

GLAAM Board of Directors

Official Minutes

July 14, 2018

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	[X] Desiree Elliott
Coastal	[X] Alma Munro	[X] Madeline Walker	[X] Andrea Nolan
SFV	[O] Jerilyn Phippeny	[O] Charlie Mahoney	[O] Gene Schneider
ELAC	[X] Michael Wong	<i>vacant</i>	[X] Sandra Smith
Hi-Desert	[X] Lindsay Ross	[O] Bruce Smith	[X] Lee Stillman
Inland Empire	[X] Wilbert Woo	<i>vacant</i>	<i>vacant</i>

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

Guests: Jonathan Cole, Jonathan Elliott, Douglas Walker

I. Opening

- A. **Call to Order** -- by Chairman Elliott at 11:00am.
- B. **Approval of Agenda** – Revised Agenda submitted by Chairman Elliott. Moved (Walker/S Smith) to approve; carried 7/0/1 (Chair not voting).
- C. **Approval of Previous Minutes** – Moved (S Smith/Nolan) to approve; carried 5/0/4.

II. Reports

A. Executive Officers

1. Chairman:

- Elliott: We attended the AG and AMC meeting. National has hired a PR firm to help things. The have helped to assemble a panel at ComicCon in San Diego with celebrity members. The firm is also putting together kits for local groups to assist in their PR efforts for Membership Month in October.
- We have updated our Officer list with the National Office so you will now have access to things to do with your specific roles. I have indicated that we need to get the website up to date.

2. Treasurer:

- In his absence, J Elliott reported that B Smith came over again to the "headquarters house" on Jun 28. At that time, Elliott presented him with the GLAAM checkbook, all his paper records, and the login information for our bank account.

B. Area Reports

1. ELAC:

- Wong: For the Gaming Party we had 10 people. I did not expect to have many people, so did not buy food for the event. Ended up using steaks that had previously purchased.
- Dim sum lunches and movies following them are permanently canceled due to host dietary restrictions. During the week we will be using a new AMC subscription service – 3 movies a week for \$19.95 per month.

C. Members-at-Large

1. **Stillman:**

- Went to the AG and had a wonderful time. Spent a lot of time laughing with friends out on the restaurant patio. Also went on the Indianapolis Motor Speedway tour and it was awesome.

D. Committees and Coordinators

1. **RVC:**

- Wong: I was at the AMC meeting at the AG. We appointed a new Regional Coordinator for Region 8, who was previously the RVC. I am unsure if I am going to run again for RVC the next time around.
- Elliott: Note that this is an election year for the AMC and petitions are already being circulated for Board positions, though they are not yet available online. 100 signatures are required to get on the ballot as RVC.

2. **Awards:**

- J Elliott: We completed the annual updates to the three lists which we maintain which combine our annual volunteer records in different sequences, namely (1) our chronological lists for all individual volunteers whether they are in the Hall of Fame or not, (2) the regrouping of the career listing by function for Hall-of-Fame members, and (3) the compression of the Hall-of-Fame listings into one line of text for each function. The updated sections for active members of the Hall of Fame were transmitted to our Webmaster for posting in the Awards section of the GLAAM website.
- When we checked the website 28 days after the Webmaster projected that she would have time to get the updates posted by the following day, they still had not been posted, so sent follow-up request, also noting that the monthly updates to the Answers to Everything page had apparently not been posted since February. Received a response from the Webmaster 3 days ago, but it did not indicate when the updates would be posted.
- At the Indianapolis AG this past week, our own Desiree Elliott received a national Certificate of Appreciation.

