

MINUTES OF THE ATOS BOARD OF DIRECTORS ANNUAL MEETING  
RENAISSANCE HOTEL, CLEVELAND, OHIO  
TUESDAY, JUNE 30-SUNDAY, JULY 5, 2009

Chairman of the Board Craig Peterson called the meeting to order at 9:02 a.m. on Tuesday, June 30, 2009.

Secretary Bob Evans called the roll.

**Officers Present:** Craig Peterson, Chairman of the Board, Mike Hartley, Vice Chairman of the Board, Bob Evans, Secretary, Paul Van Der Molen, Treasurer. **Board Members Present:** John Apple, John DeMajo, Jelani Eddington, Allen Miller, Don Near, Donna Parker, Doug Powers, Bucky Reddish. **Board Member Excused:** David Barnett. **Youth Representative to the Board:** Tyler Morkin.

**Staff Present:** Ken Double, President/CEO, Mike Kinerk, Convention Planning Coordinator, Jim Patak, Archives and Library, Jeff Weiler, Journal Editor and Parliamentarian

**Guests Present:** Gus Franklin, Tom Garver, Michael Johnston, Jack Moelmann, John and Phyllis Nardy

Chairman Peterson declared a quorum.

Paul Van Der Molen gave a summary of the financial statement. Generally speaking, ATOS finances are sound. We have lost some of our investment capital as a result of the economic downturn. Nevertheless, we are on firm financial footing. Since the stipend for the President/CEO position was not budgeted for in the last budget the figure appears as a shortfall. The position was created after the budget was submitted for 2008/2009.

The Board discussed the use of part of the investment funds referred to by the Treasurer as "reserve funds" to fund this position if necessary and decided to use part of the fund, if needed, to offset the shortfall.

Paul indicated that a full report will be given at the Annual Membership meeting and will be published in the journal.

**Motion: (Peterson) to accept the treasurer's report as presented. (Carried: Unanimous)**

The following updates were discussed:

Summer Youth Camp: (Eddington/Parker) Twelve students have registered for the camp. Martin Ellis is joining the staff this year and is currently working on the curriculum. Final costs have not been determined at this point. Several chapters have donated in the form of scholarships for specific students or general contributions for support of the camp.

ATOS Adult Getaway: (Nordwall) The current registration number is five. As the Board previously agreed, unless the adult event can attract thirteen participants it will be canceled for this year.

ATOS Technical Weekend: (Miller) Allen reported that this technical weekend would be held in Zanesville, Ohio during the summer of next year (2010). Every effort will be made to avoid conflicts with other organ-related conventions.

ATOS Touring Show(s): (Double) Ken Double reported that the first ATOS touring show event was held at the Riviera Theater in North Tonawanda, New York in April. This show generated a loss of \$1799.71 half of which will be paid by the promoter of the show. This makes ATOS's share of the loss \$900.00. Ken explained that he is looking to partner with theaters to minimize the risk of a financial loss for future presentations. Currently negotiations are underway with venues in Fergus Falls, Minnesota, Providence, Rhode Island, and Meridian, Mississippi.

New Chapters: (Hartley) Mike Hartley reported on the creation of the new First State Chapter (Delaware) and the reactivation of the Bluegrass Chapter. (Kentucky)

Convention(s) Update: (Kinerk)

The lineup of conventions is as follows:

2010: Seattle Plans are almost finalized for this event.

2011: Massachusetts and Rhode Island Planning is well underway.

2012: Los Angeles and Orange County

2013: Atlanta (Tentative)

Committee Reorganization Plan: Craig Peterson and Ken Double presented a new reorganization plan. This represents a new divisional alignment and will be finalized and published in the masthead of *Theatre Organ* and displayed on the ATOS web site.

Financial Review Committee: (Near) Don Near reported on the review of our financial record-keeping practices. Don was pleased to report that the record keeping practices of the treasurer were sound and thorough. A professional investment firm has maintained the ATOS investment fund for the past ten years with no loss in principal noted in the fiscal year. The committee made several suggestions but was pleased with the handling of ATOS finances. On a personal note Don expressed his concern about the expenditure of a figure that is more than the anticipated income in the current budget.

Archive and Storage: (Weiler, Patak, Double): Because of the construction at the Rialto Theater complex to house college classes and the growth of our archive and library we must relocate our collection . Jeff Weiler reported on the potential for new space in the Chicago building that houses his offices and shop. The potential for partnerships with local universities to organize our archive was briefly discussed.

The Executive Committee met informally with Jack Moelmann during the lunch break and resolved a conflict of interest concern.

