

Minutes of the meeting of the House of Delegates of the Pioneer District of SPEBSQSA, Inc.
held on April 26, 2019, in the Directors Room of the Grand Traverse Resort & Spa in Acme, MI

1. Call to Order:

District President Dave Montera called the meeting to order at 1:32 p.m. He asked Brandon Smith to lead everyone in the singing of "The Old Songs".

2. Quorum:

District Secretary Jim McMahan determined that a quorum (30% of authorized delegates) was present.

[NOTE: The sign-in sheets were attached to the original hard copy of these minutes.]

The secretary asked that anyone who makes or seconds a motion to identify himself and his chapter.

Dave Montera asked if there were any additions or corrections to the proposed agenda. Joe McDonald noted that everyone should have received the agenda and all other pertinent documents through the Second Notices that were sent to a chapter contact person(s). It is the responsibility of that person to get those documents to the chapter delegate.

Dave announced that there was an addition to the agenda---an approval for chartering of the Marquette County chapter.

Eric Domke (Pontiac-Waterford) moved that the agenda be adopted. Jerry Ditto (Kalamazoo) offered the second. **The motion was approved under Small Board Rules.**

4. Minutes of the previous meeting:

Dave Montera asked for approval of the minutes from the meeting held on October 19, 2018. Keith Opal (Detroit-Oakland) moved for approval, and Cody Harrell (Motor City Metro) made the second. **The motion was approved under Small Board Rules.**

5. Memorial for deceased members:

Dan Bezaire (District Director of Marketing and Public Relations) conducted the ceremony. He indicated that the names of members would be announced during the event, and asked that the phrase "Rest in Peace" be sung after each name is given.

The following individuals were honored:

Cliff Bostick	(member of "Autotowners"; never a member of Pioneer District)
Gaylord Miller	Grand Rapids
Francis Jones	Grand Rapids
Jim Findlay	Windsor
Gerard Beneteau	Windsor
Mike Matson	Detroit-Oakland
Don Turner	Hillsdale
Pete Johnson	Hillsdale
Don Meyers	Sault Ste. Marie
Harold Keys	Grosse Pointe
Bob Brown	Rochester
Wes Tomlinson	Rochester
Bob Legato	Pontiac-Waterford
Dennis Popilek	Gratiot County

6. Treasurer's Report:

Chris Berry asked for permission to give his report later in the meeting.

7. Harmony Foundation International representative report:

Dave Montera noted that there was no HFI representative present for this convention, so this topic will be skipped. Joe McDonald interjected that an offer was made by Doug Weaver at the BOD meeting of the availability of his wife Lynne to visit chapters who would like to hear more about HFI. She is a past director of the HFI board.

Dave Montera urged chapters to consider this opportunity. He observed that HFI has had some fundraising challenges this past year, so Lynne would be happy to talk about the foundation.

8. Society representative report:

Dave Montera introduced Mark Morgan, who was serving in this capacity at this convention.

Mark began by identifying his role as a Society staff member. He is the Director of Marketplace and Retail Operations for the Society. This function includes music publishing and warehouse services. He also serves as a member of the Society's first "Inclusion in Diversity" team. He said that he was excited to be present and to represent the Society. He added that he was also present to be a resource, and to take back an awareness of what is being done in Pioneer. He observed that most past representatives have been from top management level, while he is coming from the operational level. This change in focus began last year when representatives were sent out. He urged the delegates to share with him their needs and concerns.

He declared that the Society is thrilled with the way that the "Everyone in Harmony" initiative is being embraced. He was pleased to see diversity within this meeting room. He noted that the Society is seeing more mixed and female groups joining the Society. Specifically, he reported that nine female quartets and forty new mixed quartets have been formed.

Mark mentioned that the first Next Generation junior barbershop quartet competition was held at the most recent Mid-Winter convention. He felt that the quartet that won was "amazing". That group will be competing again this weekend at their district convention.

He emphasized that there are tools and resources available to chapters that will allow for evaluation of programs. These can be obtained by going to www.barbershop.org/evaluations.

Mark noted that the Society is working towards more inclusion, and trying to become more diverse as an organization within the headquarters---through plans and programs and staff composition. Another goal is to promote that inclusion throughout the whole Society.

