

Board of Director's Meeting Minutes - August 3 - 6, 2009

Jazz Education Network

Board of Directors Meeting Minutes

Monday - Wednesday, August 3-6, 2009

Day 1: Monday, August 3, 2009

Members Present: Ruben Alvarez, John Clayton, Steve Crissinger, Jose Diaz, Lou Fischer, Mary Jo Papich, Bruce Silva, Robert Sinicrope, Andrew Surmani, James Widner, John Wittman, Paris Rutherford

Non Board Member/Student Assistant Present: Rachel Kelly

Meeting was called to order by the president, Mary Jo Papich at 9:25a.m. Ms. Papich welcomed and thanked everyone for committing their time and resources to doing the business of the organization. She reviewed the Jazz Education Network mission and advised the group that the mission will be read each time we meet.

The president asked each member to introduce themselves and mention why they decided to offer themselves for membership to the Jazz Education Network Board of Directors. Board members were also asked to mention what their interests are in serving on the board. Members cited various reasons and interests:

- Interest in giving back to the Jazz community.
- Keeping the music alive.
- Love for teaching, serving and performing.
- Miss having a national mentoring organization.
- Joy in interacting with music students and their parents.
- The feeling that the present JEN board of directors is a true representation of the national Jazz community.
- Individual and collective success of Jazz artists is due to strong mentors and supporters. This legacy must be continued. JEN can provide an avenue to continue that tradition.
- A great need to continue to promote Jazz universally. JEN must be supported worldwide. Jazz education must be a priority in music education. Jazz must be included in all curriculums.
- The culture of music has changed. We must continue to define the authenticity of the art form because it is the indigenous music of America.
- A major organization will help topreserve and increase an interest in Jazz.
- Need for a strong agenda to educate good educators and good music students. Students represent the future of Jazz. A strong and aggressive agenda is needed to excite young teachers and students.
- JEN must be accessible to all of its constituents. The organization must be a friend to the entire arts community.
- Now that the organization has a firm foundation, growth is inevitable.
- Musicians are idols and the back bone of this initiative. JEN must focus on the tangible and intangible.
- JEN should encourage participation and membership from all. JEN must promote and encourage Jazz education for students of all ages if we expect youth to support and appreciate the art form.

- Music has changed the life of many. Most youth become better students after studying music. The world appreciates Jazz.
- The need for an annual Jazz convention. The legacy of a national gathering of the Jazz community must continue.
- JEN will provide an avenue for students to meet and talk with major Jazz artists.
- Jazz education has kept students in school.

President's Report (See President's Annual Activity Report submitted by Mary Jo Papich, June 1, 2008– July 1, 2009)

The president submitted a written and verbal report. In addition to discussing the items in the report, the president reported the following:

A lot of time is spent working with Symphony Publishing to produce the magazine.

Extra effort is put into working with and developing relationships and teaming up with established organizations that present large successful Jazz programming. Lots of attention has been focused on marketing, networking and attempting to have a JEN presence at some of these activities.

An email blast will be sent to members in the Network Affiliates Category to encourage increased membership.

There's interest in expanding the President's Advisory Council. (See President's Annual Activity Report – Advisory Council/Cabinet.) There is need for a Latino representative.

President's goals for 2008 – 2009

- Increased membership
- Presenting an annual conference

Vice President's Report (See Jazz Education Network Vice President Activity Report, June 1, 2008 – July 1, 2009 submitted by Lou Fischer)

The vice president/president elect made a speedy report referring everyone to the written document and refrained from comment for the sake of time.

Treasurer's Report (See Jazz Education Network Treasurer's Activity Report. Submitted June 25, 2009 by Bruce Silvain addition to the July 17, 2009 JEN finance Committee Meeting Notes.)

The financial activity report was made by Treasurer, Andrew Surmani. The bank balance is presently \$41,399.13. At present, all of JEN's income is generated from membership fees. Since there has been discussion regarding JEN hosting a conference, there is great need for committee appointments. The president notified the board that committee assignments would be made later in the evening.

