

**MUSIC TEACHERS NATIONAL ASSOCIATION
BOARD OF DIRECTORS MEETING
Seattle, Washington
July 13-15, 2015**

MINUTES

ATTENDEES

Present

President Rebecca Johnson, Vice President Karen Thickstun, Secretary-Treasurer Sylvia Coats, Immediate Past President Kenneth Christensen, Grace McFarlane (Eastern Division), Marc Hebda (Southern Division), Gail Heywood (East Central Division), Suzanne Torkelson (West Central Division), Sharon Ard (South Central Division), Jani Peterson (Northwest Division), Helen Chao-Casano (Southwest Division), and Executive Director & CEO Gary Ingle (ex officio without vote)

Absent

President-elect Scott McBride Smith

Staff Present

COO Brian Shepard and Executive Coordinator to the CEO Diana Viltrakis

CALL TO ORDER

President Rebecca Johnson called the meeting to order at 2:02 p.m. on July 13, 2015.

APPROVAL OF MINUTES

The minutes from the March 2015 meeting were entered into the record, the document having been approved unanimously as submitted via email vote on April 7, 2015.

National Officer Reports

Written reports were received from the following National Officers: President Rebecca Johnson, President-elect Scott McBride Smith, Vice President Karen Thickstun, Secretary-Treasurer Sylvia Coats, and Immediate Past President Kenneth Christensen.

Executive Director Gary Ingle presented an overview of the April 30, 2015 financial reports. Assets of MTNA are \$3,708,429.09 with liabilities of \$415, 574.17. Income is \$2,345,523.27

with expenses of \$2,006,516.59. The balance of the MTNA Trust account is \$895,674.74. The Foundation Fund Endowment account has assets of \$1,100,086.90 and the McHose Trust has assets of \$644,318.31. Ingle also provided fiscal year-end financial projections based on the April 2015 reports.

Executive Director Annual Review

By general consent, the Board went into Executive Session at 2:56 p.m. with the Executive Director not present in order to conduct the annual review of the Executive Director.

The President declared the Board out of Executive Session at 5:20 p.m. on July 13, 2015.

The Board meeting was recessed at 5:20 p.m. on July 13, 2015

The Board meeting was reconvened at 9:00 a.m. on July 14, 2015

By general consent, the Board went into Executive Session at 9:02 a.m. with the Executive Director present to present the annual review of the Executive Director.

The President declared the Board out of Executive Session at 11:10 p.m. on July 14, 2015.

Division Director Reports

Written reports from all seven Division Directors were reviewed: Gail Heywood (East Central Division), Grace McFarlane (Eastern Division), Jani Peterson (Northwest Division), Sharon Ard (South Central Division), Marc Hebda (Southern Division), Helen Chao-Casano (Southwest Division), and Suzanne Torkelson (West Central Division).

Executive Director & CEO Report

Executive Director & CEO Gary Ingle reviewed his written report as follows:

Federal Trade Commission

The first Annual Compliance Report was submitted to the Federal Trade Commission on April 1, 2015. MTNA has complied with all the terms and specific actions required by the Decision and Order (Consent Decree). The next report is due April 3, 2016. Diana Viltrakis and he spent considerable time over the past months working with multiple state and local affiliates in their efforts to modify their bylaws and operating processes to ensure compliance with the FTC requirements.

In the June 12, 2015 edition of the Wall Street Journal, an op/ed piece regarding federal regulation and the music industry was published. In it, MTNA and its experience with the FTC was cited as a prime example, along with NAMM, Gibson Guitars, and even banjo manufacturers, of the trend among Federal regulators in investigating and punishing the music industry, often for baseless or frivolous reasons. It was written by Brian Majeski, the editor of Music Trades magazine, who broke the story of the FTC investigation of MTNA. Majeski called Ingle a week before the publication to discuss several issues related to the investigation and to check his facts before submitting the editorial.