Mark announced that Danny Becker has been appointed as the Quartet Manager. Danny is creating resources, and has developed a quartet newsletter. Members of quartets are encouraged to contact him to gain access to those resources.

He was pleased to learn about the recent chartering of the Marquette County chapter, and is trying to learn the unique name of the chapter's chorus.

He referred to the continued succession of E-I-H roadshows, and observed that one was hosted recently by the Rochester chapter on March 30. Many Society staff and chapter advocates have been doing them. He declared that E-I-H is more than just bringing women in as members. It is really an effort to reach out to communities, and to provide tools and resources to them that will allow them to participate.

After he concluded his remarks, Mark then remembered that he should report about the new mixed and female arrangements that are being created. The goal is to put out 190 new arrangements in the next year. Other material is also being added from catalogs that are being donated. Procedures for shopping for music are also being changed. A new .pdf catalog and a searchable catalog are being created.

9. Consent Calendar:

Dave Montera referred to the group of reports that were submitted by the members of the District board, and which need to be approved by the HOD. He noted that all of the reports were---once again---submitted on time, and supplied to the delegates through the Second Notices distribution.

Craig Roney (Detroit-Oakland) moved that the reports be approved. Dan Bezaire (Windsor) made the second. Dave Montera pointed out that some items within those reports will be mentioned later. **[Through oversight, the motion was not formally identified as being approved.]**

6. Treasurer's Report (return to):

Dave Montera asked Chris Berry if he was ready to give his report. Chris said he could show his report, but wasn't sure if the delegates could read it.

Chris began by displaying the balance sheet as of the end of 2018. The main number he cited was the fact that the balance in the general account was just over \$30,000. The QCA account had \$2000 in it. Finally, the saving account sets at \$50,000. The end result was that the District's checking account ended slightly better than it began. Part of that was due to his efforts to reduce the accounts receivable.

Chris pointed out that the Harmony Marketplace inventory number did not change. He will be working with that group to make some changes in that figure in time for the fall convention.

Chris identified three prepaid expenses---Bush League expenses, three sets of International quartet registrations, and a fall 2019 convention deposit.

Someone asked what the Harmony Marketplace inventory was. Chris identified it as the value of the inventory that is carried forward from one convention to another. Dave Montera emphasized that the District owns that inventory. It is not inventory that is received on consignment.

Chris noted that there were some sales tax payments that had to be made in April. There is still \$2400 being held for the Windsor Sendoff. Overall, our net income for 2018 was \$7156.04.

Chris moved to a display of the Profit and Loss Statement. Someone asked for a verification of the total amount held in the combined checking and savings accounts. Chris indicated that it is now around \$96,000. He observed that most events sponsored by the District ended up with a positive balance. He added that, if anyone wants a copy of the P & L statement, Joe McDonald can send it to them via their chapter contact.

Someone asked whether we should be making a profit if we are a non-profit organization. Chris noted that we can make a profit since we do not have shareholders to whom profit or loss has to be distributed. Our status as a 501(c)(3) defines that we don't make any distributions. The questioner persisted on comparing the numbers from 2017 and 2018, and concluded that we made more in 2018 than we spent

Joe McDonald indicated that, when one gets into the details in the report that Chris prepares (and which is available on the District website after it is approved here), one can find where money was spent on quartet activities, or the Harmony Explosion camp, etc. Joe complimented Chris for the job that he does in showing those details.

Dave Montera added that most people look at income statements and balance sheets, and think of profits and losses. However, he asserted that one should instead look at revenues and expenditures. He said, "We don't have income; we generate revenue. We don't have expenses; we have expenditures." The money we spend is done to enhance the programs we support. That is why we don't say at the end of the year, "We made a profit of \$xxx." However, we can sometimes say that we had revenues that exceeded our expenditures. He recognized that, in some years, the reverse has been true.

Chris Berry reflected that another way of saying it is that we had a revenue surplus in 2018. It was noted that we will lose money at this convention.

