

DRAFT MEETING MINUTES

November 14th, 2021: 5 P.M. - 7 P.M.

Location: Virtual (via Google Meet):

FSCOK Board of Directors Meeting

When: Sun Nov 14, 2021 5pm – 7pm Central Time - Chicago

Join with Google Meet URL:

meet.google.com/oto-gqiy-zxi

OR

Join by phone

(US) +1 413-276-6176 (PIN: 375659165)

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

1. Call to order

- Time in: 5:06 p.m.
- Quorum: Carmen, Zac, Aislinn, Brian, Matt

2. Review and acceptance of 10/18/21 meeting minutes.

- a. **Discussion:** Brian said that meeting minutes need to be shorter. Carmen said this was noted.
- b. Aislinn motioned to accept the minutes as written, Carmen seconded.
 - Matthew noted that on page
- c. Vote: 5 ayes, motion carried.

3. Review and acceptance of board member conflict of interest forms for 2021-2022 appointments:

- a. **Aislinn Burrows, Secretary**
 - **Discussion:** Zac stated that both Carmen and Aislinn have demonstrated professionalism and candor during the past year. Matt agreed, as did Brian, and it was agreed by all in the discussion that the conflict was negligible.
- b. **Brian Scoles, Member-at-Large**
- c. **Carmen Brian, President**
 - Note: This item was previously submitted to the former secretary in September 2021.
 - **Discussion:** Zac stated that both Aislinn and Carmen have demonstrated professionalism and candor during the past year. Matt agreed, as did Brian, and it was agreed by all in the discussion that the conflict was negligible.
- d. **Zac Hallows, Vice President**
 - Note: This item was previously submitted to the former secretary in September 2021.
- e. Note: Matt Cavanaugh's was on file for this term of service from a previous board meeting, uploaded for save on 9/23/21.
- f. Carmen motioned to approve the forms for all members as written, Zac seconded.
 - **Discussion:** Question from Matthew A. if there were any conflicts on either Brian's or Zac's form. No conflicts were listed.
- g. Vote: Aislinn abstained, Carmen, Zac, Brian, Matt - Aye, motion carries.

4. Finance Updates

- a. **Report:** Current financials. See attached *November 2021 Financial Update* doc (prepared by Matt Cavanaugh, Treasurer)



- Matt noted that this report does not include \$450 received from Savannah for the Vanessa House keg fundraiser sales not in the deposits listed, since those funds were received after the completion of the report.
- Brian asked if there was still the option for people to donate the cost of completing their volunteer background checks, and this option is still available via the vendor, but Matt has not received reporting regarding stats of donated versus FSCOK-paid volunteer background screenings that have been completed to date.
 - **FOR ACTION:** Need reporting on total background checks complete in Volunteer reporting that includes the cost per check and if this cost was self paid by the volunteer
- Matt contacted FSCOK's bookkeeper (see report) and provided her the correct treasurer information for billing, bookkeeping management information and best practice shares. Lucy indicated that she did not have the updated officer information. They have established contact and will be working on setting up additional operating procedures and best practices for FSCOK's accounting.
 - Key insight is to provide SOPs for more evergreen processes for FSCOK to meet its mission and expand its programming. FSCOK's treasurer will remain primary point of contact for this organization's financial management.
 - a. **ACTION ITEM:** Matt will work with James as Director of Finance for SoonerCon SOPs for Finance department. Matthew A. will join these initial meetings, as well as will contact treasurer for finance reporting needed in course of conducting SoonerCon's business and planning as its chairperson.
- From Recommendations section of the report:
 - It was consistently stated that it is important to establish role-related procedures/SOPs by Matt and others during discussions.
 - **FOR ACTION:** Email procedures for mailing and receiving correspondence on behalf of SoonerCon and FSCOK organization at large to be established in addition to an audit of user access to these systems (GSuite, software, etc.) to be completed by . Matthew advised that Caleb has a working SOP for this. Aislinn requested that a dedicated work session be held soon to outline these procedures, train all users of GSuite on what these are, and accountability measures be established to help ensure these practices are routinely and effectively conducted. Board will reach out to Caleb (as Director of IT) to begin this process, and will include applicable leadership stakeholders.
 - a. See Recommendation regarding email use listed in this report as well.
 - A **discussion** was held regarding the recommendation made by treasurer in this report to limit access to the FSCOK finance@fscok.org to being only accessible by the FSCOK treasurer, president and vice president. Matt stated that as a best practice, limiting access to this email address is necessary because this address accesses sensitive systems like our banking and org software subscriptions.
 - a. Carmen motioned to accept the treasurer's recommendation to limit access to the FSCOK finance@fscok.org to being only accessible by the FSCOK treasurer, president and vice president. Zac seconded.
 - i. A **discussion** was held. Aislinn recommended the motion be amended to only include the FSCOK treasurer and president for this email account's access level in the interest of maintaining role-related procedures/responsibilities. The general consensus from this discussion was to amend the motion as such.

b. Carmen motioned to adopt the procedure to limit access to the FSCOK finance@fscok.org to being only accessible by the FSCOK treasurer and president. Matt seconded.

