

Board Meeting

January 31, 2009

Approx. 1:20 pm

Attendees:

President – John Roloson
Vice President – Christine Zell
Secretary – Vacant (Acting Christine Zell)
Treasurer – Suzanne Cari
Insurance/Membership – Pat Wilcox
Webmaster - Morris Weisbart
Immediate Past President – Mitchell Cari

Apple Jacks & Jills – Claude Sipe
Buttons n Bows – Mark Chase
Capital City Squares – George Fox
Elk Grove Hoedowners – *Absent*
Free Spirits – Carolyn Matthies
Golddancers of Nevada City – *Absent*
Good Vibrations – Dave Browm
Guys & Dolls - *Absent*
Mainstreet Strollers – Bud Baker
Mavericks – David Nilmeier
Overalls – John Zell
Patchwork Squares – John & Nora Sibilsky
Prime 8's – Bonnie Abramson
Sacramento Single Squares – Mary Lehmann
Sierra Squares – Marie Reale
Starlite Shufflers – Don Herd
TNT's – Ruth Moore
Whirl-A-Ways – Ed & Denny Combs

13 of 19 clubs present at time of quorum count. Quorum established.

Additional persons present:

Keron Weisbart – Mavericks/Sunshine & Blood Reserve
Tom Reinke – Buttons n Bows

Sign-in sheet is going around. Please annotate your email address so we can update our list. Those receiving hard copies will continue to receive hard copies if you annotate on the sheet your mailing

address. We have some people that do not have email addresses but would like to get email addresses for each club for timely distribution of information.

Pres Roloson had the Executive Committee introduce themselves.

All members took an oath as part of the installation process, as stated below:

I, (name), due affirm that I will do my utmost to faithfully perform those duties for which I am responsible as (name of office) of the ASDSC to the best of my ability and in a cooperative spirit shall strive to maintain the highest level of integrity in the performance of my work and support of that spirit of friendship set to music embraced as a central tenet of square dancing in all that I do for this organization and the clubs and dancers that it and I represent.

Pres Roloson asked if the Presidents/representatives had read the minutes from the December minutes.

- According to the count less than half had read the December minutes
- Described the state of the ASDSC
 - Reduced numbers
 - Vacant Promotions Director – which will be assumed by President Roloson until someone steps up to volunteer
- 5 out of 18 clubs had the agenda with them
- Pres Roloson informed clubs that they needed to read the minutes of the previous meeting, read the agenda of the upcoming meeting and notify the President or Secretary that a representative will be in attendance at the upcoming meeting. Preferably by name but not necessary.
 - Pres Roloson informed clubs that if we don't have a quorum, we all go home. The person coming here have to understand what their role is, that they will be voting on matters on behalf of their club and understand the business that will be taking place.
 - From the floor - Last communication received was that agendas would be distributed.
 - Pres Roloson stated that we need to update email addresses to have current information, we sent an email notifying the agenda had been posted, and those individuals that are distribution need to ensure they forward the information so the representative knows the information. We can't mail out to everyone because that would cost approximately \$120 each time.
 - Rep Abramson asked for email to be sent to Presidents and representatives.
 - President Roloson stated that he has asked the Webmaster to create multiple listings for each club on the website. We still have bad email addresses that are bouncing back emails. Clubs need to ensure they are keeping us informed of updated email addresses.

- VP/Sec Zell asked WebMstr Weisbart if more than one email could be linked to a club on the website
 - WebMstr Weisbart stated that they are currently set up by Districts and emails would be distributed to all under that link. We can add the email addresses.
- VP/Sec Zell requested that clubs submit all representatives to the email distribution to ensure that whoever will be showing up to the meeting has the information. All potential representatives should receive the emails.
- WebMstr Weisbart asked that if any member of a club wanted their email added as a representative of their club send it **directly** to the WebMaster@ASDSC to ensure that is taken care of promptly.
- VP/Sec Zell ensured that those that were receiving hard mailed copies that this does not dis-include you but is just a way to facilitate the flow of timely information.
- Pres Roloson reiterated that we have people that currently have access to electronic technology but refuse to use it. Hard mailing is costly and we need to have as many email addresses for each club as possible to ensure we are getting the information distributed in the most efficient and cost effective way.
- Request from the floor to move on.
- VP/Sec Zell read through the agenda for those that didn't have one.
 - Rep Abramson requested modification to the agenda to include "Doing away with the Toll Free number" that had been voted upon as a recommendation at the Board Meeting December as a recommendation to this Board and should be placed under Old Business.
 - Pres Roloson stated to add that under Old Business.

