

MEETING MINUTES

February 28th, 2021: 1:00 – 3:00 P.M.

Location: Virtual (via Zoom):

Future Society of Central Oklahoma is inviting you to a scheduled Zoom meeting.

Topic: FSCOK Board Meeting

Time: Feb 28, 2021 01:00 PM Central Time (US and Canada)

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Agenda (document to be made available at <http://www.fscok.org/2021-meeting-schedule/>):

1. Call to order
 - a. Time in: 1:06 p.m.
 - b. Quorum: Carmen, Aislinn, Zac; Ken joined meeting at 1:15p and exited at 2:33p (*quorum still in effect at that time*). Zac exited meeting at 3:06p. Chelsea joined at that time for quorum to continue meeting for Agenda items 9C through 13 to complete meeting business (Chelsea was voted in as Member-At-Large (agenda item 3) and did not participate in voting until needed for quorum beginning at agenda item 9C. Zac rejoined quorum at 3:13p.
2. Review and acceptance of 01/24/21 Meeting Minutes (see attachment).
 - a. **Motion** to accept: Aislinn, Second: Zac
 - i. **Vote:** 3 ayes – (A/Z/C), motion carries
3. Review and acceptance of Member-At-Large board member resignation.
 - a. Kimber Chessmore provided notice of resignation from FSCOK Member-At-Large position via email 02/12/21 effective that day.
 - i. Ms. Chessmore additionally provided notice of resignation from SoonerCon Director of Finance committee staff volunteer role to convention chair, Matthew Alfred, via email 02/12/21 effective that day.
 - b. Note: Email acknowledgment sent in reply to these notices indicates the immediate conclusion of Ms. Chessmore's business roles for the organization as requested, and commencement of applicable administrative winddown actions necessary for continued business operations.
 - c. **Motion** to accept: Aislinn, Second: Zac
 - i. **Vote:** 3 ayes – (A/C/Z), motion carries

4. Call for nominations to fill vacant FSCOK board Member-At-Large position.
 - a. Note: Term of service is February 28, 2021, through August 8, 2021.
 - b. See [By-laws](#) for reference of membership requirements/board service.
 - c. **Discussion:** Carmen nominates Chelsea Haldane, Zac seconded. Notes that Chelsea brings fresh perspective from the committee, works hard on these projects, etc. Chelsea accepted nomination.
 - i. **Vote:** 3 ayes – (A/C/Z) for Chelsea Haldane.
 - i. **FOR ACTION:** Aislinn to send Chelsea “Conflict of Interest” form for completion
 - ii. Point of order from Matthew A. re: quorum quantity and past precedent of board allowing newly elected officers to serve as soon as they are elected.
 - a. Aislinn noted that legal review indicated min. of three members for quorum on by-laws. Caleb concurred.
5. **Discussion:** Establishing administrative procedures for organization member entry/exit tasks.
 - a. **See attached Report:** Onboarding-Offboarding Systems Procedures_FSCOK_20210217.pdf (*Caleb Haldane, SoonerCon Director of IT & Software Development*)
 - b. **Discussion:** Caleb presented suggestions for onboarding/offboarding process.
 - i. **FOR ACTION:** Matthew A. manages spreadsheet of con comm staff and will work with Caleb, Savannah to update with server and email roles info.
 - ii. **FOR ACTION:** Caleb and others to further audit Trello process (as currently written in attached report for additional offboarding procedural needs).
 - iii. **FOR ACTION:** Review additional systems not detailed in this report (see Links and Resources post with this list, posted 2/28/21).
 - a. Board members, Caleb, Matthew A. to work over the next several weeks ahead of March board meeting to complete a full audit/review/itemization of processes.
 - ii. Proposed procedure for new board or committee member entry: FSCOK board member or committee director will provide the contact information for the new member to FSCOK Volunteer Coordinator. The Volunteer Coordinator then works with Director of IT & Software Development to complete onboarding procedures as described.
 - iii. Proposed procedures for member exit:
 - i. **For FSCOK board member resignation:** Board member shall provide written notice of resignation to FSCOK board of directors. The Secretary will provide this information for the resigned member to the FSCOK Volunteer Coordinator. The Volunteer Coordinator then works with Director of IT & Software Development to complete offboarding procedures as described in the Systems Procedures doc.

