

**MINUTES OF THE ATOS BOARD OF DIRECTORS ANNUAL MEETING
NEW YORK MARRIOTT MARQUIS HOTEL, NEW YORK CITY
SATURDAY, JUNE 30, 2007**

President Ken Double called the meeting to order at 1:41 p.m.¹ In the absence of Secretary John Riester, Jelani Eddington was appointed to act as scribe to aid in the preparation of the minutes.

Jelani Eddington conducted the roll call:

Officers Present: Ken Double (President); Michael Fellenzer (Vice-President); Paul Van Der Molen (Treasurer). **Directors Present:** Vern Bickel, Jelani Eddington, Ed Mullins, Don Near, Doug Powers, Carlton Smith. Tyler Morkin. **Staff Members Present:** Jim Merry, Executive Secretary, Jeff Weiler, Parliamentarian & Journal Editor, Allen Miller, Restoration and Preservation., Mike Kinerk (Convention Planning Coordinator), Jim & Dolores Patak (Archives) **Guests Present:** Bob Evans (EMCATOS), Craig Peterson (Sierra Chapter)

Officers Absent: John Riester (Secretary). **Directors Absent:** Donna Parker, Michael Cierski

President Ken Double made some introductory remarks, including the decision to table any new business, including election of officers, until 3:30pm, which was the time announced in the Journal for the election of officers.

Old Business

Hearing no objections or corrections to previous Board meeting minutes, the following minutes were declared approved *en bloc* by the President: Board of Directors' telephone conference call, April 17, 2007; Board of Directors' telephone conference call, June 19, 2007.

Brief discussion continued regarding the Friends Of Wanamaker (FOW) proposal for the Lowell Ayars organ. An update on the project will be given during the annual membership meeting, with further communications to follow. It will be the responsibility of the donors to establish that they have donated funds. Some proof will be required, such as in the form of a cancelled check. Of the \$142,000 earmarked for the Smithsonian, \$100,000 will be committed to the FOW/Ayars project, with \$42,000 (less monies returned to donors) held in abeyance for the Endowment Fund. It is hoped that most donors will be in agreement with

¹ The first part of the morning from 9:00am to 12:00pm was devoted to Strategic Planning under the direction of ATOS Director Doug Powers.

supporting the FOW/Ayars project such that a sizeable portion of the \$42,000 can revert to the Endowment Fund.

- *Jelani Eddington raised a point of order regarding voting on any new business pending seating of the new Board. The Parliamentarian and the President responded that, while committee reports can be declared accepted without a vote and are technically more in the nature of old business, any action items requested in the reports will be tabled until the new Board is seated.*

Outgoing Board members Dr. Ed Mullins and John Riester were recognized and thanked for their service. The new Elected Directors (Jelani Eddington, Allen Miller, and Michael Fellenzer) were seated for the term 2007-2010, and Tyler Morkin was seated as ATOS Youth Representative for the term 2007-2009.

Election Of Officers²

Pursuant to ATOS Bylaws Section 4.2(b), only the Elected Directors were present for the appointment of Officers. The nominations received for Officer positions for 2007-2008 were as follows: Ken Double (President), Craig Peterson (Vice-President), Bob Evans (Secretary), and Paul Van Der Molen (Treasurer). Each candidate presented himself to the Board and made a statement regarding the reasons he wished to continue in service of ATOS.

No other nominations having been received from the floor, the Elected Directors unanimously appointed the above-mentioned Officers for 2007-2008.

Following the announcement of the results, the new Officers returned to the meeting.

Officer Reports³

Treasurer's Report (Van Der Molen)

- Paul Van Der Molen reviewed and discussed the financial information contained in his report. The budget for this current year will be a work in progress as various Board actions are reviewed.
- Paul answered questions from various directors regarding items in the 2007-2008 budget.

