

**MINUTES OF THE ATOS BOARD OF DIRECTORS MID-YEAR TELEPHONE CONFERENCE
SATURDAY, JANUARY 30, 2010**

1. Chairman of the Board Mike Hartley called the meeting to order at 12:04 p.m. E.S.T.

2. Secretary Bob Evans called the roll.

Officers Present: Mike Hartley, Chairman of the Board; Craig Peterson, Vice Chairman of the Board, Bob Evans, Secretary; Paul Van Der Molen, Treasurer. **Board Members Present:** John Apple, David Barnett, John DeMajo, Jelani Eddington, Allen Miller, Jack Moelmann, Donna Parker, Doug Powers. **Board Member Excused:** Bucky Reddish. **Youth Representative to the Board:** Tyler Morkin.
Staff Present: Ken Double, President/CEO, Mike Kinerk, Convention Planning Coordinator, Jim Merry, Executive Secretary Jonas Nordwall, Youth Camp Coordinator, Jeff Weiler, Journal Editor.
Guest: John Zellstra, CPA (Illinois)

Chairman Hartley declared a quorum.

3. Chairman Hartley made his opening remarks.

Chairman Hartley welcomed all Board members and guests. He reminded all that reports would not be read and that anyone who wished to speak must be recognized by the Chairman.

Ken Double read the ATOS Mission and Vision Statements.

4. Motion: (Evans) that the minutes of 6/30/2009 and 9/30/2009 be approved. (Carried: Unanimous)

5. Paul Van Der Molen presented the treasurer's report.

Paul introduced John Zellstra, CPA. Mr. Zellstra is the accountant for ATOS. Paul noted that the financial projections for the period ending October 31, 2009 were on target. ATOS' profit share from the 2009 Annual Convention was \$15,000. Paul also noted that he has changed over to Quick Books for our accounting system.

In our present financial state our assets are 1.8 million (unaudited). These assets include the value of the archival gift of the Reeve collection.

Ken Double asked where we stand regarding the budget deficit. As of mid fiscal year (October 31, 2009) the books reflect \$190,000 expended with an income of \$173,000. As of mid fiscal year (October 31, 2009) the deficit stands at \$17,000.

John Zellstra reported unrestricted funds assets as \$920,000.

(Motion: Evans, Second, Moelmann) to accept [for file] the Treasurer's Report. (Carried: Unanimous)

OLD BUSINESS: (Comments as noted below:)

6. Archive and Library:

a. Curator (Patak): Absent

b. Archival Liaison (Weiler): No addition to written report

Allen Miller asked if the materials related to the Theatre Historical Society that were to be delivered to them dealt strictly with theatres, not theatre organs. Jeff Weiler assured Allen that all materials given to the (THS) were strictly related to theaters

Jack Moelmann stated that he wishes his original motion regarding the relocation to be considered part of the archive relocation presentation. (d. below)

Motion: (Moelmann) "Due to space limitations and the need to vacate the current premises at The ATOS Archive will be relocated to a downtown Chicago, Illinois facility, specifically at 329 West 18th Street as soon as possible. The necessary funding for this move is also requested. An approximate figure is \$3500 (this does not include moving the Reeve collection from North Dakota)."

c. Archive Relocation Report: Tyler Morkin, Ken Double

Tyler and Ken reported that we really only have three possible options-The University of Oklahoma, the University of Michigan, and the Chicago Location. No response to the questionnaire was received from the Eastman School of Music or Westminster Choir College.

(Motion: Van Der Molen, Second, Evans): that ATOS donate its archive and library to the American Organ Institute at the University of Oklahoma on such terms and conditions to be negotiated between the parties. I do this in order to protect the history of the theatre organ and insure that our archival material is available to the general public and young organ enthusiasts for generations to come, and recognizing that the American Organ Institute has the resources, facilities, and interest in promoting the art of the theatre organ.

Jack Moelmann indicated that he felt that the Eastman School of Music was not given due consideration in the archive relocation selection process. He also asked what members of the search committee have visited the archives and know what is there. Historical documents concerning ATOS should not go to a university.

