

**Minutes of Board of Directors Annual Meeting  
Society for the Preservation and Encouragement of  
Barber Shop Quartet Singing in America, Incorporated  
July 11, 2020, 10:00 AM  
Zoom Conference**

Meeting called to order by Society President Dick Powell at 10:05 a.m. Central Daylight Time on Saturday, July 11, 2020, on Zoom Video Conference, and streamed to broader membership via BHS YouTube.

**The following action was taken:**

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

The meeting was opened with:

- “The Old Songs,” lead by BHS learning track ([www.barbershop.org](http://www.barbershop.org))
- Reading of Mission/Vision Statements and Purposes by Jeremy Brann

**The following officers were present:**

**Officers**

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

**Board Members**

Jeremy Albright  
Jeremy Brann  
Blair Brown  
John Donehower  
Randy Loos  
Bernard Priceman  
Perry White (Non-voting)

**Society Staff**

Erik Dove, BHS Chief Financial Officer  
Erin Harris, BHS Senior Director of Impact  
Holly Kellar, BHS Chief Marketing Officer  
Kevin Lynch, BHS Chief Strategy Officer  
Megan Henderson, Executive Assistant  
Devin Bradford, Community Development Manager  
Sam Hoover, Systems Administrator

### **Special Guests**

Joe Berger, G&B Chairperson  
Murray Phillips, Nominating Committee Chair  
Bob Eckman, District President's Council Representative

### **Board Candidates**

Bill Hickman  
Christian Hunter  
Brian O'Dell  
Michele Niec

### **Meeting Appointments**

President Powell appointed:

- Joe Berger as Parliamentarian
- Blair Brown as Parking Lot Attendant

### **Waiver of Notice Requirement**

Request to receive the HFI report, received July 10th, was approved.

### **Minutes**

Motion made and passed to approve the May 31st and June 14th, 2020 Society Board meeting minutes as presented.

### **CEO Report**

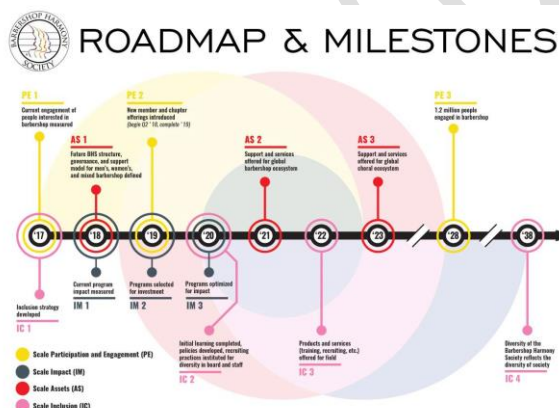
Marty Monson provided a report on the State of the Organization. Highlights from his report are listed below, and you can view the recording [here on our website](#).

- Marty provided a recap of the year (Midwinter Convention) to date and implementation of the strategic vision:
  - Acknowledged the challenges with the Everyone in Harmony rollout
  - Addressed the current climate and challenges with development/philanthropy in this environment
  - Acknowledged membership is declining, but the opportunity to share barbershop outside of our current ecosystem
- **COVID-19**
  - 2020 Expense Reductions:
    - Wages & Benefits, Outreach, Impact, Music Education, Marketing, Shared Services, EIH, and Governance expenses as well as expense control due to the cancellation of the 2020 International Convention
  - Revenue Initiatives:
    - Paycheck Protection Program (PPP) Loan, potential lease Harmony Hall Excess Space, Net Development Growth, Virtual Harmony University, and the Legacy Quartet Championship
  - New BHS Programs offered to singing communities and members

- Collaboration Webinars: “What Do Science and Data Say About the Near-Term Future of Singing” and “Singing: What we CAN Do,” Virtual Chapter Visits, Virtual Harmony University (including EiH virtual choir), Legacy Quartet Championship, 2020 BHS Gala Awards, COVID-19 Guide and Resources, Everyone in Harmony Video Series

***even during a pandemic... our mission and vision remain the same***

- BHS’ Strategic Plan is a culmination of 10 different strategies
  - In 2017, we publicly communicated 4 of those strategies and the launch of the Everyone in Harmony vision
    - Preservation and Encouragement through Participation & Engagement
    - Building Communities of Artists/Singing Communities
    - Driving Impact through Programs
    - Supporting a Whole World of Singing
  - BHS Strategic Plan offers us **opportunity and invitation** even during the hardest times
  - Review of the Roadmap & Milestones (Shared January 2018)



