

**Minutes of Board of Directors Meeting
Society for the Preservation and Encouragement of
Barber Shop Quartet Singing in America, Incorporated
September 8, 2013**

Meeting called to order by President Shannon Elswick at 7:00 p.m. EST

The following action was taken:

Quorum: The Secretary confirmed the presence of a quorum.

The following were present:

Officers

Society President Shannon Elswick
Society Immediate Past President Alan Lamson
Society Executive Vice President Don Fuson
Society Treasurer Dwayne Cooper
Society Executive Director and Secretary Marty Monson (non-voting member)

Board Members

Rick Ashby
Gerry Borden
Clarke Caldwell, Harmony Foundation President/CEO (non-voting member)
David Calland
John Miller
Gary Plag

The following were absent:

Joe Cerutti
John Miller

Society Staff Present

Patty Leveille, Executive Assistant/Office and HR Manager
Heather Verble, Director of Finance

Guest

Chris Buechler, Governance and Bylaws
Bill Colosimo, District President's Moderator
Skipp Kropp, Board Member Elect
Dick Powell, Board Member Elect

BUSINESS

President Elswick discussed what constitutes a quorum of the Board. As Joe Cerutti had recently resigned from the Board and the Board had not yet replaced Mr. Cerutti, the normal number of members needed to establish a quorum had changed.

Finance

President Elswick called on CFO Heather Verble who offered a financial update on the Toronto convention. A final report on the convention's financials could not be offered as the Society is still awaiting various bills. However, a final convention report will be presented to the Board at their November 1, 2013 Board Meeting.

Ms. Verble presented an overview of how the Society bills chapters for the liability insurance the Society purchases on behalf of its individual chapters and the Society itself. Discussion was held. No action was taken.

A brief overview of the Society's cash flow was reported by Ms. Verble. Discussion was held. No action was taken.

Nominating Committee

President Elswick explained the process the Nominating Committee is currently taking to present the Board with candidates to consider for the open Board position recently vacated by Joe Cerutti.

District President Moderator

President Elswick called on Bill Colosimo, District President's Moderator. Mr. Colosimo updated the Board on the District President's focused strategies regarding the five Chapter Visitation Points of importance. The District Presidents, CEO, and Society Board will meet for dinner on Friday evening at the November 1-2, 2013 Fall Mini Forum.

Governance

Chris Buechler reported that the Governance and Bylaws Committee is developing rule recommendations regarding the Society's Youth in Harmony programs. The committee continues to discuss and will be making recommendations regarding the definition of the phrase "men of good character". The committee will report any progress regarding the "men of good character" discussion to the Board at their October WebEx meeting.

2014 AIMS

President Elswick called on Executive Vice President Don Fuson. Discussion was held regarding the 2014 AIMS. Mr. Fuson reviewed the materials Board liaisons will present this fall to the various district House of Delegates meetings. Two weeks prior to the November Board meeting the Planning Cycle Committee will present their recommendations for the Board's adoption of the 2014 AIMS.

CEO Report

President Elswick called on CEO Marty Monson who presented his report to the Board. Mr. Monson called for discussion regarding proposed amendment changes to CBQC Rules submitted for Board consideration and action.

1. Proposed change to CBQC Rules – Section 11.6:

The 2013 rules provided that no quartet members could be replaced between a qualifying CBQC preliminary and the international CBQC. For 2014 the following language was proposed:

A quartet may replace only one quartet member between a qualifying CBQC preliminary and the international CBQC. If two or more personnel changes should occur in a qualifying quartet between the qualifying CBQC preliminary contest and the international contest, that quartet becomes ineligible to compete.

2. Proposed change to CBQC Rules – Section 111.4.b:

- a. The 2013 rules provided for a minimum qualifying score average of 71%. Staff proposes that this be increased to 73% (438 points on a single panel of judges, 876 on a double panel, and 1314 on a triple panel). The rules provide that the qualifying score is set by the SBOD and remains in effect until changed by the board.

Motion made, seconded, and unanimously passed to adopt the recommendations as proposed by the Governance & Bylaws Committee.

Mr. Monson reported to the Board trends for the 2014 Mid-Winter and International conventions. Discussion was held regarding the Executive Limitation requiring the CEO to contract convention cities

more than 5 years out. Further discussion will be held on this topic at the Board's November meeting. No action was taken on this date.

Various other topics were covered by the CEO, including staff, membership statistics, the chartering of new chapters, budgeting process, APTIFY, marketing and communications, House of Delegates bulletin, Marketplace sales as impacted by online sales, Mini Forum agenda and scheduling, meetings with Sweet Adelines International and the American Chorus Directors Association, and planned visits to districts during the fall convention cycle.

Society Board Meeting Schedules

President Elswick reviewed the Board's schedule for the November 1-3, 2013 Mini Forum.

- Arrive by 4:30 p.m. to meet with the District Presidents and share dinner
- Board meeting times will be announced on the October Board's WebEx.
- No Board meeting will take place on Sunday.

The 2014 Society Board Schedule will be sent out by Don Fuson.

Parking Lot

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| • Executive Limitation regarding contracting of Convention Cities more than 5 years out. | Nov. Board Discussion |
| • 23K Update on October WebEx | Elswick |
| • Youth In Harmony Rule suggestions | G&B |
| • G&B Ethics committee recommendation on "men of good character" | G&B |
| • C&J Proposed Rule Changes | G&B |
| • Toronto financials | CFO |
| • AIMS update | Fuson |

Respectfully submitted,

Martin L. Monson, Secretary