Jelani Eddington reminded the Board that the motion was to move the archive and library. The Board or its representative(s) would administer the donation. We would examine the contents of the archive and library and decide what would go to the university and what would possibly be retained by ATOS.

Ken Double noted that he attempted to contact David Higgs (Eastman School) in Indianapolis. Ken left messages at his hotel and his office with no response.

John Apple suggested that we contact someone other than the chair of the department at Eastman. He feels that this move is premature.

Jack Moelmann remarked that the Organ Historical Society might move to the Eastman School. Further, the membership should have input about this move.

Jelani Eddington stated that we are elected/appointed to govern the organization and make decisions. We were elected to lead and make decisions. The Board has been dealing with this issue since June of 2009. We have done our due diligence.

Tyler Morkin indicated that the time is imminent for us to move out of Joliet.

Jelani Eddington stated that donating the archive to the University of Oklahoma does not put the archive in peril. The object is to preserve what we have and add to it. Details need to be drafted and negotiations initiated and completed. It is time to do our duty.

Ken Double remarked that the most aggressive site was the University of Oklahoma.

Jack Moelmann pointed out that the donation to Elon College in the 1970's was a big mistake. The contents of the donation were lost. Jack asked if the Board had consulted with Jim Patak. Both Ken Double and Paul Van Der Molen have discussed the matter with Jim Patak. Jim is comfortable with relocating the archive and library.

John DeMajo asked for a clarification of the motion. Are we donating the collection immediately or negotiating the terms of the donation? John brought up the possibility of waiting to see the results of the negotiations.

Donna Parker stated that we as directors need to make this decision. We need to clarify to the membership exactly what "donate" means in this instance. Access to the collection is very important. If the program at the University of Oklahoma ceases to exist or the archive and library is misused the collection would return to ATOS.

Jim Merry asked whether ATOS would still own the collection. Bob Evans answered that the collection would become the property of the university.

Jack Moelmann indicated that he would not vote until he saw the complete negotiated document.

Jelani Eddington reminded the Board that any negotiated document must come before the Board for approval.

Doug Powers noted that there is a built in contingency. The completed document must be completely disclosed to the Board.

Paul Van Der Molen stated that approval of his motion gives ATOS the right to deal with one entity.

Jack Moelmann objected to dealing with one entity.

Paul Van Der Molen called his motion.

Jack Moelmann asked Chairman Hartley for a roll call vote to be noted in the minutes:

Yay: Peterson, Evans, Van Der Molen, Barnett, DeMajo, Eddington, Miller, Parker, Powers

Nay: Apple, Moelmann

d. Historian: Jeff Weiler has stepped down from the position of ATOS Historian. Jack Moelmann has volunteered to accept the position with the caveat that the position only be concerned with the history of ATOS. The Chairman thus appointed Jack Moelmann historian.

7. Awards and Recognition; (Jack Moelmann)

Jack Moelmann stated that the committee is ready to accept nominations for:

- a. Hall of Fame, Honorary Member, Organist of the Year, Ron Musselman Member of the Year, and any award of special merit.

- b. Tyler Morkin stated that forms for ATOS Theatre Organ Student of the Year are posted on the ATOS web site.

- c. Simonton Literary Prize: John Apple accepted the post of administrator of this program.

8. Convention Planning Coordinator (Mike Kinerk)

Mike Kinerk stated that a recording policy as pertains to the official commemorative CD is needed. (See ATOS Convention Handbook for changes in the convention artists' contract.)

- a. Mr. Kinerk would like the Board to approve a sanctioned recording policy to be inserted in the Convention artists' contract.

- b. A recommendation needs to be made as to the production and profit sharing structure for the commemorative CD.

John Apple asked if a convention artist must allow recording. Mike Kinerk stated that if an artist crosses out the section of his or her contract relating to recording that the convention chair would decide whether to accept the contract.

- c. Mike Kinerk also wishes to change the convention rules to allow the Chairman of the Board to be a signatory on checks.

Jelani Eddington noted a proposal to be introduced later in the meeting to allow the Chairman of the Board to sign checks.

