

GRSA Board Meeting

May 9, 2017

Corrected December 12, 2017

Present: Anna Cavinato, Janice Cowan, Cheryl Hudson, Mary Koza, Dale Lauritzen, Patty Sandoz, Kathy Thimmes, Alice Trindle (Skype), and Keith Van Vickle.

Guest: Hayley Buckley

Not Present: Aaron Boudreaux, Karen Campbell, Amber Martell, Pam Moore and Roxanna Swann.

Patty opened the meeting at 7:05 pm. She had everyone introduce themselves and tell a Mother's Day tradition from their past.

A few minor typos were changed on the minutes of the April 12th Executive Committee meeting. The minutes were then approved as amended. (Kathy/Mary)

Patty announced that the musicians for all of next year's Chamber Concerts have been determined. Now, dates and venues will need to be set. She said that good pianos will be needed for 4 of the 5 concerts.

Pam is out of town and won't be back for the May 31st concert. Pam did a lot of work to prepare procedures for the substitute ticket takers and the DVD sellers. Susan Triplett and Anna have agreed to help with selling tickets. Patty passed out a sign-up list for non-orchestra members to work at the ticket table or to collect tickets and handout concert programs at the two doors.

Patty mentioned the wonderful Chamber Concert that was held Saturday, May 6th at Lanetta Paul's house. The vocal soloist was Shahayla Ononaiye and the accompanist was Mio Aoike. It was a delightful performance.

Patty expressed concern that the Board doesn't have a more standardized set policy about paying the Chamber Concert, especially in regards to accompanists and various sized groups. There was mention that the Board had passed a policy of giving up to \$400 per performance, but it is vague and some of the time no money has been given.

Dale said that in the past, when he was chairman of the Chamber Concert Committee, he paid on an individual case basis. Sometimes, he'd forget to get a GRSA check prepared so he'd write a personal check, then get a reimbursement later. He also noted that a lot of performers don't want to be paid.

Patty asked for each person present to express his/her opinion about the Chamber Concert performer's reimbursement.

- Keith said that he thought \$100 minimum should be given, with \$200 minimum, if there were 2 groups.
- Mary said that we need to be careful how we write the policy up and make sure it is the way we want. She felt that an honorarium was appropriate.
- Janice said that \$100 isn't much and maybe we should contribute more for those coming from afar.
- Anna said that she wasn't sure that we should pay anything at all. She said that the orchestra members weren't paid, so why should the Chamber Concert performers be paid? They are performing for the enjoyment of playing. There was some discussion.
- Hayley mentioned her cost of daycare for the practices, when she was in a Chamber Concert earlier this year. Anna said that she didn't have a problem of paying \$100 for a single performer, or \$200 for a group.
- Dale said that the Chamber Concert Committee should have latitude to set a certain financial number, depending on the situation.
- Keith inserted that accompanists should be well compensated.
- Kathy said that \$50 or a certain determined amount should be paid to a soloist, but groups should have at least \$100.
- Keith added that we should give each performer a reimbursement form so mileage, childcare, and other costs can be considered in the payments.
- Cheryl said that she agreed that \$50 or \$100 per soloist would be fine.

- Hayley said that the reimbursement form idea is good. She said that even a coffee card would have been an acceptable acknowledgement.

The board voted to pay Shahayla Ononaiye and Mio Aoike \$100 each for their participation in the May 6' 2017 Chamber concert.

Patty said that the Chamber Concert Committee will meet soon to set up dates and venues for next season's events. They will try to write a new policy about payments and return it to the Board at the next meeting.

Anna reported about next year's auction. She has discussed it with Merlyn Baker and he presently has the weekend of September 15th and 16th open. After it was determined that the Oregon Ducks football team was playing in Wyoming that weekend, it was agreed that the auction would be held on Saturday, September 16, 2017. Anna mentioned that she thought we should hire Heidi Hill as auctioneer again. A signup sheet was passed around to see who wanted to be on the auction committee this year.

Patty mentioned that she had talked with Mika Morton about Arts Center East helping reimburse some of the cost of the vocal music and bus transportation for the Brahms *Requiem* concert. Mika had seemed agreeable, but hasn't been in contact with Patty for over a month. Patty will try to reconnect with her.

Kathy talked about the Kaleidoscope music program that she and Denise Hattan are setting up for next year. They will be traveling to Austin, Texas at the end of June so they can be fully trained in the program. They have been working with Carla Arnold from Central School and are meeting with Island City School second graders this Friday, May 12, to sign up next year's third graders. For the first year of the program the focus will be on only third graders.

Next, Patty discussed the bassoon situation. Lorna told Keith that a valuable bassoon had been donated to the GRSA by Donna Groth. Patty found a 2016 email from Matt Cooper that Donna Groth had contacted him about the instrument. She reached out to Matt because she had (incorrectly) heard that EOU was cutting its music program. Matt had assured her that there still was a music department. Donna said that Chris Warren had used the bassoon. Hayley and Patty looked at it and made note of the make and serial number: Gebruder Mönning (German), serial number is 9119. Since the GRSA has already purchased a good quality bassoon that is seldom used and that there is no provenance regarding date of donation, recipient, instrument make or serial number, Patty and Matt agreed that the Gebruder Mönning bassoon would be considered as property of EOU. There was no written evidence to show that it had ever come through GRSA channels. Alice suggested that we write a letter to the EOU music department about the bassoon so that there is a paper trail in case anything is brought up about this again in the future. Patty will take care of it.