Chairman Craig Peterson thanked outgoing Board member Don Near for his service to ATOS.

Jack Moelmann was welcomed to the Board. Donna Parker and Doug Powers, who were re-elected, were welcomed back to the Board.

Tyler Morkin was welcomed back to the Board as Youth Representative.

The Board went into Executive Session so that the Elected Directors could consider the appointment of officers. (Jack Moelmann did not take part in these deliberations, as he was a nominee for Chairman of the Board. Doug Powers was absent due to convention duties.) Jelani Eddington served as Chairman of the Executive Session.

Nominees for Officers: All nominees presented themselves for candidacy for the following offices:  
No nominations from the floor were received.

Chairman of the Board: Jack Moelmann, Craig Peterson, Mike Hartley  
Vice Chairman of the Board: Mike Hartley, Craig Peterson  
Secretary: Bob Evans  
Treasurer: Paul Van Der Molen

The Board reconvened. Jelani Eddington, acting chairman of the executive session, reported on the following officers appointment. The vote was unanimous of those directors present.

Chairman of the Board-Mike Hartley  
Vice Chairman of the Board-Craig Peterson  
Secretary-Bob Evans  
Treasurer-Paul Van Der Molen

Mitch Lyle and Paul Zamborski, representatives of Westlake, Reed, and Leskosky, an architectural firm, gave a presentation to the Board. This architectural firm works with theaters under renovation. They have theaters looking for organs. They are seeking a cooperative effort between ATOS and their organization. The Board feels that this is a logical step for us to find homes for some of the organs that will become available.

Endowment Fund Trustees Report: (DeMajo) John reported that the committee had \$5,756 available for grants. The Endowment Fund Trustees received twelve applications. The following were awarded grants:  
Central Ohio Chapter- \$800- Restoration of the bottom boards (by members) of seven rank chest of the Worthington High School Theatre Organ.  
College of the Ozarks- \$750 towards purchase of a Uniflex Relay (includes a technical assistance grant)  
Connecticut Valley Chapter- \$1106- Purchase of new engraved stop tabs for the Shelton (CT) Austin Theatre Pipe Organ.  
Rocky Mountain Chapter- \$800- Upgrade Denver Paramount Wurlitzer to Uniflex relay.  
Spokane First Nazarene- \$1500- Console modifications (second stop rail) to former Liberty Theater Wurlitzer Theatre Pipe Organ.  
Stoneham Organ Society- \$800- Restoration of Stoneham Town Hall (former WNAC Radio Station) Wurlitzer Theatre Pipe Organ.

**Motion: (DeMajo) to accept the recommendations of the Endowment Fund Trustees. (Carried: Unanimous)**

**Motion: (Van Der Molen) to retain the same slate of Endowment Trustees. (Carried: Unanimous)  
The trustees are: John DeMajo, Chair, Paul Van Der Molen, Jelani Eddington, and Bob Maney.**

Ken Double gave an update on the Macy's (Wanamaker) installation of the Lowell Ayars Wurlitzer. The installation is on track and a "grand opening" is anticipated for the late fall.

Youth Initiative Reports: (Eddington) Five young people entered this year's competition. Three finalists were chosen. They are Nathan Avakian (Portland, Oregon), Danny McCollum (Sumterville, Florida) and Mary Ann Sheila Wootten (United Kingdom). Three anonymous judges will be present at the competition performances later in the week.

George Wright Memorial Fellowship (GWMF): Jelani pointed out that there are two conflicting interpretations of the source of funding for the Fellowship. One version stated that the funds come only from the interest from the fund. The other stated that funding could come from interest and "available funds".

Jack Moelmann explained the source of "available funds" as being donations specifically for the GWMF.

Gus Franklin further commented on the original start of this fund, specifically the passing of the salad bowl in Indianapolis during the convention banquet when donors were told that their contributions that evening would form the principal for the fund and could not be used. Only interest derived from the fund could be spent. In other words the GWMF would be handled in the same manner as the endowment fund.