Motion: (Eddington, Seconded by Van Der Molen): that the CPC be authorized to insert into artist's contracts appropriate language regarding the commemorative CD recording. (Carried: Unanimous)

Bob Evans commended Mike Kinerk for his help in helping the Eastern Massachusetts Chapter negotiate with the Westin Hotel in Providence, Rhode Island.

9. Youth/Adult Activities: (Jonas Nordwall)

- a. Summer Youth Camp: With the Board's approval of the summer camp restructuring document included in my report the camp will be improved in the area of one-on-one instruction. Lyn Larsen will be a guest presenter for a total of six hours over the week of camp. Charlie Balogh will present a session about how to work with percussionists or a rhythm unit.

Doug Powers noted that one part of the restructuring document showed a need to increase instructional area by outside instructors. Doug asked how instructors were chosen and how compensation for these instructors was determined. Jonas stated that the compensation would be determined by the available funds in the budget. He will use former payment schedules as a guideline for payment of instructors.

b. Adult Theatre Organ Getaway: Jonas will make a recommendation about this program to the Board in the future. At the present time the program will be considered inactive.

10. Competitions: (Jelani Eddington, Susan Cole)

- a. Young Organist's Competition: (Jelani Eddington): No addition to written report
- b. Amateur Theatre Organist Competition: (Susan Cole): No addition to written report

11. Technical: (Allen Miller)

a. Technical Event: Registration rate is yet to be determined. The Technical Event will be held from July 18-27, 2010. Headquarters to be Zanesville, Ohio. Details will be posted on the ATOS web site. Time Table and Budget to be determined.

b. *Shop Notes*: The revised version of *ATOS Shop Notes* will be ready for publication soon This publication will be available through the ATOS Marketplace. The revised edition contains 379 pages and will sell for under \$100. Older defective copies will be replaced at a lower rate to be determined.

c. Restoration and Preservation: No addition to written report.
John Apple asked if ATOS is seeking out instruments for the Registry. Allen Miller assured the Board that this was the case.

d. Technical Consultation: (See notes under Good of the Order).

e. David Junchen Technical Scholarship: Allen noted that the program may not have any nominees because of the requirement that an applicant belong to ATOS for two years.
Ken Double asked if the rules should be changed to eliminate the two-year restriction.
Jelani Eddington said that the chairman of the committee could take whatever steps necessary to change the requirements.

f. Award of Technical Excellence: No nominees so far this year. Nominations have been received for the Crew Chief Certificate.

The meeting recessed at 2:26 p.m. E.S.T.

Session II

Chairman Hartley reconvened the meeting on January 30, 2010 at 7:04 p.m. E.S.T.

Secretary Bob Evans called the roll:

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

Staff Present: Ken Double, President/CEO; Jim Merry, Executive Secretary; Anna Bonelli-Downey; Chair of the ATOS Scholarship Committee.

12. Awards for Convention:

- a. George Wright Memorial Fellowship: (Jelani Eddington): No addition to written report.

b. Mentor Program: (Bucky Reddish): No addition to written report.

13. Bylaws and Policies: (Jelani Eddington)

Jelani Eddington submitted a memo in which two proposals were made. (See attachment

Proposal #1: That any references to “ATOS President” in any of our official documents be changed to “ATOS Chairman of the Board”,

(Motion: Eddington, Second, Miller): Unless the context clearly requires otherwise, all references made after to September 1, 2008 in any and all documents, including without limitation the ATOS Convention Handbook, the Endowment Fund Resolution and Declaration of Trust, and/or any job descriptions, to the “President” or “ATOS President” shall be amended to or interpreted as referring to the ATOS Chairman of the Board. (Carried: Unanimous)

Proposal #2: Proposal to create an ATOS Contract Administrator

Motion: (Eddington, Second, Miller): that Policy 1 (c)be amended in accordance with Section II of memo submitted to the Board. (Carried: Unanimous)

(The memo is part of the attachments to the minutes.)

14. Strategic Plan: (Doug Powers)

The Chairman commended Doug Powers for the draft strategic plan. Doug emphasized that this is a draft of the document. He thanked John Nelson (Tennessee) for his help in formulating the draft. This draft will be developed by the Strategic Planning Committee and presented to the Executive Committee and then the entire Board.