Conferences and Meetings

The 2016 Conference Planning Committee, chaired by Jane Magrath, met in Cincinnati on June 1-2 to select the sessions for the San Antonio conference. The committee constructed a very strong program that expands the role of the 20-minute “Accelerated Learning Sessions,” designed to accommodate our shorter attention span, to increase the number of presenters, and to enhance the number of choices for our attendees. In addition to the sessions, the conference will feature Emmanuel Ax and Time for Three in recitals. Master classes will be led by Seymour Bernstein (advanced) and Barbara Fast and Bruce Berr (intermediate).

The Call for Proposals for the 2016 National Group Piano and Piano Pedagogy Forum was distributed in May. The forum is scheduled for August 5-6, 2016 at the University of Colorado, Boulder.

The Call for Proposals for the Fourth MTNA Collegiate Chapters Piano Pedagogy Symposium was distributed in June. The symposium will take place January 15-17, 2016 at the University of South Carolina.

Preliminary work has begun on the program for the Summit for MTNA Leadership on September 11-13. This year the decision has been made to divide the attendees into two groups for the Association leadership sessions: one for the first-time attendees and the other for returning attendees. Ingle will lead the “Association 101” session for the first-time attendees and Rebecca Johnson will lead the session for the returnees. This revision enables us to present new material and avoid the rerun of “Association 101” for the returnees.

Foundation Fund

On May 21, Ingle visited with Sally Coveleskie in New York City to discuss two issues: 1) a restructure of the Steinway competition sponsorship, and 2) a piano for the new recital hall space in the National Headquarters. As background, the Steinway grand piano award has been both a blessing and a curse. As MTNA was the only competition in the world to receive a Steinway grand piano for first prize, it set us apart from other competitions and symbolized the importance of our competition throughout the industry. Even after the economic collapse in 2008, Steinway continued to provide an instrument, albeit an upright rather than a grand.

However, from the start, there were many problems associated with the prize. First and foremost was the fact the student had to pay the taxes on a \$50,000+ instrument. Second was the fact that most winners either lived in a dormitory or in a small house with little personal space, especially for a grand piano. Add to this the difficulties of getting the winner to NYC to select the instrument and the shipping costs involved, and you have a recipe for problems.

It was the latter problem that finally pushed us over the edge to reconsider the desirability of an actual piano as the first place award. Over the years, more and more of the winners were from Asia. One of them wanted the instrument to be shipped to China. The cost and logistics to do so were untenable.

Brian Shepard and Ingle met with Coveleskie late last year in Cincinnati to start the discussions to revise the sponsorship. During the conversation, they discussed several options, most of

which included a cash prize, which is easier to transport and pay the taxes on. Plus, there are no shipping costs. They concluded the meeting agreeing that the way forward was a cash sponsorship along with something to connect the winner to Steinway, such as recording a CD at Steinway's new recording studios.

The meeting in NYC was to finalize the revision. Ingle submitted a written proposal soon after the meeting, which proposed a \$5,000 first prize. Coveleskie phoned him on June 26 indicating that approval of the proposal appears positive and that the agreement will be finalized quite soon.

The Steinway for the MTNA recital hall is basically a done deal. The major issue is the small elevators in the office building. Even the small Steinway Model S is questionable. However, a way to get at least a small Model S into the room will be determined.

The Texas Music Teachers Association has informed MTNA that TMTA will establish a state endowment in the MTNA Foundation Fund. The grants from this fund would be directed to members from the South Central Division to attend the MTNA national conferences. Celinda Hallbauer took the lead in establishing this endowment, which is the first time a state MTA has funded an endowment. We hope it will be the first of many, in the same way that state sponsorships of the Foundation Fellow program have taken off.

Legal and Ethics

Originally, the West Central Division Competitions in January 2016 were scheduled to be held at St. Olaf College in Northfield, Minnesota. However, the college informed us that all competition officials and judges would have to complete sexual abuse training in order to hold the event there. The situation was investigated and determined to be unwieldy and potentially too risky, as MTNA would have to sign a contract affirming that everyone associated with the competition was appropriately trained. As a result, alternate locations are being explored. WCD Division Director Suzanne Torkelson has submitted an agenda item to discuss this issue, which may become more prevalent in the coming years and substantially impact our competition program.