**Motion: (Eddington as amended by Van Der Molen) to amend ATOS Policies as follows to clarify the funding of the George Wright Memorial Fellowship:**

#### **24. GEORGE WRIGHT MEMORIAL FELLOWSHIP (GWMF)**

**a. The George Wright Memorial Fellowship Fund (hereafter "Fund") has been established to increase youth participation in ATOS, as well as youth attendance at conventions. The Fund shall provide financial assistance to anyone between the ages of 15 and 24 to attend an ATOS Annual Convention if he or she has never attended any ATOS convention before.**

**b. A maximum number of candidates shall be selected for the Fellowship depending on the interest and earnings accrued from the Fund. The number of candidates available for the Fellowship shall be determined each year by the ATOS Treasurer, based on the interest and earnings accrued from the Fund. Any funds for the Fellowship that are not used in any given year shall be carried over for use the following year.**

**c. If the GWMF Subcommittee determines that there are qualified candidates in any given year, at least one candidate shall be selected for that year's award. In the event that naming such an award requires an expenditure of an amount greater than the interest and earnings accrued from the Fund, any such excess shall be paid out of the principal of the Fund, provided that the principal of the Fund not be diminished to a level below \$22,000.**

Membership: (Merry/Apple) Our membership is decreasing by simple attrition. The current membership count is 3529. Undoubtedly we will gain some new members through the membership initiative headed by John Apple. This initiative is designed to recruit new ATOS members from the "associate member" or "friends" groups of ATOS chapters. Both John Apple and Tom Garver, who is assisting John in this undertaking, commented that they are experiencing some success with this initiative. The Board had discussed raising dues. Jim Merry recommended that dues not be increased at this time. He cited the state of the economy and other factors for his recommendation. The Board decided that no dues increase would be considered at this time.

**Motion: (Eddington) Any person who administers an ATOS program that expends funds must submit a complete budget at a time specified by the treasurer. (Carried: Unanimous)**

The meeting recessed at 4:46 p.m. until Wednesday, July 1, 2009 at 1:30 p.m.

The meeting re-convened on July 1, 2009 at 1:37 p.m. All officers and Board members were present except David Barnett who was excused.

Chairman of the Board Hartley called the meeting to order.

The Board viewed a PowerPoint presentation by Ken Double outlining the future of ATOS and restating the goals and vision of ATOS. The board discussed the presentation and made comments/suggestions about the video.

Chairman Hartley challenged the Board to prioritize the importance of projects for the coming year.

President Double stated his view of the order of importance for upcoming projects. The Board agreed to use this recommendation as guideline for the coming year.

1. Youth Programs-These are the most important programs to be sure the mission of ATOS is carried out. The Summer Youth Camp has been very successful and has reduced operating expenses every year.
2. Theatre Organ Radio-Since the launch of ATOS Theatre Organ Radio (Internet radio station) the number of listening hours has steadily increased. The radio show is a success. Ken has signed Organ Stop Pizza as a sponsor and is working on securing more sponsorships.
3. Grant writing-President Double stated the need to be proactive in our grant writing. We have hired Kathy Rielly, a professional grant writer to assist in this endeavor. Through aggressive pursuit of grants ATOS will have a far better chance of securing the funds necessary to expand programs.
4. Fox/Turner Classic Movies project-Ken Double is working with the Special Events Coordinator for Turner Classic Movies to promote a televised (live or on-tape) silent film presentation with suitable theatre organ accompaniment. The proposal would find Clark Wilson accompanying a full-length feature at the Atlanta Fox. Robert Osborne, television host for Turner Classic movies would introduce the film and possibly interview Clark for the show.
5. The Technical Weekend-Plans are underway for the first ATOS Technical Weekend. This event will be held in Zanesville, Ohio during the summer of 2010.

Budget: The Board discussed (in detail) specific ways in which to cut their specific line items.

The Board discussed the need for a full audit. This will be scheduled and carried out in 2010. This is necessary for the grant application process and is generally considered a good practice.

The Board discussed the possibility of eliminating the expense of producing ATOS membership cards. Most of the Board felt that members don't really use their cards enough to merit the expense involved in printing them.

Chairman Hartley conducted a "budget scrubbing" exercise in which members of the Board considered ways by which to trim the expenditures of their committees. The results are as follows:

The greatest budget reduction resulted from eliminating the ATOS Mid Year Meeting at a savings of \$10,000. The Administration and Executive Secretary's requests were reduced by a total of \$2840.

Through other reductions in printing and mailing an additional \$5360 was cut making the total budget reduction \$18,200.

After due consideration \$ 100 was added for Technical Awards and Scholarships.

The Technical Assistance Program received an additional \$500.

**(Motion: (Van Der Molen) that the ATOS membership card be eliminated effective immediately. (Carried: Unanimous)**

**Motion: (Evans) that in order to save funds the ATOS Board Mid-Year meeting be conducted by telephone conference instead of in person (Carried: Unanimous)**

The Board went into executive session at 3:47 p.m. to consider the contracts of the positions of Journal Editor, Executive Secretary, Graphic Designer, and President/CEO.

The Board came out of executive session at 4:28. p.m.

