

GLAAM Board of Directors

Official Minutes

April 1, 2017

Pilgrim Towers, 440 N. Madison Av., Pasadena

	<i>Secretary</i>	<i>Delegate</i>	<i>Members-at-Large</i>
Mid-City	[O] Vesper Burnett	[O] Jordan Albert	[O] Desiree Elliott
Coastal	[O] David Emery	[X] Madeline Walker	[X] Jonathan Elliott
SFV	[X] Joyce Hamilton	[/] Jerilyn Phippeny (11:04)	[X] Andrea Nolan
ELAC	[X] Michael Wong	<i>vacant</i>	[X] Gene Schneider
Hi-Desert	[/] Lindsay Ross (11:40)	[X] Bruce Smith	[X] Sandra Smith
Inland Empire	<i>vacant</i>	<i>vacant</i>	[X] Lee Stillman

[X] = present for entire meeting, [/] = present for portion, [O] = absent with leave, [#] = consecutive unexcused absence(s)

Guests: Vickey Kalambakal (11:40), Brian Madsen, Charlie Mahoney (11:04)

I. Opening

- A. **Call to Order** -- by Chairman B Smith at 11:00am.
- B. **Approval of Agenda** – Moved (J Elliott/Walker) to approve; carried 8/0/1.
- C. **Approval of Previous Minutes** – Moved (J Elliott/Walker) to approve; carried 8/0/1.

II. Reports

A. Executive Officers

1. Chairman:

- B Smith: Thank you to Sandra Smith for taking over the last meeting.

2. Secretary:

- J Elliott presented Stillman with the Corporate Seal.

3. Treasurer:

- J Elliott: We already have started receiving checks for the Hollywood Bowl, but one check was made payable to the RG Fund, which creates more work for the offices of both the General and RG Treasurers, but Madsen added at this time that the advertised instruction was to prepare checks that way, and Treasurer Elliott agreed at this time that it would be best not to change the instruction. Because the events are in the next fiscal year, we are ledgering the incoming funds in a liability account for Accrued Income, to be cleared to actual income by journal entry in the next fiscal year.

- We have issued a check for \$500 to Michelle Freeman, as an advance toward Gifted Youth activities, debiting the new asset account of Prepaid Expenses for Gifted Youth, which asset account we will reduce whenever we receive a report of monies actually spent, such that the balance will need to be either refunded to us at some point or else used on future activities.
- More about the RG finances, the GLAAM-General budget projected \$16,434.33 in gross expense, and we had \$16,560.74 actual, so we were very close!!
- It was on the income side that the RG took the bigger hit, the GLAAM-General budget projecting \$16,967.50 in gross income, with \$13,337 projected by the RG Committee, and only \$10,801.06 of actual, again a lot of the shortfall owing to inclement weather affecting the walk-in traffic, but we also issued a total of \$2,269 in various kinds of discounts, so we will be evaluating whether we want to be quite so aggressive in that area going forward.
- Our RVC has authorized the allocation of \$100 from her Regional Fund to our chapter for participating in the pilot program for 'Mensa Cares!'. It hit our bank account on March 17 and is being ledgered in a separate income account under the National Subsidy category.
- The new storage space goofed up on retaining our card information for automatic monthly payments, so it was necessary for me to give them the information again by telephone (and I hate talking on the telephone!), but store manager Bernadette assures me that they will keep the information going forward, and that it will not be necessary for us to take any further action as long as the card continues to work.
- Two funny things about the National Subsidy statement received on March 21. First, they apologized for our having received an incorrect funding statement, but the fact is that we had not previously received one at all. Second, they are showing zero tests proctored in February, but Desiree did in fact proctor one during that month.
- Checked GLAAM mailbox on March 28. Only content was the notice to file our Statement of Information with the California Secretary of State's office, so took care of that.