## ● PARTICIPATION & ENGAGEMENT HIGHLIGHTS

- 2018: 47k TTM unique PIBs
- 2018: 77k TTY unique PIBs
- 2019: 55k TTM unique PIBs
- 2019: 85k TTY unique PIBs
- 2020: 60k TTM unique PIBs
- 2020: 94k TTY unique PIBs
- *Our preservation work in Nashville achieved critical scale: new barbershop video recordings surpassed 2,000 and our YouTube audience has now surpassed 134,000*
- Virtual Harmony University
  - Nearly 350 participants in EiH Chorus with Deke Sharon
- New member subscriptions in the last three months (not renewals): \$26,473
  - We have taken in approx. 96% of the revenue in June that we took in during the same time period last year
- Increase in constructive feedback from our members: +15% increase from Q1 to Q2

- Gathering data on how our community is currently rehearsing, how they plan to engage in the future & how we can help them succeed
  - ~60% of survey respondents report singing in virtual rehearsals at least once in the past 3 months (July 2020, Q2 Impact Survey)
- **IMPACT**
  - Quarterly Community Impact Survey
    - How valuable and relevant are programs, products, and services to singing communities?
    - How can we improve the experience?
  - Next Generation Barbershop/Youth Survey
    - What is it about barbershop and youth events that keep youth returning and staying involved in barbershop?
  - Music Educators Survey
    - Do music educators implement what they learn at HU in their classrooms?
  - Data Analytics & Insights Manager
    - Supports measuring BHS impact
- **ASSETS**
  - Support Services:
    - Collaborated with Districts, AIC, and Alliances (formerly Affiliates) to create Memorandum of Understandings (MOU)
    - Building our direct offerings for singing communities
  - Hired a Volunteer Manager to support our greatest asset...our thousands of volunteer leaders!
  - Building in downtown Nashville
- **PHILANTHROPY**
  - Strong culture of philanthropy in BHS
  - 2018- Began applying for institutional philanthropy grants in light of reduced funding from HFI
  - July 2020: BHS rolled out direct fundraising
    - Providing a platform for singing communities to fundraise for themselves - increasing dollars in their backyard
  - Increasing donor knowledge of our programs' impact through a new framework
    - Seeking feedback about funding priorities
- **INCLUSION**
  - **June 2018:** Welcoming all genders
  - **January 2019:** Increasing chapter options and offerings
  - **December 2019:** Increasing quartet options and offerings (hired Quartet Success Manager)
  - March 2020: Added 100 new SATB and SSAA charts to our music catalogue
  - Free Education Fridays
    - A la carte VHU provides more accessible options for all income levels
  - BHS is continuing to develop new charts and learning tracks

- 37 New SSAA & SATB learning tracks in the last quarter alone
  - 7 featured spring music publications focusing on arrangements for, and from, women-led quartets & choruses
- We will continue to strive to inspire and support people moving forward to create and cultivate the barbershop community
- The barbershop style encourages everyone to express themselves- various backgrounds and experiences, although we may be isolated right, you are not alone
- Remember that you can lean on singing and the social connection to engage with local communities to benefit from the joy of singing together
- Let's be a beacon of hope for those that need it the most- we can't do it without
  - We need to put our issues aside, the same we we have responded in times past
- A lot of the developing information is discouraging regarding singing together in the future-- we have to decide how we are going to react as an organization
  - I truly believe that we can come out of this pandemic stronger than when we entered, but we have to be innovative and creative
- Our vision calls us to support our membership and our communities-- we need to share the intrinsic benefits from singing
- Come for the singing and stay for the fellowship- please stick with us, we need you.
- **CFO/Treasurer Report Q1** Erik Dove/John Santora
  - Draft 990
    - Draft 990 just received last Friday (July 10th)
      - Board Treasurer John Santora and BHS CFO Erik Dove will review and provide additional information for the board within the next few days
  - Pre-COVID first quarter results were the topic of the treasurer's report: Convention, first activities from the year
  - Society Board has approved the revised 2020 budget and business plan pivots
  - Summary of the 2019 EOY Operation Budget and the First Quarter 2020 Operations results
- DPC Report (provided in the board packet)
  - Received and in the board packet- no questions/comments, Nick Schwob was not present

## Consent Calendar

### Receipt of Society Committee Reports:

Motion to receive the following Committee Reports:

Motion approved and passed to receive the following reports as presented.