The treasurer indicated that the new finance committee would also meet later in the evening to review and update the organization's financial procedures since the committee had been established. It was decided that financial policies and procedures would be placed on the website. The group felt this would further fulfill its objective and promise to be transparent in all business dealings.

The Board of Directors reaffirmed their intent to personally pay their own travel and hotel expenses to attend two annual meetings of the organization.

A discussion ensued regarding whether or not JEN should host a conference in 2010. There were strong opinions in favor of a 2010 convention. Members mentioned the Jazz community at large has been collectively expressing its need and desire for a national conference dedicated to Jazz education. Additionally, the majority of board members felt if JEN did not go forward with plans to host a conference, the organization would not be taken seriously and would appear to have made no progress. The board voted to host a conference on a university campus in 2010.

The treasurer also expressed the need to increase membership, create a convention committee, create new strategies to attract new members and generate more funds and support.

A Lifetime Membership category will be explored and a Donate tab will be added to the website for entities interested in donating to the organization.

Membership Report: Presented by Lou Fischer, Membership Manager.

To date, there are 652 paid members rather than 647 which are documented in the report. Five additional people joined the organization after the report was submitted. New Membership Categories will include the following:

- Membership for youth age 12 – 17 will cost \$10. Parental consent is required.
- Membership for youth 12 years old and under will be free. Parental consent is required.

The overall membership structure will be reviewed and potentially edited. There was an opinion that the site's membership section should be simplified.

Governance

Ballot results from the JEN Board of Directors election were on hand for review from the Nomination Committee chaired by past board members Michael Kenyon and Jarrard Harris.

A motion was made by Jackie Harris and seconded by Jose Diaz that the board accept the election results as presented. The board unanimously voted to accept the results.

The President-elect went over the Board Structure Template that includes three groups of electorates. In accordance with JEN Bylaws, this year, terms were staggered to insure all directors would not vacate the board at the same time. After this year, each director elected will serve a full term of three (3) years. One-third directors will leave annually providing one-third of JEN's board seats open for new membership. Each year five to six new directors will be elected and twelve directors will remain on the board. Officers will serve a two year term in accordance with JEN Bylaws.

Future Meeting Locations/Times tabled for later discussion.

Service Goals

Board members were presented with individual Service Goals or Board Responsibilities/Expectations prepared by the Executive Committee. The point was reiterated that since there is no paid staff this must be a working board. Each goal was discussed.

Board Insurance Report made by Andrew Surmani

The board reviewed quotes for Liability and D&O insurance from Jeff Drews through Travelers, CNA Insurance via Levenson Insurance Agency and United States Liability Insurance Company through Let's Talk Insurance Agency.

Members had the following questions:

- Are board members covered while in transit to meetings?
- Do premiums differ from state to state?
- Will the insurance policy cover members living in other locations doing JEN business in other states? If so, what is the policy?

A motion was made by Bruce Silva and seconded by Jim Widner to give the Executive Committee authorization to move forward on implementing Liability and Directors and Officers Insurance for Jazz Education Network. The motion received unanimous approval.

ByLaws

The bylaws were further reviewed and revised. Eric Martin, a member of the JEN steering committee, COO of Music for All and trained as an attorney, suggested that standing committees be created in addition to a nominating committee.

The following committees were created after surveying the Board for areas of interest. Conference, Education Curriculum, Executive, and Finance Fund Raising, Marketing, Membership, Nominating and Website.

Approval of minutes from the December board meeting: The minutes were approved.

The Partnership/Endorsement initiatives were revisited. Presently JEN has relationships and/or have been invited to partner with NAMM, Puerto Vallarta, NOLA Jamfest, Summer NAMM, National Jazz Workshop, Music For All and the Detroit Jazz Festival, 12 Points Graphics & Apparel. (*See December 2008 minutes for full details.*)

Future Collaborations:

- The Mayor of Columbus, OH has invited JEN to host its 2012 conference in Columbus.
- Quincy Jones Music Consortium (Donors Choose was not offered to JEN as a collaborative effort. It was part of my report on the Quincy Jones Music Consortium meeting, which JEN was invited to be a part of.)
- Hampton Jazz Festival in Moscow, Idaho may be a good partner with JEN's Composition Competition. The University is a major sponsor of the Hampton Jazz Festival.

