

Minutes for MFF Board Meeting of December 5, 2021

Public Short Form, approved for publication.

All board members were notified electronically ten days before the meeting. In addition, the meeting date and time was published as part of the convention schedule.

Board members in attendance: Timothy Wood (Woody), Ian Layton (Rama), Lara Lester (Datahawk), Todd Page(Tiller), Cheetah Goletz, Vince Lopez, and Robert King

This meeting is in person at the convention.

Guests: Paradox Lion

Absent: Toby Muroso (Perro)

AGENDA

- Start recording
- Roll Call/Quorum Check
- President's Report
- Officer and Department Head Reports
 - Convention Chair
 - Operations
 - Legal
 - Contracts
 - Treasurer
- Determination of charity gift amount
- New Business
- Charitable Contribution Reporting – section 170(c) (Paradox Lion/Legal)

Meeting start time – 12:04 pm CST

Welcome!

Roll call and Quorum check

We are missing Toby. We have Quorum.

President's Report

We have several resumes submitted for new board members, but we are still open for more.

We have a three year retrospective audit coming up. We have identified areas of process improvement to focus on in staff management, including focus on SSO and IDAS services. This will be a joint effort between tech services and SCI.

Officer and Department Head Reports

Convention Chair Report (Datahawk)

The con has been a success. Registration is about 8800. This is within budgeted bounds. For a year full of unknowns it has been surprisingly smooth. Social media team reports that things are going smoothly online as well. Registration improvements worked well and registration went quickly and cleanly. Vaccination checks have gone smoothly as well. Attendees are happy.

Legal

Several incidents were handled appropriately, some followup will be needed after con, but there are no items that need immediate governance involvement.

Contracts

Contracts (and risk): Local physician Poomie stepped up as a medical advisor to spearhead how we worked with people on Health and Safety. We had serious challenges with our lodging partners. There is some attendee dissatisfaction with their lodging. We will be working to address this to prevent long term problems. It may be due to hotel downsizing causing them to be understaffed and missing institutional knowledge. We are sometimes teaching them how to do their job. This also includes food and beverage. Also, we picked up a new hotel, "The Rose".

The expensive five year Passkey contract is paying off in improved control. Followups coming this Monday and Tuesday.

SEI - Crimson submitted a report for RAMS: Most everything worked well. Art show functionality worked well.

The president encourages each major department to do a post mortem.

Treasurer

We have narrowed down to two firms do the audits – with goal to start in January. We will be hiring a dedicated bookkeeper and Vince will be ramping down his personal work.

Thank you to everyone who worked to control spending in these unpredictable times. We have \$680,000 in gross revenue, less than expected. For this year, after accounting for known expenses including the Hyatt bill, convention center, etc. we will be cash positive having a net income of about \$30,000.

Last year, the 2020 virtual convention and overhead required us to take \$80,000 out of reserves to cover expenses. We still have \$200,000 in reserve, untouched in 2021. AV has been paid. We are positive!

What is the treasurer's best estimate for a charity donation that would put us at cost neutral? \$30,000.00. Vince suggests that we go further and tap our reserves partly to demonstrate we are not holding reserves just for the sake of holding reserves.

Datahawk expressed thanks to the vice chairs for spearheading efforts to cut costs. Cheetah expressed a thank you to everyone who worked to cut expenses – this was successful and we saved \$30,000 as a result.

Determination of Charity Gift Amount

We should include information on the other sources of income for our charity in determining Charity gift amount. And the Charity Auction is still going on now.

Motion to table determination of charity gift amount until later in the meeting. Motion passed by unanimous voice vote.

Charitable Contribution Reporting – section 170(c) (Paradox Lion – tax law)

By tax document 990 part 3 we have not been fully handling donations in excess of \$75. We must value the net donation and notify the donors of the tax deductible part of their donation. We need to send out this notification for 2021 by the end of this year.

For prior years we were not in compliance. We need to fix years from 2017 to now. If audited, we may face a penalty. We can send out the statements after the fact, but we must be careful to not make it look like fraud by back dating. Fraud has a 75% penalty, so we must do this correctly. We also may need to amend the past returns.

Cheetah proposes a subcommittee to address this as follows.

Motion to impanel a subcommittee chaired by Rama with the following charge:

- Arrange for notification of all 2021 attendees for 170(c) >= \$75
- Work with legal regarding donations to charity processed by MFF
- Determine deductible amount
- Will address prior to 2021 in next board session
- Initial members: Rama as chair, Vince, Cheetah.

Motion passes unanimously by voice vote.

Charity Donation (resume tabled discussion)

Charity Auction and related collections have produced at least \$14,151.

Suggested total amount of \$60K – by using 15K from reserves plus 30K net to make \$45K. Because we are facing a lot of unknowns including the audits, there is hesitancy to go much higher.

Motion for a board donation that is the greater of \$35,000 or what is required to make up aggregate to \$60,000. Motion passes unanimously by voice vote.

Motion to close. Motion passes unanimously by voice vote.

Meeting closed 12:58 PM CST

Minutes recorded and prepared by Robert C. King, Secretary