

**Minutes of Board of Directors Meeting  
Society for the Preservation and Encouragement of  
Barber Shop Quartet Singing in America, Incorporated  
October 18, 2015**

Meeting called to order by President Don Fuson at 7:01 p.m. CT on October 18, 2015.

**The following action was taken:**

Quorum: Noah Funderburg, G&B Chairman, confirmed the presence of a quorum to President Fuson.

**The following officers were present:**

**Officers:**

Society President Don Fuson  
Society Executive Vice-President Skipp Kropp  
Society Treasurer Dwayne Cooper

**Board Members:**

Gerry Borden  
Ed Bittle  
Dick Powell  
John Santora

**Society Staff:**

Erik Dove, CFO  
Erin Harris, Project Manager

**Guests:**

Murray Phillips (BMAL-elect)  
Matt Mercier (BMAL-elect)  
Chris Buechler (G&B)  
Noah Funderburg (G&B)

**Meeting Appointments:**

President Fuson appointed:  
Noah Funderburg as Parliamentarian  
Don Fuson as Parking Lot Attendant  
Ed Bittle as Governance Advocate

**Waiver of Notice Requirement:**

Motion made and passed to waive additional material that were not sent in within 5 day period.

#### Finance

- August 2015 Balance Sheet
- August 2015 BHS Board Income Statement Summary

#### G&B

- Ethics Complaint Procedures 10\_13\_15
- Possible Revision to the Standard Chapter Bylaws

#### Consent Calendar

- Governance Advocate Report October 2015

### **Minutes**

Motion made and passed to approve the September 20, 2015 Society Board WebEx meeting minutes as amended.

#### **Governance Advocate:**

President Fuson moved to receive the Governance Advocate Report. The motion was not called for a vote.

### **BUSINESS**

#### **Finance -**

Finance Committee Chair, John Santora, mentioned Finance Committee job description to be presented to Governance & By-Laws to finalize organization of official formal committee.

Erik Dove, Society CFO, provided a brief quarterly financial review of documents submitted prior to the Finance Committee's meeting scheduled for 10/21/2015. Discussion was held. President Fuson asked the Finance Committee Chair, John Santora, to again review the timing, content and schedule for monthly/quarterly financial (short) reviews versus detailing reporting.

#### **Annual Planning Cycle Committee (APCC) -**

Skipp Kropp updated the Board on enhancements made to the AIMS presentation including speaker notes. Discussion was held.

#### **Governance & Bylaws (G&B) -**

#### **Ethics Process**

Discussion in regard to changes to ethics process with finalized version to be presented at, and voted on, at November Forum.

#### **Standard By-Laws**

Motion made and passed to adopt the changes to 6.01 Officers as follows:

The officers of this chapter shall be president, secretary, treasurer, and such other officers as may be deemed necessary to conduct the affairs of the chapter. The offices of secretary and treasurer may be combined if permitted by law in the State or Province in which the chapter is located.

Motion made and passed to adopt the changes to Terms of Officers as follows:

The term of office for officers shall be as selected as one of the options in the checkbox below. In the event no box is selected, the default term of office shall be for one year.

One year OR  Two years

Officers shall take office on January 1 of the year following their election and serve until their successors are duly elected and take office. All officers may succeed themselves in office.

Motion made and passed to adopt the changes to 5.02 Board of Director Meetings as follows:

Regular meetings of the Board of Directors shall be held consistent with state or provincial law and must be held at least quarterly. Such meetings shall be held at such time and place as shall be determined from time to time by the Board of Directors.

Motion made and passed to add provision Executive Committee Option:

Chapters may choose to create an executive committee to manage the administrative affairs of the chapter between board meetings. An executive committee must have, as a minimum, the president, secretary, and at least one other board member, as members of the executive committee. The chapter secretary shall keep minutes of all meetings of the executive committee which shall be distributed to the entire board of directors as soon after the executive committee meeting as is practical. All actions of the executive committee must be confirmed by the full board at the next regular or specially called meeting of the board of directors.

Motion made and passed to add to Article V Rules of Procedures:

5.03 Roberts' Rules of Order (most recent edition), including the Small Board Rules of Roberts' Rules, shall serve as the rules of procedure for chapter board and chapter membership meetings.

## **HFI**

President Don Fuson presented recommendation from HFI for Board to approve the election of HFI Trustee, Don Lamberg, to three year term beginning January 2016. Motion made and approved without objection.

## **SCJC**

President Don Fuson confirmed SCJC pseudo random draw has been removed from discussion, and communication in regard to name change of the Presentation Category to Performance Category will be mentioned in next Harmonizer issue.

## **CLOSING**

### **Parking Lot**

President Fuson reported the following Parking Lot items for November:

1. John Santora to finalize Finance Committee job description to be added to Society Rules & Regulations
2. John Santora to review the schedule for monthly versus quarterly reporting for CFO Financials
3. Eric Dove to present 2016 budget and drafts of 2017-2018 at Forum

4. Eric Dove to share 2015 Q3 actuals with Shannon Elswick for CEO Evaluation Committee
5. Marty Monson and Donny Rose to review required updates for District training/Leadership Academies
6. Marty Monson and Joe Cerutti to review Outreach results and 2016 grants with emphasis on expected outcomes and reporting timelines/summaries
7. Marty Monson and Don Fuson to discuss Forum schedules and Board Agenda Planning
8. Marty Monson and Dusty Schleier to review process and identify known conflicts with SAI thru 2020
9. Skipp Kropp to publish the revised APC "Pillar" slides and notes
10. Noah Funderburg to present G&B final documents for Final Ethics Process and Standard chapter By-Laws

#### Adjournment

The meeting was adjourned at 9:00 p.m. central time.

Respectfully submitted,

Martin L. Monson, Executive Secretary

Approved on 11/14/2015