The FSCOK secretary will also file written notice of resignation and prepare board meeting agenda for acceptance of resignation (whereby opening this position on the board, to be filled per standard board election procedures in By-laws.).

- ii. **For FSCOK committee staff resignation:** Staff members are requested to notify their committee area director of their resignation from the committee. The committee area’s director will provide notice of staff member resignation to committee chairperson and provide the information for the resigned member to FSCOK Volunteer Coordinator.

The Volunteer Coordinator then works with Director of IT & Software Development to complete offboarding procedures as described in the Systems Procedures doc.

Committee chairperson will notify FSCOK board of directors of staffing updates provided during regularly scheduled board meetings or committee work sessions, or at the written request of the board as needed and the chairperson may staff these positions upon vacancy.

- iv. **Discussion** of items 5bii & 5biii to formalize these procedures.
 - i. **Motion** to accept these procedures as outlined by Carmen; seconded by Zac
 - a. **Vote** to accept – 4 ayes (A/C/K/Z)

6. **Discussion:** Establishing a nominating committee for FSCOK board position fulfillment
 - a. Committee will serve on an annual basis.
 - b. Committee will be responsible for recruiting and interviewing board member candidates so that there is always a pool of fresh talent available from which to choose.
 - i. External applicants encouraged, in addition to internal network of talent and SoonerCon convention planning committee staff volunteers.
 - c. Nominating committee would be empowered to conduct exit interviews whenever board members exit the organization to inform its policy and staffing recommendations.
 - d. **Motion** to table this item to March meeting or later meeting ahead of August board term expiration made by Aislinn; seconded by Zac
 - i. **Vote:** 4 ayes – (Z/K/C/A)

7. **Discussion:** Establishing a nonvoting Secretary of Finance board membership role.
 - a. The FSCOK Secretary of Finance is a role overseen by the Treasurer and appointed by the FSCOK board of directors by a majority vote.
 - i. Matthew A. and Aislinn presented on this agenda item.
 - i. Zac commented that he's comfortable with the way this is laid.
 - ii. Ken commented that this would help treasurer's role immensely.
 - iii. Carmen asked if Matthew had anyone in mind for role? He did not. Aislinn commented that this job would need to be posted and we would want to head hunt for the right person. And all agreed.
 - a. Phillip volunteered, board declined because of time commitment.
 - i. **FOR ACTION:** Phillip to assist Chelsea with current Quickbooks project.
 - ii. **Motion** to accept job description as written as outlined in this agenda item, and to post for job search made by Carmen, seconded by Aislinn
 - i. **Vote:** 4 ayes – (Z/K/C/A)
 - b. This role is responsible for:
 - i. Regular day to day accounting for FSCOK organization (*all ledgers*)
 - i. Give a receipt for all monies received for FSCOK and remit at once to the treasurer or deposit immediately in a bank approved by the executive board. Give a copy of the deposit slip to the treasurer.
 - ii. Keep an accurate record of all receipts and payment authorizations for the treasurer's financial records.
 - iii. Prepare all payment authorizations as approved by the treasurer (*amount threshold may be indicated here if executive committee authorization is desired for expenditures exceeding such a threshold*).
 - ii. Reporting:
 - i. Prepare and present a *Financial Secretary's Report* at scheduled FSCOK board meetings and at other times when requested. The report must include an accurate record of all receipts, deposits and authorizations for payment.
 - ii. Report all funds deposited to the treasurer. These totals shall be included in the Annual Financial Report to the membership association.