6. Treasurer's Report (return to) (cont.):

Chris identified some of the programs that were done in 2018---Bush League, the Leadership Summit, Boot Camp, Top Gun---plus District support for other activities. The total revenue was around \$80,000. He invited a comparison with the expenses in previous years. He noted that a few expenses for 2017 activities came in after the start of 2018.

Chris pointed out the three accounts that are tracked. One of them is the QCA account, which is actually a sub-account of the general account shown as column two. Finally, there is a third account, which is the total of those two.

Someone asked for identification of the sources of our income. Chris indicated they are member dues, convention registrations, Harmony Marketplace sales, and registrations for camps like Bush League, Boot Camp, and Top Gun.

At the bottom of his report, Chris cited the total expenditures which were just under \$72,000 for the District and \$1500 for QCA. That meant our total expenditures were just over \$73,000.

The last thing that Chris displayed was our financial status as of March 31. There has been some income from registrations. Some expenses---but not all of them---have also been received. This has resulted in a current bank balance of about \$94,000. Our accounts receivable balance is down to \$315, and he was hoping that it would go to zero by the end of the weekend. After adjustment of our H/M inventory this weekend, he expected that our assets will be just over \$97,000.

Additional expenses come in through a credit card that is used to purchase name badges and lanyards. He encouraged everyone to recycle those items to save money.

The escrow for the Windsor Sendoff was shown on the report as of March 31. As of that date, we also have a revenue surplus of \$219.33. To make that number go up, Chris urged everyone to buy out the H/M.

Chris reported that the District received a total of \$3900 as member dues from the Society, or as returns from HFI.

Chris said he was showing about \$4400 in projected expenses related to this convention. He mentioned the \$625 of revenue that came from the Leadership Academy---versus expenditures of \$480.

A prepaid expense for three sets of quartet registrations for the next International has been made on the assumption that we will send three quartets.

Chris reiterated that he has, so far, incurred about \$4200 in expenses for this convention. He does expect the number to go up.

Finally, Chris invited anyone who has an interest in looking at the financial records to contact him. He noted that Jim Kunz had made a financial review of the records for 2018. Jim identified three concerns in his review. The first one was related to an authorization cover sheet for expenses. A few of them had been missed on signatures. The second concern was who has outside access to the on-line banking account. It was determined that Dave Montera has such access, but Chris does not know when Dave logs in. The third issue was the H/M inventory topic previously referenced. Chris has talked with John Baker about getting an updated inventory at the fall convention.

Dave Montera noted that the treasurer's reports and the financial review are received for information only, and do not require a motion for approval.

10. Old Business (back to agenda):a. Senior chorus update:

Mike Hansen thanked everyone who has been participating in this activity. That group has been asked to sing at the Senior Chorus Festival in 2020 in Jacksonville (FL). Doug Weaver has been working on getting this group organized, so anyone who wants to join should see him. Mike noted that the chorus will be competing at the fall convention to establish a qualifying score. He mentioned that the group currently has about 30 members.

Doran McTaggart asked about the age requirement for joining. It was stated that one must be 55 as of the date of the event in Jacksonville.

Dave Montera noted that five district choruses will be competing at Jacksonville, but this the last year that the districts are selected by draw. He and Mike Hansen were at the drawing five years earlier, but had requested 2020 for Pioneer. After 2020, the districts will have to qualify by score at their fall conventions, and the top five will be selected after 2020. We can plan to maintain a senior chorus to compete each year.

Cody Harrell asked if there could be more than one qualifying chorus per district. Dave Montera noted that there can be only one qualifying senior chorus per district. A district can have more than one chorus competing, but only one can qualify.

Dave Montera admitted that he had not thought about this possibility since our current senior chorus is District-sponsored. However, a chapter or group of chapters could organize another one.

b. Affirm election of 2019 officers:

After the fall 2018 convention, Dave Montera realized that, through oversight, the 2019 officers were not formally elected at the HOD meeting to their 2019 term of office. He defined the slate that should have been elected at that meeting: Dave Montera as District President, Joe McDonald as Executive Vice-President, Jim McMahan as District Secretary, and Chris Berry as District Treasurer. (Mike Hansen serves as the Immediate Past President by default.)

