

GLAAM Board of Directors

Official Minutes

May 6, 2017

Pilgrim Towers, 440 N. Madison Av., Pasadena

	<i>Secretary</i>	<i>Delegate</i>	<i>Members-at-Large</i>
Mid-City	[/] Vesper Burnett (10:44)	[O] Jordan Albert	[X] Desiree Elliott
Coastal	[X] David Emery	[X] Madeline Walker	[X] Jonathan Elliott
SFV	[X] Joyce Hamilton	[/] Jerilyn Phippeny (11:13)	[X] Andrea Nolan
ELAC (10:45)	[X] Michael Wong	<i>vacant</i>	[/] Gene Schneider
Hi-Desert	[X] Lindsay Ross	[X] Bruce Smith	[O] 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: David Fenig, Jay Friedlander (11:05), Vickey Kalambakal (11:09), Brian Madsen, Charlie Mahoney, Andrew Merenbach (10:34)

I. Opening

- A. **Call to Order** -- by Chairman B Smith at 10:30am.
- B. **Approval of Previous Minutes** – Moved (J Elliott/Walker) to approve; carried 8/0/2.

II. Closing Reports

- A. Executive Officers

1. **Treasurer:**

- J Elliott: Cover note accompanying this month's funding statement warns us that beginning next month we "will be able to download [our] monthly funding statements directly from the American Mensa website". When they say "will be able to", I strongly suspect that they actually mean "will be required to". This allegedly stems from "One of the issues [which they] hear from Local Group leaders", on "processing the avalanche of information that comes from the National Office", implying that the change would constitute an improvement in service, but I find that it actually would constitute a degradation in service, because it would require more steps on my part without any real necessity at all, because they still apparently will have the capability to send us an e-mail letting us know when the reports will be ready, so why couldn't they simply send us the reports themselves as they did before? Have previously notified our RVC unofficially, and now hereby appeal on the record to both the LocSec and the RVC to

argue or plead against such a change if it is actually intended, to the extent that you are practically able.

- We closed the GLAAM ledger as of Mar 31, and used those financial statements plus the applicable ones from last year to produce a separate set of financial statements covering the national fiscal year ending Mar 31, and submitted the information from those reports to the national office on the deadline date of Apr 30, so there is no chance that our funding will be interrupted for that reason.
- Income-Expense Statement now has been rearranged alphabetically within the General Fund, both to make things easier to find and also so that we could get categories lined up together which had activity on both the income and expense sides.
- Community Service has been rolled out of the national-subsidy section to be its own line on the income statement, because we also have income in that category coming from T-shirt sales and not just through the national office.
- Financial reports which I recently compiled omit any activity from either the Hi-Desert bank account specifically or the Hi-Desert Fund generally, because no fund activity had been reported to the chapter Treasurer's office recently, even though area activities have been mentioned in recent Area reports to the Board, and because I continue to have trouble accessing the Hi-Desert bank account online. We are working together with the Area leadership to try to get my access restored.
- I was hoping to have a draft budget prepared by now for RG2018, but my schedule did not permit that to happen along with the other tasks which I needed to have completed before various fixed time constraints, but we will get to it as quickly as we practically can. We expect that the document will show two possible scenarios, because Jay Friedlander has presented us with a competing proposal from the Doubletree in San Pedro.
- Tried actively and often during the year to arrange for a successor, as either General Treasurer or RG Treasurer, still no successor success yet.

B. Area Reports

1. **Coastal:**

- Emery: Nothing on schedule for this month.
- Walker: Vickey Kalambakal not doing Sunday Salon this month, will be back next month.

2. **SFV:**

- Hamilton: Had 16 people for our final Thursday dinner. Phippeny may continue event in addition to her others.

3. **ELAC:**

- Wong: Had 7 people for Gaming party, and 3 for international movie night. Dinner and dim sum events are being discontinued.

4. **Hi-Desert:**

- Schneider [in between Awards and Bylaws reports]: Had our Cinco de Mayo party, which may be our last because our host (Jennifer Carter) is moving away.

