

Approved by the Board
Camarillo Community Band Board of Directors
Minutes of the Meeting of September 16, 2018
Weyek Residence, 961 Sharon Drive, Camarillo

PRESENT: Rick Austinson, Mark Fischer, Karen Gatchel, Doug Hardie, Kirk Raymond, Daniel Rhymes, John Soyster, Betty Weyek. David Hudnell and Mary Ellen Lefler were unable to attend.

Preliminaries. Facilitator Kirk Raymond called the meeting to order at 7:09 PM.

1. Minutes. The minutes of the July 22, 2018 meeting were approved.
2. New Board Member. Dan Rhymes reported that his wife, Linda, has resigned from the board. The board requested her resignation in writing. (Dan then emailed her and she quickly replied with a letter of resignation.) Band member John Soyster had earlier expressed a willingness to serve on the Board, and Dan Rhymes nominated him for election by secret ballot as an at-large member. Dan moved a vote for election. Most members did not feel that a secret ballot was necessary, and so the motion failed. Then Betty Weyek nominated John Soyster for membership, but did not call for a secret ballot. Doug Hardie seconded the nomination, and John Soyster was unanimously elected to the board.
3. Advertisement. At 7:25, the board turned to a discussion of whether the band should place an advertisement in the January to April newsletters of the Pleasant Valley Recreation and Parks District. Eric Storie of the PVRPD has offered to donate the cost of the advertisement to the band. Dan Rhymes moved that that band not accept the advertisement, because the band plans no concerts between January and May. The motion passed, and so the band will not place an ad in the newsletter.
4. Audience Survey. Rick Austinson distributed a one-page summary, "Report of the 2018 Audience Survey to the Camarillo Community Band Board of Directors." He reported that 116 audience members returned a four-question audience survey.
 - A. Results as reported by Rick Austinson:
 1. Length of Attendance? Half of the audience has been coming more than five years.
 2. How did you hear about the band? Most people said that they had learned about the band's concerts from a band member.
 3. What types of music? 72% of people said that their favorite genre was movie music. Results show that audiences like the music that the band performs.
 4. Favorite Titles? Rick sketched the "top ten" of popular pieces. The most popular piece, according to the survey, is "The Typewriter."
 - B. Discussion.
 1. Disney. Dan Rhymes said that "Disney at the Movies" was the most popular piece of the final summer concert, and will be performed in December.
 2. Motion. Doug Hardie moved that a summary of the Survey should be sent to the membership of the band, and Rick Austinson seconded the motion. The

motion passed unanimously. Rick will send the summary to Doug who will email it to members.

C. Conclusion. The board expressed its thanks to Rick Austinson.

5. Proposed Bylaws. At 7:47, the board turned to the proposed bylaws.

A. Introduction. Karen Gatchel said that tonight's discussion is a "first reading" of the bylaws following an email discussion by they board. The board agreed with Betty Weyek's proposal to consider the bylaws section by section.

B. Discussions.

1. Purpose. In a discussion of the band's purpose (#3), a question arose about what belongs in the bylaws (as distinct from the band's policies). Karen Gatchel replied that by-laws should rarely change; policies may change often.
2. Board of Directors. This section (#7) about the board has nine main parts.
 - i. Odd or even? The bylaws state (section 7.b) that the number of directors is set by resolution, "not less than four (4) or more than fifteen (15)." Rick Austinson noted that an odd-numbered board would make it easier to break a tie vote. No motion was made.
 - ii. Nominations (7.c). The section states, "Nominations for the Board of Directors and Officers shall be solicited 30 days prior to the date of the election." The members discussed how to notify band members that they are eligible for the board of directors. No motion was made.
 - iii. Removal of Directors (7.i).
 - a. Cause. Dan Rhymes expressed a concern that members can be suspended "without cause." Karen Gatchel and Betty Weyek said that suspending members "with" cause would require extensive documentation. John Soyster agreed that the board should be able to suspend a member "without" cause. Doug Hardie was sympathetic "in principle" that members should be suspended *only* for cause, but concluded that *documenting the cause* would be arduous. Regarding Dan's concern, no motion was made.
 - b. Defense. Dan Rhymes said that the by-laws should include a statement that, if a Board Member is to be suspended, then that member should be able to defend him- or herself. Dan moved that the decision to remove a director should not be by a simple majority of the board, but by two-thirds of total members. Karen Gatchel said that changing the language to two-thirds would make removing a board member more arduous. The motion failed.
3. Meetings (section 9).
 - i. Calling a Meeting. Mark Fischer expressed surprise that section 9.b gives the President or the Secretary the authority by themselves to call a meeting. Doug Hardie said that this authority might be useful if the board had to be summoned to sign official paperwork.
 - ii. Majority (9.e). Karen Gatchel proposed "revision 1," namely, that all decisions of the board would require approval by a majority of the actual number of board members (and not just a quorum). Rick Austinson agreed, saying that decisions should *not* be made by a

“majority of members present,” but rather “by an absolute majority of the entire board.” He moved to approve Karen’s revision 1. The motion passed unanimously.

4. Bylaw Revisions and Amendments (section 12.a). Regarding this section, Doug Hardie moved that the words “by a quorum” be replaced by “a majority of the entire number of board members.” The motion passed.
- C. Approval. The bylaws as amended were approved unanimously and the officers signed and dated them.
6. Forms and Applications. At 8:55, the board decided that, due to the late hour, it would table the discussion of the deposit and check request forms, skipping ahead to agenda item 7.
7. Financial Report. Karen Gatchel distributed a handout, “Camarillo Community Band: QuickBooks Categories” that included a variety of forms (check request and deposits). She announced that board members can review the CCB’s books online.
8. Discussion: Agreement to Communicated Electronically. The members signed a form entitled “Camarillo Community Band: Consent to Electronic Transmission.”
9. Discussion: Conflict of Interest Form. The members read a one-page handout entitled “Conflict of Interest Policy Statement” and signed the “Annual Reporting Statement” on the reverse side.
10. Post Office Box. Karen Gatchel moved that the board establish its own P.O. Box address. Some did not approve of the motion, noting that the band already has a P.O. Box at the band manager’s expense. However, the majority agreed that the band could afford its own dedicated P.O. Box. The motion passed.
11. Discussion: Establish a phone number of the CCB. Karen Gatchel proposed the acquisition of a band telephone number. Doug Hardie thought he could get a dedicated phone number for the band at no cost. Karen moved the establishment of a telephone number “in principal,” at a cost of up to \$50 per year, with the actual vendor to be decided later. The motion passed.
12. Samples of Board Polices. The board agreed to table this agenda item.
13. Yearly Presentation to the PVRPD. The board agreed to table this agenda item.
14. Next Meeting. The next scheduled meeting is Sunday, October 28, from 7:00 to 9:00 at the home of Betty Weyek, 961 Sharon Drive, Camarillo.
15. Adjourn. The meeting adjourned at 9:13.

Mark F. Fischer, Secretary