Patty said that we are now compliant with all of our grants. Chris Jennings added all of the logos of the foundations and trusts to our website.

We relooked at the proposed GRSA Code of Conduct. It was moved and seconded to make the Code of Conduct be one of our policies. (Alice/Kathy). The motion passed unanimously.

Patty presented a printout of an email from the Nonprofit Association of Oregon (NAO). Attached to the email was a description from Wikipedia, as further explanation, of the Johnson Amendment. NAO is very concerned about Trump's recent Executive Order "to defend the freedom of religion and speech" for the purpose of easing the Johnson Amendment's restrictions. This issue is related to whether or not nonprofits can become political by endorsing candidates, collect campaign donations, and/or endorse legislative action. The Johnson Amendment of 1954 is a provision in the U.S. tax code that prohibits nonprofits from endorsing or opposing political candidates. NAO urged nonprofits to stay the course—stay out of politics.

Alice informed the Board that the Oregon Cultural Trust would like to do a survey of our members. We can put the link on our website and also have the link in our e-newsletter. Then we can follow up with direct emails. This way we won't be sharing our members' emails. It is important to note that Oregon Cultural Trust did NOT ask for our members' email addresses but this survey made us realize that we do not yet have a policy regarding the use of our members' email addresses.

As a result of the Executive Order and becoming more familiar with the Johnson Amendment and the recent request from Oregon Cultural Trust, two new policies were proposed:

1. Our organization should not get into politics.

2. Our organization should not share any emails.

The next topic on the Board’s agenda was nominations of new Board members. Due to our “Conflict of Interest Policy,” Patty asked Hayley Buckley to step out of the room. The Nominations Committee put forward the names of potential new Board members. The Board approved two new members by consensus, Hayley Buckley and Susan Triplett. Patty recommended that they begin their official term on June 1 rather than July 1. Hayley was welcomed back to the room as a new GRSA Board member.

Two documents were given to each Board member. One was the proposed budget for the 2017-2018 year and the other explained the differences between the upcoming year and the previous one. Keith briefly explained the proposed budget. He said that people who submit expense items should list the budget item number that covers the expense when submitting reimbursement forms so that the expenses get placed under the correct category. There was discussion about indemnity insurance. It was suggested that \$750 be added to the insurance line item. The possibility of adding indemnity insurance should be investigated. It was moved and seconded that the budget be passed as amended. (Alice/Kathy) It passed unanimously.

Another document was reviewed. This showed the proposed changes to the GRSA Bylaws. It was moved and seconded to approve the new Bylaws. (Dale/Keith). The new Bylaws will go into effect on July 1, 2017.

Patty asked Dale if he would commit to working with the Board. Dale got up and said that he hadn’t sent a letter to the Attorney General. He left the room but returned shortly to say that if he was kicked off of the board, he would hire an attorney and that he would sue. He also said that he might resign because of the dynamics of the board.

It should be noted that the Board had not yet been informed about the Attorney General’s letter. So Patty then told the Board members about the letter. A “complaint” or request was filed unnamed (wording changed from “anonymous” to “unnamed” as a result of 10.10.17 Board suggestion; enacted 12.12.17 Board meeting) about GRSA. The Oregon Attorney General is asking for all of our documents going back 5 ½ years to January 1, 2012. These documents were supposed to be sent by May 15th, but we’ve requested an extension until June 30, because Pam is out of the country. She has all of the membership and income data.

After some discussion, a motion was made that we send a letter to all our Board members to ask if they want to continue on the GRSA Board and include the new Code of Conduct. Each member will be asked to sign an agreement form and bring it to the June meeting, or have it postmarked by that date. (Alice/Kathy). It passed unanimously.

The meeting was adjourned at 7:34 pm.

Submitted by Cheryl Hudson, secretary

Director’s Name	Term of Service	Director’s Name	Term of Service
Boudreaux, Aaron	11/16 to 10/19	Martinez, Seglinda	6/17 to 5/20
Buckley, Hayley	6/17 to 5/20	Moore, Pam	7/15 to 6/18
Campbell, Karen	7/16 to 6/19	Sandoz, Patty	7/15 to 6/18
Cavinato, Anna	7/15 to 6/18	Swann, Roxanna	2/10 to 6/17
Cowan, Janice	10/16 to 10/19	Thimmes, Kathy	11/15 to 10/18
Hudson, Cheryl	7/16 to 6/19	Trindle, Alice	7/15 to 6/18
Koza, Mary	7/16 to 6/19	Triplett, Susan	6/17 to 5/20
Lauritzen, Dale	7/15 to 6/18	Van Vickle, Keith	7/15 to 6/18
Martell, Amber	7/15 to 6/18		