State and Local Affiliates

Under the leadership of President Cindy Peterson-Peart, the Oregon Music Teachers Association on June 21 eliminated the degree requirement for membership. The association feels it is a positive step in ensuring the future of the organization.

The New Hampshire MTA informed us that the state would resume participation in the MTNA national competitions.

On March 30, Ingle gave the keynote address on the occasion of the San Antonio MTA's 100th Anniversary. The event was held in the same hotel in San Antonio as the very first conference in 1915.

Rebecca Johnson and Ingle represented MTNA at the Washington State MTA 100th Anniversary Conference in Bremerton, Washington on June 23-26. It was a spectacular event featuring Alan Chow and Nelita True. Board member Jani Peterson planned and oversaw the conference.

International

President Rebecca Johnson and Ingle represented MTNA at the biennial conference of the Canadian Federation of Music Teacher Associations in Vancouver, British Columbia on July 8-10. In addition to speaking opportunities, they also worked with the CFMTA leadership on the upcoming commemoration of the 2007 Collaborative Conference at the 2017 MTNA National Conference in Baltimore, Maryland.

Ingle's work on the International Society for Music Education (ISME) Constitution, Bylaws and Policy Working Committee continues. The purpose of the committee is to review the current ISME constitution, bylaws and operational policies and recommend updates and revisions to the Board of Directors. His involvement ensures MTNA's significant role in the future of this organization, which is devoted to serving music educators across the world. Ingle will also continue to serve as the chair of the ISME Instrumental and Vocal Teaching Forum, and will attend the ISME Board meeting July 20-22 in Glasgow, Scotland.

Strategic Partnerships and Advocacy

MTNA was a National Co-Sponsor for the Annual Arts Advocacy Day on March 23-24, 2015 in Washington DC. The event is sponsored by Americans for the Arts and is focused on advancing the arts agenda with Congress.

The College Music Society asked Ingle to serve on a subcommittee of its National Blueprint Committee. This committee was established to explore the future of the music profession and the role that the College Music Society will play in it. This is a crucial time for CMS as its long-time Executive Director Robby Gunstream announced his retirement effective in 2016. The association is being proactive in ensuring a smooth and orderly transition in leadership.

A vibrant, healthy partnership continues between MTNA and the Retail Print Music Dealers Association. In April, Ingle attended its Annual Conference in Las Vegas to maintain the relationship and interact with its membership whose work is extremely valuable to music teachers in our association.

MTNA has been invited to provide the opening recital at the National Conference for Keyboard Pedagogy in Lombard, Illinois on Thursday, July 30. For the first time in the long-tradition of this recital, only one of our competition winners was invited to perform rather than all three piano winners. By doing so, it allows the performer to present a complete recital. The performer will be Jason Zhu, winner of the 2015 MTNA Junior Piano Competition.

On March 13, Ingle was interviewed on a national radio show called "The Voice of the Performing Arts." Created by Steven Libman and Jeff Swensson, the show was launched in March 2013 and airs every Saturday at 10am on public radio from the University of Indianapolis. It is devoted to arts education. The guests, who come from all over the world, include artists, educators, administrators, arts education experts, community leaders, philanthropists, university presidents, and members of the U.S Congress.

Ingle was invited by Amy Martin, president of the Music Teachers Association of California, to participate in their annual conference on July 2-5 in San Jose, California. MTAC is not affiliated

with MTNA, but a close relationship continues to be nurtured with this large and active music teacher organization in California.

Staff and Headquarters

Following Marge Bengel’s decision to completely retire on April 6, Brian Shepard and Ingle explored multiple possibilities for replacing her. They determined that the best course of action was to outsource the responsibilities to an outside accounting/bookkeeping firm. With the advice and recommendations of MTNA auditor, Kerry Roe, they contacted Coworth Financial Services. Coworth is a two-person firm consisting of Susan Coburn and Jenny Jostworth. Jenny is a CPA and guides the financial management services and Susan is the on-site specialist. Their skills complement each other and provide the necessary services MTNA needs in this vital area. The annual audit has been scheduled for the week of August 24.