² The appointment of Officers was tabled until 3:30pm as published in the Journal. While committee reports were reviewed and discussed prior to 3:30p.m., no motions were made or voted on until the after the Officers for the 2007-2008 term were appointed.

³ All Officer reports submitted and received are attached to these Minutes.

- Paul discussed that other options for investing ATOS funds should probably be pursued in conjunction with the Financial Review Committee.

Secretary

- Self-Dealing Transaction Statements and Code of Ethics must be signed by those whose signature is required.

Vice President (Fellenzer)

- Nothing further to report.

President

- The President will make appointments to the Executive Committee and redistribute committee assignments.
- The President will convey the message to the chapters and the membership that there must be a strong partnership between ATOS and the chapters. The chapters and members are an integral part of the growth of the organization.

Executive Secretary (Jim Merry)

- Jim Merry requested that the Board reconsider the use of some sort of protective wrapping cover for the Journal to minimize damage to the Journal when mailed to the membership. Action was deferred until later in the meeting.
- Jim pointed out that we have just under 4,000 paid memberships. To avoid confusion, we can distinguish between 4,000 paid memberships, and the number of individuals that represents. Including family members, there are probably roughly 5,000 members of ATOS.

Motion (Fellenzer): To use a plastic protective wrapping cover to mail the Theatre Organ Journal to protect the Journal from mailing damage, for a cost of just under \$3,000 annually. Carried: 9-1.

Standing Committee Reports⁴

Acquisitions & Expansions (Smith)

- The President inquired about whether there are guidelines in place for acquiring new instruments. Carlton Smith noted that following the Towe Ford project, ATOS had felt that it should not own organs. Ken encouraged the Board to consider the likelihood that ATOS might receive as donations of a number of organs in the future, considering that many who had originally installed the instruments are getting older and may become unable to care for them.

⁴ All Committee Reports submitted and received are attached to these minutes.

- Some on the Board discussed the feasibility of developing an acquisitions policy in order to define what ATOS' position on accepting donations should be.

Archives/Library (Patak/Weiler)

- The current archives are full to about 80% capacity and running quickly out of room, particularly given new acquisitions of collections that are coming along soon. If some of the older recordings could be converted to CD, we would be able to save a lot of space.
- There might be some advantages to working in cooperation with the University of Oklahoma.
- There are some incredibly valuable materials that are being donated to the ATOS Archive, including some original Wurlitzer documents and Jesse Crawford arrangements in his own hand.

Awards & Recognitions (Near)

- The awards process is fairly fractured and needs to be overhauled to make it more efficient. The process should be coordinated by a single person.
- We also need to improve the way we seek nominations for awards. We should enlist the help of the ATOS Directors and the chapters (through the chapter liaisons).
- Some directors felt that, in order to ensure that award recipients are truly deserving of the honor, an award does not necessarily need to be presented each year.

Chapter Relations (Mullins)

- The chapter handbook project was tabled from the mid-year meeting. Some directors urged consideration of reviving the chapter handbook as a "how to" manual for the chapters on various subjects. This manual could be formatted for CD/DVD or PDF format online.
- Inland Empire Chapter was chartered in 2006. Spokane First Nazarene Chapter was chartered very recently in 2007. The Aloha Chapter has become inactive.
- Jim Merry had received an inquiry regarding starting a chapter in Waco, Texas.

Convention Planning (Kinerk)

- Convention bids have been received through 2010, and there is solid interest from a chapter for hosting a convention in 2011.

- As of the time of the meeting, paid registrations for the NYC convention numbered almost 300. Mike Kinerk provided an update on various aspects of the convention.
- Discussion continued regarding changing the profit-sharing in favor of the chapters.

Motion (Powers): To change the profit-sharing provisions between ATOS and its chapters beginning with the 2008 Indianapolis convention from 50-50 to 60-40, with the majority of the profit going to the chapter. Carried: 6 votes for, 0 votes against, and 4 abstentions (Powers, Van Der Molen, Fellenzer, Smith).