B. Area Reports

1. Mid-City:

- Burnett, via email: We're planning on sending out a Survey Monkey soon to all Mid-City members in an effort to tailor social activities that our group is interested in. This will help us determine the ideal location for our monthly meet-up.

- We're also researching like-minded social groups and organizations that might be interested in partnering with Mensa for future events and social activities. This is outside the scope of Mid-City specificity, but something we're investigating for the greater good! Still looking for a place for a regular monthly gathering.
- We are still researching venues and possible sponsors for a general GLAAM networking event. Our industry-specific networking event this month wasn't as successful as we would have liked, but we hope that the forthcoming survey we'll be sending out will allow us a better understanding of what members want from such events.

2. Coastal:

- Emery: For the Coastal area in the month of March, I am happy to report that things went on as usual. We made a visit to the museum of jurassic technology and a nice, quiet lounge nearby. I met and invited a lapsed LA Mensa member and will be getting together with him in the near future to encourage him to get involved again. On the speed side of things, we had enough Go Karting participants this month to actually have a race! So, all is well. We'll keep on keeping on. See you next month.
- Walker: Vickey Kalambakal's Sunday Salon event went off as planned.

3. SFV:

- Hamilton: We didn't have a regular SFV event because it coincided with the RG, which was in the SFV and was heavily attended by SFV members.
- Had a Thursday dinner at a popular venue (Prosecco in Toluca Lake), and did not receive any RSVPs and cancelled, but people came anyway and had a wonderful time.
- People have come to rely on email blasts.
- Phippeny: Attended the RG, with great success.

3. ELAC:

- Wong: Had 5 people for Escape Room. Gaming Party went off. All other events cancelled due to illness.

4. SFV:

- Hamilton: Had 8 people for event in Studio City, and Korean BBQ for the Thursday dinner.
- Phippeny: The first Happy Hour following absence will be this Tuesday.

5. Hi-Desert:

- Schneider: Found a host for this year's Christmas party in Bakersfield.
- Cinco de Mayo party will be held on Seis de Mayo at Craig Lancaster's house in Santa Clarita.

C. Members-at-Large

1. J Elliott:

- Observed upon reading the April /L.A. Mentary/ that a walking tour organized for Mensa members at the L.A. Arboretum is being conducted on the same date as the GLAAM picnic.
- March 31 was the last date to register for CultureQuest, but I received no requests from anybody for assistance with forming or registering a team.

2. Schneider:

- By request, brought all the Mensa signs I have.

3. S Smith:

- Will not be at May meeting, so brought 3 new member handbooks. Willing to serve as XVC for upcoming Board term.

4. Stillman:

- Have officially fallen in love with the American Mensa Firehouse Facebook group, and have been cheerfully spreading my own special brand of insanity with other like-minded individuals.

D. Committees and Coordinators

1. RVC:

- D Elliott, via email: I am again requesting an excused absence for today's meeting because I am at the AMC meeting in Hollywood, FL at this time. We are at the hotel that will be used for the AG this year, and I have taken several photographs that I have uploaded to Facebook. I encourage any to have a look at them and I will likely be putting up a collage in the GLAAM facebook group as well as the Region 9 Facebook group.
- Today we are voting on the Budget, including a dues increase and an increase in the testing charges. Testing Charges are proposed to go from \$40 to \$60, review of prior evidence would also be raised from \$40 to \$60 and dues would be increased from \$70 to \$79. (I note that last month there was a mistake in that the mini-Minutes reported testing to go up to \$69. This was clearly a misspeak on my part.)
- [Stillman noted that he had gotten a text from D Elliott – the dues increase passed.]
- Orange County Mensa is considering a change in their bylaws that might create a system similar to GLAAM's. I invited a few to

come to the GLAAM changeover meeting in May so that they could see how such a system would work. (elect people to the Board and then have the Board select the LocSec, Asst. LocSec(s), Secretary, and Treasurer from among themselves.) We will know more after their meeting in April if any are planning to attend.

