

Siskiyou Singers Board Minutes
September 14, 2024 9:00 am
Mary Bergstrom's – Ashland

Board Members Present: Mark Reppert, Steve Thomas (ZOOM), Michele Kyle, Mary Van Wesep, Laura Barlow, Mary Bergstrom, Andrew Klein, Inga Leed, Howie Seay, Scott Nelson

Absent: Loretta Barker

Guests: Carol Hinkle Lambie, Sean Connolly, Jasmin Conley

Meeting Called to Order at 9:13 AM

Approval of August 2024 Minutes

MOTION: Scott Nelson moved that the August 2024 Board Minutes be approved. Motion seconded by Laura Barlow. MOTION PASSED

WRITTEN REPORTS

Director – Mark Reppert –

The choir sounds excellent after the first two rehearsals. It is a joy to stand in front. Because choir members' approaches are dedicated to making the group the best it can be, my expectations remain high.

I am also very happy that the board is committed to publicly promoting our wonderful group. I will do all I can to help with raising interest in the Rogue Valley and increasing the size and enthusiasm of our audiences.

President – Steve Thomas – no report

Publicity – Michael Zuzel –

- We need to do some publicity for the December concert, but I suggest a scaled-down version of what we'll do for the January concerts. In addition to free media (news release, social media), I suggest just three items that will involve expense:
 - A display ad in the November/December SOPBS program guide
 - A display ad in the November/December JPR program guide
 - Posters
 - A rough cost estimate for all of the above is \$800
- For the January concert, I suggest that we do all of the usual things (print ads in six to eight publications [including JPR and SOPBS program guides], JPR and SOPBS on-air underwriting spots, online and print calendars, direct emails, press releases, posters, postcards, social media, and our own website). And of course, Mark and/or Steve should mention the January concerts to the audience at the December concert—perhaps more than once.
- I suggest that we do NOT print a program for the December concert. Given the informal nature of the event, its relative brevity, and the fact that (we hope) our audience will be largely made up of children, a printed program seems like an unnecessary expense.
- Our new advertising manager will have plenty on their plate, but I suggest one more task: seeing if we can secure a “concert sponsor” for the December concert. Because this event will generate no ticket revenue, it would be to our advantage to have a business or individual help underwrite the costs. If we secure a sponsor in the next four weeks, we can include their name in the ads and posters. And of course, we would mention them prominently at the December concert. I leave it to the Board to determine a suitable dollar amount for concert sponsorship ... but \$2,000 has a nice sound to me.
- Another question for the Board: Should we ask for donations at the December concert?
- A short article about the choir's Italy tour is on the Member News page of the Chorus America website (<https://chorusamerica.org/news/siskiyou-singers-present-concert-tour-italy-0>). I have also submitted the article for publication in the Chorus America print magazine.

ACTION ITEM: Andrew will check with Michael Zuzel what the cost of putting together a joint program would be. Andrew will also explore other program options.

Membership – Howie Seay – no report

Communications and Connections – Michele Kyle

The vision has been to work toward creating a plan where the Communication Task Force and the Tech Task Force can work more closely together in order to have an effective media presence. We are hoping the presentation by Danielle Seay, originally scheduled for the Board Retreat, can be rescheduled and it will help us put that plan together.

Choir member Anne Beauforte is interested in the task force and has volunteered to produce and also edit written materials using her past experience as a media editor for a marketing firm. With board members Inga Leed and Andrew Klein also participating, we are beginning to form a group of experienced volunteers that will be very helpful.

The other new development is, since I have accepted the position of President-elect, I need to resign from chairing of the Task Force although I am still willing to participate.

Technology Task Force – Andrew Klein – no report

Treasurer's Report – Laura Barlow

- **Balance Sheet as of August 31, 2024**
 - Not a lot that is different from our last meeting.
 - Italy Tour account no longer shows because it has zero balance.
- **Profit and Loss Statement as of August 31, 2024**
 - We finished the fiscal year with a net of \$2596.26. This is a little lower than I projected at the last meeting because of a late bill from Pacific Crest Printing.
 - Scott asked SOU for a bill for the Xmas concert which we paid.