- iii. Perform such other duties as may be delegated to the financial secretary by the president or treasurer.
- iv. The treasurer and the finance secretary work jointly to plan, prepare and oversee all financial transactions, related accounting, and post-operations reporting for FSCOK-sponsored events.
 - i. The event planning committee chair will routinely recommend and provide event budget reports, purchase orders, cost-savings measures, etc. related to all aspects of event's operations.
 - ii. The treasurer and/or finance secretary may designate members who may conduct purchases for event operations. Purchase orders with receipts must be retained on file for annual reporting.
 - iii. Note: The Secretary of Finance and/or the FSCOK Treasurer would be the persons responsible at events, such as SoonerCon, for taking large deposits of cash to the bank as needed.
 - a. Both the Secretary of Finance and the FSCOK Treasurer must be versed/trainable in different software systems, such as QuickBooks Online, EventBrite, PayPal, and Square.

8. Finance Updates

- a. **FOR ACTION:** SoonerCon transfer of bank account authorized users to applicable 2021 officers; closure of business savings account (from 01/24/21 action item)
 - i. Ken completed closure of the savings account on 02-22-2021.
 - ii. Current signatories are Carmen Bryan, Kimber Chessmore, and Ken Chalker.
 - i. Carmen has company checkbook; Kimber and Ken have debit cards; Ken also has a company checkbook.
 - iii. Schedule appointment with Bank of Oklahoma to remove Kimber Chessmore from accounts; add applicable FSCOK finance person.
 - i. **FOR ACTION:** To be completed by Ken and Carmen ASAP to remove Ms. Chessmore from account. Matthew A. has her debit card in hand. Matthew notes that Ken can remove her account access from bank account online in the interim. Matthew will work Caleb following this meeting to complete the offboarding process to remove Kimber from email accounts; note that security verification for the bank will text Carmen. Ken has the required banking letter to complete removal from bank accounts.
- b. **Report:** "Reboot Norman: City of Norman Small Business & Non-Profit Relief" grant payment status
 - i. Submitted application in Dec. 2020; Treasurer received notice of receipt of FSCOK's application 01/13/20 in email reply from awarding agency; received letter of grant award approval (dated 01/15/21) from City Manager's office.
 - i. As of publication, no payment received and awaiting this information to complete public announcement/news release.
 - ii. As of 2/24/21, Aislinn picked up check from City of Norman and provided to Ken. Ken will deposit in bank.
 - a. Amount awarded: \$10,000.00
 - ii. **FOR ACTION:** Finance to create "Foundation/Grants" GL in Quickbooks for accounting grant funds received/used. Must complete ahead of depositing check.
 - i. Chelsea completed this action in Quickbooks.
 - iii. **FOR ACTION:** Communicating grant award to the general public. Zac suggested emailing the City of Norman to request how they will share info about grant awards/request their official release. Aislinn will email, request quote, and cc: Amber in correspondence.
- c. **Report:** see attached **Financial Update** doc (*prepared by Ken Chalker, Treasurer*)
 - i. Ken completed verbal report per attached report.