Doug will develop a business plan from the Strategic Plan. The business plan will be presented to the Board.

Chairman Hartley emphasized that this is a working plan, not one that will sit on a shelf. This plan will change as ATOS changes. Doug reminded us that the Strategic Plan provides a direction for ATOS. A working strategic plan provides credibility to our efforts as an organization.

15. Endowment Fund: (John DeMaio)

Jelani Eddington brought up the issue of whether the Endowment Fund Declaration of Trust allows us to distribute funds to non-ATOS organizations.

Motion: (Eddington, Second, DeMaio) to amend Section 4.1 of the Endowment Fund Declaration of Trust to read: *Upon approval from the ATOS Board of Directors, the Board of Trustees may distribute funds from the trust estate in the form of grants or loans to ATOS Chapters in good standing and/or to other organizations approved by the ATOS Board of Directors for projects...*

(Underlined language is added.) (Carried: Unanimous)

Allen Miller felt that preference should be given to chapters. Jelani asked whether a statement of preference should be in the policy. Jelani felt that the preference for chapter projects should be stated in the language. The Board generally agreed that the primary emphasis should be on grant awards to ATOS Chapters.

16. Nominations: (Bill Carr)

a. Candidate Resume Revision: (Craig Peterson) Nothing to report.

17. Publications: (Donna Parker)

a. *Theatre Organ* (Donna Parker): No addition to written report.

b. Publicity: (Donna Parker): No addition to written report.

John Apple inquired whether the reciprocal advertising agreements with other publications were still in effect. Donna said that she would investigate.

c. *Around the Circuit*: (Dave Luttinen, Micah Bisson): Absent

d. ETONES: (Bucky Reddish) No addition to written report.

Tyler Morkin asked if we should evaluate what the future ETONES should be. How do we continue this group? Should the ETONES newsletter be part of the journal?

Bucky Reddish, Editor, replied that the input of articles has increased and he is encouraged Bucky would like to keep the status quo. Jack Moelmann and Chairman Hartley agreed.

e. ATOS Web Site: (Tom Blackwell) Absent

18. Urban Outreach Program: (Jack Moelmann, Tedde Gibson)

Jelani Eddington asked about Tedde Gibson's involvement. Jack has talked with Tedde. Jack noted that this is an unfunded program.

Tyler Morkin questioned having a separate program in place and wondered about placing this program under the wider umbrella of Youth Initiatives.

19. Organist Scholarships: (Anna Bonelli-Downey)

No actions have been taken to this date. Anna has inquired of various instructors as to what students they would recommend. Anna will be supplied with a job description.

Chairman Hartley appointed John Apple as Board Liaison for the Organist Scholarship Program.

20. Chapter Relations: (Craig Peterson) No addition to written report.

21. Public Relations: (Donna Parker)

Jelani Eddington asked how we would communicate our decision about the relocation of the ATOS Archive and Library. Donna replied a statement will be made about opening negotiations with the University of Oklahoma. This statement will be sent by E-mail to all chapter presidents and secretaries, posted on the ATOS web site, and printed in *Theatre Organ*.

Allen Miller asked about the section of Donna's report referring to a resident artist at Scotty's Castle in Death Valley, California. Donna replied that the National Park Service is seeking a resident organist for the Welte residence organ installed in the castle. Donna will investigate further.

22. Youth Initiatives: (Jelani Eddington, Tyler Morkin) Nothing to report

23. ATOS Marketplace: (Dennis Unks) Nothing to report

Allen Miller noted that the *Shop Notes* are ready for printing and will soon be ready for delivery to the Marketplace.

24. President/CEO Report: (Ken Double)

a. Fundraising: Jim Merry reports 163 donors for a total of \$21,653

b. Convention CD: We are working through the process to get the CD out. Will refine the process for the Seattle convention. We have received \$5,015 for advance orders as of this meeting.

Jelani Eddington asked what we are going to do in future years to insure that the project goes well, quickly, and at a reasonable price.

Ken Double replied that we need to negotiate with professional recording engineers to insure a smooth process. Artists should receive a recording of his or her concert before they leave the convention.

