

Minutes of KOS Board Meeting
05/08/2023

Meeting was called to order by Kathy Haldeman at 6:34 P.M.

In attendance: Kathy Haldeman, Libby Morgan, Bob Brouillard, Noel Brouillard, Mike Holt, Les Muncaster, Carol, Mc Neill, Craig Lilly, David Fritz

Secretary (Noel) minutes were presented from the executive board workshop meeting(4/12/23) and accepted without correction. Minutes from the last general post concert meeting were unavailable.

Treasurer's (Libby) report was handed out to board members. She pointed out that expenses had nearly outweighed the profits from the concerts on May 6th and 7th. Discussion followed that included concerns about patron contributions, concert attendance and proceeds and the need to find business partners to support our band in the future. Kathy reminded us that we as a 501(c) (3) had recently joined the Marion County Community Foundation and would be seeking business partnerships through this organization. This will be the focus of an executive board workshop on June 21st.

A motion was made by Mike Holt to accept the treasurer's report and seconded by Carol McNeill

All were in favor Motion passed.

New Business

Kathy Haldeman gave an update on our Website. Pat is still working on the website but due to physical restraints has been unable to update in a timely manner. She presently is working on separating the site from hers and updating information. When that is completed, she would like us to find someone new to step into that role. No action required at this time.

Our most recent concert series was critiqued by both conductors and our conductor emeritus.

David Fritz gave us an update on comments he had received from members of the audience. He felt the concert had gone well.

Craig Lilly expressed disappointment in the size of our audience on Saturday. He felt the concerts had gone well, particularly on Sunday.

Les Muncaster reported that he felt the program was too heavy and some audience members had expressed this to him as well. He was not a fan of Peck Horn's Revenge, but thought it would have been better placed after Wingspan with the horn soloist.

Discussion followed

No Action was required at this time.

Noel asked a question about the continued recording of our programs on Saturdays. As we are no longer creating CDs for the public, she wanted to know if this practice was still a useful tool for conductors and band members.

Discussion followed and yes this is a useful practice and we should continue as long as finances allow.

Old Business

Kathy read the President's Statement as to the mission of the Board (see attached).

Copies of the revised bylaws (2022) were passed out to all in attendance.

David Fritz questioned the validity of these new bylaws as he felt he had not had input and he did not vote for them. It was pointed out that conductors are appointed by the board and are not voting members acting only in an advisory capacity. He did not believe this was true. It was pointed out that after becoming a 501(c)(3) nonprofit, Les as the conductor at the time was no longer eligible to vote as he was receiving a stipend from the corporation. It is common practice and past practice that board appointees are non voting members.

David also took issue with the bylaw requirement that he needed to work in collaboration with our Conductor Emeritus (or whoever is assigned this role) to follow the prescribed concert format and consult with this person prior to developing the concert programming. This was a known requirement prior to being appointed to the position of conductor.

At this point David stated that he will not consult with this advisor (Les) and was unwilling to abide by the revised bylaws.

Discussion followed. David was asked several times by board members (Carol, Mike, Bob) if he couldn't find a path to working within these requirements. His answer was no. After some time of quiet reflection, Carol had offered an alternative motion to take the pressure off of David by having the two conductors switch roles for a period of time. This was seconded by Libby. Bob then asked David where he stood... again could he function within the bylaws to which David responded by standing telling the board he would be turning in his keys and other materials and walked out of the meeting. The motion on the floor passed with a unanimous vote.

The board took a few minutes to decompress, offering a prayer that David might reconsider and find a way forward.

In light of these events a motion was made by Mike Holt to appoint Craig Lilly conductor for the next year and was seconded by Les Muncaster.

Discussion followed where Craig was asked if he would have a problem with working under the bylaws to which he answered no.

A vote was taken and was unanimously approved.

A stipend check which had already been given to David was returned uncashed. Mike made a motion that we should reissue that check with a note to David. Les seconded that motion and the motion passed unanimously.

Keeping in compliance with the bylaws a motion was made by Libby and seconded by Mike to approve two new members(bringing total to nine)Pete Axson and Janet Voyles. There was no discussion and the motion was approved unanimously. They will join us at our next meeting on June 21st. Craig asked if he should be at that meeting and all agreed that he was welcome to join the fundraising effort.

Les made a motion to adjourn. This was seconded by Bob. Motion was approved.

Meeting adjourned at 8:42P.M.