- Finance Committee Report

Bernard Priceman

### Receipt of Society Committee Reports with Discussion:

- Strategic Planning Committee Report

John Miller

- SPC Chair, John Miller shared the strategic planning committee report and referenced the approved business plan pivots and budget adjustments
  - The committee endorses the society's strategy for relevance and sustainability of the organization (digital transformation)
  - New focus for the committee will shift to the on the communication of the development launch
  - A focus of SPC toward communication regarding the creation of the development arm of the BHS was the focus of the most recent SPC meeting. That meeting was chaired by SPC Member and Society Board Member at Large, Jeremy Albright
  - Suggestion to share the CEO Executive Limitations and Mission to Impact Reports with broader membership
  - Mr. Miller will remain the chair of the SPC through the end of 2020 (the conclusion of his term as EVP), even if he is not continuing as BHS Society President in 2021
  - Post-election, Mr. Miller will act in more of a consultant role to the EVP Elect so that the new EVP can quickly get actively involved in leading and shaping the SPC
- CEO Evaluation Cmte Skipp Kropp
    - CEO and Staff Compensation and Benefits Committee
      - CEO Evaluation Committee Chair Skipp Kropp explained the role of the committee:
        - Note: at large member is Scott Nielsen, an HR Officer with significant experience
      - The BHS staff is not overcompensated compared to other nonprofits nationally or in Nashville
      - Staff was able to relieve \$500K in the budget with tiered pay and benefit cuts
      - \$38K left front the PPP funds, the committee approved the use of funds to alleviate some of the benefit and pay cuts
- G&B Report/Updates Joe Berger
    - Society Bylaws Update will be provided before the September meeting
    - Ethics Committee Process/Policy Update
      - Still working on a report from a member of the Ethics Committee and should have it to the board with a recommendation within the next 2-3 weeks
    - Social Media Update
      - Topic/task is currently on hold for now
    - BPM Revisions and Review Process
      - Will ask for board member and committee chair input for these committees for revisions- Ethics and G&B
      - First draft should be ready before Midwinter ready for comments

- Joint Audit Committee Report John Santora
  - Concern regarding an auditor's comment:
    - Additional footnote: governance relationship between BHS & HFI: Disagreements between HFI and BHS regarding the relationship that requires combined financial statements. The disagreements haven't been resolved.
    - Mr. Santora disagreed with the note as recommended by the auditors. The footnote shouldn't affect the way the reader views the financial statements or how they operate moving forward. They show the individual results of the organizations are already included.
    - Auditors felt it was a significant disagreement and needed disclosure. The statement is reflective of a situation that is not yet resolved or fleshed out at this particular point in time. Not appropriate to be part of the financial statements.
  - Joe Berger, Chair of G&B recommends the inclusion in the minutes in order to note the board's concern regarding the auditor's comments.

#### **Task Force Updates:**

- Governance & Operational Task Force Update Jeremy Albright
  - Written report received at the last board meeting
  - There have been challenges meeting due to conflicting schedules, and the task force has discussed a temporary pause in their work. They should have a report in the coming months.
- AIC Request Update Skipp Kropp
  - AIC membership made a presentation to the SBOD on June 14th to request a change of structure and bylaws of the AIC.
  - Mr. Kropp is the head of this task force, and has requested various input on the draft received from the AIC. He will be sending the draft to the board for approval and then given back to AIC leadership for reaction.
    - Report will be available prior to the end of 2020
- BHS/HFI Discussions Update John Donehower
  - Mr. Donehower was not able to provide a statement until they have a joint statement from HFI and DPC. An update to be provided at a later date.

#### **Recess**

The meeting recessed at 11:50 a.m. by the singing of *Keep the Whole World Singing*, led by BHS learning track ([www.barbershop.org](http://www.barbershop.org)).

**Minutes of Board of Directors Annual Meeting  
Society for the Preservation and Encouragement of  
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July 12, 2020, 10:00 AM  
Zoom Conference**

Meeting reconvened by Society President Dick Powell at 10:24 a.m. Central Standard Time on Sunday, July 12, 2020, on Zoom Video Conference. There were issues with the YouTube livestream on this day, but the recording will be released at a later date.

