Society for the Preservation and Encouragement of Barber Shop Quartet Singing in America, Incorporated

Minutes of the Board of Directors Meeting

February 22, 2026

Call to Order and Agenda

The meeting was called to order by **Kevin Keller**, President, after confirming that a quorum was present.

Board Members Present

- Kevin Keller, President
- Zach Materne, Executive Vice President
- Dwayne Cooper, Treasurer
- John Santora, Immediate Past President
- Tim Myers, Secretary
- Jeff Wolff, BMAL
- Gene Spilker, BMAL
- Christian Hunter, BMAL
- Erin Harris, BMAL
- Robert Rund, CEO
- Devin Bradford, Chief of Staff

Approval of Prior Minutes

- **Motion:** To receive and approve the Midwinter Board Meeting minutes
- **Moved by:** Kevin Keller
- **Seconded by:** Zachary Materne
- **Vote:** Approved unanimously

Governance Motions and Actions

1. **Election Voting Eligibility Policy**

- **Motion:** Board members running for any board position may not vote in the election of that position, but regain voting rights once eliminated.
- **Amendment:** Expanded from “officer positions” to **any board position**.

- **Outcome:** Motion approved as amended.

2. **District Presidents Council (DPC) Voting Rights**

- **Proposal:** Grant the DPC one vote in all board elections per position to be elected.
- **Discussion:** Extensive discussion regarding governance vs. operational roles and historical context.
- **Action:** Motion **rescinded** by the maker before a vote; no action taken.

3. **Immediate Past President (IPP) Board Position**

- **Motion:** Eliminate the Immediate Past President position effective January 1, 2027.
- **Discussion:** Significant discussion regarding institutional knowledge, governance continuity, and workload.
- **Action:** Motion **tabled** pending further clarification, including procedures in the Board Operating Manual.

4. **Board Vacancy (Board Member at Large)**

- A vacancy exists due to resignation.
- Board determined bylaws require the vacancy to be filled.
- **Action:** Leadership Development Committee (LDC) to proceed with identifying candidates, including previously vetted individuals, and return with recommendations as soon as practicable.
- No formal motion required.

Foundation & External Governance Matters

1. **Harmony Foundation (HFI) Ex-Officio Representation**

- Discussion held regarding whether one role should be specified as a representative serve as ex-officio representative to HFI Board of Trustees or whether the President can change that appointment on an annual basis based on needs and priorities of that time.
- **Consensus:** Society President retains discretion to appoint annually.

- No formal motion required.

2. **DPC Ex-Officio Board Role**

- **Motion:** Establish DPC Moderator (or designee) as an ex-officio, non-voting board member.
- **Discussion:** Concerns raised regarding confidentiality, fiduciary responsibility, and historical precedent.
- **Action:** Motion **tabled** for further refinement and consideration.

Philanthropy & Board Giving

- Presentation by **Tim Myers**, Chair of the Philanthropy Committee.
- Emphasis on expectation that **100% of board members participate financially**, at any level, by the St. Louis convention.
- No formal motion; informational and aspirational goal.

CEO Report & Sharing of Good News

- CEO **Robert Rund** announced plans to honor **Scott Joplin** with a posthumous honorary membership in conjunction with the St. Louis convention.
- Event to include participation by living relatives and musical presentation.
- Board expressed strong support and enthusiasm.

Action Items Summary

- **President (Kevin Keller):** Coordinate with Leadership Development Committee to fill board vacancy.
- **Secretary (Tim Myers):** Track all tabled motions for future agendas.
- **Board:** Consider individual philanthropic contributions prior to St. Louis meeting.

Adjournment

- **Motion to Adjourn:** Made by Jeff Wolff
- **Approved:** Unanimously
- Meeting adjourned.