To access the full profit and loss (P&L) report, contact treasurer Laura Barlow

- **Development Committee Spreadsheet for FY 2024/2025**
 - We will need to raise approx. 35% more than we did last year.
 - I think this is possible with the potential for more grant funding.
- **Fundraising – Development Committee**

The Development Committee met on Wednesday and came up with some excellent ideas for our fund-raising effort this year. My favorite is the addition of a QR code to all our printed documents (fund-raising letters, programs, postcards) that takes the user directly to our PayPal donations website. The singers fund-raising effort will commence on October 8 and finish on October 29. It will include EMEY, instrument co-sponsorship, possibly some silent auction baskets, and clever but worthless small gifts for donors.

Grant Application Status

- Oregon Arts Commission – \$2355 awarded but not yet received.
- Miller Foundation – Will be submitted after Oct. 1.
- Oregon Community Foundation - Scott
- Carpenter Foundation –\$3000 received.
- Pacific Power Foundation - Scott
- Marie Lamfrom Foundation – Scott
- Jackson County Cultural Coalition – Scott - Submitted

ACTION ITEM REVIEW

ACTION ITEM: Scott will make the request to SOU (Kathy) to send us the invoice in question.

DONE

PENDING

ACTION ITEM: Scott will file for a few grants in the fall 2024

DONE

PENDING

ACTION ITEM – Scott will invite John Lambie to join the board.

DONE

PENDING

ACTION ITEM – Scott will invite Carol Lambie to join the board.

DONE

PENDING

ACTION ITEM – Andrew will invite Sean Connelly to join the board.

DONE

PENDING

ACTION ITEM – Loretta will invite Jasmin Conley to join the board.

DONE

PENDING

ACTION ITEM – Scott will look into the legal issues or any requirements necessary concerning on-line voting.

DONE

PENDING

ACTION ITEM: Scott will ask SOU if we can have water bottles on stage.

DONE

PENDING

ACTION ITEM: Andrew will research different types of water bottles to find the best one. He will head up a task force to help him in that endeavor. Members of the task force: Mark Reppert, Inga Leed, Michele Kyle.

DONE

PENDING

ACTION ITEM: Andrew will write a report for Phase II of the transfer to present at the September board meeting. ADDED: This document will be placed on the Google Drive

DONE

PENDING

OLD BUSINESS

CONTINUED SEARCH FOR AD SALES MANAGER –

Steve put together a job description for the position. We need a person ASAP. The board is asked to come up with a name.

OCTOBER 5 WORKSHOP LOCATION –

The workshop will be held at the First Presbyterian Church in Ashland. We will be charged \$25 / hour. We will need the facility from 8:00 AM – 4:00 PM (8 hours).

ACTION ITEM: Scott will inquire about a contract

ACTION ITEM: Howie will ask Michael Zuzel to update the website with the new location

EMAIL VOTING REPORT –

Scott Nelson presented the following written report:

Oregon’s nonprofit corporation law provides that a nonprofit corporation’s board of directors may use electronic mail or other electronic means to take any action that may be taken at a board of directors meeting, unless the corporation’s bylaws provide otherwise. The law specifies that voting by electronic means requires email notice to each director and a deadline for voting of no less than 48 hours. A director may change her vote at any time before that deadline. Action by electronic voting generally requires an affirmative vote of a majority of directors, unless the bylaws require a super-majority. This is a somewhat more stringent requirement than for voting at an in-person meeting, where (if there is a quorum) only a majority of those present and voting is required for an action. Basically, with electronic voting, every board member is deemed to be present and voting.

We do not have to amend our bylaws to use these procedures, because electronic voting is permitted unless the bylaws prohibit it. Ours don’t. The closest they come to addressing the subject is in Section 6, “Meetings,” which provides that we have monthly meetings, that we also may have special meetings on two days’ (or one day’s notice if the special meeting is held at a Tuesday night rehearsal), and that a quorum is one third of the current directors. The section

concludes with this sentence: “Action may be taken without a meeting by unanimous consent as permitted by the Oregon nonprofit corporation law.”

*At first, I thought this sentence might be read to prohibit any action outside of a meeting unless there was unanimous consent, but then I realized that all the sentence means is that we are **permitted** to use another procedure provided for by a provision of the Oregon nonprofit law that was enacted years before email came into wide use. That provision allows a board to act without a meeting by a written consent signed by all the directors.*

I am strongly of the view that the bylaw provision authorizing us to use the unanimous written consent procedure authorized by the law does not explicitly or implicitly prohibit us from using the additional decision-making method of electronic voting later added to the law.