**The following action was taken:**

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

The meeting was opened with:

- “The Old Songs,” lead by BHS learning track ([www.barbershop.org](http://www.barbershop.org))
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**The following officers were present:**

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Kevin Lynch, BHS Chief Strategy Officer  
Megan Henderson, Executive Assistant  
Devin Bradford, Community Development Manager



Sam Hoover, Systems Administrator

### **Special Guests**

Joe Berger, G&B Chairperson

Murray Phillips, Nominating Committee Chair

Bob Eckman, District President's Council Representative

Nick Schwob, District President's Council Moderator

District Presidents and Executive Vice Presidents

### **Board Candidates**

Steve Denino

Mark Fortino

Bill Hickman

Christian Hunter

Brian O'Dell

Michele Niec

### **Meeting Appointments**

President Powell appointed:

- Joe Berger as Parliamentarian
- Blair Brown as Parking Lot Attendant

### **Barbershop Harmony Society Election of Board Officers and Members**

The Nominating Committee report was previously submitted to the Board as follows:

Pursuant to Section VII of the Society Bylaws, the following candidates are hereby placed in nomination for election by the Board of Directors of the Barbershop Harmony Society, at its meeting July 12, 2020. Society President, Executive Vice President, Treasurer, and Board Member at Large terms of office begin January 1, 2021.

Uncontested and nominated by the Society Nominating Committee:

One-year term:

Treasurer

John Santora

Motion made and passed: that the uncontested nominee for Society Treasurer John Santora be elected by acclamation.

Society President

The following were nominated by the Society Nominating Committee for the open Board position of the Society President.

One-year term beginning January 1, 2021:

(one to be elected)

- Jeremy Albright
- John Donehower

### Society Executive Vice President

The following were nominated by the Society Nominating Committee for the two open Board positions of the Society Executive Vice President.

One-year term beginning January 1, 2021:

(one to be elected)

- Jeremy Albright
- Steve Denino

### Board Member-At-Large

The following were nominated by the Society Nominating Committee for the two open Board positions of the Society Board Member-At-Large.

A three-year term beginning January 1, 2021:

Board Member-At-Large

(two to be elected)

Mark Fortino

Bill Hickman

Christian Hunter

Brian O'Dell

Michele Niec

The nominees for President, Executive Vice President, and Board Member-At-Large addressed the Board individually before a secret ballot was taken. Following the tabulations of the ballots by the parliamentarian and Murray Phillips, Chair of the Nominating Committee, President Powell announced the results as follows:

- 2021 Society President John Donehower
- 2021 Society Executive Vice President Steve Denino
- 2021-23 Board Member-At-Large Mark Fortino
- 2021-23 Board Member-At-Large Christian Hunter

### HFI Board of Trustees Elections

Joe Berger

- G&B Chairman Joe Berger stated the board had not received the nominating committee report or the name of candidates.
- Having not received a report from the HFI Nominating Committee, the SBOD approved a motion to postpone the HFI trustee election, to wit:
  - IPP Kropp moved to postpone the HFI trustee elections until the next SBOD meeting.
  - The SBOD approved the motion.

### Parking Lot

Blair Brown captured the following parking-lot items from the meeting:

- Approved minutes from the previous SBOD meeting to be available on the BHS website by end of the coming week.

- Mr. Kropp informs the Board that the AIC Request Committee is in progress and will report back to the Board with updates shortly.
- Mr. Donehower will follow up shortly with an update on BHS/HFI discussions.
- Mr. Berger will follow up with a recent request from the Ethics Committee with a report by Aug. 15, 2020.
- Mr. Berger asks that any additional reports from the Ethics Committee task force be submitted ASAP in preparation for September bylaws updates.
- Mr. Berger to draft the procedure for the last BMAL term for John Donehower
  - The board will hold a special election at the Sept meeting to work with the District Presidents to receive nominations for the one-year term.
  - Nominating Committee Chair Murray Phillips will work with the BHS marketing team to get something to the membership to advertise the position.

### **Adjournment**

The meeting was adjourned at 12:09 p.m. by the singing of *Keep the Whole World Singing*, led by BHS learning track ([www.barbershop.org](http://www.barbershop.org)).

Respectfully submitted,

Martin L. Monson, Executive Secretary