Discussion: None

Vote: 5 aye, motion carries

Note: Matthew A. (who has GSuite admin access) removed himself from this email address access during the course of the meeting and reported that at the conclusion of the motion.

- Per this report, Matt motioned to complete a four-month payment schedule of \$500/mo to pay down our \$2000 debt (Matt received itemized invoice) to Lucy. Carmen seconded.

a. Discussion was held. Aislinn asked if the full \$2k could be paid from grant funds to resolve this.

- i. As a note, in his quoting discussions with her regarding upcoming service needs, Matt noted that Lucy will be approximately \$2300 annual expense from January to December 2022. It was generally agreed that this would be a worthwhile expenditure to discuss for finalizing bookkeeping discussion in the December 2021 board meeting.

b. Carmen motioned to complete payment in full on the \$2000 invoice as discussed, Mat seconded.

Vote - 5 aye, motion carried.

b. **Report:** Status of tax filings (IRS and OTC)

- Update on status of asset depreciation
- Matt shared that the 2020 e-filing was submitted and accepted by the IRS for their review on 11/08/21. Oklahoma 512E for tax year 2020 and the BT-191 (change of current 2021 officers listing) forms were mailed 11/12/21 to OTC.
 - The BT-191 must be filed to update officers so that Matt can get updated tax information from OTC as an officer of the organization. OTC will not release FSCOK's information to him otherwise. He called OTC and asked if there were
 - **FOR FUTURE ACTION August 2022:** FSCOK must complete BT-191 every year with change of officers, to be completed by the outgoing/incoming treasurer.

c. **For Follow-up Action & Report:** Status of Secretary of State fundraising document filings for 2021 and 2022 fundraising years with OK State.

- See Finance report. Matt was advised by OTC that there is not a tax liability applicable to completing this form, and that the SOS office maintains this as a registry for charitable donations specifically. It is recommended that organizations work with their bookkeepers to determine the charitable donation amounts applicable to that year's OTC tax liability for whichever year, if applicable.
- **FOR ACTION from 10/18/21:** Confirm status for all three years
 - SOS confirmed that no back year filings are required. This action item is resolved as of this meeting.

d. **Report:** Status of 2023 convention hotel request for quote and date setting (with Embassy Suites in Norman)

- Matt received a phone call from the sales manager on 11/11/21 after the finance report was prepared. See report for this update otherwise. He is awaiting a formal proposal from Embassy Suites following his phone conversation with the sales manager, ideally next week, but will continue to follow up.

e. **Follow-up Action:** Schedule appointment with BOK to add James Campbell (*SoonerCon Treasurer*) to bank account(s). See 10-04-21 meeting minutes authorizing user access.