C. **Members-at-Large**

1. **D Elliott:**

- Thanks to the Board for the opportunity to serve with you, and I will be looking forward to taking a step back now, given the voice of the electorate.

D. **Committees and Coordinators**

1. **RVC:**

- D Elliott: The \$9 dues increase did go through, and begins in July. Multiyear subs not currently available on line, but you can call the National Office to get in under the deadline.
- Testing and Prior Evidence charges also raised, to take effect in July, but there will be a \$30 promotion in that month.
- There is a new program to be rolled out later this year where every member will be getting a voucher for free testing or prior evidence to be given to someone else.
- Community Service money mentioned prior was from discretionary RVC fund, for Mensa Cares!
- No printed program for AG, but doing an app instead. PDF to be distributed earlier.
- Elections for AML and Mensa International still ongoing, AML through May 31, IBD May 15.

2. **Awards:**

- J Elliott: Question came up at the April meeting why we generally prefer for the Volunteer Appreciation Luncheon to happen in April rather than in May. The two reasons were given at the time about incurring the expense during the same fiscal year as when the budget for the event is passed, and about using the event as a networking opportunity to help us identify prior to the May Board Meeting those volunteers who are willing to help in one or more capacities during the coming term. But there is at least a third reason, being that we find that the end of the year is the better time to be looking back at our accomplishments during the preceding year, same as we do in our general society during the last week of the calendar year; once May comes and we seat the new Board and appoint the new officers, that is the time we feel that we should be

focusing on the challenges and opportunities ahead. I seem to remember that there also was a fourth reason, will report it later if we think of it.

- Presented Bronze award to Lindsay Ross at this time, because of having been notified incorrectly that he was not going to the Volunteer Luncheon.
- Thanks to Committee members Desiree and Bruce for their help throughout the year.

3. **Bylaws:**

- J Elliott: We have worked with recent incumbents and other volunteers on the CC's list to prepare draft revisions of all the Guidelines sections pertaining to continuing positions, to draft new Guidelines sections where they do not already exist for current positions, and to remove obsolete sections.
- We observed the ballot counting at the picnic on 22-Apr, and we made sure that everybody present was aware (1) that according to the Bylaws Board members may observe but not participate in the counting, and (2) that according to the Bylaws all ballots must be separated from their identifying accompaniments prior to the counting, specifically so that nobody at the counting outside of the Election Committee would be able to tell who voted for whom. As it was, the 16 ballots which had been submitted by e-mail still had the names and e-mail addresses of the voters attached when the counting commenced, and some of the 46 ballots which had been submitted by paper were read before all ballots had been separated from their envelopes. Recommending that we stick with the Bylaws in all similar situations going forward, including with any electronic ballots, which nobody outside of the Election Committee should ever be able to identify.
- Multiple people have asked me whether any modifications to the Bylaws are indicated in order to mitigate any actual or perceived irregularities in the ballot countings, and our opinion is that no we do not need to make any adjustments to the Bylaws, which already specify that the ballots shall be separated from their envelopes and any other identification information prior to the counting of the ballots, as well as the reason why we want that. As part of that discussion, we treated a specific question arising as to whether the Bylaws phrase of 'prior to the counting' refers to before the scheduled counting time, or whether it means after the scheduled counting time but before the actual counting of ballots has begun, the majority opinion of the Committee being that it is to be interpreted to mean the latter, so at 3pm (or whatever other announced time) the envelopes are unsealed, and then the ballots are separated from the envelopes, hopefully the ballots are shuffled

somehow in order to help prevent association with envelopes, and then the ballots are counted.