3. **Bylaws:**

- J Elliott: Posted the revised Guidelines to the BoD list on May 6, and copied the Webmaster with request to post it to the Bylaws section of the Members Only module. Happy that the posting to the BoD list actually worked this time.
 - The National Bylaws Committee has alleged that there are several inconsistencies between our 11-year-old Bylaws document and the Minimum Standard Bylaws as more recently revised. Desiree has been communicating with members of the national committee, seeking clarification on some of their fuzziest statements, and questioning whether some of their other objections really need to be maintained, but they were so entrenched in their disapproval of our existing Bylaws that Chairman Desiree formally withdrew our submission pending further evaluation by our Board.
 - A few weeks after Desiree withdrew our Bylaws proposal, Jonathan reviewed the national correspondence in greater depth, and saw how they were making very minute distinctions on passages which have nothing to do with the changes being proposed, and which were already approved by several previous national Bylaws Committees. A classic example is where they claim that the expression 'royalty-free' should no longer contain a hyphen.
 - Chairman Desiree and Jonathan have communicated on this matter, and have identified a few hypothetical options, none of which is particularly savory, either (1) to play their stupid little game or (2) to continue to argue with them indefinitely or (3) to request the assistance of our RVC as liaison between the local and national levels or (4) to request the intervention of the national Ombudsman, but between us we are unclear as to the net-best course, so we are asking for guidance from the full Board, and therefore have added an item to the present Agenda.
4. **Gifted Youth:**
- Walker: I don't have any activities going on right now, but we have a core group of people in the South Bay getting background checks. There have been a number of people who, once they have been background checked, have claimed they just don't have the time to help with activities.
5. **Membership Outreach:**
- Munro: Looking at options for increasing and sustaining membership.
6. **Regional Gathering:**
- Walker: Jay has asked me to have Nikki make a new flyer.
7. **Special Events:**
- Walker: We had 35 people for the Dodger game, and a good time was had by all except for the fact that the Dodgers played poorly and lost. The area we were seated in ended up with a whole bunch

of people crowded in front of us. I won't let them do that to us again.

- I'm trying to get groups to go to as many Pantages shows as possible. So far we have Wicked pretty much booked.
- Cole: We have 24 of the available 70 seats for the Hollywood Bowl sold.

8. Strategic Planning:

- Munro: I have 3 people who have volunteered to be part of the committee.

9. Testing:

- D Elliott: Michael Wong has completed the certification process and is now a proctor. Sandra Smith is still a proctor-in-training.
- The month of July is both the normal test and the Culture Fair test.
- We want more test dates in October, which means we need locations as well. Area representatives are encouraged to look for potential test sites in their Areas.
- Wong: There is RVC discretionary funds available for testing purposes.
- I completed my first solo testing as a proctor, and had 3 candidates, one of which passed and has written an unflattering article about being in Mensa.

10. Webmaster:

- Munro: I've been getting some emails recently about information which has not been sent to me. There is also an issue where there are separate paths to the same landing page that result in different pages being displayed, so that could be part of the problem. My intention was to bring the website more current with visuals, and I have a new version ready to go but I do not want to try to export data until it is cleaned up. Estimated time to have the website updated 2 months.

11. Young Ms:

- Elliott: I spoke to Billie Lee about it and she thought the person who took over hosting the events from Jennifer Carter might be interested. Both of them were looking into it. Do not have a follow up at this yet.

12. Calendar:

- Brian Madsen, via email: Desiree reminds me that I don't have dates for future GLAAM picnics in Griffith Park, and suggests that we want to hold on in September. Did we discuss dates for picnics and I just forgot? If we haven't already, I'd like the BoD to discuss this on Saturday. Once we have dates for future picnics, please let me know, ideally no later than Saturday. That's because I'll be holding the final calendar until I hear that news, but I don't want to wait any longer than that to deliver the final calendar to Vickey for inclusion in the August L.A. Mentary.

12. L.A. Mentary:

- Vickey Kalambakal, via email: All is well with L.A. Mentary. We got the July issue out in spite of Toni's trip to Africa, and yours truly has great respect for all the work she does. And I hope she never ever ever goes away again.

III. Special Orders

A. Filling of Vacant Chairs and Coordinators

1. Scholarship Chair

- Diane Takenaka appointed without objection.

IV. Unfinished Business

A. Progress on Strategic Plan

Item pushed back to September Board meeting.