November 2008 Council meeting

Pres Roloson stated that he attended the meeting. He stated that he was supposed to present his report at the December meeting but did not attend the meeting. He submitted his report to the President at the time but in reading the December minutes it stated that report was not received. He then forwarded his report to all email addresses he had in the Association and his obligation to submitting that report was completed.

- Keron Weisbart requested Pres Roloson update his email distribution list because she was not receiving his emails.
- Pres Roloson said we are addressing that issue.

February 14, 2009 Council meeting

Pres Roloson is planning to attend this meeting in Garden Grove. He will also be requesting to get an advance of \$300 for this meeting as it is a requirement of the Pres or a representative to attend these Council meetings four times a year.

By-Laws and Standing Rules

Article IV – Conduct of Business, Section 1, section C: "Changes to the bylaws will take effect on January 1 of the year following the meeting where they are approved."

- Pres Roloson stated his concern is if we decide to put a fire extinguisher in this room today then we wouldn't be able to put the fire extinguisher in the room until January 1, 2010. Pres Roloson

requested that he wanted to have this changed to where the effective date would be the date in which they were voted on.

- Rep Abramson explained that when these bylaws were set up and with much discussion that the bylaws were scaled down to the bare-bones of who we are, when we meet, and those kinds of things. Things that shouldn't be changed on a whim or a daily basis. That is why a bylaws change would take effect on January 1st of the following year. Standing Rules, that cover things like job descriptions and other things that would be apt to change on a more frequent basis had a shorter time period. We wanted to make it hard, not impossible, to change the bylaws. The things in the bylaws should not change frequently. Standing Rules and Guidelines are the items that get changed more frequently. Rep Abramson personally believed it should remain as written.
- VP/Sec Zell reiterated that the bylaws were who we are, what we stand for and our purpose. Standing Rules and Guidelines were more day-to-day business items. So who we are and our purpose doesn't change from month to month whereas the way we do business does. That's where the bylaws were concrete and a foundation where the Standing Rules and Guidelines were the day-to-day mission.

Motion: Leave the Bylaws as is.

Motion made by: Whirl-a-Ways

Seconded by: Apples Jack and Jills

Discussion points:

- Rep Apple Jacks and Jills asked, "Is it specifically addressed what is a bylaw as opposed to a Standing Rule or Guidelines?"
 - Rep Abramson stated, "Yes. Our bylaws used to be about 36 pages long, to include job descriptions, etc. We ripped all that out and now the bylaws are now down to the bare-bones of who we are and what we do."
 - Rep Apple Jacks and Jills stated that he agreed that bylaws should remain very hard to change. If you can change the Standing Rules and Guidelines, then there is no need to change the bylaws.
- Treas Cari recommended that Pres Roloson sit down with his Executive Committee, many that were on the bylaws committee, and get answers to his questions regarding why they were changed vice wasting the time of the Board in getting these answers.
 - Pres Roloson said this would not take that long to get his answers and wanted to continue.

Standing Rules - Article IV- Meetings Section 1, 2 and 3. Standing Rules - Article IX Section 4 f / h.

- Pres Roloson challenged the Executive Committee members having a vote in the Board meetings.
 - It was mentioned that there was a conflict between the bylaws and the Standing Rules but bylaws take precedence so it was determined that Executive Committee members have a vote.

Vote: 17 votes in favor. Motion passed.

By-Law Article XV - Standing Committees Article XV Section 1 "Dancer Enhancement Fund Committee" (Protects our non-profit status with IRS) Was removed from By-Laws by oversight.

Pres Roloson stated that although he had been asked to table the discussion regarding bylaws, he felt it necessary to address that there was no bylaw addressing Dancer Enhancement Fund.

- WebMstr Weisbart recommended to Pres Roloson that he set up a committee to address all these issues and present modifications to this body at the next meeting instead of spending time with these issues.
- Pres Roloson stated to disregard any issues regarding the bylaws currently on your agendas.
- Pres Roloson asked if everyone to signify by raising your paddles if you have read the bylaws completely.