- i. Ken also completed \$125.00 payment to Sue Morrison following publication of this report for her service fee invoice.
 - ii. Aislinn asked if the donated memberships
 - ii. **Discussion:** Ken proposed establishing a cutoff date for refunds/how many follow-up communications required on this?
 - i. Matthew notes that Amber sent follow-up emails to non-responders 2/28/21 again for memberships. Ken sent follow-up to exhibitors and artist alley vendors; he will send Art Show follow-up this week.
 - ii. Amber proposed follow-up email to everyone with DATE of cutoff for response. Continued discussion about how to execute this process automatically or to retain funds as a donation. Phillip commented that because so much time has lapsed since receipt of payments (circa 2019, early 2020), banking/PayPal info may be changed so does NOT recommend auto-refunding.
 - a. Proposed process: 1. Wait on this email round 1 week (expired 3/7), 2. Make phone call outreach for all we have this contact after that time, 3. Send final notice for those we couldn't get in touch with, "Final reminder, if no contact by ___[date], then we thank you for donation (will confirm that this can be worded as a donation by CPA)
 - b. **FOR ACTION:** Contact Sue Morrison to confirm it is acceptable to retain funds from non-responders as a donation as long as we send them additional correspondence acknowledging the donation amount, etc. Aislinn will complete outreach to Sue with this question.
 - c. **FOR ACTION:** Ken, Amber, Phillip, Matthew will continue outreach efforts in the interim period until we know info from CPA re: date to cutoff refunds/retain these funds, and applicable next steps before March BoD meeting.
- iii. **Note:** Planned/Committed expenditures:
 - i. Embassy Suites 2022 contract agreed revenue values:
 - a. Without attrition: \$12,000 (facility rental) + \$7500 (F&B) + \$41,630 (min. room night revenue) = \$61,130
 - b. With attrition: \$12,000 (facility rental) + \$7500 (F&B) = \$19,500 + (\$35,385.50 – any rooms sold) = *Number cannot be compiled until all factors are in (one year from contracted event date for when room block link for 2022 available)
 - c. Totals do not include service charge, taxes, add on AV or other fees.
 - d. Embassy Suites 2020 addendum value (*applicable only in event of 2022 contract cancellation*): \$49,130.00
 - e. Embassy Suites 2021 contract – cancelled pursuant to 11/16/20 letter of cancellation provided by Overman Legal Group to Embassy Suites management and legal; Embassy Suites completed notice of room block and event cancellation to room block customers 01/13/21. As of agenda publication date 1/14/21, no further correspondence to SoonerCon from Embassy Suites has been made regarding cancellation. As of 02/17/21, no additional communications received.
- d. **Discussion:** Current IRS items
 - i. 2020 tax filing period and applicable fees
 - i. **Note:** Ken emailed CPA (Ben Sanders) 01/22/21 with request for this info to begin process, stating no substantial income updates for 2020.
 - a. Ben requested to begin by mid-March.
 - b. **FOR ACTION:** FSCOK to compile all required items by 3/14/21 for Ken to send to Ben on 3/15/21.

- ii. **FOR ACTION:** Zac notes that 2020 newly purchased equipment will need to be added to assets list, as well as add 2020 year's depreciation information. Due by 03/07/21; Carmen will email Zac master list. Zac/Ken/Matthew A. to work this action item for completion ahead of tax filing deadline (05/15/21).
 - a. Zac to report for acceptance on 04/11/21 meeting; must deliver full tax prep docs to designated CPA by 04/15/21 for timely prep and filing.
 - e. **Discussion:** Organizational budgeting for Q1 2021 (Jan.-Mar. operating period)
 - i. Note: Budget needs include: D&O insurance, equipment insurance, SoonerCon 2022 event planning budgeting, FSCOK monthly operating expenses, etc.
 - i. **FOR ACTION:** Ken requested that we pursue both D&O and property insurance. Chelsea will begin sourcing quotes. Zac also is talking to his Farmer's Insurance agent this week for general liability and event insurance.
 - ii. **FOR ACTION:** Complete full Q2-Q4 budget report for consideration/acceptance by 03/21/21.
 - iii. **Report:** Status of Quickbooks reconciliation (*project begun 01/24/21 by Chelsea Haldane for FSCOK finance special projects*)
 - i. **FOR ACTION:** Quickbooks 2021 accounting year setup with all applicable GLs (operations, fundraising/grants, admin, events, et al)
 - a. Complete by date: 03/15/21
 - b. Chelsea reported that chart of accounts is done, has a question for Ken in Teams (Ken will answer 2/28) in order to complete accounts reconciliation. Phillip will get with Chelsea offline to assist in project.
9. Fundraising Update (Ken)
- a. **Report:** CPA consultations regarding organizational solvency & fundraising capabilities
 - i. **See attached Secretary's report** from 02/13/21 consultation with Sue Morrison, CPA.
 - ii. Matthew A. notes that there may be discordant information from what Sue sent with current FSCOK
 - b. **FOR ACTION:** Complete annual registration with OK Sec. State form for Charitable Fundraising
 - i. Note: Cost is \$65.00 for contributions exceeding \$10,000.00 OR \$15.00 for contributions that do not exceed \$10,000.00. [Required form for download.](#)
 - ii. To be completed by Treasurer at the same time taxes are filed (*as recommended by CPA*).
 - i. **Motion** to complete \$65 filing Carmen, Ken seconded (to complete by 3/15/21)
 - a. **Vote** – 4 ayes (K/A/C/Z)
 - ii. **FOR ACTION:** Matthew notes that FSCOK will need to complete a second filing by 12/15/21 for 2022 fundraising year (this is the state's annual filing deadline).
 - c. **Discussion:** 2021 fundraising campaign ideas
 - i. Campaign to launch late Q1/early Q2, as soon as possible.
 - i. Carmen requests that fundraising ideas be emailed to her separately from this meeting for a later dedicated fundraising meeting.
 - ii. **Report and Discussion:** Fundraising software resources (*provided by Phillip Grimes, SoonerCon Director of Marketing*). See attached report.
 - i. A direct-donate button on our website would be cost prohibitive and reporting intensive to manage, so recommends providers like what are listed in the attached report.
 - ii. Matthew notes we do have the PayPal option setup to receive direct donations, if we want to take that route (noting that it does require separating out the donation accounting from the PayPal reporting, whereas using a dedicated provider will conduct this reporting already).

