

**Minutes of Board of Directors Annual Meeting
Society for the Preservation and Encouragement of
Barber Shop Quartet Singing in America, Incorporated
Sunday, March 6, 2022, 7:00 PM
Zoom Conference**

Meeting called to order by Vice President, Steve Denino, at 7:00 pm Central Daylight Time on Sunday, March 6, 2022, on Zoom Video Conference, and streamed to broader membership via BHS YouTube channel.

The following action was taken:

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

The meeting was opened with:

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

The following officers were present:

Officers

Society Executive Vice President Steve Denino
Society Immediate Past President Dick Powell
Society Treasurer John Santora
Society Executive Secretary Marty Monson (Non-voting)

Board Members

Jeremy Brann
Blair Brown
Maria Christian
Christian Hunter
Zachary Materne

Society Staff

Erik Dove, BHS Chief Financial Officer
Erin Harris, BHS Chief Program Officer
Devid Bradford, Marketing Director
Sam Hoover, Director of IT

Special Guests

Steven Armstrong, Chair of Contest and Judging Committee

Joe Berger, Chair G&B

David Haedtler, Chair of the Nominating Committee

Skipp Kropp, Past President

Nick Schwob, District President Council Moderator

Meeting Appointments**Recognitions**

- Charlotte International Convention Update
Presentation & Discussion by Erin Harris
- Spring Conventions
Discussion by Erin Harris

Board Education

John Santora

February Board Retreat Review

- Education on gender-based ensembles
- Harmony Hall District MOUs
- Digestible Strategic Plan discussion
- Planning process for 2023 budget +3 fiscal years and business plan

Performance Reports:

State of Society

Marty Monson

CEO Report

- **Operational Updates**
 - 2021 Financials

2021 Preliminary Actual v. Budget

| | | | | | |
|--|-------------|-------------|-----------|-------------|-----------|
| BHS Financial Summary | | | | | |
| Income | 3,804,155 | 3,873,510 | (69,355) | 4,468,217 | (664,062) |
| Direct Expense (Non-Wage) | (2,254,270) | (1,904,476) | (349,793) | (2,137,807) | (116,463) |
| Wages & Benefits | (2,427,888) | (2,432,500) | 4,612 | (3,278,533) | 850,645 |
| NET INCOME (LOSS) | (878,003) | (463,466) | (414,537) | (948,123) | 70,120 |
| Legal-Related Expenses | (704,569) | - | (704,569) | (169,161) | (535,408) |
| Net Operating Income (pre-litigation): | (173,433) | (463,466) | 290,033 | (778,962) | 605,529 |

2021 Preliminary Total Revenues (YTD 2021 & 2020)

| | YTD | YTD 2021 Budget | Variance | YTD 2020 Actual | Variance |
|----------------------|-----------|--------------------|-----------|--------------------|-----------|
| Revenue: | | | | | |
| Membership Services | 1,677,027 | 1,636,714 | 40,313 | 1,775,203 | (98,176) |
| Outreach | - | - | - | 329,478 | (329,478) |
| Music Education (HU) | 65,292 | 167,600 | (102,308) | 177,191 | (111,899) |
| Events | 95,588 | 159,400 | (63,812) | 320,303 | (224,715) |
| Marketplace | 292,649 | 269,000 | 23,649 | 419,523 | (126,874) |
| Shared Services | 1,189,654 | 949,425 | 240,229 | 1,048,732 | 140,922 |
| Marketing | 162,525 | 108,371 | 54,154 | 144,862 | 17,663 |
| Impact | 368 | - | 368 | 59,248 | (58,880) |
| Development | 321,051 | 583,000 | (261,949) | 193,677 | 127,374 |
| Total Revenue | 3,804,155 | 3,873,510 | (69,355) | 4,468,217 | (664,062) |

2021 Preliminary Expenses - including Legal

| | | | | | |
|-------------------------------|-------------|-------------|-----------|-------------|-----------|
| Expenses: | | | | | |
| Membership Services | (26,048) | (62,300) | 36,252 | (34,979) | 8,931 |
| Outreach | (2,273) | - | (2,273) | (273,224) | 270,951 |
| Music Education (HU) | (22,987) | (31,550) | 8,563 | (31,129) | 8,143 |
| Events | (83,639) | (37,000) | (46,639) | (177,754) | 94,116 |
| Marketplace | (124,586) | (124,950) | 364 | (153,720) | 29,135 |
| Shared Services | (813,676) | (872,514) | 58,838 | (835,968) | 22,292 |
| Marketing | (191,506) | (210,300) | 18,794 | (196,206) | 4,701 |
| Impact | (432) | - | (432) | (37,801) | 37,369 |
| Governance* | (704,649) | (6,400) | (698,249) | (211,177) | (493,472) |
| Strategic Plan Implementation | (145,596) | (220,462) | 74,866 | (385,505) | 239,909 |
| Development | (138,878) | (339,000) | 200,122 | (99,337) | (39,541) |
| Wages & Benefits | (2,427,888) | (2,432,500) | 4,612 | (3,278,533) | 850,645 |
| Total Expenses | (4,682,158) | (4,336,976) | (345,182) | (5,715,335) | 1,033,177 |
| *Includes Legal | (704,569) | - | (704,569) | (169,161) | (535,408) |

2022 Operational Updates:

Erik Dove/Erin Harris

- 2022 Midwinter results
- Co-ownership Mindset: initiating leadership training and a return to gathering
- Building Relationship Management: BHS Ambassadors are checking in with chapter leaders
- Meeting Membership Needs

2023 +3 Plan & Budget

Marty Monson

- Board-endorsed focus areas
- Planning & Budget Timeline - March through September

Open floor for any questions on Executive Limitation Report

Discussion:

Nick Schwob

- HU Scholarship collaboration between Districts & HH
- DPC discussion about surveys and contest decision

Motion to receive CEO report: Approved

Committee Reports:

Governance & Bylaws Committee

Joe Berger/John Santora

- District Bylaws For Review
 - Putting together new bylaws for Ontario District
- Litigation Update - Interrogatories phase

Strategic Planning Committee

Steve Denino

Policy Decisions

N/A

Policy Discussions

N/A

Consent Calendar

Receipt of Society Committee Reports:

Steve Denino

Motion to receive the following Committee Reports:

- **Finance**
 - Motion to receive. Approved.
- **Nominating Committee**
 - Motion to receive. Approved.

Reports received with no objections.

Minutes

- Approval of the Minutes
 - Annual meeting, November 2021
 - Maria Christian - Motion to approve minutes; Approved.
 - Executive Session, January 2022
 - Maria Christian - Motion to approve minutes; Approved.
 - Executive Session, February 2022
 - Maria Christian - Motion to approve minutes; Approved.

Steve Denino

Parking Lot**Zachary Materne**

Zachary Materne captured the following parking-lot items from the meeting:

- Financial reports and Midwinter survey results are forthcoming
- Strategic planning work forthcoming

Good News**John Santora**

- **Recognition - The Judging Community**
 - Steven Armstrong, Chair of Contest and Judging Committee
 - How the committee is staying active and involved
 - “The Water Cooler”
 - Travel management system for judges
 - Barberscore data system

Adjournment

The meeting was adjourned at about 2:30 PM by the singing of *Keep the Whole World Singing*, led by BHS learning track (www.barbershop.org).

Respectfully submitted,

Martin L. Monson, Executive Secretary