Appointments:

Harvest Hoedown Chair & Co-Chair 2009.

- Currently Mitchell Cari is protem Chairman of Harvest Hoedown for 2009. He received that position in the October 2008 Board meeting. Pres Roloson would like to make him the appointee for the 2009 Harvest Hoedown Chairman.

Motion: Approve Mitchell Cari as 2009 Harvest Hoedown Chairman

Motion Made by: Prime 8's

Secoded by: Overalls

Vote: Motion passes.

Discussion Point by Pres Roloson: Please note this Co-Chair volunteer has been a Chair of a very successful (2) day festival in 2001, "Apple of Our Eye" Dance 2001 (60 Squares). The talents, ideas and desire to make the 2009 50th Harvest Hoedown a Great Success are in my opinion all that is needed to approve this person as Co-Chair of HH 2009.

- Pres Roloson stated according to his agenda, he had a volunteer for Co-Chairman for Harvest Hoedown. That would be himself.
 - Rep Overalls stated that in accordance with the Standing Rules, the President can only appoint Chairmen. There is no authority for the President to appointment Co-chairman for a committee.
 - It was stated the President sits on every committee anyhow.
 - Rep Abramson stated that the Chairman should be able to select their own Co-Chairman not having it forced upon them.

Harvest Hoedown Treasurer 2009 –

- Chairman Cari recommended the appointment of Bob Kamuf as Treasurer for 2009 Harvest Hoedown.

Motion: Approve Bob Kamuf as 2009 Harvest Hoedown Treasurer

Motion Made by: Whirl-a-Ways

Secoded by: Mainstreet Strollers

Vote: Motion passes.

Caller / Cuer Procurement Chair 2009 -

- Pres Roloson recommended is Bonnie Abramson.

Motion: Approve Bonnie Abramson as 2009 Caller/Cuer Procurement

Motion Made by: Overalls

Seconded by: Mainstreet Strollers

Vote: Motion passes.

Youth Chair -

- Currently do not have a volunteer
- Rep Abramson made a recommendation that he speak to Steve Riley, Elk Grove Hoedowners to see if he would be interested. He's been very active on the Youth State Committee.

Historian -

- Pres Roloson recommended Carolyn Matthies as Historian 2009.

Motion: Approve Carolyn Matthies as 2009 Historian

Motion Made by:

Seconded by:

Vote: 10 For. 3 Opposed. Motion passes.

Sunshine (Standing Rule change) -

- Pres Roloson recommended that Keron Weisbart perform the duties of Sunshine and Blood Reserve while we are without a Secretary.

Fun Weekend Chair 2010 –

- Pres Roloson stated that we are not that far into it and don't even know if we're going to have a Fun Weekend 2010.
 - Rep Abramson stated that at the meeting in December, it was voted on to plan on having Fun Weekend in 2010 and I was to procure Callers and Cuers. That leads me to believe we are having it.
- Pres Roloson stated that it was voted on in the Board meeting in December to "recommend" to this Board when they decide whether to have or not to have Fun Weekend in 2010.
 - Rep Abramson stated that it correct however it is not on the agenda.
- Pres Roloson requested to amend the agenda to entertain whether we are going to continue to have Fun Weekend in 2010 or chair that item until we have time to think about it until March.

- Rep Abramson stated the reason we made the decision was we needed the time to promote the event. We knew we would lose money with the date change and change in location for about three years – as is with these types of changes.
- Pres Roloson requested to table Fun Weekend until we have a chance to review the financial reports of Fun Weekend, Harvest Hoedown, etc.

Motion: Approve Keron Weisbart as 2009 Sunshine/Blood Reserve

Motion Made by: Overall

Seconded by: Prime 8's

Vote: 10 For. 3 Opposed. Motion passes.

Secretary..... Christine Zell (Acting) Vacant - Volunteer needed. December 14, 2008 minutes

Motion: Approve December 14, 2008 minutes

Motion Made by: Mainstreet Stroller

Seconded by: Overalls

Vote: Motion passes.

