

**Minutes of Board of Directors Midwinter Meeting  
Society for the Preservation and Encouragement of  
Barber Shop Quartet Singing in America, Incorporated  
January 16, 2018**

Meeting called to order by Society President Skipp Kropp at 8:26 a.m. on January 16, 2018, in Costa Mesa, CA

**The following action was taken:**

**Quorum:** The Executive Secretary, Marty Monson, confirmed the presence of a quorum to President Kropp.

The meeting was opened with:

- The Old Songs, directed by Dick Powell
- The Star-Spangled Banner, directed by Don Fuson
- O Canada, directed by Murray Phillips
- Reading of Mission and Vision Statements by Perry White
- Reading of the Pillars Marty Monson
- Invocation led by Matt Mercier

**The following officers were present:**

**Officers**

Society President Skipp Kropp  
Society Executive Vice President Dick Powell  
Society Immediate Past President Don Fuson  
Society Treasurer John Santora  
Society Executive Secretary Marty Monson (Non-voting)

**Board Members**

Bernard Priceman  
Jeremy Albright  
Matthew Mercier  
Murray Phillips  
Steve Denino  
David Haedtler  
Perry White (Non-voting)

**Society Staff**

Erik Dove, Chief Financial Officer  
Michele Niec, Executive Assistant/Office Manager

## **Guests**

Noah Funderburg, G&B, Chairperson  
Joe Berger, Incoming G&B Chairperson  
John Donehower, Strategic Planning Committee  
Lynn Weaver, Chairman of Harmony Foundation Board of Trustee  
Christina Lewellen, CEO Harmony Incorporated  
Antonio Lombardi, Manager of Chapter Leadership and Education  
Holly Kellar, BHS Chief Marketing Officer  
Kevin Lynch, BHS Chief Strategy Officer  
Matthew Gorman, Chairman Youth Advisory Council  
David Montera, DP Council Moderator

- Society District Presidents
- Society District Vice Presidents

## **Past Society International Presidents**

Noah Funderburg  
Roger Lewis  
Terry Aramian  
Alan Lamson  
Don Fuson

## **Instillation of Officers**

Mr. Alan Lamson performed the 2018 Society Board of Directors Installation of officers and Board. Those being installed were:

President, Skipp Kropp  
Executive Vice President, Dick Powell  
Treasurer, John Santora  
Jeremy Albright, Board Member-At-Large  
Bernard Priceman, Board Member-At-Large  
Immediate Past President Don Fuson

## **Meeting Appointments**

President Kropp appointed:

- Noah Funderburg as Parliamentarian
- Dick Powell as Parking Lot Attendant
- Steve Denino as Governance Advocate
- David Haedtler as Sergeant-At-Arms

## **Waiver of Notice Requirement**

Parliamentarian Noah Funderburg noted Society Board Manual section 7.01 documentation was not received by the Board in the required time frame.

Motion made and passed to waive the notice requirement regarding the revision to Section 7.01 of the Society Bylaws.

## **Additions to the Agenda**

Secretary Marty Monson requested the addition of the approval of communications for the Multi-Generation Project Plan (MGPP) to the agenda.

Motion made and passed to add the MGPP communication plan approval to the agenda.

## **Minutes**

Motion made and passed to approve the November 2017 and December 2017 Society Board meeting minutes as presented.

## **Consent Calendar**

Motion made and accepted to receive the following reports:

- CEO Evaluation Committee Report
- Ethics Committee Report
- Strategic Planning Committee Report
- Honorary Membership Committee Report
- Governance and Bylaws Report

## **BUSINESS**

### **Honorary Membership Committee**

The members of the Society Board reviewed the recommendation of Take 6 to receive Honorary Membership to the Society at the 2018 International Convention in Orlando, FL, prior to the Board meeting. The committee is already in discussion with Take 6 and they are agreeable.

Motion made and passed to award Take 6 Honorary Membership in the Barbershop Harmony Society.

### **Governance & Bylaws**

The Governance and Bylaws Committee Chair, Noah Funderburg, presented the Committee's proposal for the Society Board to revise the Society Bylaws with changes outlined in the proposal presented in its report that would revise the Manual as follows:

#### **Appendix A**

### **SOCIETY BYLAWS**

#### **9.01 Society dues**

The Society Executive Director shall set the amount to be paid as dues. The Society Executive Director is empowered to provide for the payment of dues in installments, to create and designate distinct dues categories, and to set qualifications and dues pertaining to each such category.

