

DRAFT

October 30, 2020 Board Meeting

STATE BOARD MEMBERS

President: Ed Benson

Director, Region 1: Mark Stuart

Vice President: Jim Johnson

Director, Region 2: Rick Kindle

Secretary: Stu Williams

Director, Region 3: Dennis Pangburn

Assistant Secretary: Ron Flagel

Director, Region 4: Vacant

Treasurer: Roy Hodgkinson

Director, Region 5: John Haffner

Assistant Treasurer: Ron Saltgaver

Chief Admin. Officer: Dwight Sale

INVITED PARTICIPANTS PRESENT:

Past Presidents: Dwight Sale, Derek Southern

State Advisor: Stu Williams, Parliamentarian Dwight Sale.

Committee Chairmen: Dale Decker (Policy & Procedure), Derek Southern (Nominating), Patrick Reed (Growth & Membership), Lee Moy (Training)

Other Invited Participants: Adckinjo Esutoki, Paul Squeri, Dave Gonzales, Foster Kinney, Dean Steichen, Barry Leskin,

Call to Order:

President Benson called the meeting to order at 9:08 A.M. on October 30, 2020, the meeting having been previously scheduled for October 27, 2020, and continued because of power outages. It was announced the meeting was being conducted using Zoom, in compliance with California Executive Order N-33-20 and the recent California Department of Public Health Directive of October 9, 2020 and after the Pledge of Allegiance announced the attendees constituted a quorum, and welcomed all.

Secretary Williams pointed out that Assistant Secretary Ron Flagel, was not in attendance pending his shoulder surgery, and thanked him for all his help in preparing the August Annual Meeting Minutes, and August State Board minutes, when Secretary Williams was on Mandatory Evacuation during the LNC fires, and further commented that State Legal Advisor Alan Melnicoe was unavailable to participate for lack of Internet location, but wanted the meeting to proceed with his communications in closed session.

President Benson announced that the Draft Minutes of the State Board Meeting of September 10, 2020, had been distributed by Rick Sale on Constant Contact, and pending any corrections, Vice President Johnson **MOVED** the minutes be approved, and seconded by Regional Director Mark Stuart, the minutes were approved.

President Benson announced that with a great deal of pleasure, he was awarding A STATE HONARY LIFE MEMBERSHIP to Mark Stuart, who has been one of the hardest working members of our organization, and this award was long overdue.

President Benson announced that he would entertain a motion to discuss in **CLOSED SESSION** recent communications with Legal Advisor Alan Melnicoe, who is traveling in a remote area of the State and unable to participate electronically. President Benson further requested that Insurance Chairman Craig Huffines report on legal matters, and other Attorney Client Communications involving pending litigation.

Secretary Williams **MOVED** that the Meeting of the Board, be convened in Closed (Executive) Session, to discuss legal matters, and Vice President Johnson seconded the motion, which the Board approved unanimously.

The reportable actions taken by the Board, require all Branches to comply with ALL STATE OF CALIFORNIA DEPARTMENT OF PUBLIC HEALTH DIRECTIVES, AND COUNTY HEALTH DEPARTMENT DIRECTIVES, pending further notifications.

President Benson further reported that because of the changing circumstances from the Department of Public Health and County Health Departments, the Board would continue to monitor the situation and report accordingly to the Branches, and further reported that appropriate inquiries would be made to our elected representatives, Insurance agents, and Legal Advisor concerning non-essential social gatherings.

RECONVENE REGULAR STATE BOARD MEETING (11:03 A.M.)

Branch Health Data Health

President Benson announced that on October 14, 2020, he convened an informational Zoom meeting, and asked the Regional Directors to report to Secretary Williams, the Health Data for their Branches.

President Benson reported the current membership of 106 Branches on 8/1/2020, was 12, 290, with 29 Branches failing to report the Status of their leadership, 15 Branches without a little Sir, and 62 Branches reporting a full complement of Officers and Directors.