- New discussion came up recently on the CC's list during deliberation of the ElComm Guidelines, as to what can/should happen if there is an unresolved tie among the Board for the position of Chairman. Various options were considered, some of which were found by our RVC as constituting violations of either our own Bylaws and/or the national requirements. We initially reached a consensus on a solution proposed by Election Deputy Friedlander, that in case of an unresolved tie we should divide the upcoming Chairman's term equally among all tied candidates, with only the sequence of filling the partial-year terms being decided by random selection. On 4/29, the ByCom moved (by the Com Chair, so not requiring a second) a specific series of amendments to the Bylaws and the Election Procedures in hopes of effectuating this change, but one of the seven Committee members opposed the motion and withdrew support for the general concept of splitting the terms in case of an unresolved tie, but it was only one Committee member out of seven expressing an objection, so we can consider how we want to proceed on the point from here.
- Thanks to Committee members Desiree, Bruce, Sandra, Gene, Lee, and Brian for their help throughout the year.

4. Elections:

- Fenig: Expected more email ballots; after first week, only 2 or 3 additional came in.
- Official ballot results – Nikki Frey, 51; Andrea Nolan, 43; Sandra Smith, 25; Desiree Elliott, 23.
- Recommendation is that email balloting not be done in the future.

5. Gifted Youth:

- Walker: Michelle Freeman had an event at Corbin Bowl, with 13 kids. May 20th they will be at a pizza place where you get to toss your own pizza, in Thousand Oaks.

6. Regional Gathering:

- Walker: Working to find a suitable location, with 5 possibles: Burbank Airport Marriott, Airtel Plaza Hotel, Doubletree San Pedro, Howard Johnsons Fullerton (with OCM), Ayres Ontario Mills.

7. Social Media:

- Madsen: Have purged Facebook group of lapsed members.

8. Special Events:

- Walker: From Jonathan Cole – weekday Hollywood Bowl dates half sold out. Moody Blues has sold 22 of 70 tickets. Muppets 12 of 70.
- June 10 Dodger game, 12 of 20 minimum tickets sold.
- Paul Simon event at Skirball Center on May 12.
- Hamilton group tickets sold out at 47 with short waitlist.
- 11 People showed up for Mensa Cares!
- Long Beach Cleanup June 17.
- San Diego RG in Palm Springs.

9. Membership Outreach:

- D Elliott: Current membership at 1778, now once again behind Metro Washington at 1846.
- April report lists 51 new members but does not distinguish between new and returning members.
- Got 2 responses from potential new webmasters.

10. Circulation:

- Madsen: Newsletter got out in time.

11. Data:

- Madsen: Can give new Board Area reps (and others) whatever they need at their request. Restocking Announcement lists now very simple.

12. Historian:

- Ross inquired about the box of old records from Mary Kimball.

13. Open Forum:

- Ross: Nancy Murphy to speak on the 18th.

14. L.A Mentary:

- Kalambakal: Got responses to our ad for new editor and layout editor.

15. MensaPhone:

- Schneider: We had 1 call on the MP since getting it back online.
- Need assistance with recording a new outgoing message.

16. Roster:

- D Elliott: National Office has forbidden the usage of officer permissions to assemble a roster, and instead requires individual members to look in the member directory online. In that light, the ad hoc Roster Review Committee recommends not printing a roster in the September newsletter, and is hereby dismissed.

17. Ombudsman:

- Friedlander: Entering the final year of my term.

17. SIGHT:

- Arlette Chew, via email: It looks like The Amazing Madeline Walker has taken great care of our visitor from Lyon! Other than that, there was no SIGHT activity this month.
- Walker: Received several responses to a blast from parents saying their kids would like to meet, and one offering the use of their house.

18. Webmaster:

- Merenbach: Will be leaving as soon as a suitable replacement is found.

III. Special Orders

A. Requirements of Bylaws Section XIII-B:

1. Installation of the new Board by the Election Chairman or designee:

- B Smith yielded the Chair to Election Chairman Fenig at 11:33.
- Outgoing Board members Burnett, D Elliott, Hamilton, Walker, and Wong were thanked and excused.
- Phippeny assumed the position of SFV Secretary.

2. Election of the Chairman by the members of the newly seated Board of Directors, under the supervision of the Election Chairman or designee:

- B Smith nominated (Schneider); elected without objection.