Jelani asked about financing this project. We must weigh the cost against the potential return.

Craig Peterson urged the Board to advertise for recording bids immediately. Ken Double, Donna Parker, Jelani Eddington and Mike Kinerk will serve on a committee to prepare an RFP (request for proposal) for a recording contract. This proposal will be prepared by February 10, 2010.

Allen Miller asked whether we could specify a date after which, if the artist has not responded with his/her approved selections, ATOS can choose the selections.

c. Theatre Organ Radio: One major sponsor expressed interest with sponsorship beginning in July.

Jack Moelmann asked if anyone was using the ATOS radio program. They are in the Archive and Library. These fifty-two programs could provide programming.

John Apple asked if we had explored a different web provider that might be less expensive.

Ken replied that we are utilizing Steve Worthington's already existing account with Live 365.

d. DVD Lesson Series: This is a work in progress. Cathy Reilly is quite excited about grants to cover ATOS' side of the expenses. Cathy has sent out eight grant applications for this project. The first of the DVD lessons will be available in fall of 2010.

e. Touring Show: This project is on hold pending negotiations with venues.

f. President/CEO Disclosure Report: Reflects the fiscal year of 2009.

g. Grant Writer's Progress: Cathy Reilly is working on several grants. One is for a half-hour television program that would be totally self-funded. The grant writer has also contracted with several ATOS chapters.

h. Turner Classic Movie Project: We are looking at August 30, 2010 as a possible date for a silent film presentation.

25. Executive Secretary's Report: (Jim Merry)

Current membership is 3,467. (December 31, 2009) Membership attrition has slowed.

26. Officer Reports:

Chairman's Report: (Mike Hartley)

- a. Motion by Richard Neidich from the ATOS Annual Meeting:

Motion: Richard Neidich, Second, Russ Shaner (Buffalo 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.

The Board considered Mr. Neidich's motion and will publish minutes, committee reports, and financial statements on the ATOS web site semi-annually.

A certified audit will be completed by the Annual Board Meeting in June of 2010 and subsequently presented to the membership. Paul Van Der Molen has recommended a certified audit at this time.

- b. Committee Reorganization Plan: A revision of this document will be sent to the Board.

- c. Curt Mangel gave a favorable report on the installation of the Lowell Ayar's/Macy's Wurlitzer Theatre Pipe Organ.

Vice Chairman's Report: (Craig Peterson): No Addition to written report.

Secretary's Report: (Bob Evans)

Bob Evans reminded all Board and Staff that any changes or updates must be reported to the secretary. Chairman Hartley reminded all to keep their job descriptions up to date.

Treasurer's Report: (Paul Van Der Molen)

The Board will have the results of a certified audit in its hands by the Annual Board Meeting.

New Business:

27: Budget Process for 2010-2011: (Van Der Molen)

The treasurer will provide budget forms by May 1, 2010. All budget requests must be submitted by May 15, 2010.

28: Wurlitzer Book Profits: (Moelmann, Van Der Molen)

Jack Moelmann asked if Paul Van Der Molen had a total for the residual amount left from sales of the Wurlitzer book. Paul stated that approximately \$17,000 remained.

Motion: (Moelmann, Second, Apple): I (Jack Moelmann) move that the remaining funds from the profits of the Wurlitzer Book in the amount of approximately \$17,000 and any future profits from the Wurlitzer book be used exclusively for acquisition and conservation purposes associated with the ATOS Archive and Library as long as it is under the control of ATOS.

Jelani Eddington asked for a clarification. Is your motion to restrict the motion of July, 2005? (See below):

Wurlitzer Book and ATOS Calendar: It was agreed that the ATOS Calendar of Wurlitzer consoles would be sold for \$25.00 each in the Record Shop and available by mail order at the same rate plus shipping and handling. It was further agreed that the profits from the Calendar and Wurlitzer Book be earmarked for activities in the Archive. (Motion: Weiler-Unanimous) (Taken from minutes of July, 2005 Annual Board Meeting.)

Jack Moelmann said that the intent the motion was to use the money strictly for acquisition and conservation.

