

Greater Los Angeles Area Mensa
Board of Directors Meeting Minutes
Meeting conducted electronically via Zoom
October 2nd, 2021

Area	Secretary	Delegate	Members-at-Large
Mid-City	[✓] Vesper Burnett	[✓] Jordan Albert	[✓] Andrea Nolan
Coastal	[X] Alma Munro	vacant	[X] Gene Schneider
SFV	[✓] Jana Bickel	vacant	[✓] Courtney Seiter
ELAC	vacant	vacant	[/] Sandra Smith
Hi-Desert	vacant	[✓] Lindsay Ross	[✓] Madeline Walker
Inland Empire	[✓] Wilbert Woo	vacant	[X] Gregory Williamson

Key:

- [✓] = present for entire meeting
- [/] = present for portion
- [X] = absent

Guests: Carl Bryan, Jonathan Elliott, Nikki Frey, Jay Friedlander, Toni Hansen, Brian Madsen, Alan Stillson

I. Opening

A. Call to Order

- Meeting was opened by Chair Seiter at 11:07am.

B. Approval of Agenda

- Agenda was amended to move discussion of special election to new business.
- The agenda was approved as amended.

C. Approval of Previous Minutes

- Seiter moved to approve the minutes from last month's meeting.
- Albert seconded.
- There was no opposition.
- Last month's minutes were approved.

II. Reports

A. Executive Officers

1. Chair (vacant)

- Ross read aloud Munro's outgoing LocSec report:
 - Munro wrote about her ideas for a mentoring project.
 - Munro wrote about a number of items of equipment that she felt we

needed to purchase, and that we needed to inventory the equipment that we already have, for use at our regional gatherings.

- Munro had asked Randall Mills if he had done an inventory of our equipment in the past, and asked whether he still had a list of our equipment.

2. Executive Vice-Chair (Seiter)

- As the result of action taken by Rachel Kibler, RVC for our Region, "Alma is no longer the Chair of our Board."
- Seiter reported that Munro "has also decided to remove herself from all other volunteer opportunities."
- Seiter as Executive Vice Chair took on the role of acting LocSec, according to our bylaws.
- Bylaws require that we give two weeks notice before filling that role, so Seiter advised the Board that it could either hold an election for LocSec in two weeks or wait for the next regular Board meeting.
- Bickel asked, "I would like more information about how we got here. It's my reading of the Bylaws that only the Board can remove someone and I don't understand how Rachel removed her. So I would like more of an explanation before we get started."
- Elliott confirmed that our Bylaws do not give such authority to the RVC, but they don't preclude this either, and "it is a policy of national Mensa that the RVC can take extraordinary actions to remove people whom they consider to be problem officers."
- Bickel also noted that because the Board elects the LocSec, she considered it wrong for Kibler to take action "without consulting us. I don't know if I agree with the decision or not, but the fact that we weren't consulted to me is, you know, an issue."
- Seiter reported that Kibler anticipated this question, and forwarded the relevant text from Mensa ASIEs.
- Seiter reported that prior to reaching out to her, Kibler told Seiter that her actions "were not done quickly. They were not done rashly. The decision was made after a great deal of research and doing her due diligence. So that's how it came to be. I don't know that she felt that she needed to speak to each individual of the Board. I don't know why that didn't happen. But that's how that all came to be."
- Albert and Ross concurred with Bickel's concerns.
- Seiter: "Jana, you're not the only one who is concerned. Rachel would like to hear from anybody who does have any questions or concerns."
- Ross noted that Munro called him within minutes of Kibler notifying her, and Ross "immediately emailed Miss Kibler [...] and expressed my concerns [...] and I received no reply from her."

3. Administrative Vice-Chair (vacant)

4. Secretary (Ross)

- Ross asked, "who is currently assigned to pick up our mail?"

- Elliott responded that he had reported at the previous month's Board meeting that he had stopped by the mailbox and observed that there were no contents in the box, and also that it was his understanding that both Jay Friedlander and Bruce Smith had checked the box as well. "It's normally been a treasurer thing, but we spread out the duties, basically. Whoever has a key and is in the area can drop by."
- Ross also reported that his email to Gene Schneider bounced.
- Guest Carl Bryan attempted to offer a comment, but Ross prevented him from doing so. "You cannot speak. You are a guest."

