

BARBERSHOP HARMONY SOCIETY

Midwinter Convention Public Society Board Meeting Minutes

Thursday, January 30, 2025 • 10:00 AM CST

San Antonio, Texas – San Antonio Marriott Riverwalk

Attendance: John Santora, Joe McDonald, Kevin Keller, Zachary Materne, Dwayne Cooper, Larry Bomback, Maria Christian, Jeff Wolff, Michele Niec, Tim Myers

1. Call to Order

President **Kevin Keller** called the meeting to order at 10:00 AM CST.

2. Quorum

Jason Thompson (Parliamentarian) confirmed that a quorum was present.

3. “The Old Songs”

Led by **Dwayne Cooper**, the meeting opened with the singing of “The Old Songs.”

4. Reading of Mission and Vision Statements

Joe McDonald read the Society’s Mission and Vision:

- **Mission:** *The Barbershop Harmony Society brings people together in harmony and fellowship to enrich lives through singing.*
- **Vision:** *Everyone in Harmony.*

President Keller remarked on the importance of revisiting the mission regularly to guide the Board’s decisions and actions.

5. Appointments

- **Parliamentarian:** Jason Thompson
- **Governance Advocate:** Jason Thompson
- **Parking Lot Attendant:** Larry Bomback

6. Introductions

- **Ex Officio Board Members:**
 - o **Steve Denino**, Interim CEO/Executive Director
 - o **Dr. Perry White**, President & CEO, Harmony Foundation International (HFI)

- **BHS Staff Present:**

- o **Erik Dove**, CFO/COO
- o **Steve Wyszomierski**
- o **Robyn Chancey**, Executive Assistant
- o **Eddie Holt**, Digital Media Manager

- **Board Committee Representatives:**

- o **Jason Thompson**, Governance & Bylaws (G&B) Chair
- o **Bill Colosimo**, Leadership and Development Chair

- **Special Guests & Visitors:**

- o Past Society Presidents (Don, Alan, John, etc.)
- o **Kenny Rios**, DPC Moderator
- o Various District Presidents/Representatives
- o Alliance/World Harmony Council representatives (if present)
- o BHS Ambassadors

7. Recognitions

President Keller recognized outgoing President **John Santora** for his many years of service as Treasurer, Board member, and President, highlighting his leadership during challenging financial periods.

8. Request for Waiver of Notification Requirement

Jason Thompson explained the need for a waiver of the standard 10-day notification requirement for Board materials. The motion carried without objection.

9. Performance Reports

9.1 Harmony Hall Report

Steve Denino (Interim CEO) and **Erik Dove** (CFO/COO) presented a comprehensive operational and financial update. Key highlights included:

- **2024 Financial Stabilization**

- o Ended with net income of +\$67,000 versus a budgeted loss of \$419,000.
- o Retired \$650,000 of revolving debt and increased cash reserves by \$100,000.
- o Event revenue up 60% year-over-year (strong Cleveland 2024 performance).
- o Cost containment and membership service improvements supported net gains.

- **Membership & Participation**

- o Current total membership ~14,150 (rebounding post-pandemic).
- o Active quartets at 939, nearing pre-pandemic levels (~1,000).
- o 585 total chapters; 673 identified choruses (due to multiple ensembles per chapter).

- **Brand & Marketing**

- o YouTube subscribers exceed 208,000, bringing in over \$80,000 in 2024.
- o New BHS brand rollout in three phases: internal leaders, full membership, external/public.

- **Technology & Data**

- o Ongoing Member Center improvements and AI-based customer service tools. - Over 158,000 transactions
- o 2025 focus: user interface/experience and a renewed data discipline.

- **Building Sale**

- Active negotiations to sell the Nashville HQ.
- Financial stability is not contingent on the sale; if sold, BHS moves to temporary space.

- **Vision for 2025**

- Completing strategic “5x5” roadmap and pivoting to growth, with emphasis on volunteer engagement and finalizing a unified brand identity.
- Leadership services
- Big Leap program designed to assist chapters of 12-40 who are looking to get out of the plateau
- Music Education Services
- Arranging Barbershop volumes
- Tag book for all
- Emphasis on attending ACDA National Conference and state music educator conferences
- Senior Singers
- Event Update
- Cleveland
- Harmony University
- Future Events
- 2025
- Un Convention
- International
- 2026
- Midwinter - Pasadena

Motion: To receive the Harmony Hall (Operations) Report. *Motion carried* without opposition.

9.2 Harmony Foundation International Update

Perry White provided an overview of the relationship between BHS and HFI as a positive experience. The trend for philanthropy is trending up. Revenue is short of 2018-2019 but trending in positive direction. 1,260 Ambassador Song Donors

- AIC
- Prison Program
- President Council
- BHS Directed endowment
- Ambassador Song Donors

Perry emphasized need for messaging to members the importance of giving to support the various programs. The spirit of communication between BHS and HFI has not been better in his experience of CEO.

9.3 BHS Brand

Steve Denino presented on the BHS Brand. “What people say about you when you’re not in the room”. HH is working on how they communicate. Strategies will be shared in the upcoming time before the International Convention in Denver.