Bottom line: We can use email or other electronic voting without changing our bylaws, but electronic notice of a vote must be provided to all directors at least 48 hours before the voting deadline.

If more immediate action is required in an emergency, Oregon law permits the organization’s officers to act in an emergency to protect its interests.

Scott recommends we only use email and that we indicate this when we next revise our by-laws.

RESCHEDULE DANIELLE’S PRESENTATION –

This presentation is rescheduled to October 12, following the board meeting. It is scheduled for 12:30 – 1:30 PM

SET UP GOOGLE WORKSPACE EMAILS FOR BOARD MEMBERS –

Howie will send/resend the google workspace emails to board members.

NEW BUSINESS

VOTE IN NEW BOARD MEMBERS

- **Carol Hinkle Lambie**
- **Sean Connolly**
- **Jasmin Conley**

MOTION: Scott Nelson moved to elect Carol Hinkle Lambie, Sean Connolly, and Jasmine Conley as board members. Andrew Klein SECONDED the motion. MOTION PASSED

DO WE WANT TO PERSUE SPANISH LANGUAGE PUBLICITY AND PROGRAMS –

The board discussed having this available for the December 2024 concert only. It was suggested to have a QR code that would link to Spanish translation. We would be the leader in this.

ACTION ITEM: Mark and Inga will look into what other groups are doing along the lines of having Spanish translation available in programming.

AUTHORIZATION FOR FURTHER GRANT APPLICATIONS –

MOTION: Scott moves that the board authorize Scott and Laura to submit grant applications for support of Siskiyou Singers 2024/25 concerts to the following entities:

- **Miller Foundation**
- **Oregon Community Foundation**
- **Pacific Power Foundation**
- **Marie Lamfrom Foundation**

Mary Van Wesep SECONDED the motion. MOTION PASSED

INCLUSION STATEMENT FOR WEBSITE –

ACTION ITEM: Scott will write something and submit to the board for approval

ACTION ITEM: Andrew will review what is presently on the website to determine its currency. He will report his findings to the board.

ADDRESSING ITEMS FROM MICHAEL ZUZEL’S PUBLICITY REPORT –

1. Bullet Item 1 – **MOTION: Scott moves that the bboard will instruct Michael Zuzel to proceed with his publication plan as outlined in his report (bullet point #1). Sean SECONDED the motion. MOTION PASSED**

ACTION ITEM: Scott will tell Michael about the board’s motion and that the board does not feel the need to approve what he is doing for publicity for the January 2025 concert.

2. Bullet item 3 – “I suggest that we do NOT print a program for the December concert...” The board is considering ways to have a program at the December concert. It would be a scaled down version.
3. Bullet Item 5 – “...Should we ask for donations at the December 2024 concert?...” - The board is in agreement that Yes, we should ask for donations.

TASK ASSIGNMENTS FOR OCTOBER 5 WORKSHOP –

- Coffee – Mary Bergstrom
- Donuts – Laura Barlow
- Purchase Fruit – Michele Kyle
- Prep Fruit – Mary B., Marilyn Reppert, Laura Barlow
- Set-up – Steve Thomas, Andrew Klein, Inga Leed
- Clean-up – Mary V.W., Scott Nelson, Jasmin Conley

Mary Bergstrom will open the doors at 8:00 AM

ACTION ITEM: Mary B. will secure the key from the Presbyterian Church

READ/REVIEW NEW ACTION ITEM COMMITMENTS –

Mary VW read aloud the *ACTION ITEMS* established in this board meeting.

ACTION ITEM: Mary V.W. will put the September minutes on the google drive with help from Howie Seay and Andrew Klein.

ACTION ITEM: Inga will reach out to the Ashland School District regarding the distribution of flyers announcing our Winter Family Concert.

MOTION TO ADJORN – Andrew MOVED that we adjourn. Scott SECONDED the motion. MOTION PASSED

NEXT BOARD MEETING: October 12 - 9:00 AM - 12:00 PM at the home of Inga Leed and Andrew Klein – 857 Clay Street, Ashland