V. New Business

A. Discussion regarding Picnic – Dates, Publicity, etc.

Elliott: There was a discussion on the CCs list about the September Picnic not making it on the calendar. Nikki had suggested that instead of always shooting for the fourth Saturday in a 5 Saturday month, we worry more about how the weather is going to be.

J Elliott noted that in the past we have routinely taken the weather into account, aiming for springtime and fall. Walker stated that when she talks to Gifted Youth families, they usually prefer Sundays. She also noted that the Picnic was mostly adults until she started sending out special notices to the GY families. Elliott posited that September might still be too hot and suggested Sunday, October 28. Stillman pointed out that we would lose Weem attendees. Elliott suggested April 28 as a spring date to not conflict with Easter and Passover. J Elliott questioned whether the Board budgeted for 2 Picnics this year. Elliott (after looking at the budget) stated that the Board had a \$450 budget anticipating one Picnic per year. She suggested reserving April 28 as a future date, and revisiting whether to fund it after the fall Picnic. Munro questioned the low attendance at the recent Picnics. Stillman noted that in previous years we had sent postcards and email blasts and we have gotten away from doing that to our detriment. Moved (Munro/Stillman) to pick October 28 and April 28 as dates for the two Picnics. J Elliott protested that it was unclear. Moved (Woo/Munro) to amend the Motion to split the two dates into separate Motions, the first being to schedule October 28 for a Picnic, and the second being to reserve April 28 as a possible second Picnic. Motion to amend passed 6/0/3. Motion for October 28 as the Picnic date, currently budgeted at \$450 passed 9/0/0. Motion to tentatively reserve the April 28 date, pending review following the October Picnic passed 7/0/2.

B. Bylaws Update Discussion

Elliott: The National Minimum Standard Bylaws have changed recently, and as such we are technically out of compliance with a few small details. The National Bylaws Committee is in charge of approving local bylaws changes and will not approve any changes unless our Bylaws are brought current with National MSB regulations. The issue we now have is that they have included in the MSB something called the “definition of an officer”. With this they have said that anyone who is not listed in the Bylaws cannot be considered an officer in the organization. We consider all of our Chairs and Coordinators officers, in that they have defined roles and responsibilities in our Actions Still In Effect, not in our Bylaws, because these are things that are subject to change. We don’t have them in our Bylaws to retain flexibility, and don’t want to go through the process to change the Bylaws when we add Chairs or Coordinators. We consider people like the RG Chair an officer because they can bind the chapter, sign contracts, etc. National says no. The only Officers we have in the Bylaws that are not on the Board are the Editor, Ombudsman, and Elections Chair. At this point, since we don’t want to go through the hassle of figuring out which of the chairs and coordinators should be included as “officers” and who shouldn’t, I don’t think it is the right time to make the already agreed upon changes to our Bylaws.

Resultant discussion clarified that The National Bylaws Committee will not allow us to make changes to our Bylaws unless we are in full compliance. but we are not under the obligation to keep everything as is. The three changes that we had wanted to make were the ability to remove a Board member for cause, allowing an electronic copy of the newsletter to be the default if no preference is stated, and a statement that we do not allow remote participation in regular Board meetings, though we do for special meetings. National allows us to break our own Bylaws for the newsletter distribution, and the statement about remote participation was an item previously required. The sticking point is removal of a Board member for cause.

J Elliott noted that in the past, various RVCs have exercised their own power to make changes to Board compositions and have granted exceptions for Bylaws violations. Elliott noted that the ability of RVCs to act is triggered by a chapter going into crisis, which is essentially anything that can get funding suspended. In our case, is there was truly a malfeasor on the Board we could petition the RVC to act because we could not. We do have the ability already to remove one of the executive officers from the position, but that person would still remain on the Board.

Elliott requested an item, Decision Regarding Bylaws Update Process, be placed on next month’s Agenda.

VI. Closing

- A. **Good of the Order** – Stillman and Wong announced they would not be at the October meeting. Munro said she would not be at the August meeting.

B. **Adjournment** -- Motion (Walker/Stillman, 9/0/0) to adjourn approved at 12:42pm.

Respectfully submitted,
Lee Stillman
Secretary