Although Brian Pieper, MTNA Graphic Designer, is returning to Cincinnati this month, he will continue to be an outside contractor. This arrangement has worked exceptionally well for several years during the relocation of his family to Bentonville, Arkansas. Brian has been a terrific asset to the publication team since 1998.

For budgetary reasons, the position of Director of Member Development, a part-time position focused specifically on turning around the decline in membership, was eliminated. The director, Rachel Kramer, was informed of the decision.

Travel and Meetings

March

Mar 19-26, 2015	MTNA National Conference	Las Vegas, NV
Mar 29-30, 2015	San Antonio MTA 100 th Anniversary	San Antonio, TX

April

Apr 26-27, 2015	Stecher & Horowitz Gala	New York City
Apr 28-29, 2015	Foundation Visit Jeanne Grealish	Albuquerque, NM
Apr 30-May 2, 2015	RPMDA Conference	Las Vegas, NV

May

May 21-22, 2015	Meeting with Steinway	New York City
May 27, 2015	National Music Council Board Meeting	New York City

June

Jun 01-02, 2015	2016 Conference Planning Committee	Cincinnati, OH
Jun 04-07, 2015	Toronto Conv. & Visitors Bureau Trip	Toronto, ON
Jun 21-26, 2015	WSMTA Conference	Bremerton, WA

July

Jul 02-05, 2015	MTAC Conference	San Jose, CA
Jul 07-10, 2015	CFMTA Conference	Vancouver, BC
Jul 11-16, 2015	MTNA Board of Directors Meeting	Seattle, WA

Forum Reports

Written reports were received from the following Forums: Arts Awareness & Advocacy (McFarlane), Collaborative Performance (Hebda), College Faculty (Heywood), Collegiate Chapters (Torkleson), Independent Music Teachers (Chao-Casano), Local Associations (Peterson), and Wellness (Ard).

Election Process Review Committee Report

At the meeting in March 2015, the Board established the Election Process Review Committee, consisting of Kenneth Christensen as chair, Helen Chao-Casano, Marc Hebda, Rebecca Johnson (ex officio), and Gary Ingle (ex officio without vote). The purpose of the committee was to address concerns about the adequacy of current MTNA policy related to national elections and to report to the Board its recommendations. The committee's report provided a short history of the current policy, which was established in July 2002. Several options were addressed by the committee, ranging from recommending no changes, to recommending specific guidelines or regulations, to revising the Bylaws. The committee was unable to arrive at any consensus and recommended that the Board either discuss possible options and decide the appropriate resolution of the issue at its meeting, or extend the time for the committee to more thoroughly evaluate the possibilities and return with a recommendation at the December 2015 meeting.

The Board thoroughly deliberated the options in detail and, by general consent, took no action on the issue.

As the work of the committee was concluded, the Election Process Review Committee was dissolved, and the Board expressed its gratitude and thanks to the members for their good work.

Committee Reports

Written reports were received from the 2016 Conference Planning Committee (Jane Magrath), 2016 Collegiate Chapters Piano Pedagogy Symposium (Philip Castro), 2016 National Group Piano/Piano Pedagogy Forum (Lisa Zdelick), *AMT* Editorial Committee (James Litzelman), Composer Commissioning Program (Ann Witherspoon), e-Journal Editorial Committee (Andrew Hisey), Finance Committee (Sylvia Coats), Foundation Fund Development Committee (Brian Chung), Membership Committee (Karen Thickstun), Nominating Committee (Kenneth Christensen), Partnership Review Committee (Scott McBride Smith) and the State Presidents Advisory Council (Cindy Peterson-Peart).

BUSINESS

Ratification of Task Force and Appointments

In 2013 a conference call with MTNA members living and teaching in remote areas was conducted. Due to the distance they would have to travel, these teachers could not attend local association meetings or enter their students in MTNA events. One of the strong themes of that phone call was a request for access to more non-competitive performance activities for their students.