The Regional Directors, in contact with their Area Governors, and Branch leaders, reported the following information as of October 25, 2020.

Region 1 reported a potential loss of 141 members from 2,969.	2,828
Region 2, reported a potential loss of 193 members from 2,307	2,114
Region 3, reported a potential loss of 256-to-341 members from 2,137	1,796
Region 4, reported a potential loss of 352 members from 2,392	2,040
Region 5, reported a potential loss 134 members from 2,485	2,351
Total loss	1,161 (9.8%)

Secretary Williams announced that traditionally the organization loses about 16% of our membership because of attrition, and gains about 12% in new members, for a normal net loss of 4%.

Williams further announced, without holding monthly meetings and many activities since March, the normal gains in new members would account for the 9.8 % loss, (membership as of 10/25/2020, projected total 11,129) and the longer the Pandemic goes without a vaccine the lower our membership will be by the end of the year.

TREASURER REPORT:

Treasurer Roy Hodgkinson reported on revenue as of this date, \$78,224 on current expenses of \$58, 739, with YTD Surplus of \$14, 595.

Treasurer Hodgkinson further reported that under actual Administrative Expenses of \$13,118 YTD, the sum of \$10,000 was expended for MCO consultants. Based on fourth quarter assessments of \$14,959, the 2020 Surplus appears to be \$11, 682.

President Benson announced until further directions about non-essential gatherings, the quarterly assessments would remain the same.

Report Online Payments: Treasurer Hodgkinson reported that he had been working on establishing Credit Cards and a way for Online payments, because of COVID-19 19 meeting restrictions, which would reduce paperwork and cost savings for the Branches and State.

It was reported that Branches could use PayPal to pay office supplies, State Assessments, and other State

President Benson **MOVED** to accept the Treasurers report, which was seconded by Secretary Williams, and passed unanimously

PUBLIC IMAGE COMMITTEE REPORT.

Regional Director Rick Kindle reported that he and Regional Director Elect Dave Gonzales, as Co-Chairs, along with members Carl Eric Leivo, Hugh Thompson, Jon Miller, Ned Lawrence and others, have been working as a "Task Force" with Mary Odhert, at MCO to create a Marketing and Image Program, concentrating on Branding.

Director Kindle requested that a Public Image Committee, be established as a State Standing Committee, rather than a Task Force. Secretary Williams **MOVED** to establish a State Standing Public Image Committee, with Rick Kindle and Dave Gonzales as Co-Chairs, President Benson seconded the motion which was unanimously approved.

Co-Chairman Kindle announced that he was starting with a Marketing and Image Program, at this time the initial Branding portion of the menu would cost approximately \$10,500 and should start sooner considering the current loss of membership during the pandemic and estimated that approximately \$6,000 would need to be expended in 2020.

Kindle reported working with the 2020-21 Budget Committee to identify revenue sources to fund the Branding component of the MCO proposal, with other funding for the remaining portions hopefully coming from grants,

Vice President Jim Johnson, acting as Chairman of the 2020 Budget Oversight Committee, announced that he agreed with and endorsed the Public Image Committees request for funding the Branding component, and **MOVED** the Board to approve the expenditure of \$10,500 to commence with a \$6,000 advance during the 2020 calendar year, Secretary Williams seconded the motion which passed unanimously.

2021 BUDGET COMMITTEE REPORT AND BRANCH ASSESSMENTS.

Vice President Jim Johnson in conjunction with Vice President Elect Stu Williams, tendered the proposed 2021 Budget, which had been unanimously approved on October 6, 2020 by the Joint Budget Committees for 2020-21, (attached as Exhibit "A")

Vice President Johnson reminded the Board that the Committee based their projections based upon ten thousand members (10,000), with fixed insurance costs of \$51,000, and California State filings of SI-100 fixed at \$1,000.

Johnson further informed the Board, that Public Image expenses of \$10,500, had been calculated into the Budget, pending State Board approval, which has now been approved.