Doran McTaggart (Windsor) moved that the slate be elected. Eric Domke (Pontiac-Waterford) made the second. **The motion was approved.**

11. New Business:a. Modification of new district bylaws to define geographic area of Pioneer District:

Dave Montera mentioned that, in January, the Society established new standard bylaws for all districts and chapters. The Society's bylaws had been previously changed in June 2018 to eliminate gender distinction in membership. New Standard District Bylaws and Standard Chapter Bylaws were then sent out in January of this year. Dave mentioned that chapters should be in the process approving those documents---even though they fundamentally cannot be changed.

Before Pioneer approves its SDB, the HOD is being asked to vote on two issues. The first issue deals with the language that defines our geographical territory. The current proposed document has a blank space right now. The BOD has recommended that the geographic identification of the Pioneer District be as follows:

“The entire lower peninsula of the State of Michigan;
Windsor, Ontario, Canada;
Sault Sainte Marie, Ontario, Canada;
and Marquette County, Michigan”

[NOTE: Phrase broken up for readability. Text was shown in agenda as one paragraph.]

Dave Montera indicated that definition would cover all chapters that are currently within Pioneer.

11. New Business (cont.):a. Modification of new district bylaws to define geographic area of Pioneer District (cont.):

Dave indicated that definition leaves the rest of the U.P. within the Land-O-Lakes District. Dave Anderson asked if the language means that, if another chapter were to form in the U.P., we would have to modify the SDB. Dave Montera noted that this was exactly what he leading up to saying. He noted that the BOD discussed this question earlier, and had observed that this definition is how our District is currently comprised. He pointed out that the Marquette County chapter should have technically been in Land-O-Lakes, but the chapter petitioned Land-O-Lakes and Pioneer to become a part of Pioneer. That request was approved by both districts and by the Society board.

Dave observed that, if a new chapter was to be formed later on within the U.P. and it wanted to be in Pioneer, it would have to make a similar petition. He indicated that, for now, we are merely addressing the area that we presently cover.

Roger Lewis (Battle Creek) moved for approval of this action. Joe McDonald (Mt. Pleasant) seconded the motion.

Someone asked "Who owns the U.P. right now? Is it a no-man's land?" Dave Montera agreed this was the case. Somehow, Marquette County fell within the area allocated as being in Land-O-Lakes. The questioner wondered if we could define our District as all of Michigan. Dave countered that was not true, because there is one chapter (Delta County) that is historically included in Land-O-Lakes. Dave noted that he has talked with the district presidents from Ontario and Land-O-Lakes to determine how they have defined their boundaries in their bylaws.

Dale Hanson wondered if we could define our boundary as being all of Michigan except Delta County. Dave indicated that we could not. This modification stays in line with the Society's previous definitions, and only makes one change from our old SDBs---the addition of the words "Marquette County".

The motion was approved under Small Board Rules.b. Modification of new district bylaws to authorize executive team:

The second change of the proposed bylaws has been already approved by the BOD. In addition to approval by the HOD, it will also require approval by the Society board.

Dave Montera pointed out that the District has been operating for the last few years with an executive team. While the BOD sets policy, approves budgets, and determines direction of the District, the team implements policies on a day-to-day basis. He pointed out that the executive team consists of the five persons who were previously confirmed as the 2019 officers.

Dave indicated that utilization of an executive team was authorized under the old SDBs. When the new SDBs were formulated, the authorization got dropped. Interestingly enough, it did not get dropped from the new SCBs!. Dave noted that the proposal before the HOD is to take the language from the SCBs, and put it into our SDBs. This change will allow Pioneer to continue to operate as it has in the past. The proposed language will be inserted into Section.3.01(a) with the following text:

"The District has elected to create an executive committee to manage the administrative affairs of the District between Board meetings. The Executive Committee shall be comprised of the president, executive vice president, immediate past president, secretary, and treasurer. The District secretary shall keep minutes of all meetings of the executive committee, which shall be distributed to the entire Board of Directors as soon after the executive committee meeting as is practical. All actions of the executive committee must be confirmed by the full Board at the next regular or specially called meeting of the Board of Directors,"

Dave reiterated that this language is exactly the same as that found in the SCBs---except for a change of the word "chapter" to "District". He was asking the HOD to approve this language, and then it will go to the Society board for approval because it is a deviation from the current document.