Treasurer..... Suzanne Cari

5th Saturday Dance Audit, ASDSC Audit, Fun Weekend Audit, Harvest Hoedown Audit, CD Audit (Dancer Enhancement Fund) Review ASDSC Board meeting minutes July 20, 2008 page #3. Please bring (30) copies of financial reports "One" each for Board of Directors.

- Treas Cari ensured everyone had a copy of the reports
- Dancer Enhancement Fund
 - Treas Cari explained the movement of the monies from CDs to find better CD interest rates
 - Treas Cari explained that \$10,000 was set aside during the movement of funds from CD in case Harvest Hoedown came up short in meeting expenses. Through a vote at previous meetings, movement was approved to move some of that money back but she has found no CD rate currently yielding more than it is making in the Interest Maximizer account it is currently in.
 - If anyone finds a good interest rate CD – let the Treasurer know immediately.
 - Were earning about \$300 off the CDs – now earning approximately \$500 off the account it's in now.
 - In the midst of putting together a report from years past for the precise standing of the Dancer Enhancement Fund. There have many votes for movement and expenditure of these funds where either the funds were not moved or moved but then moved back with no good accounting records maintained.
 - Dancer Enhancement Fund is a special account. In order to keep ASDSC in the non-profit category, the Dancer Enhancement Fund monies needed to be kept separately. They were doing this in the past in the CDs however we got approval to remove those funds but they were moved inconsistently or not moved when they were approved and then moved later. We're trying to straighten that out right now.

- The Audits we did last weekend – included in your packets. All books were in good order. All people that maintained those books should be commended. Minor recommendations were made. Some of those are being implemented and some we are still looking at.
- If you have any questions regarding the finances, our standing or the books, please get in touch with me. I'm very approachable and have no problem of showing you information requested.
- WebMstr Weisbart asked if there was ever a 2009 Budget presented.
 - Trea Cari stated that no budget has been submitted. We've had some changes in bylaws and other things
 - VP/Sec Zell – Other than for continuity sake, we did adopt the 2008 Budget as a working budget to continue into 2009 so we had a work budget so business would not stop or halt because we did not have a budget on the books. That was extended to this meeting only.
 - Rep Abramson – So after this meeting we do not have a working budget because the budget was not submitted by the President?
 - VP/Sec Zell – That is correct. That was my understanding.

Motion: Accept the Treasurer's report as submitted

Motion Made by: Prime 8's

Seconded by: Starlite Shuffler's

Vote: Motion Passed.

- President Roloson stated that he did not submit a budget as he should have but the transition of the records during the transition of office did not get to him. He received some in the mail a couple of days ago, some he received in a plastic box earlier and just a little while ago in a report. "So how am I going to do a budget for 2009?"
- President Roloson recommended approving routine expenses, such as webpage, 5th Saturday Dance, etc.
- VP/Sec recommended we continue, as we did in the December meeting, with the 2008 Budget to continue business without the specific categories named. The budget is just that – the figures might change slightly but all the categories will be there from year to year and I can't imagine spending the full capacity by March 15th.

Motion: Continue with the 2008 Budget.

Motion Made by: Starlite Shufflers

Seconded by: Patchwork Squares

Discussion Point:

- Rep Abramson requested amendment that "The President will have a budget to the representatives of the clubs and Executive Committee no later than 30 days prior to the next meeting."

Amendment: The President will have a budget to the clubs no later than 30 days prior to the next meeting

Motion made by: Prime 8's

Seconded by: Apple Jacks and Jills

Discussion Points:

- Question from the floor: Will the Treasurer have the full accounting of the Dancer Enhancement Fund prior to that?
 - Trea Cari stated that going back through the records was a voluntary act on her part, it was not required of her position and that she was not going to guarantee a date to have those done since this was being worked in with all her other obligations.
 - VP/Zec Zell stated, as a caveat, all accounting for the Dancer Enhancement Fund expenditures and movement of funds throughout the last year is fully accounted for. What the Treasurer is now trying to do is recap the last past five years. When she accepted the books, they were complete. It was prior to that was where she was concerned that the books might not be in good working order to withstand a tax audit. That was a voluntary act on her part, as an auditor, going over and beyond her position to ensure ASDSC best interest. And it has nothing to do with the budget.
- Question from the floor: Is there an outside entity that audits the ASDSC books?
 - VP/Sec Zell & Pres Roloson - No.
- Past Pres Cari stated that Pres Roloson has all financial records from this year, audits for all books and events, and currently standing of all accounts. Pres Roloson has all information needed to do a budget.