5. Treasurer (Woo)

- Woo reported that he has not been able to get access to our bank accounts, and that Munro had given him login information, but Woo was unable to use that information to connect to the Chase Bank account.
 - Woo asked who has access to the account, since he doesn't.
 - Albert responded that he received the same login information from Munro and was able to connect to the account. Albert offered to help Woo get the records he needs.
 - Elliott asked if Woo was ever added to the account in person at the bank. Woo responded that that had not happened. Elliott remarked that that meant that Woo did not have check-signing authority.
 - Bickel asked if Craig Lancaster was still on the account. She stated that she believed that he had set up some automatic payment for the newsletter. She stated that she had sent him an email during this meeting, asking about this.
 - Walker noted that she has a debit card. "I never use it, but I have it."
 - Albert said that he was waiting to receive a debit card but never got one.
 - Seiter asked everyone who had a debit card "or any other kind of authority" to give that information to Woo so that he can get a proper list of who has access.
- Discussion ensued about the need for physical presence at Chase Bank to get people added to our bank accounts as authorized signers, and that minutes are required from the Board in order to do so which clearly state who are supposed to be authorized signers for the account.
 - Walker asked if we need to specify for the record that Woo should be an authorized signer on our bank account.
 - Elliott remarked that this was specified in the May minutes.
 - Ross asked if we should say so again in this meeting anyhow, and asked if we should take a vote on it.
 - Seiter stated that no, that was not necessary, because "it's in the May minutes. We just need to print a copy of the May minutes."
 - Bickel asked if signers should include anyone else. Woo noted that the LocSec should be included.
 - No vote was taken.

Brian Madsen, who prepared this report of the October meeting minutes in April, 2022, would like to point out for the historical record that these statements occurred as reported here, but they were historically incorrect. Craig Lancaster was our Treasurer from May until approximately July, and the Board first elected Ross as Secretary and Woo as Treasurer at its August 7th, 2021 meeting. Consequently, the May minutes contained no such statement about Woo being the Treasurer. They do state that Lancaster became Treasurer in May, however.

- Elliott reported that he had received a card from the California Secretary of State, stating that we need to file a report, which we can do online. "The good news is that we still have corporate standing according to State of California" but we must file this by December 31st.
 - Albert recommended taking a photo of the card and emailing it to Woo. Elliott agreed.

B. Area Reports

1. SFV

- Bickel reported two events: a Sizzler dinner attended by twelve people and a Contemporary Issues SIG attended by eight.

2. Coastal

- Walker noted that if Munro is stepping away from all of her positions, then she would not be Coastal Secretary.
- Seiter affirmed that that position was currently vacant.

C. Members-at-Large

1. Nolan:

- "I've been keeping an eye open for places to meet both for our RG and for Jana's thing, and with this virus going on, it's not working out very well."
- Also, a note to Bickel that Marie Callender's had closed permanently.

D. Committees and Coordinators

1. Elections

- Friedlander reported that Fenig noted that last year, the Board allowed for electronic petitioning in addition to the traditional hand-signed petition. "David is hoping that we can continue that this year."
- The Board had not yet decided to hold a special election for LocSec in advance of the Board's next meeting in November. Friedlander offered his personal opinion that the Board should wait to do that at the November meeting.
- Bickel moved, Albert seconded, "that we extend the electronic voting for petitions" as was done the previous year. There were no objections. Seiter

declared the motion passed.

2. Finance

- Seiter noted that the chair for this committee was vacant, and asked for names of who was on the committee.
- Elliott reported that the *ex officio* members of the committee include the GLAAM Treasurer, the RG Treasurer, the Hi-Desert fund manager, and the GLAAM LocSec, "and then you have the option to add anybody else that you might want."
- Seiter asked who was the RG treasurer.
 - Walker responded that there wasn't a specific individual in that role, but that Bickel was in charge of registrations.
 - Bickel offered to be RG Treasurer "until somebody else is appointed."

3. Gifted Youth

- Ross summarized Walker's previously submitted written report: "You just said you wanted to catch up with names of Gifted Youth members, and we have not discussed whether to have any youth activities during the RG."

