

# Board and Member Meeting Notes

All Member Meeting - June 1, 2015

Attendance: John E., JT, Dawn, Sarah C., Bill B., Myranda, Karen, James, Ken

Absent: Ben Rodgers

## **Board Handoff**

New Board: President: John Eich, CEO: James Pittman, VP: Karen Corbeill, Treasurer: Bill Blondeau/(John), Secretary: Timm Murray, Directors at Large: Ben Rodgers, Ken Barker

Definition of roles & responsibilities.

Document defining them [on Google Drive](#).

## **Review and Vote on Bylaws/Incorporation Articles**

- The new board must vote on whether to approve the new Articles of Incorporation, draft Bylaws, and Conflict of Interest policy.
- If approved, the board should sign the resolution, legally stating their approval.
  - From the [Law & Entrepreneurship Clinic](#): *"The resolution documents themselves are straightforward, short, and very simple, but they are the documents that say "we approve everything we've done up to this point and are now officially adopting these as our new governing documents." Once that happens, you will officially be a "non-member" organization, and can proceed to operate under your new governing documents."*
- If approved and signed, the organization will then become a non-member non-profit organization.

Moved by Karen, seconded by Bill. **Motion passes unanimously.**

Board agrees to post Bylaws and COI Policy on wiki, but must be locked down so they can't be edited.

## **Conflict of Interest Policy for Board Members**

Especially since this is a board-owned organization, it is important for Directors to pay attention to any conflicts of interest, and seek to avoid them. From the Law & Entrepreneurship Clinic:

- *"For a nonprofit organization like the Bodgery, it should be enough that your directors/officers read and understand the policy, and follow the rules of disclosure and procedure if/when a conflict of interest is identified. When new directors/officers are elected, they should be made aware of the policy and should make sure they understand it, as well. And of course, keep the policy in your records, along with your Articles, bylaws, and any resolutions The Bodgery makes."*

Moved by Karen, seconded by Bill. **Motion passes unanimously.**

## **Advisory Board**

Schedule next Board meeting to develop plan to present to the Advisory Board

Board should discuss and create a Strategic Plan for the organization, stating where we intend to grow into the future, and the steps we envision in getting there.

Suggestion to hold a board/member Visioning meeting, separate from monthly meeting, to create the plan once we're in the new space. Sunday, July 19th.

Select date options for Advisory Board Meeting during the summer before Move in date.

### **Treasurer Report**

- Bank account, membership
- Landlord call

### **Other Business**

Fire Inspection: EAC failed inspection. Our part: removing extension cords/power strips as "permanent wiring", mount 2 fire extinguishers in accessible areas (APEX will replace with new ones), add outlet plates to new 3-gang boxes under/over loft. (John E will do last two)

### **Future To Do**

Establish rental space in new building

Talk to potential renters:

Lumen Electronics

Grant?

Lower room split into 3 sections

\$200/mo asking price each.

Negotiable with multiple spaces.

Upper room

It is rentable "as is" for now,

With wall/electrical/vent: Treas to determine.

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Go over New Space To Do List

- List is donated

### **Crowd-funding campaign**

- June 15th deadline for page being live
- July 1st for start of 30-day campaign

Discussion on Kickstarter vs IndieGoGo. JT advises Indie for our purposes.

Write budget needed for new space

July rent (\$1,200, includes CAM)

Security deposit (\$1,100)

Tables & chairs to be purchased

Etc.

Giving and verifying of permissions  
Wiki, Website/blog, Email addresses, Google Docs

Training for giving New Member Orientations

## **Minutes**

7:02 - Meeting called to order. Defining new positions.

7:08 - Listing specific responsibilities

7:15 - Listing collective board responsibilities

7:30 - Any additional roles

7:36 - Bylaws overview

7:38 - Board conflict of interest policy

7:45 - Motion to approve conflict of interest policy, voice vote passes

7:48 - Advisory board meeting, develop plan to give them

7:53 - Separation of craft and board meetings

7:57 - Things to present to advisory board

8:02 - Meeting to plan for advisory board - July 19th, 1pm

8:05 - Financial update

8:07 - Gargano Ventures, our new landlord

8:11 - Fire inspection. Cover electric plates, fire extinguisher placement, extension cords

8:18 - Future TODO list. Rates on office space, cubicles. Get membership with rental.  
\$200/space

8:34 - Who gets to make decisions on filling spaces? President.

8:39 - Rent of upper office as a project. Treasurer to estimate costs.

8:42 - Accepting new articles

8:49 - Misc TODO for new space

8:53 - Crowdfunding - target July 1

9:11 - Sign for building

9:13 - Floor plan, coming. Separating what will move and what stays. Shopping list.

9:20 - Private board business

9:40 - Board back to public discussion. Networking at new location.

9:45 - Adjourned