Vote: Motion passes. 15 For. 1 Opposed.

Business Chairmen for the 50th National Square Dance Convention - Joyce and Gene Booen – Past President of ASDSC

Fundraiser – Tickets given to the President

- Commission receipts are done quarterly.
- Have a check for Elk Grove Hoedowners and a check for Whirl-a-Ways
- Commission is 25% for every ticket sold – Tickets are \$20 each
- ASDSC is doing one of the stages
- Going to be in Long Beach. Attendance isn't what we want it right now
- 1st prize – HHR Car or \$15,000 cash; 2nd prize – Panama Canal trip or \$5,000 cash; 3rd prize – 58" TV or \$4,000 cash; 4th prize – Camera System or \$500 cash

As voted on at the December Board meeting, expenditure of \$250 for a backdrop which the Association has been obligated to do. To ensure uniformity of signs, they will be provided by the convention.

Motion: Obligate the \$250 for the backdrop.

Motion made by: Overalls

Seconded: Starlite Shufflers

Discussion points:

- Past Pres Cari stated that they (the National Committee) provides a black backdrop and we've been asked to decorate it with something from our area
- The backdrop committee has been emailing and talking and we have some good ideas and making good progress towards putting 6 – 8 large pictures of the Sacramento area and Sacramento region, including the foothill country. We also have a cutout train that was previously used for our end of the cross country railroad situation.
- Working diligently and just need the funds to get this project accomplished.

- The committee collectively decided we wanted a very professional look so photos will be printed in poster format.
Vote: Motion passes.

Membership Chair.....Pat Wilcox Membership reports

- All membership dues have been collected and insurance certificates received from the Insurance company except for Whirl-a-Ways and Overalls.
- Very successful membership this year. If you have any questions, please let Pat know. Each club has been provided a packet with their Insurance certificate and materials.
- Question from the floor: How have we fared with our membership – up / down?
 - Down but that wasn't unexpected.
- The income and expense is reported in the financial statement.
- Past Pres Cari reminded clubs that if they have an upcoming event but have not received their insurance certificate that Pat can provide them a letter that states the insurance has been ordered and that is usually accepted by the facility.
- VP/Sec Zell stated she has provided all upcoming events from the website to Pat to help facilitate insurance certificates but know that in no way are all events listed. So we only know of the upcoming events that have been given to the Webmaster. We need to ensure we get your events as soon as possible so Pat has plenty of time to get the insurance certificates.

Vice-President.....Christine Zell Fifth Saturday dances and FW 2008 Income / Expense Report

- All 5th Saturday Dances have callers and cuers set.
- The only 5th Saturday Dance the Executive Committee recommended cancelling was the October dance due to less than a week after Harvest Hoedown and actually falls on Halloween and didn't feel we'd get the turnout that we needed – not a projected good turnout and not financially feasible.

Motion: Cancel the October 5th Saturday dance.

Motion made by: Prime 8's

Seconded by: Whirl-a-Ways

Discussion Points:

- Pres Roloson stated that most of those people making that decision were on the Harvest Hoedown committee, as he is too, but recommended not cancelling the dance but offering it to a club to host so that it gives dancers a place to go and dress up.

Vote: Motion passes.

- There is a 5th Saturday Dance here tonight.
- Pres Roloson asked for the hosts for the upcoming 5th Saturday dance. VP/Sec Zell stated she did not but those would be forthcoming here in the near future.

Promotion Chair.....Vacant - To be appointed for 2009. ProTem - John R. Roloson

- *SKIPPED*

Immediate Past President.....Mitchell Cari

- No report

Website Chair..... Morris Weisbart Website Reports/ Trail of minutes/ Review of Website - Board of Directors list.

- WebMstr Weisbart brought 20 copies of the website reports
- Since last report, 1065 visits
- Events page – the most frequently visited page
- Consistently improving
- Since the first of this year, I have received 12 emails from you (President Roloson) directing me to change things on the website. WebMstr Weisbart requested that he please keep those to a minimum.
 - Pres Roloson corrected him in stating it was *requesting* him to change things.
 - Each of those was asking you/requesting you and some of those you did not respond.
- WebMstr Weisbart stated that the request to add the Council meetings for the next two years have been added although those are not for the dancers but the President's obligations.
- Pres Roloson stated he had seen that WebMstr Weisbart had added documents to the website
 - Took the minutes and the agendas page and broken it down to
 - He and VP had a discussion regarding some useful documents – forms added: accident report, delegate report and reimbursement form. We will continue to add forms that will be useful to you.