4. Membership

- Seiter: "October is Mensa Member Appreciation Month." Seiter stated plans to send communication to members "in reference to membership month, and how much we love them and wish they would help us with more volunteer activities."

5. Special Events

- GLAAM picnic on October 23rd
- *Hamilton* at Pantages plans included 31 people in November and 25 people in December; a couple of people asked for a refund.
- At the end of the RG on February 20th "we're going to have a wonderful [awards] luncheon."
- Elliott noted that he had picnic supplies that ought to be stored with GLAAM. Walker agreed to take those from him at the upcoming picnic and store them in GLAAM's storage unit.

6. Scholarship

- Elliott received a letter stating that the balance of our scholarship fund was \$22, meaning that we had only \$22 to give out in scholarships this year. "That was as of March 31, 2021. I don't know if anything has been sent to the national office since then to subsidize the fund. I think you guys put it in your budget, but I don't know the payment was ever made. And if the payments were not made then you're not going to be able to award any scholarships."
 - Woo asked Elliott to send a copy of that letter to him. Seiter also asked to receive it. Elliott agreed.

7. Regional Gathering (Walker)

- Announcements had gone out to the *Mensa Bulletin* and *L.A. Mentary*.

- Plans were to go ahead with DoubleTree hotel as in past years, but without a contract.
 - The plan was to reserve a couple of large rooms and/or suites, and if those turned out not to be enough for the number of people attending, then we could explore a contract for more rooms.
 - The plan was also to schedule through Sunday, not Monday as in past years.
- "Craig and Doug and I went to the storage unit to check out what we needed for hospitality and also projectors. Randall Mills did send a nice wonderful list of what is available for projectors and other audio/visual" equipment.
- Bickel would handle pre-registration, and Toni Hansen and Vickey Kalambakal would be greeting attendees.
- Next RG meeting planned for October 23rd, right before the Griffith Park picnic.
- Discussion ensued about how to take payment.
 - Madsen reported that the PayPal account we've used in the past had been closed. Madsen coordinated the closure of that account with Lancaster some months ago, and Madsen stated his expectation that Lancaster should have reported this previously.
 - Walker and Albert reported that Alma had wanted to use Stripe instead of PayPal because it is less expensive.
 - Albert noted that before we can set up Stripe, we need to resolve the question of who has signing authority with our bank account.

8. MensaPhone

- Albert: "I have the phone and I need to connect with Desiree in order to do the transfer" from AT&T to Ting.

9. Ombudsman

- Friedlander commented on plans to determine signers for the bank account.
 - Friedlander stated his belief that Walker's access was probably only for the RG account, not the main account.
 - Friedlander suggested involving Lancaster "because I believe he is on the account."
- Friedlander sent an inventory of equipment, "and we're fine for the RG in terms of electronics. What we're not fine for is this provision that Alma sort of envisioned for doing webcasting and so forth."
 - If more equipment needs to be purchased, Friedlander stated that this "is normally the Treasurer's function," and that Woo can make those purchases once he has access to the account.
- Friedlander made some changes to current positions on the website, but expects that the Secretary or the AVC should be the liaison with the Webmaster going forward.

10. Circulation and *L.A. Mentary*

- Ross read a report from Mildred Phillips which stated in part:

Jennifer Newman has resigned from her position as Circulation Manager because she felt the GLAAM Board and former Circulation Manager Brian Madsen were condescending, and because she believed the Board members should have allowed the newsletter to shift from monthly to quarterly publications in light of the circulation staff shortage.

Mildred Phillips has resigned as Editor, Layout Editor and Calendar Editor of the *L.A. Mentary*. This leaves no administrators or staff to operate the newsletter.

- Ross also reported that he had a copy of Newman's resignation letter, but did not read it aloud.

11. Awards, Testing, Scholarships, SIGHT, SIGs, Social Media, and Webmaster all offered no report

III. Special Orders

A. Special Election for LocSec

- Seiter requested opinions about when to hold an election, either in two weeks or at the next (November) meeting.
- Bickel, Albert, and Seiter all expressed a preference to hold the election at the next Board meeting.
- General agreement around this idea resulted in an understanding that the election would take place in November.
- Bickel moved "that the election should take place at the next Board meeting." Motion was seconded, but no name for the second was recorded. No opposition was offered. Motion was adopted.
- Friedlander noted that Fenig was willing to conduct the election, if the Board should prefer that he do so.

