

**BEHRE PIANO ASSOCIATES, INC.
D/B/A ADAMANT MUSIC SCHOOL
AGENDA FOR ANNUAL MEETING OF THE MEMBERS
TO BE HELD DECEMBER 29, 2024**

The annual meeting of the members (the “2024 Annual Meeting”) of **BEHRE PIANO ASSOCIATES, INC.** (the “Corporation”), will be held remotely on Sunday, December 29, 2024, at the hour of 4:00 PM Eastern Time via Zoom, pursuant to the By-Laws of the Corporation and the Not-for-Profit Corporation Law of the State of New York. The timetable is as follows:

Meeting Timetable

Call to Order and Welcome 4:00PM - 4:05PM

- Introduction
- Establish Quorum

Reports 4:05PM - 4:45PM

- President’s Report: (10 minutes)
 - Key accomplishments
 - Update on strategic initiatives
- Treasurer’s Report / Financial Report: (10 minutes)
 - Current financial status (income, expenses, net assets)
 - Q&A (20 minutes)

Presentation of the Slates of Candidates 4:45PM - 5:15PM

- Introduction & Candidates' Statements (15 minutes)
- Q&A (15 minutes)

Election of Board Members 5:15PM - 5:35PM

- Voting (20 minutes)
- Announcement of Results

Future Events 5:35 - 5:40PM

- January - Open Forum: Strategic Plan
- February- Open Forum: Bylaws
- March - AMS Benefit Concert

Adjournment

Joining the Meeting

The 2024 Annual Meeting can be accessed as follows:

Click here: <https://su.zoom.us/j/98445473719>

Title: 2024 Adamant Music School Annual Members' Meeting and Election

Time: December 29, 2024, 04:00 PM Eastern Time (US and Canada)

To Use Phone as Mic:

1. Join Zoom Meeting: <https://su.zoom.us/j/98445473719>

2. Click "Phone Call" tab when prompted.

3. Dial In to the city closest to you:

+1 669 900 6833 US (San Jose)

+1 346 248 7799 US (Houston)

+1 312 626 6799 US (Chicago)

+1 646 558 8656 US (New York)

+1 301 715 8592 US (Washington DC)

4. Enter Meeting ID: 984 4547 3719

5. In the popup window, enter your Participant ID (your name).

6. To Mute/Unmute yourself, press *6.

Any member (the "Member") who is unable to access, or prefers not to access, the Zoom Meeting via videoconference may participate in the 2024 Annual Meeting via the phone dial-in option above. Please note that, if any Member has trouble joining the meeting, please contact Noah Hardaway, Board Secretary at +1 (979) 203-5879, who will be available to assist you to resolve any problems in real-time.

All Members of the Corporation are urged to attend. Each Member of the Corporation will be entitled to one vote on any matter being voted upon. **If you have already designated a proxy, that proxy holder will cast your vote unless you rescind your proxy.**

PLEASE TAKE NOTICE THAT, at the 2024 Annual Meeting, all the powers of the Corporation may be exercised without previous notice of any action to be taken thereat, except as may be specifically provided by the By-Laws of the Corporation and the Not-for-Profit Corporation Law of the State of New York.

PLEASE TAKE FURTHER NOTICE THAT, in addition to other new business matters, the purpose of the 2024 Annual Meeting will be to discuss and/or vote on the agenda items listed below:

- (i) To receive the Annual Report required pursuant to Sections 513 and 519 of the Not-for-Profit Corporation Law of the State of New York, including a Financial Report and other information set forth in the By-Laws of the Corporation. The Financial Report will be circulated electronically before the December 29, 2024, Annual Members' Meeting.
- (ii) To elect, in accordance with the By-Laws of the Corporation, the proposed officers of Behre Piano Associates, Inc., for 2024-2025; and in accordance with the Not-for-Profit Corporation Law of the State of New York, with respect to each director elected or appointed by the Board of Directors/Executive Committee of the Corporation (the "Board") to discuss and act upon the recommendation by the Board that the Members elect the following Board slate as a whole and assign each such director into an annual class of directors:

Proposed Slate for Election in 2024:

Director Class of 2027:

Andrew Christiansen, Second Vice President

Daniel Nimetz

Victoria von Arx

Director Class of 2026:

Noah Hardaway, Secretary

Martin Heikel, President

Mark Jaffe

Director Class of 2025:

Wendy Laubach, First Vice President

Barbara Vacarr

Donald Allen, Treasurer (incumbent director; not up for re-election)

For reference, this is the Alternative Slate of Directors (not endorsed by the Board):

Proposed Class of 2027

Rosemary Caviglia, President

Mary Durante, Treasurer

Janet Yanuklis, Secretary

Proposed Class of 2026:

Elaine Greenfield

Deirdre O'Donohue

Proposed Class of 2025:

Karen Lerner

Christopher Sargent

Candidates may each make a brief statement introducing themselves to the membership, limited to one (1) minute per candidate.

(iii) To transact such other business as may properly come before the meeting.

Members of the Corporation may speak at the Annual Meeting when recognized by the presiding officer. The presiding officer may impose time limits.

By Order of the Board of Directors
Behre Piano Associates, Inc.

Adamant, Vermont
December 27, 2024