

TEXINS ASSOCIATION CLUBS  
Board of Directors Meeting  
October 6, 2005

Present ( \*) Not Present):

Directors

Alesia Carroll  
Carl Skooglund (\*)  
Kim Smith  
Ron Tabor  
Christine Marshall  
Ingrid Jenkins  
Mike Mignardi

Staff

Ebony Baker  
Bob Augustine

**Agenda Items**

**Meeting Minutes Approval**

The September meeting minutes were approved. Corrections were made to the August meeting minutes as was requested during the September meeting.

**Monster Bash**

The BOD approved the \$5k for this year's event. The Texins Association Clubs historically has always done this (since 2000) and we in good faith have agreed to sponsor this. In the past, TI used to provide funds for this based on membership. The questions we have on this event are:

- Does TI view this event as a benefit to TI employees and their families?
- How does this event benefit the clubs?
- Should we consider contributing less to this event or not at all?
  - Proposal – provide ½ of our current funding next year and no funding the following year.

**Actions:**

1. BOD: Determine if supporting this is the right thing to do from a financial standpoint.
2. HFC: Report the summary on the Monster Bash from last year.
3. Alesia: Let Chris know we are assessing our involvement in the Eggstravaganza as well as the Monster Bash for next year.
4. BOD: Set up a meeting with HFC and TI to review this event.

**Financial Report**

Bob Augustine was introduced to the club and is Ebony's boss.

Summary sheet – The expenses for August were \$80k and were mostly due to the Texoma Club. The Bowling and Archery clubs are negative, and so is the Soccer club (regarding their insurance). We do not know the clubs will run negative until

the books are run once per month. We discussed the possibility of have a software system that could provide an instant view of a club's balance.

We need an updated asset list for each of the clubs for the financial review. This list needs to be standardized for all clubs. This list needs to include the asset's replacement value. The last time we asked for this was when we renewed the insurance in the Feb/March time frame in 2005. We have a list of all assets but they are not broken out by club. Christine will come out with a form to be used by the clubs – depreciated value, and replacement value.

For our 2004 tax return, there is still information we need regarding membership and/or initiation fees. We do not know why this information is being asked for.

Why is he even asking about membership fees? Sailboat - ??? How much did they get for the boat? This is the first time that Ebony is dealing with Roger regarding our 2004 tax return.

#### **Action**

1. Christine – Generate a form that can be used by all clubs showing depreciated and replacement value for their respective assets.
2. Ron - Send an e-mail to the clubs indicating why they are running negative. Bowling, soccer, and archery.
3. Ebony - We need to review the advances for the Golf Club at each meeting.
4. Ebony - Get with Rebecca regarding the website. We need to have Excel versions of the budget forms rather than pdf versions.

#### **New BODs**

We all agreed to have BOD members call the following candidates:

Ron call: Tom DiFloria and William Lumpkins  
Mike call: Tom DiFloria and Paul Carter  
Kim call: William Lumpkins and Jim Cody  
Ingrid call: Jing Chen and Jim Cody  
Alesia call: Jing Chen and Paul Carter

Note: Paul Carter is now out of the running since he is still a club officer and is having difficulty finding a replacement.

The BOD members leaving at the end of this year are Carl Skooglund, Ron Tabor, Christine Marshall, and Kim Smith. Our by-laws indicate that we need to have 5 or 7 BOD members for voting tie-breakers. Mike volunteered to stay on the BOD and through discussion, it was decided that Mike stays on for 2-3 months as an advisor (give up his secretary position) and then leaves the Board (by April). Thus, if we agree on the new BOD members, the BOD would look like this:

- Alesia Carroll

- Ingrid Jenkins
- Tom DiFloria
- William Lumpkins
- Jing Chen
- Jim Cody

### **New Club**

A TI SC group in Waltham, MA has requested permission to start a new running club as a part of our association. Alesia responded with a request to fill out the new club form and as yet, we have not heard back from them.

### **Insurance**

Tom Henderson doesn't recall that TI had a requirement for the clubs to have liability insurance.

Neil indicates it is time to start shopping for our 2006 insurance policy.

All agreed that Christine did a great job with the insurance letter.

#### **Actions:**

1. Carl – Get this in writing from Tom before we tell the clubs.
2. Carl – Review Christine's letter for correctness.
3. BOD – does any know who submitted the "Hail and Wind Loss" claim? Christine to contact the Texoma Club on this.
4. BOD – once above actions are complete, Christine will send the BOD a final copy for approval before mailing this in.

### **Non-Profit Rules/Conflict**

We still do not have closure on whether our clubs can belong to two non-profit organizations providing they only carry one tax ID.

#### **Action:**

1. Carl – needs to get legal council on this.

### **New Business**

#### **Action:**

1. Kim – get with Chris Hull and coordinate a date/time to go through the items in Storage Bay 6 to archive or discard the items by the end of November.

### **Old Business**

#### **Action:**

1. Ingrid – get with Carl to invite an investment advisor to a BOD meeting to review alternatives.

### **Previous Actions**

1. Carl – Contact Tom Henderson and explain our dilemma. We are expanding out-of-state and clubs can't be expected to get insurance. Does TI expect this? If so, what are our options?
2. Carl – call the Toastmaster International and NFAA and ask if this situation occurs with other clubs.
3. Carl – determine if a club can be a part of two non-profit organizations but only carry one unique tax ID#.
4. Carl – verify that we use just one Tax ID# for all clubs.

**Item for End of Year:**

We need to make sure that all legal items regarding BOD signatures are taken care of as we transition between the new BOD members and the leaving BOD members.

The meeting started at 11:33am and ended at 1:02 pm. Our next BOD meeting is scheduled for November 3<sup>rd</sup>.

Personal Note: Rebecca had a baby boy – Hudson.

Regards,  
Mike Mignardi  
Texins Association Clubs Board of Directors Secretary