

**ChoralArt**  
**Board of Directors Meeting**  
**March 10, 2021**

Attending: Mark Johnson, Melissa Rodrigue, Christy Commeau-Pierce, Sam Wilson, Robert Stoddard, Darrell Leighton, David White, Elizabeth Serrage, Larry Rubenstein, Gail Knowles, Bob Russell, Richard Sullivan

Mark called the meeting to order at 8:00 AM.

Consent agenda: Approved by vote with change in the minutes which has been done.

Finance – (See attached reports.) David reported that we will be able to return to the Cathedral this year with the same caveat in the contract that states that the space may not be available if needed for a religious event at the Cathedral.

He suggested that he would like to apply for a second PPP Loan. We appear to meet the necessary qualifications as we have had the appropriate decrease in income. David presented a draft resolution to authorize him to proceed (see attached).

It was moved by David, seconded by Larry, that the resolution be approved and we apply for a PPP loan of up to \$8,448. The motion was passed unanimously. It was moved by Robert Stoddard that we authorize David to proceed with the Cathedral contract as before. The motion was seconded by Larry. Discussion occurred concerning the risk of cancellation of rehearsals and/or concerts by the Cathedral due to an unforeseen religious activity such as a funeral. The Question was called, and the motion was passed unanimously. Thanks to David and Sam for their many hours of hard work in this process.

Music Director's report - Bob reported that plans are likely to change during the next 6 months, and that authority to make changes needs to be clarified. He outlined the following considerations for the foreseeable future. A Re-start task force has been convened to further explore the issues and provide recommendations to the Executive Committee.

- When can we sing again?
  - Summer rehearsals – several options were presented for content and locations
  - Large group singing is the most problematic issue
  - PSO – Very uncertain, but hope to do St Matthew Passion in spring 2022
- Christmas & Epiphany concerts – size of chorus, audience, etc., uncertain. Hopefully, we will be at the Cathedral in December 2021
- Spring 22 – Hopefully, St. Matthew Passion and a Camerata concert can occur.
- Opportunities for large group rehearsals and performances – probably by spring 2022

Re-start Task Force report - Robert Stoddard reported that they hope to make some specific recommendations by May 1, so that Bob can plan for a CATC performance if that can happen – rehearsal locations and timing, etc., depending on CDC guidelines.

Mark will communicate to the membership in an update highlighting the work and deliberations by leadership, the Re-start Task Force, and the Board concerning steps we are taking concerning these very fluid issues.

It was moved by Sam to empower the Executive Committee to continue to respond to changes as needed and to announce Events as they are able to occur, rather than announcing an entire “season”. The motion was seconded by Robert Stoddard. Sam commented that requests for grants and sponsorship for specific events is very difficult due to the uncertainty of the schedule. Requests need to be made instead for general operating costs. The motion was passed unanimously.

Strategic Plan update – Mark presented a summary of the efforts that began in the fall of 2018. Following review by the Strategic Planning Committee, a final draft will be presented to the Board during the next few weeks for consideration and approval at the June board meeting.

The meeting was adjourned by vote at 9:10 AM.

Next meeting June 9 – location TBD.

Elizabeth Serrage

Secretary

RESOLUTION OF BOARD OF DIRECTORS OF CHORAL ART SOCIETY

March 10, 2021

(1) RESOLVED, that the members/officers of Choral Art Society (hereinafter referred to as "Organization") named below, or any one of them, or their, or any one of their, duly elected or appointed successors in office, be and they are hereby authorized and empowered in the name and on behalf of this Organization to execute and deliver to KEYBANK NATIONAL ASSOCIATION (hereinafter referred to as "Lender") and the Small Business Administration, an agency of the Government of the United States of America (hereinafter called "SBA"), in the form required by the Lender and the SBA, the following documents:

(a) Application for a loan, the total thereof not to exceed in principal amount \$8,448.00 (the "Loan"), maturing upon such date or dates and bearing interest at such rate or rates as may be prescribed by the Lender and the SBA, which Loan shall be guaranteed by the SBA pursuant to 15 U.S.C § 636(a)(36);

2. (b) the Note signed by this Organization evidencing such Loan; and
3. (c) any other Instruments or Agreements or Loan Documents to be signed by this Organization which may be required by the Lender or the SBA in connection with such Loan;

(2) FURTHER RESOLVED, that any indebtedness heretofore contracted and any Contracts or Agreements or Loan Documents heretofore made with the Lender or the SBA on behalf of this Organization, and all acts of members or agents of this Organization in connection with said indebtedness or said Contracts or Agreements or Loan Documents, are hereby ratified and confirmed;

(3) FURTHER RESOLVED, that the members/officers referred to in the foregoing resolutions are as follows:

Mark Johnson, President  
Robert Stoddard, Vice President  
David White, Treasurer

(4) FURTHER RESOLVED, that the Lender and the SBA are authorized to rely upon the aforesaid resolutions until receipt of written notice of any change.