Jelani Eddington disagreed with Jack's interpretation and stated that the intent of the motion (which had been in effect for five years) was to support the Archive and Library.

Jack replied that he just wanted to protect what he feels is the intent of the motion.

Jelani Eddington stated that the July, 2005 motion was clear and has been adhered to by the treasurer.

John Apple said that he was at the meeting and would not have voted for the motion if he knew it was for such things as rent.

Paul Van Der Molen retorted that if we didn't have an archive we wouldn't have to pay rent. The rent is part of preservation.

Jelani Eddington noted that the author of the Wurlitzer book made it clear that the profits would be used for any archival activity. How do we make the distinction between preservation and conservancy? We will add a level of ambiguity that is unnecessary.

Allen Miller agreed with Jelani Eddington about the difficulty in differentiating between conservation and preservation.

Chairman Hartley called for a roll call vote.

Nay: Craig Peterson, Bob Evans, Paul Van Der Molen, Jelani Eddington, Allen Miller, Donna Parker, Doug Powers, Bucky Reddish

Aye: John Apple, David Barnett, John DeMajo, Aye, Jack Moelmann

(The motion was defeated: 8 nay, 4, aye.)

29. Convention Presenter's Honorarium (Powers)

ATOS provides any equipment and shares the expense of the fee for presenters. Mike Kinerk added that any variation must be coordinated with the Convention Planning Coordinator.

(Motion: Moelmann, Second, Van Der Molen) to raise the honorarium for presenters at ATOS Annual Convention seminars to \$400 per presentation effective with the 2011 ATOS Annual Convention.

(This amends Section 1, paragraph 9 of the ATOS Convention Handbook.) (Carried: Abstention, Eddington)

30. Contract Administration; (Jelani Eddington)

The Chairman appointed Jelani Eddington as Contract Administrator.

(The draft job description for this position is in the attachments to the minutes.)

31. Allocation of Lufkin Gift: (Ken Double)

Ken offered two proposals:

Proposal 1: Take \$781,000 and allocate to the Endowment Fund. This would bring the total of the Endowment

Fund to a \$1,000,000 total. This would show our membership our dedication to the future. Under this proposal \$19,000 would be put in the Investment Fund and \$100,000 would be allocated to fund program operations.

Proposal 2: Take \$600,000 and allocate to the Endowment Fund. \$200,000 would be put in the Investment Fund, and \$100,000 would be allocated to fund program operations. This would fall in line with the Finance Committee's recommendation.

Motion: (Moelmann, Second DeMajo) that a deposit be made to the Endowment Fund in an amount to increase the principal of the Endowment fund to \$1,000,000. Said amount to be based on the current value of the Endowment fund principal.

Jelani Eddington asked for a clarification. Is the Finance Committee recommending that we put \$600,000 into the Endowment Fund and put \$200,000 into the Investment Fund, the remaining amount to be designated for operating expenses?

The Finance Committee recommendation is included in the attachments for file.

Allen Miller remarked that we could use the recommendation of the Finance Committee to quadruple the amount in our Endowment Fund.

Jack Moelmann said that the number of a million has a certain magic aura to it.

David Barnett noted that the ATOS Endowment Fund is atypical. It only funds chapter activities. Other endowment funds provide for the operation of the organization.

Paul Van Der Molen stated that what we call the Reserve Fund is used to fund operations. He cited the opinion of the CPA who recommended that we proceed slowly with where we put our money.

David Barnett agreed and supported the recommendation of the Finance Committee.

Jack Moelmann stated that the disposition of the interest from the Endowment Fund could be reallocated in the future.

Jelani Eddington said that we have empowered the Finance Committee to make a recommendation. We should defer to their recommendation. They have made a well thought out and reasonable proposal.

Allen Miller stated that we could, at a future date, deposit money into the Endowment Fund to bring the total up to \$1,000,000. The Finance Committee recommendation gives us options.

Ken Double remarked that the Fundraising Committee agrees with the recommendation of the Finance Committee.

Chairman Hartley noted that, under the Finance Committee's recommendation, almost 90% of the Lufkin gift would be placed in investment accounts.

Jack Moelmann withdrew his previous motion.