The board decided it would table the idea of developing a Hall of Fame/ Roll of Honor recognition initiative.

The board decided to identify a committee that includes Jim Widner, Ruben Alvarez, Jose Diaz and John Clayton to develop a campaign which could identify and target high profile individuals for potential membership and supporters of the organization.

Membership/Fundraising

The Festival Membership Category dedicated to school festivals was approved in December 2008 and will be developed.

Special attention will be given to identifying and marketing to professional festival organizers for membership. JEN will reach out to the Detroit Jazz Festival for possible partnership.

A rough draft of the application and guidelines were submitted for the New Composition Showcase. John Clayton, Ruben Alvarez, Jose Diaz, Paris Rutherford, David Fodor and Andrew Surmani will serve on the committee for this endeavor.

JEN Website

Thanks to Steve Crissinger for developing, managing and updating JEN's website. Steve and the president encouraged board members to visit the site on a consistent basis. Content will be created for young student members. The organization's Facebook page is linked to the site.

Meeting concluded at 5:30p.m.

Day 2: Tuesday, August 4, 2009

Members Present: Ruben Alvarez, John Clayton, Steve Crissinger, Jose Diaz, Lou Fischer, Mary Jo Papich, Paris Rutherford, Bruce Silva, Robert Sinicrope, Andrew Surmani, James Widner, and John Wittman

Non Board Member(s) Present: Rachel Kelly and Financial expert John Fenimore..

Meeting was called to order at 9:10a.m. by the president.

Finance Committee Report: The Finance Committee submitted its Financial Procedures document and report. The Committee projected revenues from membership for 2010-2011 at \$33,930. JEN is doing business with Bank of America. Financial records will be generated using Quicken. Since JEN has decided to host a conference, the committee will begin projecting a revised 2010-2011 budget to reflect those expenditures. The committee asked that costs for goods and services be submitted as soon as possible.

A motion was made by Jose Diaz and seconded by Bruce Silva that Andrew Surmani be authorized as an authorized user of the organizations bank account with Bank of America; that Andrew be authorized to sign checks on behalf of Jazz Education Network and that Andrew transact banking business on behalf of the organization. The motion passed by unanimous approval.

Location and Dates of Next Board Meetings: It was recommended that JEN strongly consider meeting in cities and locations where the organization would not have to pay to rent meeting space and where members could get inexpensive hotel room rates and cheaper airfares. Columbia College Chicago, the University of St.

Louis and Capital University in Columbus, OH provide free use of meeting space. There was also a discussion to host a board meeting at Midwest.

There was a discussion regarding JEN paying hotel expenses for board members. Lou Fischer advanced payment for all board member's rooms for these meetings and needed reimbursement from JEN for each individual board member. After the discussion a motion was made by Reuben Alvarez and seconded by John Clayton that all members pay their hotel bills as originally requested. JEN would reimburse Lou Fischer and members will reimburse JEN. The board of directors felt it would be unfair to change the policy after the election because it was made known that board members would have to cover cost of travel and hotel to attend three regular board meetings. Therefore, the motion approved to cover the hotel costs as detailed in the EC minutes March 2009 was rescinded by the full board at this time, with the policy to be reviewed at subsequent board meetings.

Conference Planning

Papich and Fischer have been in conversations with the leadership of Symphony Publishing the past year. Early on, Memphis, New Orleans, Atlanta, Indianapolis, Chicago and Columbus were considered as potential cities to host the first Jazz Education Network Conference. New Orleans was selected. Lou Fischer and Steve Crissinger traveled to New Orleans on a fact finding mission and conducted site visits to the Sheraton, Roosevelt (former Fairmont) and Marriott Hotels. The Sheraton was selected. After the economic climate changed, Symphony Publishing asked JEN to conduct a survey of JAZZed subscriber's list to see if the membership would support a conference. Sixty (60) percent of responders cited budgetary concerns, economics, and indicated that March 2009 was too soon. Forty (40) percent were in favor of the conference. This caused the New Orleans conference plan to be postponed.

The group compared the university convention model versus hosting a conference in a hotel.

