

Minutes of the AIS Board of Directors Videoconference, Wednesday, October 23, 2019

Present:

Jody Nolin (6) - president, Affiliations Liaison

Andi Rivarola (15)- 1st VP, Convention Liaison (temporary), Public Relations Social Media,
Public Relations 2020 Convention, Strategic Planning

Bonnie Jean Nichols (17) - 2nd VP, Judges

Michelle Snyder (15) - Secretary, Insurance

Jill Bonino (15) – Treasurer, Foundation Liaison

Gary White (21) - Immediate Past President, Honorary Awards, Finance

John Jones (14) – Registrar/Recorder

Tom Gormley (5) – Membership

Jane Milliman (2) – Editor of Bulletin

Claire Schneider (15) – Director, Recording Secretary

Doug Chyz (4), Director, RVP 4

Gerry Snyder (15) - Director, Awards

Howie Dash (23) – Director, RVP Counselor

Janis Shackelford (15) – Director, Policy

John Ludi(13) – Director, Publication Sales Director

Lorene Crone (7) – Director, Asst. Electronic Services

Neil Houghton (2) - Director, Image Coordinator, Iris Program Resources Digital

Phyllis Wilburn (14) – Director, Section & Cooperating Society Liaison

Susan Driver (7) – Director, Calendars

Wayne Messer (21) - Director, Exhibition Show Reports, News & Notes

Dawn Boyer (17) - Bulletin Advertising Editor

Jim Morris (18) - 2020 Centennial Publication

Lois Rose (4) - Exhibitions Schedules

Susan Boyce (12) – RVP 12, RVP Representative

Scarlett Ayers (23), RVP 23

Carolyn Schafner

Jeanette Graham

The meeting was called to order on Zoom at 5:04 PM PDT.

Because there were no other nominations from the floor, the new directors, Lorene Crone and Doug Chyz were seated on the Board of Directors and joined by second term directors, Howie Dash and Claire Schneider.

A quorum was present.

Motion 1: to accept the minutes of the September 25, 2019, videoconference.

Motion by Michelle Snyder and seconded by Bonnie Nichols.
There were no corrections and the minutes were approved.

MID-YEAR REPORTS

1. Secretary – Michelle Snyder submitted a digital report, information only.
Her report includes the comments that were submitted on the ballot of proposed by-laws changes. The last comment regarding the proposed by-laws changes, “Great work.” Here, here!

2. Insurance - Michelle Snyder submitted a digital report, information only.
Two addresses holding AIS owned equipment were added to the insurance policy.
Jill Bonino, treasurer, has set up Square Accounts for the membership secretary, Storefront and the secretary. Doing so has probably eliminated the issue of cyber-insurance. There has been some discrepancy regarding payment for the audit services and Michelle is in touch with the broker to clarify the discrepancy.

3. RVP – Howie Dash submitted a digital report.
There are two open RVP positions: in Region 3 and 24.

Discussion: The normal term for the RVP is three years. However in extreme circumstances, the RVP can hold the position for four years, but this is rare. The RVP does not have to reside in the region being represented but would have to be willing to travel and fulfill the duties of the RVP in the region being represented. Another possible solution is to appoint a RVP-figure head with the assistant RVP taking on most of the duties of the RVP. The Bulletin and the website need an updated list of RVPs. Waivers from those RVPs who want their addresses published and posted need to be submitted to Michelle Snyder.

Motion 2: to approve the list of RVPs as of October 2019, with vacancies in Region 3 and 24.
Motion by Michelle Snyder and seconded by Gary White. Motion passed.

Discussion: Perhaps it is time to study the boundaries of the regions. Because of diminishing membership, it might be prudent to readjust boundaries and even merge regions.

4. Membership – Tom Gormley submitted a digital report, information only.
Membership numbers remain fairly stable at 3863. Membership income is slightly ahead of budget. E-membership is at 420. Enrolling members through the new website has worked fine since the bugs and bumps have been smoothed out.

5. Budget – Jill Bonino submitted multiple digital reports regarding the budget and treasury.
The Treasurer’s Report described the transition of the treasurer materials and signatures to Jill, an update of the Finance Committee, a motion regarding the 2020 Convention, an update on credit card fees and a preview of the budget for 9-30-2020.

Motion 3: that the AIS Board appropriate an additional \$45,600 for the 2020 Convention.
Motion by Jill Bonino and seconded by Andi Rivarola. Motion passed.