Motion: (Miller, Second, Van Der Molen) to accept the recommendation of the Finance Committee. (Carried: Unanimous)

32. Motion: (Moelmann, Second, Powers) to accept all written reports for file. (Carried: Unanimous)

33. Schedule Next Board Meeting and Annual Board Meeting (Mike Hartley)

- a. The date of the next Board meeting is to be determined.
- b. The Annual Board Meeting will be held on Sunday, June 27, 2010 time to be determined.
Additional meeting time (if needed) is Tuesday, June 29 in the a.m.

34. Schedule Next Annual Membership Meeting: (Mike Hartley)

The ATOS Annual Membership Meeting will be held on Wednesday, June 30, 2010 at a time to be determined.

Good of the Order: (Board)

35. George Wright Memorial Fellowship Fund Suggestion; (Paul Van Der Molen) See Attachments:

Paul Van Der Molen reported that the Finance Committee made a recommendation that \$20,000 be taken from program operating funds to add to the current total of \$26,000 in the George Wright Memorial Fellowship Fund to bring the total of the fund to \$46,000. This amount would be invested in a bond that would provide approximately \$1850 in interest per year. This amount (from interest) would fund an award recipient.

Motion: (Miller, Second, Eddington) that the Board authorize the treasurer to take \$20,000 of available funds to add to the \$26,000 from the George Wright Memorial Fellowship Fund and buy a Step Up Bond to provide funding to pay for a deserving individual as determined by that committee, to attend the ATOS Annual Convention with all expenses paid. (Carried: Unanimous)

36. Archive Relocation Committee: (Mike Hartley)

Chairman of the Board Hartley recommended the appointment of a committee to oversee the ATOS Archive and Library relocation. He recommended Allen Miller as the Board member to oversee the project working with Paul Van Der Molen and Bob Evans. This committee would also work with Dolton McAlpin and possibly Jelani Eddington to negotiate a contract with the University of Oklahoma.

Motion: (Eddington, Second, Van Der Molen) that a committee be established to conduct negotiations with the University of Oklahoma.

John Apple recommended Michael Johnston to serve on the Archive Relocation Committee. Chairman Hartley took the recommendation under advisement.

37. Milestone Schedule: (Mike Hartley)

Chairman Hartley is creating a "Milestone Schedule" that will list important dates by which certain activities/events should be completed. This schedule is included in the list of attachments.

38. College of the Ozarks Technical Assistance Grant Update: (Allen Miller, Paul Van Der Molen)

The College of the Ozarks in Branson, Missouri requested a Technical Assistance Grant for a professional inspection of the Wurlitzer Theatre Organ installed there. Paul recommended adding \$1,000 to the original grant of \$500 to send Clark Wilson to the college to inspect the instrument.

Allen Miller and Paul Van Der Molen reported that Clark would do the inspection in March. Clark will connect his inspection trip with a concert in Boise, Idaho.

Motion: Eddington, Second, Miller) I move that ATOS establish an Ethics Committee to receive and review complaints of violations of the ATOS Code Of Ethics consistent with established written policies to be approved by the Board. (Carried: Unanimous)

The Chairman will make a proposal regarding the makeup of the committee to the Board.

John Apple inquired when registration information would be available. Information will be published on the ATOS web site as soon as available and will appear in *Theatre Organ*.

CHAIRMAN'S CLOSING REMARKS:

1. Board and Staff, I am pleased we have been able to complete this conference in two sessions. With such a full agenda we were successful in completing all items. Again, I thank you for your participation in conducting a very professional and successful mid- year conference.

2. We have reviewed the ATOS mission and vision statements and were provided a brief overview of our ethics code of conduct. I can only ask for your support and loyalty to ATOS from this time forward. With our healthy agenda we had many spirited discussions and in some cases, agreed to disagree. This board now must be a true example of democracy in action. The most important principle of a democracy is that the majority rules. So, in the best interest of ATOS, we must go forward and support all the programs this board has put in place. Please feel free to call me at any time when you have a concern.

The meeting adjourned at 10:36 E.S.T.

/s/ Bob Evans Secretary

Attachments for File: (See attached sheet).