#### **9.02 Other Fees**

All other fees charged by the Society shall be set by Executive Director.

**DELETE THIS BASED ON CHANGE TO 9.01**

**3.04 Standard chapter bylaws; code of regulations; statements of policy**

- (a) The Society Board shall prescribe standard chapter bylaws which shall be binding upon all chapters heretofore or hereafter admitted to membership, except as hereinafter limited.

**STANDARD CHAPTER BYLAWS**

**4.01 Initiation Fee**

The initiation fee shall be set by the chapter board of directors, but in no case shall it be less than that required by the Society Executive Director.

**4.02 Other Fees.**

Other fees shall be in the amounts as established by the Society Executive Director.

Motion made and approved by the Board to approve the Society Bylaws and Standard Chapter Bylaws as set out in Appendix A.

**Appendix B**

II. POLICY TYPE: EXECUTIVE LIMITATIONS

- G. Donor restrictions on gifts to the Barbershop Harmony Society Harmony or to Harmony Foundation International.

The CEO shall not fail to inform the Society Board of any gifts received by the Barbershop Harmony Society (BHS), or to the extent known by the CEO, any gifts to Harmony Foundation International (HFI), which have restrictions by the donor pertaining to how or when the gifts may be used. Donations made to any previous, existing, or future fundraising initiative by either BHS or HFI with a specific purpose may be included in a general report or budget detail by the CEO of BHS or the CEO of HFI. The Society Board must be notified of all other restricted gifts, and separately notified that use of the funds are in accordance with the donor's restrictions when any expenditures are made from such gifts.

Motion made and tabled for future discussion and revision to Society Bylaws Appendix B.

**Society Bylaws**

**7.01**

- (c) The Nominating Committee shall nominate eligible persons for positions of director at-large, by the following process:
- (1) On a continuing basis the Nominating Committee shall seek recommendations for candidates from district nominating committees, members of the Society Board, and the Society membership at large.
  - (2) Annually the Nominating Committee shall select a pool of candidates based also upon information on potential candidates developed by the Nominating Committee through recommendations received and inquiries made.

Motion made and passed to accept revisions to Society Bylaws 7.01.

## **HARMONY FOUNDATION**

Harmony Foundation International CEO, Perry White, provided the Society Board with an update on staffing, chapter visits, and the status of donors and pledges through Q1 2018.

## **CEO REPORT**

### **District Presidents' Council Moderator**

District Presidents' Council Moderator, Dave Montera, addressed the Society Board on behalf of the District Presidents' Council. The DP Council met on January 15, 2018 with 16 of the 17 districts represented, and welcoming a number of Society staff and Committee Chairmen to the meeting. Mr. Montera reviewed the success of the discussions pertaining to ethics, mixed Barbershop, District President orientation, Leadership Academies, the Member Center, and the Society Board nominating process.

## **CEO**

Marty Monson, CEO, reviewed the 2017 End of Year operations recap meeting, he presented formally the milestones in the strategic plan's Multi-Generational Project Plan, and asked for approval of the changes and updates to the Chapter License, Chartering, Suspension, and Revocation documentation. Discussion was held.

Motion made and passed to approve the current milestones in the strategic plan's Multi-Generational Project Plan (MGPP). The plan will be released at the 2018 Midwinter Town Hall Meeting in Saturday, January 20, 2018, with wider communication to follow.

Motion made and approved to adopt the changes and updates to the Chapter License, Chartering, Suspension, and Revocation documentation.

## **CEO EVALUATION & COMPENSATION COMMITTEE**

Chairman Don Fuson provided a brief update on the CEO Evaluation and Compensation committee. Mr. Fuson noted they are engaging an external Human Resources professional to review the Society's operations HR process and staff compensation.

## **SERGEANT-AT-ARMS REPORT**

David Haedtler gave a funny, poignant, and heart-warming report

## **Adjournment**

The meeting was adjourned at 9:47 a.m. by the singing of *Keep the Whole World Singing*, directed by Michele Niec.

Respectfully submitted,

Martin L. Monson, Executive Secretary