- Scheduled for Saturday, November 20, 2021



- f. **Report:** D&O, liability, and property insurance quotes (*Zac H.*).
 - **FOR ACTION:** Zac will obtain in-transit insurance quote for both trailer items and storage unit items (i.e., all FSCOK property).
 - See attached quotes from Midvale Indemnity Co. and Chubb Group of Insurance Companies
 - a. The quote for liability at \$1 million for D&O from this underwriter is \$920 annual.
 - i. More history with a company will yield better annual rates.
 - b. General liability for event insurance for SoonerCon: quote was \$613 annual (Midvale document) on \$1 million policy.
 - i. Aislinn advised that our general liability insurance required for the SoonerCon event is \$2million minimum with the Embassy Suites listed on the policy. Aislinn provided Zac 2019 policy info in Discord for reference.
 - c. **FOR ACTION:** Zac will source additional two quotes for D&O and general liability insurance for future meeting consideration, in addition to getting a full SoonerCon event quote.
5. **Fundraising Committee updates** (*Matthew Cavanaugh, SoonerCon Fundraising Committee Chair & FSCOK Treasurer*):
- a. **Report:** Current total of fundraising campaigns funds raised in 2021
 - Matt presented information in the *Fundraising 11/14/2021 Update* report sent 11/14/21 for this meeting.
 - Noted that more upfront costs were needed for Vanessa House bingo fundraiser, and that key sales pushed over the fundraised amount, versus just the activity itself as the fundraiser.
 - **Discussed** finding ways to include Vanessa House in thanks for partnership at SoonerCon.
 - b. Status of Kickstarter campaign project
 - Date of completion for video and launch information is 12/22 for final workshopping and finishing, a week and a half before January 1, 2022 launch date of campaign. Matt will keep the board apprised of status and work is currently on schedule. Perks and related logistics, web posting, etc. on track for this to be readied by the 12/22 project date, with FAQ available by launch date for use with promotion. Kickstarter will run in the month of January 2022.
 - c. From the Recommendation section, Matt advised the Fundraising Committee should not be responsible for oversight of the mascot decision, design, budgeting and production, in addition to this coupling with possible SoonerCon logo redesign needs, to move back to SoonerCon Committee, overseen by Marketing Director.
 - Aislinn motioned to accept Matt's recommendation as above, Carmen seconded.
 - **Discussion:** Zac asked about workload and process related to this for the Marketing Director to continue this process of developing the mascot (with possible goal to launch by opening ceremonies at SoonerCon 30), including the responsibilities for applicable team members. Matthew A. agreed to complete these assignments with these team members.
 - Vote - 5 ayes, motion carries
6. **FOR Follow-up ACTION:** ClickUp for FSCOK board members.
- a. Need: Org's ClickUp access from former FSCOK Secretary to initiate.
 - **FOR ACTION:** Zac proposed that Carmen reaches out to Caleb, in his admin capacity on this system, to figure out what the onboarding and offboarding process



7. **Proposal & Discussion: Free venue and event plan for Festivus 2021 for consideration** (by Sean Hinkley, Lead Gopher for SoonerCon committee)
 - a. Proposed event date is Friday, December 10, 2021
 - b. Sean presented the PowerPoint deck attached for the meeting and then opened the floor to questions. He is willing to head up the prep and planning for the event.
 - **Discussed** timing, setup, logistics needs, will be potluck and open to FSCOK board and its committee members and their family. A suggestion was made to bring needs list items for Bridges, as well as return of Dirty Santa or similar. Mostly, key action needed is to determine if the event will occur on 12/10 or 12/11.
 - **FOR IMMEDIATE ACTION:** Sean has emailed contact for the venue to see about moving date in December, as well as expanded time frame. Board has approved for Sean to lead this project. Sean set up a Discord channel on purple server to complete event planning and comms per this meeting's request.

8. **Report: Norman Chamber of Commerce events** (given by Aislinn Burrows, Secretary)
 - a. Report on 11/2 new members networking event
 - b. Request for information: Who will go to the 11/16 Business After Hours event?
 - Suggested Mark C and Aislinn will ask him. She will register Brian S., Aislinn, Savannah for the event.

9. **Report: FSCOK Volunteer Updates** (Savannah Thomas, FSCOK Chief of Volunteer Development & SoonerCon Director of Volunteers):
 - a. See report.
 - b. **FOR ACTION:** Directors and board members will reach out to the members still on Discord listed in the report who have not done volunteer applications week of 11/15. Savannah will email phone and email contact information for these volunteers. These folks will be notified that they will be offboarded from the planning Discord server after this week if this application is not' completed.

10. **Report: SoonerCon 2022/SC30 Convention** (Matthew Alfred, SoonerCon Committee Chairman):
 - a. See report.
 - b. **FOR ACTION:** Complete membership pricing before 12/22/21 Kickstarter prep and planning deadline. Applicable team members and leadership persons will complete this via Discord by the end of November (11/30/21).

11. **Report: Grants and Sponsorships Updates** (Shay Griffith, FSCOK Chief of Economic Development & SoonerCon Event Sponsorship Coordinator):
 - a. **FOR ACTION:** Per Shay's attached report update, Aislinn, Shay and Robert will set a meeting soon to discuss the status of Bernina OKC sponsorship to follow-up on store's conflicting events for June 2022 and status of their sponsorship, if applicable, for SoonerCon 30.
 - b. **FOR ACTION:** Add Mark C. to be added to sponsorship email and departmental work docs as soon as general committee onboarding.

12. **New Business**
 - a. No new business.

13. **Adjourn - 9:17 p.m.**
 - a. Carmen motioned to adjourn, Aislinn seconded.
 - Vote - 5 aye, motion carried.

Attendance: Sean H., Matthew A., Howard W., Matt C., Zac H., Aislinn B., Carmen B., Brian S., Shay. G., Savannah T., Amber H.



Current FSCOK Board of Directors 2021 Meeting Schedule:

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