President Johnson proposed that a task force be created to consider the establishment of an MTNA e-Festival. She recommended that it be chaired by President-elect Scott McBride Smith and that it be charged with recommending policies, procedures, and processes relating to the establishment of an MTNA e-Festival. The work of this committee would be accomplished through conference calls and emails, and it would make a report of its recommendations at the December 2015 Board of Directors meeting. In addition to Smith, the task force would consist of Alex Bauer, Elizabeth Blakeslee, Lynda Lybeck-Robinson, and Jani Peterson.

Motion and second to ratify the establishment of the eFestival Task Force and the following committee appointments:

Scott McBride Smith, chair
Alex Bauer
Elizabeth Blakeslee
Lynda Lybeck-Robinson
Jani Peterson

PASSED

Competition Third Place Awards Proposal

The Board discussed a proposal from the Competitions Committee to reinstate the third place designation at MTNA national competitions if the award is funded at more than the current \$100 merit award. The Competitions Committee proposed that the current Teacher Award of \$200 be given to the third place recipients and that the total amount of the award be set at half the amount of the second place award. The Competitions Committee's proposal also recommended that the Chamber Music second place award be raised to \$2,000 and third place set at \$1,000. The proposal would require an additional \$6,725 of funding from the MTNA budget.

The Finance Committee considered the proposal and used the recommendations from the Competitions Committee as the starting point for discussions. The Finance Committee agreed with the idea of reallocating the \$200 Teacher Awards to provide partial funding for the third place awards. The Finance Committee, however, believed that using the formula of "*one-half of the second place award*" to determine the amount of the third place award was not ideal. First, the formula (half of a half) led to some extremely insignificant amounts for junior performance and junior and elementary composition awards. Second, the committee felt that using the "half-ratio" between award levels (second place is half of first and third is half of second) cannot be sustained (e.g. the Steinway award will be \$5,000 but the second place award will remain \$2,000) and therefore should not serve as the basis for the third place awards.

After much deliberation, the Finance Committee decided to recommend to the Board that the third place awards be set at \$300 across the board, based on combining the \$200 Teacher Award with the existing \$100 Merit Award already given to the runners-up. In order to accommodate the \$300 third place award for elementary composition, the second place award had to be increased from \$250 to \$400. Otherwise, it would be less than the third place award. The committee also believed that the Chamber Music second place award should remain as is.

After deliberating the proposal and the Finance Committee's recommendation, the Board took the following actions:

Motion from the Finance Committee that the Board reinstate the third place designation and establish cash prizes in the amount of \$300 for all third place awards.

PASSED

Motion from the Finance Committee that the Board increase the Elementary Composition second place award from \$250 to \$400.

PASSED

The Board meeting was recessed at 4:30 p.m. on July 14, 2015

The Board meeting was reconvened at 9:00 a.m. on July 15, 2015

Technology Funding Proposal

Executive Director Ingle presented a proposal to use funds from the surplus monies accumulated by the MTNA in its long-term reserves. The need for technology upgrades for the website and membership systems were discussed at length. The value of the fund is almost \$900,000. Approximately \$65,000-\$75,000 would be required for an upgrade of the website, \$20,000-\$25,000 for the upgrade to the membership system modules, and approximately \$50,000 for content creation.

Motion from the Finance Committee that the Board approve the Technology Funding Proposal to allocate \$150,000 from the Long-term Reserves for the purpose of technology enhancement.

PASSED

FY 2016 Budget Proposal

Secretary-Treasurer Sylvia Coats recognized Executive Director Ingle, who presented the FY 2016 Budget Proposal. He outlined the various steps and timelines in the FY 2016 budgeting process. The budget draft, assembled by the Executive Director and staff, had been submitted to the Finance Committee approximately two weeks earlier. The Finance Committee examined and discussed the various elements of the draft and made the following changes to the prepared draft:

The Teacher Enrichment Grant line item was increased by \$10,000 to provide additional funding for these grants. The Committee reallocated \$5,000 from the Program Enrichment Grants to the Collegiate Enrichment Grants. The Competitions award budget was increased by \$750 to accommodate the establishment of third place awards. The proposed budget estimated income at \$2,361,242 and expenses at \$2,356,550. In addition, \$15,000 was allocated for capital expenditures.