Education (Bickel)

- The text portion of the new Educators' Guide is complete. The Guide will be ready for publication once the graphics are finished.
- Jeff Weiler reported that the Wurlitzer Book continues to be a profit center.
- Vern Bickel announced the winner of the Simonton Literary Prize. The winner is a member of the Lancastrian Theatre Organ Trust from the United Kingdom.
- Carlton Smith reported that there were no applicants for the Junchen Technical Scholarship.
- Jeff Weiler reported that there was the possibility of obtaining a collection from Eric Reeve of Minot, South Dakota.

Motion (Fellenzer): To approve \$1,000 for Jeff Weiler to survey the Eric Reeve collection. Carried: Unanimous.

Endowment Fund (Fellenzer)

- \$5,500 in Endowment Grants was available in 2007 for dispersal. The Endowment Fund received six requests in the amount of \$71,000, including one re-submission from a prior year. The grants were approved by the Endowment Fund Board Of Trustees as follows:
 - Puget Sound: \$2000 for the repair/restoration of Seattle Paramount Wurlitzer
 - Pikes Peak Chapter: \$500 for a brass-less Saxophone
 - Western Reserve Chapter: \$2000 for Wurlitzer restoration project
 - Valley Of The Sun: \$1000 for Phoenix College Wurlitzer project
 - Ironwood Theatre: \$1400 (re-submission) for Barton console restoration
- A question was raised as to what happens to grant money that is awarded but not claimed within a three-year time period. Paul Van Der Molen suggested adopting a policy to clarify this issue. The Board discussed the matter at length.

Motion (Fellenzer): Previously-granted Endowment Fund grants should be available for re-distribution if not claimed within three years, and will not be returned to the trust fund principal. Carried: 9-1.

Motion (Fellenzer): To re-appoint the following Endowment Fund Board of Trustees: Michael Fellenzer (Chairperson); Paul Van Der Molen (Treasurer); Jelani Eddington (Recording Secretary); Alden Stockebrand (Member-At-Large); Bob Maney (Member-At-Large). Carried: Unanimous.

E-TONES (Moellman / Reddish)

- Bucky Reddish from Atlanta, Georgia will be taking over the E-TONES group in light of Jack Moelmann's resignation.

ATOS Marketplace (Ledwon)

- Dennis Unks, retired CEO of Organ Supply Industries, will take over the ATOS Marketplace following John Ledwon's resignation. Don Near is helping in the transfer of Marketplace materials from John to Dennis.
- Doug Powers reported that there is additional archival material from Bill Johnson in California that could possibly be included in the shipment from California to the East Coast.

Nominations

Motion (Eddington): To appoint Bill Carr of the Valley Of The Sun Chapter (Phoenix, Arizona) to continue as chairperson of the Nominating Committee for 2007-2008. Carried: Unanimous.

Ken Double appointed Elbert and Wanda Fields to continue to act as election tellers for 2007-2008.

Organist Scholarships

- Six applications were received and approved this year. The Scholarship Committee tries to pay for at least 75% of the student's lesson costs on an annual basis. \$6,560 was approved for dispersal this year.
- Scholarships were awarded to Eric Fricke (\$1500), Robert Lent (\$1000), Nathan Avakian (\$1500), Glen Tallar (\$1000), Adam Gruber (\$600), and Donnie Rankin (\$960).

Organist Competitions (Eddington/Acker)

- Bob Acker's report indicated the two winners of the Amateur Theatre Organ Competition: Donnie Rankin (Youth Division) and Ian Gough (Adult).
- Jelani Eddington reported on the Young Theatre Organist Competition. Donnie Rankin and Eric Fricke are finalists in the competition. We need to be sure to encourage participants in the competition.

Mentor Program (Parker)

- Frank Dunhuber and Nathan Baker are having their coaching sessions in the Allen room at the Convention hotel with Jelani Eddington.