A Quorum count was taken to ensure a quorum was still met.

Fun Weekend Chair.....To be appointed for 2010. (John Zell 2008) Complete and Final FW Income and Expense Report for 2008 (John Zell / Bob Kamuf)

- That report was submitted last year.
- You can also look at the audit in the financial report.
- We had a loss of \$1847.26 from ASDSC from the advance of \$3380.
- Actual loss \$2379.82 – Pres Roloson required a repeat of those figures

Motion: Approve reserving Yuba Sutter Fairgrounds for Fun Weekend 2010 for June 18 – 20, 2010 with a \$50 non-refundable deposit.

Motion made by: Capital City Squares

Seconded by: Prime 8's

Discussion Points:

- Have we done it before on Father's Day before?
 - Yes. Last year was not only Father's Day but Graduation. Next year's would not be Graduation weekend.
- Last year was a loss that was expected after switching the date and location. Dances have shown to suffer losses for about 3 years after any major change – of which we had two for this event.
- Trying to find a date was considering weather conditions, etc.

Vote: Motion passes.

Harvest Hoedown Chair.....To be appointed for 2009 ? / 2010 ? Mitchell Cari (ProTem 2010 or 2009 Unknown)

- *SKIPPED*

Harvest Hoedown Chairs 2008.....Bob Kamuf / Bonnie Abramson Complete and Final HH Income and Expense Report for 2008. Please bring (30) copies of reports "One" each for Board of Directors.

- Bonnie Abramson thought the financial report had already been submitted by Sue Regadanz
 - It had not – pending Bonnie's final review

OLD BUSINESS

Motion: Go forward with the recommendation from the Executive Committee to do away with the toll free number, voice mailboxes and answering service

Motion made by: Prime 8's

Seconded by: Capital City Squares

Discussion Points:

- Cost was \$600 annually
- Even after the promotions last year, we only got 4 calls and most were hang ups
- Pres Roloson stated that to use the 800 number people need to see it
 - After spending \$3400 on magnetic signs and street signs containing the number out of nine clubs covered up the number
 - If we discontinue the number, that's like losing your own personal number
 - If someone calls, you don't have any forwarding phone number
 - Sunshine/Blood Reserve Weisbart – Less than a one-hundred calls in the past 4 years of which cost the ASDSC \$2400
 - Trea Cari stated that we spent money on the signs and placed them on our cars. Andrea is not getting calls. Out of the calls received only one call was an actual caller seeking information for information.
 - Trea Cari recommended doing away with the toll free number that is draining money and having no benefit. The money can be better served elsewhere.
 - Rep Abramson recapped on back when they had a toll free number 20 years ago – when there were four times the dancers and four times the clubs. The toll free number didn't get phone calls then either when Joyce and Gene Booen had it in the house. We argued about it for three years about doing away with the toll free number. If they weren't using it then and they're not using it now, we spending the money with no return on the investment.

Vote: Motion passes.

- Pres Roloson requested allowing him to take over the expense of the toll free number with a promise to continue to promote the number on all devices as before.
 - From the Floor: The toll free had already been abolished.
- Pres Roloson asked – My understanding is that you have no desire to have that number at all?
 - From the Floor - Correct.
- Pres Roloson stated as the Promotions Director he established that number and as Promotions Director wanted to continue the number.

- Pres Roloson – Do you want to promote square dancing or not? I'm willing to pay for it and manage it.
 - Membership/Insurance Wilcox stated that as Insurance we are liable if we allow John to assume it
 - WebMstr Weisbart stated that they (John and he) had gone head-to-head over this issue when Weisbart had the number. Since then, it changed hands and has gone straight down. The bottom line is it's time to let it go. We can't transfer it to anybody.

Golden Dancer Award – Ruth Moore

Friendship Badge – Bob Kamuf

Meeting is adjourned at 5:28 pm