- I hope to have additional updates that I can send to you during the day as the AMC meeting is three hours earlier and it is likely we will have gotten to votes on the Budget before 1:00 pm your time.
- There was a recent announcement in the M-Leader on Tuesday that indicated that the officer lists were going to all be limited to current officers only and that after the drop off of officers in April, the lists would be purged of all former officers. This policy created a lot of concern, especially among the LocSec's list and the Ombudsman community. At this time, the policy has been suspended pending further discussion this weekend about a plan of action moving forward. It is likely any change in the future will involve a survey of current officers to know their feelings. It is also unlikely that the Ombudsman list will change as despite the wording and way the communication was handled on Tuesday, there is some doubt that the Ombudsman list was actually intended to be included. It is my personal opinion that, ironically, the communication of the new policy, was mishandled to some extent which contributed to the overall problem.
- Informally, after pulling every chapter's member number close to 11 pm Eastern time yesterday evening, and comparing it to numbers from March 2016, we appear to be down over 1,200 members. (1,233 - but again, could be slightly off depending on final updates.) This was after being down about 450 the year before from March 2015.
- However, I note in particular after having measured ALL of the regions, Region 9 is actually in the BEST SHAPE as we are down only a total of 19 members from what I can tell, dropping from 6,341 to 6,322 members for a loss of 0.3% (or if we are rounding - a 0% loss!!!) This is better than ANY other region and the national average - which appears to be a loss of about 2.2% of members. We also have 5 groups who are actually up compared to last year: GPM, Tucson, GLAAM, OCM, and Channel Islands.
- This is my last AMC meeting as RVC9, but my position will continue until the July AMC meeting. So I will continue to have updates and information for the next few months.

2. Awards:

- J Elliott: We have completed our tabulations for the 2016-17 award year, planning to reveal the results at the Volunteer Appreciation Luncheon, now rescheduled for the first Saturday of May because so many things were conflicting earlier, but for multiple reasons

we do still hope to keep the Luncheon on the first Saturday of April going forward.

3. Bylaws:

- J Elliott: Pursuant to our list item #28, considered whether we want to continue including Agenda items which are proposed by officers who are not Board members. We found that yes we generally do want to do that, subject to case-by-case approval by the Board Secretary. We offered a formal internal resolution on March 14, finding that the practice is already permissible according to our official interpretation of Bylaws Paragraph XIII-C-5, and approved that resolution by e-mail on the same date of March 14, so no action needed by the Board.
- Pursuant to our list item #3, regarding the proposed Bylaws amendment to allow the Board to remove a Board member for cause, we offered 1st draft of our proposal internally back on 9/9/2016, but it was rejected, so proposed 2nd draft on 9/10/16, approved by the Committee on 3/2/17, and submitted on 3/14 to the GLAAM Secretary for inclusion on the Board Agenda, with copy to the BoD list in order to ensure sufficient notice for consideration. Regarding the same 'laundry list' item, we also considered and rejected a proposal which would have removed Residency as a requirement for all Area Representatives.
- Pursuant to our list item #12, we posted to the CC's list on March 15 a cover letter about updating all the sections of our Guidelines document, and all the specific sections of the Guidelines as currently written, asking for primary update recommendations to be offered by the most recent full-year incumbents in the various positions, and also inviting supplemental suggestions to be offered by anyone else who may feel the urge. Discussion has proceeded on several of the sections but not yet all, so the revised schedule is for the complete Guidelines document to be presented to the incoming Board as New Business in the May meeting.
- In our list item #27, we considered whether we should propose the formal adoption of one or more synonymous titles and/or abbreviations for our chapter, but our RVC reported to us on 14-Mar-2017 that such a measure would violate the national standards, which recognize only one name per local group.
- Our list item #22 was to consider adding a statement to the Election Procedures, calling for the Election Chair or designee to make an announcement prior to ceding control of the May Board Meeting to the incoming Chairman, to point out to all incoming officers that Guidelines exist for their positions and where they can be found. We have added that statement to our draft update of the Election Procedures, with no indication that any additional actions are needed on the point, so that item is done.