Motion from the Finance Committee that the Board approve the FY 2016 budget as presented.

PASSED

Proposed Revision to Outside Organizations Policy

President Johnson proposed a revision to the MTNA Outside Organizations Policy. The current policy requires the establishment of a “Partnership Review Committee” consisting of two Board members, the president-elect (as chair), and a staff member. Since the establishment of the policy several years ago, the committee has never been necessary or required. The revision eliminates the “Partnership Review Committee” and reflects the current partnership policy whereby the staff maintains the list of partnerships and provides it for the Board.

Motion and Second that the Board of Directors revise the “Guidelines for Outside Organizations to Music Teachers National Association” by eliminating the Partnership Review Committee.

PASSED

Proposed Revision to CEO Annual Review Policy

President Johnson proposed a revision of the policy for the evaluation/review of the Executive Director & CEO. The current policy requires an annual review. However, given the almost two decades of service by Executive Director Ingle, a yearly report is cumbersome, time-consuming, and redundant. She proposed that the review be changed from annually to every two years in odd-numbered years in order that the review takes place a year after the Division Directors take office.

Motion and Second that the Board of Directors change the evaluation/review of the Executive Director and CEO from annually to every two years in odd-numbered years.

PASSED

Proposed Revision of Investment Policy

The Board reviewed the MTNA Investment Policy as revised by MTNA Investment Advisor Howard Kaplan.

Motion from the Finance Committee that the Board approve the MTNA Investment Policy as revised by MTNA Investment Advisor Howard Kaplan.

PASSED

Review of Financial Policies

The Finance Committee reported that it had reviewed the current financial policies for MTNA and that it recommends no changes to the existing policies. The Board made no changes.

Competition Site Hosting Issues

West Central Director Suzanne Torkelson asked the Board to discuss an issue that came up as MTNA was planning for the West Central Division competition. The university that was selected required all adults (monitors, judges, etc) to undergo sexual abuse training if they were in contact with students. MTNA national was also required to verify that all had completed the training.

The Board discussed the impact of these training requirements on finding judges and volunteers and the continued prevalence of these requirements.

It was suggested that coordinators could check to see if a hosting institution has such requirements while in the early stages of site selection.

The Board took no action.

FY 2015 Audit Approval

The Finance Committee reported that it had evaluated the work of MTNA auditors Clark, Schafer, Hackett & Co. It was noted that this firm has performed the audits since FY 2002 and knows the MTNA operations and software programs. In addition, the company has advised MTNA management throughout the year on various American Institute of Certified Public Accountants (AICPA) rulings and also provided timely seminars, free of charge, on pertinent operational issues.

Motion from the Finance Committee that the Board approve the firm of Clark, Schaefer, Hackett & Co. as the auditors for FY 2015.

PASSED

Proposed Revisions to Collegiate Chapter Award

The Board discussed a change to the naming of the Collegiate Chapter Award. The award's current name does not comply with existing MTNA policy on naming an award.

Motion and Second to return the MTNA Collegiate Chapter of the Year Award back to its original name, effective immediately.

PASSED

2016 MTNA Achievement Award

Motion and second to select renowned artist Emanuel Ax as the recipient of the 2016 MTNA Achievement Award.

PASSED

2016 MTNA Distinguished Service Award

Motion and Second to select MarySue Harris as the recipient of the *2016 Distinguished Service Award*.

PASSED

MTNA Citation for Leadership

Motion and Second to confer upon Frank Hackinson, founder of FJH Music Publishing Company, a *2016 MTNA Citation for Leadership*.

PASSED

NEW BUSINESS

Motion and Second to establish a committee, consisting of President Rebecca Johnson, Immediate Past President Kenneth Christensen, and Vice President Karen Thickstun, to revise the ED/CEO Evaluation/Review form.

PASSED

ANNOUNCEMENTS

The next meeting of the Board of Directors will be December 3, 2015 in Cincinnati, Ohio.

ADJOURNMENT

President Johnson adjourned the meeting at 11:00 a.m. on July 15, 2015.

Respectfully submitted,

Sylvia Coats
Secretary-Treasurer