



Minutes of the Officers & Board of Directors Meeting
Thursday, December 5, 2012 at the offices of BMI

Brittain Ashford (Administrator)	Present
Katie Baron (Legal Counsel)	Present
Bryndon Bay	Present
Marco Berrocal	Present
Bryan Bradley	Present
Eugene Caprioglio	Present
Steve Culbertson	Absent
Daniel Dorff	Present <i>via phone</i>
Kathy Fernandes	Absent
David Flachs	Present
Sean Flahaven	Absent
Lauren Keiser	Present
Jim Kendrick. (Legal Counsel)	Absent
Sonya Kim	Absent
Kathleen Marsh (President)	Present
Zizi Mueller	Absent
Norman Ryan	Present
Jeff Schroedl	Present <i>via phone</i>
John Shorney	Present
Todd Vunderink	Present
Todd Waldman	Present

Call to order and announcements (Marsh) – 12:12 PM

Kathleen Marsh thanked the Board for being flexible in November, in the wake of the hurricane, and with the rescheduling of the December meeting.

Approval of Minutes – Lauren stated that on page two where it reads, “*Lauren suggested that we think about giving money to an international cause as well.*” It should read, “*Lauren suggested that we think about giving money to the ICMP.*” Approved with this revision.

Treasurer’s Report – Bryndon stated that our financials were in order. Approved as submitted.

Old Business

There was no old business.

New Business

The ICMP Anti-Piracy Fund

Lauren gave a presentation about a new ICMP fund for an international anti-piracy effort. Lauren outlined the purpose of the ICMP, a global organization that has MPAs from around the world as members. A handout was included with a list of members. Lauren stated that the ICMP is becoming extremely active in the protection of publishers’ rights and that it is the only global organization of this type. Previously they have not embraced the issue of internet piracy, though while Lauren was at the last ICMP meeting in Brussels he gave a presentation to the Board of Directors regarding this global problem, stating that *we need to act globally*. Lauren proposed, in Brussels, that the ICMP form a committee to be active in this fight, which they did.

Lauren suggested we grant the ICMP \$10,000 to assist us in this new effort and get other organizations and publishers involved with the issue. He also reported that almost every European country has a federal organization that unites anti-piracy efforts. Holland's BREIN Foundation recently came into a large sum of money from the settlement of a lawsuit concerning digital copying royalties. Lauren made the suggestion to the ICMP committee that they bring someone from Holland's organization to the table to help contribute to the effort. MPA-UK, NMPA have said that they will also contribute.

Jeff wanted to know how the funds would be handled. Lauren stated that the fund would be approved by the ICMP committee and its chairman. It would be set up to help local MPAs fund a legal representative, which is required to shut down a server that is enabling a rogue site. The goal is not to instigate litigation, but to have local boots on the ground.

Kathy Marsh asked if other ICMP members would be asked to contribute to the fund. Lauren said that at this time it would be a separate fund, as the ICMP's current budget does not have an allotment for this effort.

NMPA Report

Kathy Marsh has been in touch with NMPA legal counsel, Danielle Aguirre. They agreed that the \$50,000 granted to NMPA was not utilized in the best manner. The Board was not optimistic to fund anything that looked like the program from the previous year.

Kathy let Danielle know it would not be \$50K, but that she would bring the matter to the Board for discussion.

Kathy stated that Ken Anderson, of Sheppard Mullin, was very aggressive about contacting people in Europe. He spoke with the MPA-UK and how they could work with NMPA to combat illegal sites. The previous week Kathy spoke directly with MPA-UK, who are very much on board with our work with NMPA.

There was much initial discussion regarding what NMPA is offering and if the MPA wants to keep funding the NMPA effort and at what level.

Todd Waldman suggested that perhaps we give the NMPA half of the grant at this time and half once progress has been shown.

Kathy Marsh presented a *three point program* to combat online piracy at this time:

- \$10,000 to the ICMP international fund, which will receive other funds as well
- \$10,000 for the MPA and member publishers to take over the *nuts and bolts* of everyday takedown letters. This is meant to target smaller sites and those (such as scribd) who claim to respond to DMCA notices. The MPA would need approval from members to act on their behalf
- A \$30,000 to NMPA for continued efforts

Part of the MPA portion would be to pay Brittain and to reimburse publishers in their efforts for going after titles on illegal sites.

Lauren stated that he received advice that publishers and organizations should go after top uploaders of any given file-sharing site, have the local MPA press action against them, obtaining an affidavit stating that they consciously knew they were violating copyright law. In turn for not prosecuting them the local MPA could present the affidavits to the ISP, which could override any rogue site based on those affidavits. We would need Brittain and MPA members to find these uploaders.

John referenced that the board had initially signed on to a potential three-year obligation with the NMPA. He stated that he had some concerns that we were committing the lion's share of our budget to this effort. He spoke about other ventures that the organization is working on, including the Curriculum and Scholarship projects, which present the organization as a positive, supportive organization; it seems wise to put the money we have towards something that makes a positive impact that's within our reach.

Lauren countered that it is appropriate that at least 20% of our money from Kopinor go towards an anti-piracy effort.