- We previously had two separate documents to give direction to the Election Committee, one as to the balloting process and one as to what happens at the May Board Meeting. We have combined these two documents into one, and will be submitting it for ratification by the incoming Board at the May meeting.
- Apart from the Guidelines review in progress, the only remaining item on our 'laundry list' is #18 about incorporating any applicable updates from the latest Minimum Standard Bylaws, but again that needs to wait until the AMC approves a new round of requirements at their meeting of today. We have otherwise succeeded in our mission to complete processing of our 'laundry list' prior to the end of the present Board term.
- [Stillman relayed another text from D Elliott – Please advise the Board the Budget also passed unaltered from the document on the website.]

4. **Gifted Youth:**

- Walker: Request recognition for 3 youths who spoke at the RG: Aaron Mertzal age 14, who has run Werewolves for the last 3 years; brothers Diego Blanco, 16, and Lorenzo Blanco, 12, had a presentation on birding (bird watching, cataloging, etc).
- Michelle Freeman has expressed dismay over participation at her kids events; further investigation revealed that the low attendance was due to the fact that they were being held in Calabasas, and not somewhere closer, and that the Saturday events clash with other family obligations.
- Questionnaire sent to solicit response as to low turnout got 40 replies, some of which were from parents willing to host their own activities. Proposed that activities from non-GYC parents would be permitted if at least one GYC was in attendance; working with National GY officer to set guidelines.

5. **Membership Outreach:**

- D Elliott, via email: I am actually pleased to report that due to the confusing nature and actually wrong information from national on one of the funding reports, the report last month that we were behind our membership numbers from last year was wrong. GLAAM is actually *not* behind where it was last year! In fact, we end the year with 2,201 members - which is about 50 members more than we had last year. GOOD JOB! This also means that we move into *second* place in largest group, coming up behind GNYM by only about 37 members and we have surpassed Metro Washington Mensa.
- A decision needs to be made by the Board about the number of newsletters to be mailed of the May newsletter. Please note that in the past, based on the way that the data was collected and sent, the

largest group of newsletters sent was our May newsletter. The final numbers from March were always the biggest in any year, and we would get the data in early April, which is where the addresses for the newsletter would come from for the May distribution. However, given that we will have the drop off this month, it is likely that if we run the names in mid-April we will have anywhere from 15 - 25% fewer members and therefore fewer newsletters to send out.

- Brian Madsen and I have spoken about this and it was his intent to collect names from March 31 so that we had the “full list” of people, but now that we can actually limit who we send newsletters to in May, we may wish to consider sending fewer. Obviously, this does limit our last gasp outreach to folks who may have not renewed, so sending in May could be an effort to reach out to them...or we could be letting folks who have not renewed get a benefit they did not earn. The Board should make a decision at this meeting so that Brian has clear instructions for the May newsletter distribution.
- [Madsen expressed displeasure at the idea of giving people who don't renew get membership benefits for free.]

6. Regional Gathering:

- Walker: We are looking at going back to the same hotel, but the main conference area is already booked for our weekend. We can try another weekend, get a different area (in the convention center, perhaps), or go through the search process again.
- If we do not agree to a Food & Beverage budget we will have higher room rates. F&B obligation possibly as high as \$6-8000.

7. Social Media:

- Phippeny: We are poised to have all of April activities posted to Facebook.