- iii. Phillip noted that Benevity.org is not conducive to providing additional incentives beyond a thank you message to donors.
- iv. Phillip recommends we start this campaign by tax return season.
- v. Chelsea brought up the Shopify as storefront option (<https://www.shopify.com/nonprofits?ref=coaction>) for consideration.
 - a. Caleb noted that this is cost-prohibitive if we don't generate funds over \$60 monthly b/c of the fulfillment component/fees versus donated amount of funds we'd be able to retain.
- vi. Amber suggests the OETA membership style form as example: <https://oeta.secureallegiance.com/oeta/WebModule/Donate.aspx?P=WEBFY21&PAGETYPE=PLG&CHECK=AvhPQrtxEJOMMHNxN%2ftmKOzWDeZ%2beA1M>
 - a. Gives the option to provide thank you incentive from dropdown; Amber recommends more of a storefront look, sourcing things like art prints (as example) and other smaller items to say thank you with; it doesn't have to be a huge item.
 - i. Use "pledge" versus "membership" to avoid confusion
 - ii. Matthew suggested the option to offer discount convention membership as thank-you for pledge.
- vii. More info on Snowball software pricing: <https://snowballfundraising.com/price/#comparison>
- viii. On PayPal: We can setup payment blocks on that with line items of what the fulfillment gift would be.
 - a. **ACTION ITEM:** Phillip will reach out to Ron with Crazy Lemmings about potential partnership to outsource fulfillment to him for a flat fee (with us providing him reporting with the info of what/whom to send items to within campaign service period. We would need to set this date).
- ix. Amber recommended that a dedicated fundraising meeting be set where a fundraising subcommittee can be established. Communication will be done in Leadership server (green) on #fundraising channel.
 - a. **FOR ACTION:** Add #fundraising channel to general Con Comm server on Discord (purple). Amber completed this 2/28/21; Caleb to verify permissions.
 - b. **Discussion:** Communications with Purple server and engaging better communication to committee (*multiple participants in this discussion*).
 - i. **FOR ACTION:** Convention Chairman to set 2021 SoonerCon planning committee meeting schedule to begin April 2021.
 - c. Carmen and Matthew C. both volunteered to lead FSCOK fundraising subcommittee, Bill and Savannah volunteered to serve on this committee. Mentioned to include Sponsorship coordinator, and Phillip, Amber, Daniel and Chelsea also volunteered to serve.
 - i. Amber noted request for assistance from Matthew A. in Con Chair role to help with grant writing support and Matthew agreed to assist with this, with Aislinn to assist on writing as needed (Ken will also have to assist for filing requests).
 - d. **Motion** to establish a dedicated fundraising subcommittee (\$50k by Dec. for SoonerCon)
 - i. **Vote** – 4 ayes (C/A/Z/Ch.)
 - e. **Motion** to appoint Carmen to serve as interim chairperson of FSCOK fundraising subcommittee, with intent to formally appoint full-time committee chair at this committee's first meeting in March 2021; second by Zac.



Future Society of Central Oklahoma

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www.fscok.org

August 8th, 2021: 1 – 5 P.M. Location: Virtual via Zoom

December 12th, 2021: 1 – 5 P.M. Location: Virtual via Zoom