Bryndon pointed out that the \$50,000, according to Ken's handout, would go towards taking down two particular sites, which is great if it works. If the NMPA had produced results the previous year the MPA wouldn't hesitate to get behind the matter.

Lauren urged the Board to maintain a certain level of funding to NMPA; if we dropped below a certain level of support it would not make the MPA look good. The consensus around the table was that the Board wants to see results. The Board discussed accountability and reporting, that perhaps we could give the NMPA an initial \$12,500 followed by an additional \$12,500 after a satisfactory report.

This discussion resulted in the final Piracy Committee budget as follows:

- \$10K to the ICMP
- \$10K to MPA to set up the takedown system (some allotted for administrative fund)
- \$25K to NMPA for continued efforts

Budget

Bryan Bradley expressed concern that the MPA is still spending almost \$50,000 more than it brings in. The Board discussed inconsistent and changing expenses, such as the Curriculum committee, noting that not all current expenses will be annual. It was also pointed out that if Kopinor were to drop dramatically, or disappear all together, the organization would be in a very bad financial position. Bryan again stated that this is not a good business model and while the Board could push the budget through, this would be the last possible year we could carry such a financial burden.

After lengthy discussion about which items we would eventually have to re-examine, such as Board travel, the 2012-2013 budget was approved with a \$40,835 deficit. Kathy stated that a balanced budget must be presented at our Annual Meeting in June. The Board agreed that we should have a floor of \$250,000 in our accounts.

National Association of Teachers Singing

Allan Henderson of NATS has approached the MPA with the hope of being able to come to a consensus on rules and regulations relative to choral adjudication. The Board determined that this wasn't really something they could give a definitive answer to. Brittain was advised to put Allan in touch with our legal counsel.

Committee Reports

Annual Meeting: Kathy Marsh will take over the Annual Committee. No report.

Contribution: no report.

Copyright and Licensing: Katie will give a full report at our next meeting.

Curriculum: Lauren reported that the curriculum video was shown at the American Eagle Awards the previous week, the audience was very enthusiastic about it.

Digital Piracy: see above discussion.

Educational Contacts & Trade Relations: Lauren has plans to attend next RPMDA convention in Columbus. There he will give a presentation as to what the MPA is currently involved with.

Finance/Audit: no report.

History: Lauren has been in touch with David Peter Coppen up at the Sibley library. He has all of our archives, so it would certainly be convenient for him to handle the project. They are currently working out a fee.

John mentioned the **Oral History Project** through NAMM, which is still looking for people to interview.

ICMP: see Lauren's report above.

Engraving and Production: Daniel Dorff mentioned that the UK-based product development staff of Sibelius was recently fired by Avid, the American parent company. Despite "fear of the unknown" rumors spread by users, Avid is continuing to develop upgrades and Sibelius 8 is about to come out. Daniel has been in touch with colleagues of the new head of Sibelius upgrade development (who has a DMA in composition from UC Berkeley) and is under the impression that Sibelius 8 is already a closed book except for the actual code-writing, and that he may be able to open the door to publishers/engravers becoming beta testers for version 9. Rumors about farming out the product development to the Ukraine are a misunderstanding as software companies use the word "development" for the technical code-writing (which is being sent to Ukraine), while the actual changes to features and interface are being done in the US. In the meantime, MakeMusic, the parent company of Finale notation software is a publicly-traded company whose majority owner has indicated their plan to sell off, which has also started unfounded panic rumors of the software vanishing, when it would be instead owned by a different mix of shareholders.

Paul Revere Awards: Daniel had spoken to Paul Sadowski about having Brittain do the admin of the awards and having Paul pick the judges. Paul did not favor the idea and would like Erin Rogers to take over the post. There was concern that someone actively involved with publishing could be seen as a conflict of interest. Hayes Biggs and Ed Harsh were presented as potential candidates. The Board directed Daniel to ask Ed first.

Membership: There were two new members applications, Miso Media and Kandinsky Music. Both were approved for membership.

MPA/MLA/MOLA Joint Committee: Daniel recapped the last meeting, mainly pointing to discussion about how the digitization of media is changing. He stated that he is still planning a panel for the Annual Meeting and would like to pull together a very diverse committee to discuss PDFs.

Nominating Committee: no report.

Performance Committee: Norman reported that the new National Opera Center has opened its doors, a state of the art facility with lots of space and opportunities for performance and activities. Norman also spoke about the North American Works Library: currently they have a print library for reference, which publishers have donated scores to. He has been asked to review a beta program, an online system for members that would allow people to view scores *internally*. Norman will keep the Board informed on any developments with the project.

Norman also spoke about the planned event to be coordinated with the New York Philharmonic's proposed Biennial, a festival which will be devoted to the presentation of new or rarely heard works. Money approved for the Performance Committee will be applied to this event when details are confirmed.

Press/Publicity: no report.

Research/Development/New Technology: no report.

The meeting was adjourned at 3:57 PM

Respectfully submitted,
Brittain Ashford, MPA Admin, on behalf of
Todd Vunderink, Secretary