**Motion: (Van Der Molen) to renew the contract of Ken Double for one year at \$82,500. (Carried: Unanimous)**

**Motion: (Van Der Molen) to renew the contract of Jim Merry for a a year. (Carried: Unanimous)**

**Motion: (Eddington) to rescind the previous motion and change to renew the contract of Jim Merry for one year at \$2400 a month. (Carried: Unanimous)**

**Motion: (Eddington) to renew the Editor's contract for one year at the same contract rate (\$1500 per month) with the Board Meeting Minutes, June 30-July 5, 2009 Cleveland, Ohio [Evans] Filename: Minutes '09 Page 4 of 6**

**following amendment: A New Section 3.5 shall be added that reads as follows:**

**New Paragraph 3.5:**

3.5 The Editor shall carry out the functions described herin, including the publication of materials in the Journal, subject to and in accordance with the guidelines and policies of the Publications Review Committee.

**Motion: (Van Der Molen) to renew Danielle Stark's contract at the same rate (\$4000 per issue) of *Theatre Organ*. (graphic design for Journal) (Carried: Unanimous)**

**Motion: (Peterson) that we approve the 2009-2010 budget. (Carried: Unanimous)**

Meeting recessed at 5:16 p.m.

Chairman of the Board Hartley re-convened the meeting on Thursday, July 2, 2009 at 12:12 p.m.

**Officers Present:** Mike Hartley, Chairman of the Board, Craig Peterson, Vice Chairman of the Board, Bob Evans, Secretary, Paul Van Der Molen, Secretary. **Board Members Present:** John Apple, John DeMajo, Jelani Eddington, Allen Miller, Jack Moelmann (joined the meeting at a later time because of his assisting Bucky Reddish with the ETONES meeting), Donna Parker, Doug Powers. **Youth Representative to the Board,** Tyler Morkin . **Excused:** David Barnett, Bucky Reddish.

Chairman of the Board Hartley announced the Executive Committee appointments for the upcoming year. Jelani Eddington and Doug Powers were appointed to the Executive Committee.

**Motion: (Van Der Molen) to Approve the Executive Committee appointments for the upcoming year. (Carried: Abstain: Powers, Eddington)**

Chapter Liaison Assignments:

Jack Moelmann assumes outgoing Board member Don Near's assignment with the addition of the St. Louis Chapter. Tyler Morkin will be assigned the Bluegrass Chapter. Bob Evans will be assigned the First State Chapter.

The Board received the Committee Realignment Document  
The new committee alignment will appear in an upcoming issue of *Theatre Organ*.

The meeting recessed at 1:30 p.m. until the ATOS Annual Banquet.

Chairman of the Board Hartley reconvened the meeting at the ATOS Banquet on Sunday, July 5, 2009 at 8:00 p.m.

**Motion: (Moelmann) to accept the committee realignment document as presented. (Carried: Unanimous)**

**Motion: (Moelmann) to adjourn the ATOS Annual Board Meeting. (Carried: Unanimous)**

The meeting was adjourned at 8:30 p.m.

/s/ Bob Evans, Secretary

Attachments for File:

Chairman of the Board-Craig Peterson  
Vice Chairman of the Board-Mike Hartley  
Secretary-Bob Evans  
Treasurer-Paul Van Der Molen  
    Financials and Budget  
    Budget Presentation  
    Treasurer's Report to the Membership  
Amateur Theatre Organist's Competition-Mike Hartley/Susan Cole  
Awards and Recognition-Don Near  
Archives/Library-Jim Patak

ATOS Committee Realignment Document  
Budget Reductions (6/30/09)  
Chapter Liaison List  
Convention Planning-Mike Kinerk  
ETONES-Bucky Reddish  
Endowment Fund-John DeMajo  
Executive Secretary-Jim Merry  
Financial Review Committee-Don Near  
Membership Committee-John Apple  
Mentor Program-Donna Parker  
Public Relations-Donna Parker  
Scholarships-Carlton Smith  
Technical Committee-Allen Miller  
    Award for Technical Excellence  
    Crew Chief's Certificate of Service  
    Industrial Achievement Award  
    Restoration and Preservation  
    Technical Assistance Award  
    Technical Weekend  
    David Junchen Scholarship  
*Theatre Organ* Editor and Advertising Manager-Jeff Weiler  
Theatre Organ Student of the Year-Tyler Morkin  
Youth Initiative Committee-Jelani Eddington  
    George Wright Memorial Fellowship  
    Young Theatre Organist Competition  
    Theatre Organ Instructor Referral List  
Youth Representative to the Board-Tyler Morkin