

**Minutes of Board of Directors Meeting  
Society for the Preservation and Encouragement of  
Barber Shop Quartet Singing in America, Incorporated  
May 21, 2017 | Nashville, Tennessee**

Meeting called to order by President Skipp Kropp at 9:00 a.m. CT on May 21, 2017

**The following action was taken:**

**Quorum:** Secretary Martin Monson confirmed the presence of a quorum to President Kropp.

**The following officers were present:**

**Officers**

Society President Skipp Kropp  
Society Executive Vice President Dick Powell  
Society Immediate Past President Don Fuson  
Society Treasurer Dwayne Cooper  
Society Secretary Martin Monson (non-voting)

**Board Members**

Murray Phillips  
John Donehower  
Steve Denino (via video)  
John Santora  
Matt Mercier  
David Haedtler  
Perry White (non-voting)

**Society Staff**

Michele Niec, Executive Assistant/Office Manager  
Chip Gallent, COO  
Erik Dove, CFO  
Holly Kellar, CMO  
Kevin Lynch, CSO  
Erin Harris, Director of Projects

**Guests**

Noah Funderburg, Chair, G&B Committee  
Matthew Gorman, Youth Advisory Council

**Meeting Appointments**

President Kropp appointed:  
Noah Funderburg as Parliamentarian  
John Santora as Parking Lot Attendant  
Steve Denino as Governance Advocate  
Matt Mercier as Sergeant-At-Arms  
John Donehower as Keeper of the Keys

**Waiver of Notification Requirement**

President Kropp noted neither the Ethics Committee Report nor Finance Committee Report were received by the Board in the required time frame. Motion made and passed to waive the notice requirement regarding reports and documents in support of this meeting's agenda.

## **Minutes**

Motion made and passed to approve the March 19, 2017 Society Board meeting minutes as amended.

## **COMMITTEE REPORTS**

Motion made and passed to receive committee reports.

## **BUSINESS**

### **Governance and Bylaws: CEO Evaluation and Compensation and Benefits**

G&B Chairman Noah FUNDERBURG presented amendments eliminating the separate committees, combining them to be called the CEO Evaluation and Compensation Committee. The Immediate Past President will be appointed the Committee Chair for remainder of 2017, and the committee will be formed.

Motion made and passed to approve the merger of the CEO Evaluation Committee with the Compensation and Benefits Committee to be called the CEO Evaluation and Compensation Committee.

### **Honorary Membership Committee**

President Skipp Kropp reviewed a recommendation from the Inclusion OPT regarding the Grand Central Red Caps. Marty Monson provided history and context to the recommendation. The Honorary Membership Committee recommends a President's Recognition for Posthumous Lifetime Membership in lieu of an honorary membership. Additional discussion was held in regard to the funding of a scholarship for people of color. More research and funding availability still need to be explored.

Motion made and passed for the authorization of a President's Award in Honor of Historic Diversity including life membership for the Grand Central Redcaps to award posthumously.

### **Hall of Fame Committee**

A Hall of Fame Committee recommendation was made. Discussion was held. President Kropp will review the nomination process with the HOF Committee Chairman.

Motion made and passed to adopt the Hall of Fame Committee recommendation as presented.

### **Nominating Committee**

President Kropp led a discussion on dates and questions to present to candidates. The overall process was reviewed and Executive Vice President Dick Powell volunteered to update the Board Operations Manual to send to candidates. The board agreed to continue the conversation about what to provide candidates on Basecamp.

### **HFI Report**

Dr. Perry White, HFI CEO, provided the Board with an update on his first seven (7) weeks in his position.

### **Mission to Impact Report by CEO and Staff**

Marty Monson and the BHS Management Team led a discussion on the Mission to Impact Report. The process for reviewing the document was discussed and it was agreed to move the discussion to Basecamp. CMO Holly Kellar provided an overview of her first 60-days including people, processes, and priorities. COO Chip Gallent updated the Board on the management dashboard (Klipfolio), and the new Member Portal. CFO Erik Dove discussed steps in motion to become a corporate entity in Canada. Discussion was held on possible implications to Sing

Canada. CFO, Erik Dove, and Director of Projects, Erin Harris, requested approval from the Board to build into the Member Portal a check processing fee of \$10. Discussion was held.

Motion made and passed to allow a check fee until a more broad discussion on fees can be presented.

### **Parking Lot Items**

1. CEO Evaluation and Compensation and Benefits Committee to be organized and appointed. The committee should issue a report to the Board by the fall, in time for the budget preparation cycle. Assigned to Skipp Kropp and Don Fuson
2. Research and recommendation for the title of the one-time President's Award to the Grand Central Red Caps. Assigned to Skipp Kropp
3. Investigate and report on the financial implications for authorization of a scholarship fund related to the Red Cap award. Assigned to Skipp Kropp, Marty Monson, Erik Dove, and the Finance Committee with deliverable by September 2017
4. Follow up with Nominating Committee on process of seeking District input into BMAL candidates. Assigned to Skipp Kropp and Marty Monson with report due Midwinter 2018
5. Identify what candidates should receive prior to the WebEx interviews, and prior to the July informal and formal Board sessions. Assigned to Skipp Kropp and Marty Monson. Due prior to candidate interviews in June 2017
6. Continue the cost of Board service discussion. Assigned to Skipp Kropp and Marty Monson
7. Future discussion on check processing or other fees to be charged to members.

The meeting closed with the Sergeant-At-Arms report presented by Matt Mercier and singing of Keep the Whole World Singing, directed by Skipp Kropp.

### **Adjournment**

The meeting was adjourned at 1:14 p.m. Central Time.