3. Election of the other Executive Officers by the members of the newly seated Board of Directors, under the supervision of the Election Chairman or designee:

- For Executive Vice-Chair, S. Smith nominated (Stillman); elected without objection.
- For Administrative Vice-Chair, Schneider nominated (by B Smith); elected without objection.
- For Secretary, Stillman nominated (Schneider); elected without objection.
- For Treasurer, J. Elliott nominated (Stillman); elected without objection.

2. Installation of the new Chairman of the Board:

- B. Smith resumed the Chair at 11:37.

3. Filling of any vacancies on the new Board, in accordance with procedures:

- For Mid-City Secretary, Burnett nominated (Phippeny); appointed without objection.

- For ELAC Secretary, Wong nominated (Stillman). D Elliott nominated (Phippeny), but declined; Wong appointed without objection.
 - For Inland Empire Secretary, no nominations offered.
 - For Mid-City Delegate, no nominations offered.
 - For Coastal Delegate, Walker nominated (Phippeny); appointed without objection.
 - For SFV Delegate, Mahoney nominated (Phippeny); appointed without objection.
 - For ELAC Delegate, D Elliott nominated (B Smith), but declined; no other nominations offered.
 - For Inland Empire Delegate, no nominations offered.
 - Chairman B Smith noted that the positions of Mid-City Delegate, ELAC Delegate, and both Inland Empire positions remain open.
4. **Appointment of committee chairmen and other appointees in accordance with procedures:**
- Chairman B Smith proposed appointment of following candidates: Awards, J Elliott; Bylaws, D Elliott; Finance, Wong; Gifted Youth, Walker; Membership Outreach, D Elliott; RG, Walker; Social Media, Phippeny; Special Events, Walker; Circulation, Madsen; Data, Madsen; Historian, Ross; Newsletter Editor, Kalambakal; MensaPhone, Schneider; Open Forum, Ross; Public Relations, Ross; SIGs, Madsen; Webmaster, Merenbach.
 - Motion (J Elliott/Phippeny) to repeal Motion #2009-083, “Creation of Singles Coordinator” carried 11/0/1.
 - Motion (B Smith) to approve the aforementioned candidates carried 11/0/1.
 - Positions remaining open at this time: Elections, Scholarship, Testing, SIGHT, and Young Ms.
5. **Approval of the remaining agenda by the new Board:**
- Agenda date corrected to May 6, 2017; New Business A & B switched, with Item B listed as a Bylaws Committee motion.
 - Motion (J. Elliott/Phippeny) to approve the Agenda as amended; carried 11/0/1.

IV. New Business

A. Roster, Revisited

D Elliott: I want to make sure that we record it somewhere in our procedures that for any roster activity that we must request the data directly from National, and may not use any of the data mining tools available to Area reps or other officers. [Item referred to Bylaws Committee to draft the appropriate motion.]

Motion (J Elliott/Phippeny) to repeal Motion #2003-039, “That the Position of Roster Coordinator be established as an Official Part of GLAAM” carried 11/0/1.

B. Revised Election Procedures

J Elliott: This is a combination of documents that describe the membership election and what happens at the May Board meeting, including a statement that for new Board members there are official guidelines that describe the duties of each position. It does not contain any of the recent discussion of what happens in the case of a tie for an office.

Motion (Bylaws Committee) to replace the previous election procedures documents with the one combined document, which is attached to the May 2017 Agenda, titled “Procedures for the Election of Officers of Greater Los Angeles Area Mensa”, also known as the Election Procedures; carried 11/0/1.

V. **Closing**

- A. **Good of the Order** – J Elliott reminded all new volunteers and those changing positions that guidelines for their positions exist, and those are in the process of being updated. Volunteer Luncheon to follow meeting at Buca di Beppo.
- B. **Adjournment** -- Motion (Stillman/Phippeny, 11/0/1) to adjourn approved at 12:46pm.

Respectfully submitted,
Lee Stillman
Secretary