug Powers presented a PowerPoint presentation illustrating a draft Strategic Plan for ATOS. This Draft Strategic Plan will be posted in its entirety on the ATOS web site.

b. Mr. Powers asked each convention attendee to fill out a strategic plan feedback report.

c. The Strategic Planning Committee will meet face to face to begin the process of paring down the committee structure to align committees more closely to the ATOS Strategic Plan.

INSERT STRATEGIC PLAN SUMMARY HERE:

15. Archive and Library Presentation: Dr. John Schwandt

a. Dr. Schwandt spoke to the membership about the proposed partnership between ATOS and the American Organ Institute (AOI) located at the University of Oklahoma. (OU)

- b. The heart of Dr. Schwandt's presentation was an explanation of the organ program at the AOI.
 - c. After his presentation Dr. Schwandt asked for questions.
- d. Bob Legon (Eastern Massachusetts) stated that we have a problem with audible music on radio and television. We have to remake the perception of the organ.
- e. Dr. Schwandt reported that locally (in Norman, Oklahoma) the community is well aware and appreciative of the "Mini Mo" installed in the Catlet Music Center.
- f. Ron Carter (Atlanta Chapter) asked if the AOI has instituted a budget for the archive and library. John Schwandt answered that like most universities OU is experiencing a budget crunch right now. The initial stages of the archive and library move, however, should take place with a minimum expenditure. Plans for a suitable environment for the American Theatre Organ Library and Archive include a dedicated space to house the collection.
- g. Judy Matarelli (Joliet Chapter) expressed concern about the collection being returned to ATOS if something should happen to the program at OU.
- h. Dr. Schwandt assured her that the collection would be returned to ATOS.
- i. David Kelzenberg (Cedar Rapids Chapter) asked Dr. Schwandt about access to the collection and storage facilities at the university.
- j. Dr. Schwandt replied that access would be granted to anyone (university student or not). The situation would be much the same as a public library where a person would have a card in order to gain access to a collection. Dr. Schwandt then explained that some materials because of their rare or fragile nature would not be circulated but would be available for use at the university facilities.
- k. Roger Davis (North Texas Chapter) asked about digitizing the collection. He was referred to the Frequently Asked Questions sheet distributed to the membership.
Jim Patak, former ATOS Archivist, stated that he felt much more comfortable with the partnership of ATOS and the AOI after hearing the presentation.
- l. Chairman Hartley thanked the Pataks for their thirteen years of service.

16. Reports:

Executive Secretary:

- a. Jim Merry reported that we have 3306 members at this time. He added that the membership has been decreasing at the rate of 6% yearly for the past few years.

Convention Planning Coordinator:

- a. Mike Kinerk asked members to fill out the member's satisfaction form found in the convention registration package.
- b. He stated that the 2011 ATOS Annual Convention will be held in Providence, Rhode Island From June 30-July 4, 2011. An Overture event will be held on June 29, 2010 and an Encore event will be held on July 5, 2010. The 2012 ATOS Annual Convention will be held in Los Angeles/Orange County from July 3-7, 2012.

Journal Editors:

- a. Don Feely, Co-Editor of *Theatre Organ* stated that one would find many links displayed in the new issue of *Theatre Organ*. These links will send you to many Internet connections.

New Business:

17. Jack Moellmann displayed the plaque recognizing the gift from Kenelm F. Lufkin to ATOS. The plaque will be displayed in the record shop.

18. Announcement of Next Annual Membership Meeting:

The 2011 ATOS Annual Membership Meeting will be held at the Westin Hotel in Providence, Rhode Island on the morning of Sunday, July 3, 2010 at a time to be announced.

Good of the Order:

- a. Richard Neidich (Washington, D.C.) stated that only positive information seems to come to the membership. Mr. Neidich feels that in order for an effective two-way communications process to exist and stimulate growth both positive and negative information must be exchanged.
- b. Paul Rogers (North Florida Chapter) requested lead-time with reports in order for the membership to be duly informed before the Annual Membership Meeting. He stated that lead-time is very important.
- c. Mr. Rogers also would like to see more time allocated for meetings and seminars.
- d. Russ Shaner (Buffalo Area Chapter) has heard from the “rumor mill” that some important material was requested to be given back to the donor’s estate.
- e. Allen Miller explained that the material in question was sensitive and could not be opened until 2042.

Motion to Adjourn: (10:38 a.m.) Neidich (Washington, D.C.), Legon (Eastern Massachusetts Chapter) (Carried: Unanimous)

Please note that the meeting was conducted using *Robert's Rules of Order*. Mike Bryant and Don Feely, Parliamentarians.

/s/ Bob Evans, Secretary