Johnson informed the Board, that based upon the 2021 Budget, and quarterly assessments remaining the same, there would be a \$ 92 operating deficit for 2021, and a projected Bank Balance on 12/31/2021 of \$14,092.

Budget Chairman Johnson asked the Board to approve the proposed 2021 Budget and have the Branch Assessments to remain at \$7.00 per member and paid in four equal installments.

Johnson commented that quarterly Branch Assessments, could be reviewed by the Board or Executive Committee, depending upon the California Department of Health Directives.

Director Mark Stuart **MOVED** to accept the proposed 2021 Budget, and have the current Branch Assessments remain the same, until further notice, and the motion was seconded by Secretary Williams and passed unanimously by the Board.

Alternatives to Branch Closures

President Benson, in Conjunction with Secretary Stu Williams and others, having been pursuing alternatives to Branch closures because of lack of designated leaders (Big & Little Sirs).

Secretary Williams pointed out some Branches want to continue their Branch operations; however, the members do not want to be in a position of Leadership as an Officer or Director.

The members want their Branch activities to continue, and are willing to be the activities chairman, but do not want to be responsible for Corporate governance.

Williams suggested that rather than close a Branch because they cannot find a Big or Little Sir, that the State provide electronically on a temporary basis, the necessary leadership, to prepare the necessary Corporate governance.

President Benson suggested the possibility of having the problematic Branches converted to a luncheon activity, with their Branch activities under the auspices of Satellite Branches.

The Board decided to take this matter under advisement for future consideration.

2020 SIR TRAINING PLAN

Training Chairman Lee Moy, announced that he tentatively scheduled a "Leadership Seminar" inviting all RD's, AG's and all Big and Little Sir's, for the week of November 16-20, 2020, with 30 minute Zoom presentations, followed with 30 minute of questions and answers, commencing on Monday November 16, with presentation on Insurance from Craig Hoffhines, and Roberts Rules of Order from Bill Holly, then on Tuesday November 17, 2020, Secretarial Duties from Dick DeVoe, and Policy & Procedures from Dale Decker, on Wednesday November 18, 2020, Form 28, from Ron Saltgaver, and Treasurer Duties from Roy Hodgkinson, on Thursday November 19, 2020, Fiduciary Responsibilities and Form 27, from Stu Williams, Speakers Bureau and Facebook Postings from Derek Southern, on November 20, 2020, Golf from Mark Stuart, Apparel Publicity from Tony de Losada.

Regional Director John Haffner, thanked Training Chairman Moy, for perseverance in coordinating the Leadership Seminar, however he respectfully requested more notice for purposes of dissemination to his AG's and Branch Officers, and requested the Seminar be rescheduled for a date certain in January 2021.

Chairman Moy thanked Director Haffner for his comments, and indicated he wanted to conduct an effective Training Seminar and would do what is best for the organization.

Vice President Johnson and Secretary Williams acknowledged the perseverance and tenacity of Chairman Moy in reaching out to previous leaders to participate as mentors and presenters at the Leadership Seminar, and pointed out that the scheduling delay was the result of requested postponements from Johnson and Williams.

Upon mutual consideration, the Board and Chairman Moy, it was mutually agreed the Leadership Seminar would be continued until January 2021, and on a date to be determined by Chairman Moy.

NEW BUSINESS

President Benson announced that Bowling State Chairman Russ Salazar, had requested on October 18, 2020 approval of a tentative schedule for Bowling tournaments in 2021, (Attached as Exhibit B)

President Benson announced that the proposed 2020 Bowling Tournaments would be approved, conditional on complying with California Executive Order N-33—20, and the modified directives of October 9, 2020, and County Health Directives, and because of the volatile nature of the pandemic, any type of approvals may be revoked or modified in the future depending upon California Department of Health Directives.

There being No further business to come before the Board, President Benson adjourned the Continued Meeting of October 30, 2020, at 1;15 P.M.

Dated: November 18, 2020

/s/Stuart S. Williams

Stuart S. Williams

Secretary