Discussion: This appropriation would come from the Gerald Richardson Estate. To clarify, these funds are for the 2020 Celebration, which includes the convention, special publications and other expenses associated with the celebration. Also, keep in mind that any profit from the 2020 Celebration will be transferred back into the general fund.

Regarding the proposed AIS General Fund Budget (12 months ending September 30, 2020), Jill reviewed each line in the budget and used the suggestions and comments from the group to make adjustments. The corrected total general fund proposed income is \$134,325. The corrected total general fund proposed expenses is \$168,112 which produces a loss of \$33,787.

Motion 4: to approve this budget.

Motion by Bonnie Nichols and seconded by Gerry Snyder. Motion passed.

Discussion: A suggestion was made to increase the president's expenses to be used for traveling to various regional events. Although this proposed budget shows a \$33,000 loss, the actual AIS operating budget is in the black since expenses include the transfer of funds from the Richardson estate for the Centennial Celebration.

OLD BUSINESS

1. 2021 Calendars by Sundance – John Ludi

Thank you to Susan Driver for putting together the calendar.

Motion 5: to print 750 copies of the 2021 AIS calendar at a cost of \$1720. The cost of shipping to the Storefront is \$135 bringing the total to \$1855.

Motion by John Ludi and seconded by Bonnie Nichols. Motion passed.

2. Finance Committee – Gary White

The committee reviewed the requests for increases in pay for the registrar and membership secretary. Before making any recommendations, they consulted with AIS legal counsel, Veronica Johnson, who determined that both positions are independent contractors, not employees of AIS. The committee agreed with the advice from counsel and recommended that new contracts be drawn up every two or three years for these two positions. After reviewing their respective job descriptions, the committee determined that the volume of work and complexity of the work of the registrar has increased and therefore recommended that the funding of that position be increased from \$1000 to \$1200 per month. There was no indication that the work load of the membership secretary had increased and in fact has probably decreased due to declining membership. The funding for that position will remain at \$1000 per month. The last recommendation is that the registrar send the R&I to the printer no later than March 31st. At a future meeting, the committee will present an investment plan.

Motion 6: to increase the registrar's stipend to \$1200 per month as recommended by the Finance Committee. Motion by Michelle Snyder and seconded by Neil Houghton. Motion passed.

Motion 7: set a limit of three years for the contracts of registrar/recorder and membership secretary. Motion by Michelle Snyder and seconded by Howie Dash.

Amendment to motion 7: that AIS asks legal counsel to draft new contracts, for a period of three years, for registrar and membership secretary. Amended by Michelle Snyder and seconded by Howie Dash. Motion passed.

Motion 8: that the membership secretary stipend of \$1000 per month remains unchanged as recommended by the Finance Committee. Motion by Michelle Snyder and seconded by Andi Rivarola. The amended motion 8 passed.

Amendment to Motion 8: to increase the membership secretary stipend to \$1050 per month. Motion by Michelle Snyder and seconded by Neil Houghton. Amendment passed.

Discussion:

The Finance Committee recommended that payment of the increased stipends be contingent on signing the contracts. After the contracts have been signed and submitted, Jill Bonino will update the budget. Because motions 6 and 8 have no start date, the registrar and membership secretary could begin billing for their increased stipends immediately.

OTHER

The final 2020 Convention schedule is being worked on. The events will begin on Monday, the 18th.

Anna Cadd and Jody Nolin are organizing a week-long tour of Poland, flying out of Newark Sunday, May 24th, immediately after the AIS convention. The Middle European Iris Society (MEIS) will have their convention in Sycow, May 29th and 30th, with guest iris from Polish, Czech and Slovak hybridizers. The trip will also include tours of castles, art galleries and the arboretum in Staniszcze Wielkie. The tour is limited, so if you're interested, contact Jody about submitting a deposit.

ANNOUNCEMENTS

The Executive Session is scheduled for Monday, December 2, 2019, at 5 PM PST/8 PM EST. For those attending by laptop, voting online will be through a private chat window set up with Michelle Snyder. For those attending by phone, voting will be by text message or email.

Next videoconference will be Wednesday, December 4, 2019.

Mid-year Reports - For those mid-year reports being presented at the December 4th meeting, Michelle Snyder will need a digital copy of those reports no later than November 20th. They will be posted in AISTalk and in teleconferences under AIS docs 2019. Please sub-title your mid-year report with the appropriate note: "Information Only" or "Action Required."

MOTION TO ADJOURN made by Jody Nolin.

Meeting adjourned at 7:10 PM PDT