Public Relations (Parker)

- An ongoing series of articles is being published in the Journal relating to various public-relations matters.

Publications Review (Weiler/Stockebrand)

- Jeff Weiler reported that the contract with Diane Stark is coming due. After discussing various options Diane had proposed, Jeff's recommendation, consistent with the consensus of the Board, was to renew Diane's contract for 2 years at the present rate with no increase in salary. Doug Powers and Jeff Weiler will work out final details with Ms. Stark.

The President called the Board into executive session to discuss the details of the contract renewals for Jeff Weiler and Jim Merry.

Motion (Van Der Molen, as amended by Evans): To empower Ken Double and Doug Powers to negotiate the terms of a contract renewal with Jeff Weiler based on Jeff's proposal.

Motion (Van Der Molen, as amended by Near): To increase Jim Merry's salary to \$2300 per month for the first year and then \$2400 for the second year.

The President called the Board back into full session.

- Discussion continued regarding updates and improvements to the ATOS website.

Motion (Fellenzer): To approve soliciting bids for graphic design services for the redesign of the ATOS Website up to \$5,000. Carried: Unanimous.

- Discussion continued regarding the mailing of the membership surveys and the likely cost associated therewith.

Motion (Powers): To approve up to \$5,000 for the Strategic Planning Committee to cover the cost of printing and mailing the membership survey to every member of ATOS. Carried: Unanimous.

Technical (Smith)

- John Angevine was nominated for the Volunteer Technician Of The Year. The Committee agreed to give the award to Mr. Angevine.
- No requests were received for technical consultation.

Restoration And Preservation (Miller)

- Allen Miller reported on the addition of the Stoneham Town Hall (Stoneham, MA) to the National Registry of Significant Instruments.
- The Committee awarded the Stewardship & Preservation Award for the Lowell Ayars/Friends Of The Wanamaker Organ.

Youth Initiatives (Eddington)

- Jelani Eddington welcomed Tyler Morkin as the new Youth Representative 2007-2009. Jelani also recognized Nathan Baker, 2007 George Wright Memorial Fellowship Winner.
- All directors are encouraged to send information regarding young organists and enthusiasts to Jelani for inclusion in the ATOS Youth Database.
- Mike Cierski submitted an updated report relating to the ATOS Summer Camp.

Document Review

- Jelani Eddington suggested expanding the purview of the Bylaws Committee to include the responsibility of keeping the ATOS Policies up to date.
- Discussion centered around the redefinition of the "continuous" membership requirement for running for the ATOS Board to allow a grace period for any short, inadvertent lapse that might occur.

Motion (Eddington): To adopt a new ATOS Policy Paragraph 11(j) to read as follows:

"Candidate Eligibility. As provided by ATOS Bylaws Sections 4.2(a) and 5.2, any member 18 years of age having held continuous membership for

two years prior to nomination may serve as a Director or Officer of ATOS. For the purposes of determining a candidate's eligibility under these rules, membership shall be considered "continuous" during any two year period if no more than one month has elapsed between the expiration and subsequent renewal of the candidate's membership."

Carried: Unanimous

- A question was raised regarding reimbursement of expenses for Board members who attend the convention but do not attend the Board meeting. No action taken, and the matter was tabled until the next telephone conference.

Good Of The Order

Scheduling of the 2008 mid-year meeting was tabled until a later time. The President also tabled creation and assignment of Committees, as well as the nomination of the Executive Committee.

- Allen Miller discussed the possibility of establishing a Young Technician Program. No action taken.

Motion (Eddington): To accept reports as submitted. Carried: Unanimous.

- Don Near encouraged the Board to consider implementing some form of Youth Protection Policy along the lines of a proposal made by Bob Acker.

The meeting adjourned at 6:44 P.M. EDT

/s/Jelani Eddington, Scribe

The meeting was conducted according to *Roberts' Rules of Order*