B. L.A. Mentary editor

- Seiter noted that Stillson had agreed to be the next editor, and Nikki Frey had volunteered to be the layout editor.
- Frey stated that she was willing to be the editor.
- Stillson offered to let Frey be editor, and Stillson would instead take on the Circulation Manager and Calendar Editor roles.
- Seiter noted that Frey's previous editorship resulted in "an international incident" and that "based on your history with the publication, I don't think it would be appropriate for you to be editor."
- Frey objected that that incident "was 25 years ago", and "it was a slow news day and a reprint. I did not write anything. The controversy was over something that was a reprint from a previous issue of the newsletter."

- Stillson stated, "I think forgiveness is in order." Ross agreed.
- Ross moved "that we appoint Nikki as editor", and called for a vote.
 - In favor: Bickel, Nolan, Ross, Smith, Stillson, Walker
 - Opposed: Albert, Burnett, Seiter
- Elliott noted that only the LocSec can nominate appointed officers, "then it's up to the Board to approve." Quoting the bylaws, "the editor of the publication shall be appointed by the Chair of the Board of Directors, with the approval of members of the Board of Directors in attendance at a regular or special meeting, and may be removed from office by a two-thirds vote of the entire Board of Directors."
 - Bickel responded that "we don't have a LocSec, so it seems like the Board should act on that behalf. I mean, I would think we just want to move on. Now, if we don't like Nikki's performance, she can be removed."
 - Seiter stated her understanding that as Executive Vice Chair, "I do take on the LocSec duties until someone is elected to that position. At this time, I have no objection to integrate with Jana's assessment of it, so we'll move forward on that."

IV. Unfinished Business

A. Frequency of *L.A. Mentary*

- Seiter noted that the national organization allows for local groups to publish a newsletter at least quarterly, but that our bylaws allow for the newsletter to be printed at a minimum once every other month.
 - Elliott consulted the bylaws and concurred.
- Bickel said, "I don't see any reason to change tradition, which is monthly."
- Frey stated that it would be difficult to keep the calendar current if we only publish every other month.
- Seiter said that she had spoken with the San Diego LocSec to learn what they are doing.
 - They offer a newsletter quarterly, with more frequent emails and a mini-newsletter, "which is something that we can certainly implement if we decide to go to every two months."
- Bickel reiterated that she prefers a newsletter every month, and that "We have a new editor. If she wants to do it monthly, which is what we've been doing, I see no reason to change it."
- There was general agreement that there was no need to offer a motion since nothing is expected to change. Seiter stated, "I think that if that publication is to be shortened at any time then it does need to be discussed with the Board, but I have no problem with it continuing month-to-month."

V. New Business

A. Equipment inventory

- Ross stated that an inventory was needed
- Albert and Friedlander reiterated that Friedlander has provided that inventory.

- Friedlander: "I have provided that. I have also copied certain people on that email. And that list is Jordan, Madeline. Alma, Craig, Lindsay, Wilbert, and Randall. So that list has been widely distributed. It's everything we need for the RGs for now, but for webcasting we will need more equipment. "

B. GLAAM's Internet name(s)

- Ross proposes "that our web address be issued by national as LosAngeles.us.mensa.org. And my resolution I offer is that our LocSec shall request that from the national data officer."
- Discussion ensued about the potential ramifications of such a change.
 - Among other things, the question was raised whether this amounts to a new GoDaddy domain in addition to our current glaam.org domain, or whether it's a change to our existing "glaam.us.mensa.org" subdomain that is provided to us by the national office.
- Elliott suggested that since we're this late in the meeting, this should wait until a later meeting, when we're not pressed for time and can consider this in a leisurely manner. Albert agreed.

VI. Closing

A. Good of the Order

1. Email aliases

- Frey asked how to get the Editor@glaam.us.mensa.org email alias to point to her.
- Madsen explained that those aliases are maintained at and by the national office, and that the LocSec or some other representative of GLAAM needs to coordinate changes with the national office in order for those to take effect.

B. Adjournment

- Bickel moved to close the meeting; Woo seconded; meeting was adjourned at 1:14pm.

*Submitted retroactively,
Brian Madsen, GLAAM Secretary*