- Universities usually have production equipment
- 93% of our membership live East of the Mississippi River
- Dorm housing is available on university campuses

Conference attendees and exhibitors would have the largest influence in JEN selecting a date for a conference.

The group decided that the university conference model was the best model for the first conference. The second and third conventions would be hosted in a hotel.

A list of conference components would be needed immediately.

Jim Widner recommended that we look at the University of Missouri – St. Louis. Jim indicated that the university has the infrastructure to support a major event because of the following:

- New state of the art performance center that seats over 1000 people
- Another small performance venue that seats 300+
- Performance venues are walking distance to the student center
- Available dorm space
- The administration of UMSL is supportive of this venture

The group felt that JEN should commit to hosting three consecutive conferences with plans to convene at least once a year. A couple of months were considered – January, October and May. It was decided that May would be the best month for the first inaugural convention given the offering from the University of St. Louis.

Steve Crissinger made a motion that was seconded by Robert Sinicrope that JEN move forward in hosting a conference at the University of Missouri - St. Louis in 2010. The motion passed.

Jim Widner made a motion that was seconded by Andrew Surmani that JEN host its second conference in New Orleans in 2011.

There was a brief discussion about JEN's need for administrative, office management and conference coordination support. The president made reference to the proposals that were submitted by two individuals. It was decided that Madeline Crouch's proposal was more in line with JEN's needs but included more services than the organization needed.

There was discussion as to which services Madeline would provide because the president, vice-president and treasurer provide significant time and services toward transacting the business of the organization.

The president will review Ms. Crouch's proposal, choose the duties that JEN needs and ask Ms. Crouch to submit a proposal reflecting those needs.

Robert Sinicrope made a motion authorized to get a proposal from Madeline that is tailored to our needs and submit it to the Board for approval to provide services to JEN subsequent to the president's recommendation. Jim Widner seconded. The motion passed.

John Clayton made a motion that JEN host its 2012 convention in Columbus, Ohio. It was seconded by Steve Crissinger and unanimously accepted by the board.

All edits and changes to the bylaws were reviewed and discussed further.

Paris Rutherford made a motion to accept all amendments and additions to JEN's bylaws and publish them online. The motion was seconded by Ruben Alvarez. The motion carried.

A motion was made by John Wittman to approve and accept the budget template model as put forth by the finance committee. Jose Diaz seconded the motion. The motion passed.

The board discussed developing and implementing a number of incentives to increase JEN's membership and generate additional funds. The development of merchandise was discussed.

Paris Rutherford made a report and submitted the first draft of the New Composition Showcase application. Further discussion will take place in the near future to determine composition competitive categories, whether participants will need to purchase membership in the organization to qualify and/or whether membership will be included in the application fee, etc. It was decided that the completion would take place in 2010.

Meeting concluded at 5:00p.m.

Day 3: Wednesday, August 5, 2009

Members Present: Ruben Alvarez, Steve Crissinger, Lou Fischer, Jackie Harris, Mary Jo Papich, Paris Rutherford, Bruce Silva, Robert Sinicrope, Andrew Surmani, James Widner, and John Wittman

Non-Board Member/Student Assistant Present:Rachel Kelly

Meeting was called to order at 9:16am by the president.

Papich appointed special and standing committees:

Communications Committee (JAZZed Editorial Advisory):

Nancy Grant, Tony Garcia, Kahil Elzabar, John Kuzmich, Rick Kessel, Lou Fischer, MJP

Student Composition Program: *Paris Rutherford, Ruben Alvarez, John Clayton, Dave Fodor, Dan Gregerman

Downloadable charts coordinator: John Blane

Standing Committees

Finance:

*Andrew Surmani, Lou Fischer, Bruce Silva, Steve Crissinger, Paul Chiaravalle

Fundraising:

*Bruce Silva, John Wittman, Steve Crissinger

Marketing:

*Rick Kessel, Andrew Surmani

Membership: *Bob Sinicrope, John Wittman, Jose Diaz, Jackie Harris

Individual

Affiliate

Festival

Website: *Steve Crissinger,

Educational Materials/Curriculum:

*Jose Diaz, Bob Sinicrope, John Clayton, Paris Rutherford, Ruben Alvarez, Melody Balicki, Terrell Stafford, Judy Shafer

Nominations: *Jackie Harris, Ruben Alvarez, Steve Crissinger, Lou, Mary Jo

Conference Committees

(ALL board members will be involved in each conference as we move ahead and define our duties)

-----2010 St Louis

Jim Widner*

MJ Papich*

Bruce Silva

Paris Rutherford

Andrew Surmani

Bob Sinicrope

Melody Balicki

Paul Chiaravalle

Lou Fischer

2011 New Orleans

Lou Fischer*

Jackie Harris*

John Clayton

Jose Diaz

Ruben Alvarez

Rick Kessell

Terrell Stafford

2012 Columbus

Lou Fischer*

President Elect TBA*

Secretary TBA

MJ Papich

John Clayton

Ruben Alvarez

John Wittman

Rachel Kelly

Steve Crissinger

Others to be added as needed

There was discussion regarding when the next meetings of the board of directors would take place. There is need to set a date for the winter meeting. There was interest in meeting during major conferences and conventions since the majority of JEN members attend a large number of those conferences. The question of costs came up again. The group made costs and availability a priority in selecting dates.

Bob Sinicrope made a motion to schedule the winter meeting January 23 – 24, 2010. The executive committee will meet in St. Louis January 22 or 25 tbd. The full board will meet January 23rd and 24th. It was seconded by Paris Rutherford. The motion passed.

The executive committee will set the summer meeting and future meeting dates.

The board discussed the existing attendance policy of the organization which states Board Members must attend two meetings per year.

Directors decided to not amend the language but to address absences on a case by case basis. The motion made in the EC minutes of March 2009 has therefore been rescinded by the full board. Motion was presented, seconded and approved.

Membership

The committee discussed the need for good incentives to attract additional members. The website address should be included in all print and electronic materials.

The merchandise promotions initiative was tabled and will be revisited at a later date.

The following ideas were expressed:

- Develop a membership campaign focused on geographical regions
- Identify regions where membership is low.
- Create a list of under-represented regions with plans to direct efforts toward recruiting new members.
- Create a bullet point list of “Why should I join JEN”
- The JEN website needs content updating

Breakout Committees related to Conference Planning: (11:05 a.m.)

2010 Conference Committee Suggestions

- Suggested 2010 conference dates Thursday, May 20 through Saturday, May 22.
- Conference will include registration, exhibits, in-door concerts, daily out-door lunch venue with performances, clinics, panels and ample storage for exhibitors.
- Dedicated time must be allotted for attendees to visit the exhibition during the conference for exhibitors to have a good and successful experience.
- Conference schedule will have to allow time for attendees to have dinner off campus
- Schedule next conference committee meeting via telephone on August 20

Education/Schools Performance Committee Suggestions

- Theme of conference to be later determined. Ideas will be forwarded to the president.
- All JEN members who are teachers will be encouraged to promote attendance of the conference to their students and fellow teachers. A script will be created for their use.
- Outreach to St. Louis music teachers is essential. Outreach should be directed to teachers of all music genres.
- Incorporate distance learning component
- Create some type of recognition for exceptional local teacher(s)
- Create a JEN scholarship of \$500 or above to be awarded to a student winner
- Invite local/St. Louis bands to perform and attend the conference

- Will need hotel, airline and auto rental company sponsors.

Marketing Committee Suggestions

- A Twitter page was created while in the meeting courtesy of Andrew Surmani.
- JEN should be the national promoter of jazz education

Scheduling Committee Suggestions

- Bob Sinicrope and Lou Fischer began work on a timetable related to the organization of the 2010 Conference. It is difficult to input all initially as so much detail remains in question. More to follow as the structure of the conference unfolds.

Steve Crissinger made a motion that JEN empower Rachel Kelly to serve as the point person in initiating a junior council, etc. The name of the group to be later decided. The motion was seconded by Bob and passed unanimously by the board of directors.

A motion was made at 1:15pm by Lou Fischer to adjourn the meeting and seconded by John Wittman. Meeting was adjourned.

File attachments:

Microsoft Office document icon

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