11. New Business (cont.):b. Modification of new district bylaws to authorize executive team (cont):

Dave observed that he had mentioned this omission from the language of the previous SDBs to members of the governance and bylaws committee, and to the Society CEO and president. This was done two days before the bylaws became effective. It was agreed then that the omission should be corrected---but it got missed.

David Anderson (Rochester) moved that this amendment be made. Jerry Ditto (Kalamazoo) made the second. **The motion was approved under Small Board Rules.**

c. Approval of the new, revised Standard District Bylaws:

Dave Montera asked for a motion to approve the SDBs---as amended. This motion was made by Bill McAndrew (Holland), and Jeff Woodworth (Battle Creek) made the second. **The motion was approved under Small Board Rules.**

d. Marquette County chapter charter approval (added item):

Dave noted that the last item of business that he had was this one. With the modification of the geographical area of the District, the charter for this new chapter can now be accepted. Although the Society's Chapter Success manager was willing to authorize the approval of the Marquette County charter on the basis of Dave's approval and that of the Society president, Dave felt it should be an action of the HOD. Aaron Pollard (Motor City Metro) made the motion, and Paul Ellinger (Huron Valley) made the second. **The motion was approved under Small Board Rules.** Joe McDonald suggested that the delegates stand as a show of support for our newest chapter.

Mark Morgan commented that Marquette County is one of the first mixed gender chapters in the Society---and perhaps the first. He will be checking this detail for verification. He knew of a group in Nashville that is being chartered, but didn't know if that group had completed the process **[NOTE: Marlina Martinez (Marquette County) offered a comment on this question, but it could not be heard.]** Dave Montera observed that Pioneer is known as the district of "firsts", so this detail would be a nice addition to our list.

e. New contests at the fall 2019 convention (extra item):

Aaron Pollard (District Director of Youth in Harmony) reported on items that were discussed earlier at the BOD meeting. He began by announcing there will be a youth quartet contest at the fall convention. The age requirement is 25 and under. The quartets can be male, female, or mixed, and they will all be in the same competition. This will be for a District championship only, since there is no International competition to follow it.

Aaron also reported that there will be four additional competition categories in the fall. They are: District mixed-harmony quartet championship, District mixed-harmony chorus championship, District women's quartet championship, and District women's chorus championship. All of these competitions will be held at the same times (quartet or chorus), but the judging will be done within the respective categories. All competitors must be members of the Society and of the District, and of a chapter. The latter criterion includes Frank Thorne memberships.

Aaron reiterated that these quartet and chorus competitions will be held at the same times as the men's competitions, but will be separate competitions with separate champions. He compared this circumstance to the present situations where novice and senior quartets compete at the same time as International quartets. The difference will be a few more asterisks in the program.

Dan Bezaire asked for clarification of the definition of a mixed quartet or chorus. It was noted that the presence of at least one female would define it as "mixed". A female director does not count as a person on the risers.

11. New Business (cont.):e. New contests at the fall 2019 convention (extra item) (cont.):

Chris Berry asked if groups had to define which category they were entering. Just as in the past, it is necessary to declare this item when registering. Male quartets can select more than one category.

The question was extended to a situation where there might be two choruses from the same chapter (one male and one mixed, e.g.) competing. In that case, both choruses would have to be approved. Dave Montera noted that this situation falls under some paperwork issues that have not yet been completed at the Society level. Right now, most chapters are defined as having one chorus.

Roger Lewis cited a chapter in the Sunshine District that put two choruses on stage---one male and one mixed. Dave indicated that the chapter must have reported that it had two different performing organizations. He emphasized that a chapter must register that it has multiple groups.

Cody Harrell had heard that some different rules had been developed. Dave Montera noted that he has not seen those rules. The only thing that he knew was groups had to be chapter-designated.

Jeff Woodworth asked if all chapter names will be thrown into the hat for the chorus contest draw, and that there will be no separation by type of group. Dave Montera agreed that would be the case, even though different categories of choruses would be judged as if they were in separate contests. For purposes of the draw and order of appearance, all groups are part of the same set.