- Acceptable taste presentation that included a “BHS Statement of Acceptable Taste”. At this time, the visual presentation was asked not to be shared. The strategy will be applied to adjudicated and non-adjudicated aspects of the organization.
 - o **Motion:** To accept the statement of acceptable taste statement. *Motion carried unanimously*
- **Larry Bomback** provided feedback on the importance of authenticity of this challenge. Larry referenced Smoke Ring quartet and the importance of clarity to such a quartet upon receiving the communication plan as presented.
- **Steve Denino** provided insight to the 3rd party consultation on the strategy and part of the consultation will result in clear direction for competitors to have an avenue to make inquiries regarding acceptable performance topics.
- **Larry Bomback** followed with additional hypothetical questions on past performances and what would be the decision in the new acceptable taste environment.
- **Kevin Keller** provided historical context in the SCJ and questionable performances and how that would be addressed now. The change that allowed the judging panel to stand have discussion after performances. Kevin expressed this was a miss in the Cleveland contest and could have mitigated some of the concerns/issues.
- **John Santora** highlighted that we are an organization that invites everyone to participate and that also means that participation includes adherence to rules in place.
- **Larry Bomback** provided additional feedback on the importance of avoiding hypocrisy in the application of enhanced clarity

9.4 District Presidents Council (DPC) Report

Kenny Rios, DPC Moderator, thanked the Board for improved communication and collaboration.

- Monthly DPC meetings address leadership, member engagement, dues realignment, and support for chapters/districts.
- DPC continues to align with BHS strategic goals, branding, and leadership development.

Motion: To receive the DPC Report.

Motion carried without opposition.

10. Committee Reports

10.1 Governance & Bylaws (G&B) – Jason Thompson

- Ongoing updates to the Board Operations Manual.
- Chapter bylaws approvals, election waivers, and governance clarifications.
- Ethics Committee and Hall of Fame Committee changes to align better with the Carver model by moving both to operational oversight.

10.1.1 Motions – Moving Committees to Operations

1. Hall of Fame Committee

- Move from Board-appointed to operational oversight. - *Motion carried* unanimously.

2. Ethics Committee

- Move from Board-appointed to operational oversight.
- *Motion carried* unanimously.
- Appeal mechanism remains in extraordinary cases.

10.1.2 Bylaws Amendments

1. Nomenclature Change for Secretary

- Replace references to “CEO” with “Secretary” for elections.
- *Motion carried* unanimously.

2. Renaming Nominating Committee

- Change all references from “Nominating Committee” to “Leadership Development Committee.” - *Motion carried* unanimously.

3. Suspension/Reinstatement Clarification

- If conditions are imposed during suspension, reinstatement may require verifying compliance.
- *Motion carried* unanimously.

10.2 Leadership Development Committee – Bill Colosimo

- Seeking to identify and recruit future leaders/volunteers across the Society.
- Encouraged members to submit names (or self-nominate) via CalledToServeBHS@gmail.com to bolster leadership rosters.

10.3 Consent Calendar

Written Reports Received:

- Ethics (final under Board; now moving to Operations)

- Finance
- CEO Evaluation
- Leadership Development
- Strategic Planning

Motion: To receive the above committee reports. *Motion carried* without opposition.

10.4 Executive Limitations Report

Interim CEO **Steve Denino** affirmed compliance with all executive limitations for the quarter; the signed statement will be circulated for Board records.

Motion: To accept the Executive Limitations compliance report. *Motion carried* unanimously.

11. Recognition of Newly Elected Officers and At-Large Members

11.1 Presentation of Pins

- **President (2025):** Kevin Keller
- **Executive Vice President (2025):** Zach Materne
- **Secretary (2025):** Maria Christian
- **New Board Members-at-Large (2025):**
 - o Michele Niec
 - o Jeff Wolff

Incumbent Board members were also recognized:

- Treasurer: Dwayne Cooper
- Board Members-at-Large: Larry Bomback, Joe McDonald, Tim Myers, Gene “Doc” Spilker
- Ex Officio Members: Interim CEO/Executive Director Steve Denino; Dr. Perry White (HFI)

All were officially installed for the 2025 term.

12. Parking Lot – Larry Bomback

- Reminder not to distribute the new Statement of Acceptable Content/Taste until the official BHS communication plan is finalized.
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13. Good News – Steve Denino

- Expressed excitement for Midwinter convention events, including youth and senior contests with strong attendance.
 - Highlighted volunteers’ contributions and the overall positive momentum heading into 2025.
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14. Adjournment

With **Zach Materne** leading “Keep the Whole World Singing,” President Keller declared the meeting adjourned at approximately 12:00 PM CST.

Action Items Recap

1. **Ethics Committee Transition**
 - Finalize revised procedures for case management and appeals under Operations.
2. **Hall of Fame Transition**
 - Complete documentation to shift committee oversight to Operations.
3. **Executive Limitations**
 - Circulate signed CEO compliance statement for official Board records.
4. **Brand Rollout**
 - Continue internal leadership briefing before full membership launch.
5. **Leadership Recruitment**
 - Encourage use of CalledToServeBHS@gmail.com to identify and develop future BHS leaders.

Respectfully submitted,

Maria Christian

Board Secretary

On behalf of the Barbershop Harmony Society Board of Directors

Date of Approval: [March 16, 2025]