

**MINUTES OF THE ATOS BOARD OF DIRECTORS  
SPECIAL TELEPHONE CONFERENCE MEETING  
JULY 6, 2006; 6:00 P.M. EDT**

A Special Meeting of the Board of Directors was called by seven Directors (Michael Cierski, Jelani Eddington, Michael Fellenzer, Donna Parker, Doug Powers, Carlton Smith, and Paul Van Der Molen) pursuant to ATOS Bylaws Section 4.8. The meeting was scheduled for 6:00 PM EDT, on Thursday, June 6, 2006 by a telephone conference call. The conference call was arranged by the Secretary, Jack Moelmann.

The meeting was called to order by Bob Davidson, President, at 5:58 EDT.

The meeting was conducted following Robert's Rules of Order with one person speaking at a time and identifying themselves. It had been noted in an e-mail memo to the participants from the Secretary that the meeting would be recorded for the Secretary's use only for the preparation of the minutes and not available to anyone else for any purpose.

An agenda was distributed by Jelani Eddington prior to the scheduled meeting.

The Secretary, Jack Moelmann, conducted the roll call: **Officers Present:** Bob Davidson, President; Michael Fellenzer, Vice President; Jack Moelmann, Secretary; Paul Van Der Molen, Treasurer; and Gus Franklin, ex-officio Immediate Past President. **Directors Present:** Mike Cierski, Jelani Eddington, Russell Holmes, Ed Mullins, Don Near, Nelson Page, Donna Parker, Doug Powers, and Carlton Smith. **Youth Representative Present:** John Riester (who joined the call shortly after the roll call). **Staff Member Present:** Dan Bellomy, website manager.

During the roll call, the ex-officio immediate Past President, Gus Franklin, questioned the propriety of calling the meeting. Bylaws Chairperson, Jelani Eddington, responded citing Bylaws Sections 4.8 and 4.9 as the basis for the meeting.

**New Business**

The first item from the agenda was fact-finding discussion relating to Bob Maney's June 22, 2006 email concerning the attempted transfer of the ATOS domain to Nelson Page and Dan Bellomy, and the attempted transfer of the ATOS service provider to Australia.

Discussion centered around the various documents which had been produced concerning the Website and its transfer to a new provider. There was a lot of discussion about the discussion between people concerned with this problem and documented in the attachments to these minutes.

Following lengthy discussion, the agenda item below was brought to a vote:

1. Motion: to preserve the *status quo* regarding the ownership and control of the ATOS domain and service provider in that: (a) the ATOS domain shall continue to be registered in the name of Bob Maney until at least the mid-year board meeting in January 2007, or pending a decision by the board relating to the proposals for ATOS website services, whichever is later. (b) the ATOS service provider shall remain XO Communications (formerly Concentric) until at least the mid-year board meeting in January 2007, or pending a decision by the board relating to the proposals for ATOS website services, whichever is later. Moved: All directors who called meeting. Carried: 9-2 (one abstain)

It was felt that a third party should be the web site manager to relieve tensions between the current participants in the management of the site.

2. Motion: Appoint Tom Blackwell of Seattle, Washington, to serve as temporary as website manager pending the January 2007 mid-year Board meeting or a decision of a proposal on the website services. Moved: Jelani Eddington. Carried: 7-3 (two Directors, Nelson Page and Mike Cierski, had telephone trouble at this time and did not reconnect for the remainder of the meeting.)

A Yahoo Internet group had been formed by President Bob Davidson as a forum for ATOS member-only discussion of Theatre Organ related items. It was addressed that anything using the ATOS name, such as this webgroup, needs ATOS approval. The

consensus was that having a members' only webgroup was not necessary, and was redundant given the popularity of Theatre Organ-L.

3. Motion: Remove the ATOS Yahoo Group from the internet. Moved: Fellenzer. Carried: 7-3

With the termination of Dan Bellomy, it was suggested that his ATOS-provided computer system be returned. After discussion, this suggestion was not pursued.

Motion to adjourn. Moved: Moelmann. Carried: Unanimous. Meeting adjourned at 7:13 PM EDT

Submitted, John Riester. [Thank you to past-Secretary Jack Moelmann for notes and recording of the meeting, which were of great assistance in preparing the minutes of this meeting.]

#### ATTACHMENTS:

##### Agenda

Other items provided to the participants by e-mail prior to the start of the meeting:

- An updated summary of Jelani Eddington's 7/5/06 telephone conversation with Bob Maney, and Bob Maney's written attestation of the accuracy of the summary (A1-A3)
- 6/19/06 email chain between Bob Davidson, Bob Maney, and Tom Hoehn seeking the transfer of the ATOS domain. (A4-A5)
- 5/31/06 email chain between Tom Hoehn and Roger Dunk relating to the transfer of the ATOS domain and provider (A6-A9)
- Email communications between Michael Fellenzer and Dan Bellomy, prepared by Michael Fellenzer for purpose of the meeting, relating to Dan's activities as webmaster. (A10-A19)
- Emails from Bob Davidson and Tom Hoehn to the ATOS board et al. regarding creation of the ATOS Member Forum. (A20-A21)
- Current draft of minutes of the May 2006 Tampa Annual Board Meeting. (A22-A29)
- Minutes of the January 2006 St. Louis Mid-Year Board Meeting (A30-A35)
- Bob Maney's 6/22/06 email to the Board of Directors regarding the attempted transfer of the ATOS domain and seeking guidance re: same. (B1-B2)
- 3/10/06 email from Michael Fellenzer to Paul Van Der Molen, provided by Michael Fellenzer for purpose of the meeting, regarding the website and a conversation with then-president Gus Franklin (B3)
- 3/10/06 email chain between Michael Fellenzer, Dan Bellomy, et al., provided by Michael Fellenzer for purpose of the meeting, regarding the website. (B4-B6)