Someone cited an instance where a mixed chorus (of which he was a part) had to register as separate singing organization.

Dave Montera indicated that there had been an effort to open up four slots at this convention for mixed quartets to compete for scoring and evaluation only, and not for a formal championship. The groups that expressed an interest turned out to be exclusively female quartets, but they could not work it into their schedules. He expected to see more development of this idea to come out in the future.

As an aside, Dave noted that the District Presidents Council is working on language to be used in standard operating procedures for chapters that would enable them to define the character of their chapters. The goal is to get that language approved by the governance and bylaws committee in July. Hopefully, this common language will serve to bypass potential legal issues in the future.

Paul Ellinger wondered about new groups being defined as "novice". Dave said that this term is defined, and would apply to all new groups. He realized that almost all female quartets will initially be defined as novice quartets. Some mixed groups may not qualify, however, as mixed.

Paul observed that we could have novice quartets in different categories. Conceivably, a novice quartet could be a District champion in the first year of the new system.

Dave alluded to a conversation he had with the president of the Mixed Barbershop Harmony Association. She indicated willingness for that organization to provide trophies for mixed competitions.

Joe McDonald felt it was important for everyone to understand that, despite all of the new categories, this fall's events will not be an "open" contest. There will be no one single contest.

Dave Montera alluded to statements that Mark Morgan made to the BOD earlier in the day that the Society is not planning to create any new International contest categories until 2021.

12. Other:a. Windsor Sendoff promo (extra item):

Doran McTaggart announced that this event will be held at the same location in Windsor on June 14. He was looking forward to allowing many members of the District to hear the newest chorus in Pioneer (City Lights chorus---Motor City Metro chapter) for the first time. Doran noted that \$2400 is set aside for send a chorus to International, and he expects to have over \$5000 by next year.

12. Other (cont.):b. Jug Nights promo (extra item):

Dave Montera took this opportunity to promote the traveling Jug Nights that will begin soon. DOC will be hosting the event on May 13 at the Royal Oak Middle School. The plan is for chapters that wish to perform will be given microphone time, as will quartets. The quartets representing the District will also be featured. The event is funded by donations at the door. All donations will go to quartets going to International. (By contrast, funds received at the Windsor Sendoff go to choruses.) Since the District is donating registrations for quartets to go to Salt Lake City, the Jug Fund underwrites other expenses.

Dave knew that the Battle Creek chapter has sponsored a Jug Night on the west side of the state. The date of their event for this year was unknown at the time.

It was mentioned that DOC will match, at its Jug Night, the first \$100 of any donations by chapters to the Jug Fund. The donation must be to the fund and not to a quartet directly.

c. Merger of Detroit-Oakland and Grosse Pointe chapters (extra item):

Dave wanted to be sure that the delegates knew that the Detroit-Oakland and Grosse Pointe chapters are in the process of merging. When the paperwork is finalized, the charter for the Grosse Pointe chapter will be surrendered to the Society.

Keith Opal expressed his thanks to everyone in Grosse Pointe for starting the merger process so that Detroit-Oakland did not have to do anything.

d. Harmony Explosion camp associate clinicians (extra item):

Joe McDonald wanted to announce a new aspect for this year's Harmony Explosion camp that was approved at the BOD meeting earlier. The plan is to create positions for two associate camp clinicians. The intent is to select young persons within Pioneer who have had camp experience, and have the potential for becoming full-fledged clinicians. Expenditures will be made to underwrite the expense of creating these positions, and providing a stipend for the two persons selected for this year. The original plan was to offer an opportunity for chapters to underwrite the stipend costs, but the BOD decided to budget \$1000 for the full cost. Joe stated that the clinicians will be Holly Slamka and Kaleb Lenneman.

13. Adjournment:

At 2:45 p.m., Dave Montera asked for a motion to adjourn. Chris Berry (Monroe North) moved this action, and Jerry Ditto (Kalamazoo) made the second. **The motion was approved under Small Board Rules.** Roger Boyer was asked to lead the delegates in the singing of "Keep the Whole World Singing".