8. Special Events:

- Walker: Orders for Hollywood Bowl tickets have been coming in nicely.
- Dodgers-Reds game June 10. Be there at 5:00 for the Old-Timers game. 30 seats reserved, but 10 are eligible for release.
- Deadline for group tickets for Hamilton coming soon.
- D Elliott, via email, re Volunteer Luncheon: The contract with Bucca di Beppo has been signed and we are scheduled to have lunch there on May 6 at 2:00 pm following the Board Meeting.
- We *need* to have someone (perhaps Michael Wong?) go and buy an Executive/Business Membership from Costco so that we can purchase the gift cards before the Volunteer luncheon. The amount of money we would save on an Business Membership

between the luncheon, picnics, and RG expenses is more than the cost of the membership. We had previously authorized this some years back, but I think this is when we ran into the problem with getting an official address so we could get the business membership. Now that we do have that, any additional requirements need to be addressed and then the membership purchased so that we can buy the lunch cards and save further money.

- I do have the list from Jonathan for the invitees...and I have already received two RSVP's even though I have not actually sent out formal invites yet. Those are slated to go out this coming week.
- [Walker indicated she has a business membership from Costco.]

9. Circulation:

- Madsen: Newsletter went out on time – all is well.

10. Data Officer:

- Madsen: Membership report generated on April 1 not reflecting lapsed members, so those members unknown. A check of officer memberships shows all current officers have renewed except for Burnett and Ron Talkov.
- GLAAM Announcement list updated. Area move-in and -out lists coming.

11. L.A. Mentary:

- Kalambakal: Looking forward to reports by the deadline.

12. MensaPhone:

- Schneider: AT&T reset the MensaPhone password, but the outgoing greeting was erased and needs to be re-recorded, if anyone can remember what it said.

13. Open Forum:

- Merenbach: Had a good program, with about 20 attendees.

14. Roster:

- Madsen: D Elliott initiated the discussion about the roster printing. Opinions on the small group are varied and there is currently no consensus.

15. SIGHT:

- Walker: A Mensan Air France pilot came to LA and will be returning in August with his family. They contacted Arlette Chew, and I got involved because they hope their kids can meet other bright kids and improve their English.

III. New Business

A. Removing a Board Member for Cause

The Bylaws Committee proposed the following, pursuant to Paragraph XVIII-A-1 of the GLAAM Bylaws:

Section B of Article XI (Removal From Office) reads as follows:

"If any Board member fails to attend three (3) consecutive Board meetings without prior excuse that has not been disapproved by a majority vote of the Board, he/she shall be considered to have resigned, unless he/she shall have petitioned the Board to be retained as a Board member, prior to the end of the third consecutive meeting. Said petition shall be adjudged on a case-by-case basis, but must be approved by a majority vote of the Board in order for the petitioner to remain a Board member."

Also, the first two sentences of Section A of Article XVII (Recall Elections) read as follows:

"For any given position on the Board or the position of Ombudsman, recall proceedings may be initiated by two-thirds of the entire Board. Recall for a Board position may also be initiated by petition of 10%, or 100 members, whichever is less, of the electorate for that position."

In order to provide an easier and faster alternative for the removal of a Board member whom the Board has collectively found to be overly problematic, IT IS PROPOSED to add the following new Section C to Article XI:

"C. Any Board member may be removed from office by a 2/3 majority of the entire Board, regardless of whether the subject Board member was elected or appointed to office. The motion to remove must specify one or more causes for the proposed action."

AND to add the following new Section D to Article XI:

"D. Board members may also be removed from office by the procedure of Recall Elections detailed in Article XVII."

The phrase 'entire Board' as used in proposed new Section XI-C has already been officially defined (in Motion #2002-124) to mean "the number of Board positions currently filled, and not to the number of positions defined in the Bylaws, nor to the number of Board members present, nor to the number of Board members present and voting".

After short deliberation, the Board approved the motion by a vote of 10/0/1.

IV. Closing

- A. **Good of the Order** – B Smith reminds everyone that the May Board meeting convenes at 10:30am. Stillman announced his surgery date of April 13.
- B. **Adjournment** -- Motion (Phippeny/S Smith, 11/0/0) to adjourn approved at 12:52pm.

Respectfully submitted,
Lee Stillman
Secretary