

Minutes for MFF Board Meeting of May 2, 2021

Public form, cleared for publication.

All board members notified by email 7 days before the meeting.

AGENDA

- Start recording
- Roll call and Quorum check
- Approve Minutes for Jan 31, 2021
- President's Report (Cheetah)
 - o Hotel contract status
 - o Equity Initiatives
 - o Convention Health and Safety
- Secretary's Report (Robert)
 - o Corporate Filings
- Treasurer's Reports (Vince)
 - o Audit
 - o Fiscal Year Change
 - o Bookkeeping services search
- Background Check Vendor Selection (Tiller, Cheetah)
- Operational and Organizational Review (Cheetah, Woody)
 - o Budget Oversight Policies
 - o Charity Oversight
- Convention Budget FY2021 (Data)
- Subcommittee Reports
 - o Board Search (Data)
- Old Business
- New Business
- Executive session
- AV Conflict of Interest Review

Meeting start time – 1:05 pm CDT

This meeting is online. Welcome!

Roll call and Quorum check

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

Absent: Toby Murolo (Perro)

Guests: Theome, Poomie(Michael Ko), Phor, Duncan

We have quorum.

Approve Minutes for Jan 31, 2021

Motion to approve - motion passed unanimously(voice).

President's Report

--Hotel contract status – Crown plaza

Revisiting some items with the Crown plaza. Attempting to add staff rooms and get staff interest by possibly adding staff lounge, info desk, etc.

--Equity Initiatives

We want equal access equal opportunity for participation as stated in our code of conduct. Vince is planning to lead a subcommittee to determine if we are doing a good job of this and identify any areas in need of improvement. The subcommittee will be formed when the charter is completed. Tiller volunteers to help with this. Theome also volunteers to contribute to this.

--Convention Health and Safety

Poomie (Michael Ko) for Corporate contracts and risk briefed the board with introductory guidance on the expected and possible restrictions that may be forced on the venue and the convention in December. Notably, it is unlikely that we will be shut down.

Action item – Cheetah – have tech services set up a mailing list for Convention Health and Safety. Theome will provide people to put on this. This may become a committee.

Motion to move the meeting to executive session and perform all executive session agenda items at this time. – retaining legal and Theome and Phor as speakers and Duncan as vice chair. Motion passed unanimously (voice).

Executive Session was held

AV Conflict of Interest

Briefing by legal council regarding our obligations when performing material purchase.

We have an apparent conflict of interest in that one of the companies under consideration to provide AV services (CPS) is an employer of Oddy, the convention staffer who is also the head of AV.

Thus we have to take pains to ensure the contract is competitive, the selection of the AV provider is fair, and the board is not self dealing. We need a clear procurement process which will ensure this.

Details of implementing such a process were discussed at length.

Cheetah proposes a subcommittee to be largely driven by programming to put together a proposal to the board of how we will do our procurement, how we will do our evaluation of material purchases, and how we can best ensure maximal participation by our staff so that we meet the obligation to have an objective selection criteria while at the same time the people who have to live with the decisions get to participate in the process.

Motion to form procurement process development subcommittee. End result to be a direct resolution that the board can approve. Lead by Phor, and with Cheetah as board member and contract representative. Motion passes unanimously by voice vote.

Secretary Report – Corporate Filings (Robert King)

Two problems – First, our corporate office mail forwarding service, Regus, ceased to provide service for 9 months. Service is reestablished, and we are asking them to forward what they can recover.

Second problem – With the state, Midwest Furry Fandom is no longer in good standing (as of two days before the meeting). It appears that the registered agent (the Illinois Corporation Service Company, CSC global) failed to file our annual report. We will pursue correction of this immediately.

Treasurer’s Report

--Audit

Audit is pending us approving the funding. Hopefully early summer.

--Fiscal Year Change

Vince – We have ordered all relevant paperwork. We now know how to file a short year for our change of fiscal year. We will file for a short year from January 1 to April 30. This will allow us to start the new fiscal year on May 1.

--Bookkeeping services search

We have several candidates identified to interview.

Cheetah Action Item – Engagement Letter for audit

Background Check Vendor Selection – Tiller, Cheetah

Tiller and Cheetah have been searching for vendors and it has been difficult. Cheetah has found a company called “Chex” and a company called First Advantage. We are investigating these.

Operational and Organizational Review (Cheetah, Woody) Oversight Policies

--Budget Oversight Policies

Cheetah states we have never deliberately exercised a line item veto on the convention budget.

--Charity Oversight

Woody reviews the conversation on Charity oversight – Reading the bylaws, he noticed that MFF's primary function is A education and B the well-being of humans and animals. Every year the board discusses how much we are going to donate. Since this is part of the budget, technically this should be done by the chair. This is a mismatch. We could just put a delegation into the bylaws.

Possible corrections to the handling of the charity financials were discussed. It was pointed out that we shouldn't change anything until we have input from Mirko, head of Charity. Mirko is believed to have very solid procedures for managing risk in all this.

Action Item – Cheetah – drop a line to Mirko to invite him to a board meeting.

Convention Budget FY2021 – Data

Data – Working in google docs. Some budget items in flux. Should be ready by mid week.

Subcommittee Reports

--Board Member search

no progress, a bit overwhelmed by current budget work. Add Tiller for help?

Action Item – Woody – See if we can get Tiller to take Data's place on this effort.

New Business

Issue 1—minutes are too verbose. Action Item for Secretary (Robert), rewrite minutes going forward using a concise best current practice template.

Issue 2 – Determine proper consideration of persons who have been banned from other conventions. This can only be discussed in executive session. Motion to table further discussion of the attendance eligibility policy. Motion passed unanimously (voice).

Motion to close the meeting. Motion passed unanimously (voice).

Meeting closed at 3:25 PM CDT

Minutes recorded and prepared by Robert C. King, Secretary