



## **Board of Directors Meeting October 2018**

### **Minutes**

**October 15, 2018**

October 15, 2018

Time: 1:30 pm – 2:00 pm

Location:

Wild Eye Pub

535 Mill St.

Grass Valley, CA 95949

At the board meeting, rescheduled from October 18<sup>th</sup>, only six board members were present. Subsequently, the Board did not have a quorum and could not officially approve board meeting agenda items.

The board decided to proceed with the board agenda items and act upon them as “Motions of Intent”. Following the meeting, the board directed that a record of board actions and discussion at the meeting be distributed to the entire board for a formal vote by electronic ballot.

Directors in attendance were: Stepanian, Salter, Ward, Holbrook, Stanley, and Bagley. Executive Secretary, Tim McCall, non-voting board director was also in attendance.

The “*Record of Board Action – Motions of Intent*” below was subsequently distributed by e-mail to the entire Board of Directors on October 15<sup>th</sup> with a request for a formal vote by e-mail on each of the issues addressed by the board as “Motions of Intent”.

The board was also instructed that a single Aye vote would be sufficient on all of the agenda items and/or board actions or each item could be individually voted upon if they wished to do so. They were also advised that if they had any changes to any of the meeting minutes, to include them with their vote.

A quorum vote of approval for the Board "Motions of Intent" was received by e-mail response on October 21<sup>st</sup>. The votes for approval were: Fredrickson, Aanestad, Bagley, Stepanian, Ward, Leishman, Stanley and Long. Single “Aye” votes were received from each responding board director.

Responses to the electronic request for the vote were not received from the following board members and their vote on board approval of the “Motions of Intent” are recorded as “Did Not Vote”: Jerry Trammell, Ken Holbrook, Marcia Salter, and Scott Browne.

# Board of Directors Meeting October 2018

## Record of Board Action – Motions of Intent

October 15, 2018

I. Call to Order

II. Approval of the Agenda

A. Changes and Additions

1. The consideration of the nomination of a new member, Pamela Stern, by Diana Hendry, was requested to be placed on the agenda by Carol Lenhard, Membership Chair.
2. The nomination was approved by the board members present and forwarded to the membership committee for further processing subject to a formal vote by a quorum of the board. Motion: Salter, Second: Stanley. All Aye.
3. The nomination form is attached for additional board review. Pamela has also attended three club meetings as a guest of Diana Hendry.

III. Approval of the Minutes

IV. Board of Directors Meeting Minutes, September 20, 2018 with one attachment: Special board meeting on October 1, 2018.

1. Two corrections were made to the minutes:
  - a. (September 20<sup>th</sup> Minutes) Judy Bagley only agreed to contact Marcus Moore regarding his Accounts Receivable account, not all members with outstanding account balances.
  - b. (October 1<sup>st</sup>) Anita Daniels pointed out the proposal from the Holbrooke regarding meal costs should be \$22.00 per meal, not \$23.00.

Motion to approve minutes as amended: Bagley, Second: Salter, All Aye

V. Club Officer Reports

A. Club President – Announcements (Kris Stepanian, President)

B. Treasurer – Financial status (Judy Bagley Executive Treasurer)

1. Monthly Financial Report – September 2018 **Action:** Review and Accept Report  
September 2018 Financial report accepted without discussion.

VI. Request for supplemental matching funds for the Bwindi International Service Grant  
**Action:** Review request and approve additional funds.

Judy Bagley, Executive Treasurer presented a request to transfer \$780 from the “*Temporarily Restricted – Service*” account to the *Global Grant Fund* (Bwindi Global Grant) to cover the remainder of the club contribution to the grant (\$600) as well as a 5% grant administrative fee payable to The Rotary Foundation(TRF) (\$180) for grant processing expenses.

Judy explained the need to do this as soon as possible to facilitate further processing of the grant funding. The timing of the distribution of grant funds to TRF will be coordinated by the International Service Committee Chair, Wyn Spiller and club Treasurer, Bob Long.

The club will also receive Foundation Recognition Points for the club contribution of grant funds when they are sent to TRF.

Motion to approve: Holbrook, Second: Stanley. All Aye.

VII. Old Business

VIII. New Business

A. Club President – Approval of the nomination of Anita Daniels for District 5190 Governor (Kris Stepanian, President)

The club approved the nomination of Anita Daniels as District 5190 Governor for Rotary Year 2021-2022.

Motion: Salter, Second: Stanley, All Aye

IX. Avenue of Service and Committee Reports

X. Area 4 Update (Anita Daniels, Area 4 Assistant Governor)

XI. Comments and Announcements

The Board discussed the need to remove all club equipment and cabinets from the Holbrooke Hotel by November 1<sup>st</sup>,

Sergeant-at-Arms, Ken Holbrook will develop a plan, coordinate with the Holbrooke Hotel and organize a work party to remove and store the equipment

XII. Next Meeting Date: November 15, 2018, Wild Eye Pub

XIII. Adjournment Meeting adjourned at 1:45 PM

Minutes Prepared by

Patrick Ward  
Club Secretary