



Board Meeting Minutes

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| <i>Minutes Approval via e-Vote 2/5/20 – 2/12/20:</i> | <i>Yea Laura Miller, Sandra May, Chelsea Bailey, Nancy Paul, Lisa Stockwell:</i> | <i>Nay: none Abstaining: none Missing: Gary Miller, Jared Reynolds, Jessica Livingston</i> |
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Date: February 3rd, 2020

Attendees: Laura Miller, Jared Reynolds, Sandra May, Chelsea Bailey, Nancy Paul

Apologies: Gary Miller, Jessica Livingston, Lisa Stockwell

The February BOD meeting convened at 9:02 am. We began with the Treasurer's presentation of financial reports, which included a quarterly profit and loss overview through March, pending receipts for equipment purchases, and balances from our various grants and fundraising efforts to date. While we have had to defer membership and similar revenue until we can go beyond our soft opening last month, we have also been able to defer operating expenses such as janitorial fees and shop consumables. We will ask our Prototyping manager to purchase laptops for member design software usage ASAP.

We reviewed the status of the textile and metal shops. Nancy and Laura both have machines to donate to textiles and volunteer Ben Braggins is looking on price quotes for specialty machines. We also hope to hold a meeting within two weeks to discuss what specifically people would like to see in the metal shop.

At 9:18 AM Nancy moved to accept the Treasurer's report as presented. Chelsea seconded. All present voted yes to accept the report.

Sandra was asked if there were secretarial items to review. We were current on minutes approvals, but needed to solidify e-voting procedures. She had suggested some proposed guidelines in Slack on 12/18/19. The board discussed various means of making the voting process easy to follow and decided a separate channel should be created in Slack just for votes. At 9:32 AM Nancy made a motion to ratify an e-vote procedure going forward with the following provisions:

- The default number of days to consider a matter is seven. Should an urgent matter arise, if three board members are in agreement the voting period can be made

shorter for that matter. The board will revisit the matter if seven days is not working.

- Board members are asked to be clear in their wording, making statements such as "I vote yes." versus "That sounds good." They must log into Slack and cast their votes for themselves.

- Board members are to fully read the motion, supporting documentation, and ensuing discussion amongst the members in the channel. The seven day period is provided to allow for due deliberation and hearing all points of view. If a board member is unable to review a current vote for whatever reason, they will be asked to abstain.

- Slack is the Board's chosen method of electronic communication. To simplify e voting, a separate channel will be established that will ONLY be used for votes. Board members are asked to set up their Slack to receive notifications from this channel. This will alleviate the need for the secretary to use other channels to get board member's attention.

Jared seconded Nancy's motion. Yes votes were recorded from all present.

We discussed our procedure of authorizing shop managers to purchase items that have been specifically planned for, as long as they are within their designated budget, without needing to consult with the board about the exact model etc. Nancy suggested we name Laura as a backup person who can also make these purchases. We had a general discussion about when the provider of a grant allows money to be reallocated without an addendum and when they do not. Nancy described what her experiences at other non-profits in this department. She also suggests we bolster our current applications with documentation of donations of professional time we have received for in-kind purposes. We recently had an assist from Robert Beck with construction of moving partitions and a prototype of our open-air rental studios. John Cassel also devoted several consecutive days to installing our front door RFID system and magnetic lock.

We have a mounting array of tool donations that need to be documented. The donor needs to value them for their own tax purposes, but we can ascertain fair market value ourselves taking straight line depreciation into account per Nancy. More donations may be coming on our Open House; Nancy suggests we create a donation form and have donors fill it out at the time. Donor forms should include a place for addresses, which will help us expand our pool of contacts. Sandra questioned whether we want to pull back a little on used donations or at least have several board members agree when an item is obsolete or needs more repair than we need bandwidth for and should be rejected. After some discussion we decided it should be the decision of the individual shop manager who would be receiving the donation into their area of responsibility.

Laura turned our attention to this weekend's first Open House. Items to be completed if possible:

- thorough cleaning of the space
- outlet covers to be remounted
- a Making Matters banner should replace the "ISO 9000 Certified" banner currently hanging next to the building name
- Logos for our sponsors to be affixed to our Wall of Honor
- The "Yellow Brick Road" to be filled in brightly (actual bricks to be painted later)
- Display cases filled with interesting tools and completed crafts

We also need to flesh out the making entourage we send to the Twigg's Gallery. Volunteer Ben Braggins is willing to run the Glowforge Laser there and/or the smaller 3D printer. Chelsea will also attend and cover for the artists who were previously going to demo children's crafts.

We will seek small value donations for snack foods that we provide on an honor system basis.

Sandra was asked about the dust mitigation system. To cleanly cut the PVC pipe we will be using as our main lines, we need the table saw which is still in its box. As we would like to potentially onboard members at Open House, we will work out language as to the latter opening of all shops. There are several machines in the woodshop that Sandra still needs to work through check out procedures for. Both Woodshop and Prototyping will be requiring a general orientation as well.

Laura has prepared the Membership Agreement for our use. Several board members have reviewed it and proposed minor changes. We have empowered Laura to make final adjustments so we can begin having members sign the waivers needed to begin using the space.

Regarding checkout procedures, Chelsea volunteered that her engineering college had separated out shop machinery into "green, yellow, and red" categories. This was interesting to Sandra who had been thinking about a suggested tool progression for complete newcomers to woodcraft. She will also consider using like language in determining which machines would be ok for minors.

We briefly discussed making some additions to the board given our expanded pool of volunteers. The matter will be tabled for a future board meeting; we also must talk about our election mechanism.

At 10:23 Laura moved that we require all Board Members to pay membership dues at at least the Supporting Member level. Nancy seconded this motion. All five members present voted yes.

The meeting concluded once this vote was tallied.