

Arlington-Fairfax Chapter, Izaak Walton League of America, Inc.
Board of Directors - Minutes of the Meeting
Monday, October 18, 2021

1. **CALL TO ORDER:** The meeting was called to order by President Pam Meara at 7:34 PM.

a) A quorum of members was present.

b) Chapter Officers and Board of Directors present:

- i. President: Pamela Meara
- ii. Vice President: Chris Rose
- iii. Treasurer: Bob Crisman
- iv. Designated Director: Keith Kuck
- v. Designated Director: Dick Riemer
- vi. Designated Director: Bill Frerking
- vii. Designated Director: Bob Brino
- viii. Designated Director: Joseph Turner
- ix. Designated Director: John Seaberg
- x. Director-at-Large: Marv Hicks
- xi. Director-at-Large: Oscar Starz
- xii. Director-at-Large: Roger Trasher
- xiii. Director-at-Large: Fred Ansick
- xiv. Director-at-Large: Steve Landry

c) Officers and Directors Absent

- i. Membership: Benn Crandall
- ii. Secretary: Sean Gagnon
- iii. Designated Director: Robert D'Imperio
- iv. Designated Director: Steve Rumble
- v. Director-at-Large: Carl Armstrong

d) Others Introduced

- i. Scott Meyer, IWLA National Treasurer

2. PRESIDENT'S TIME

Ms. Meara appointed Scott Meyer Secretary Pro Tempore for the Special Board Meeting. Ms. Meara asked if there were any objections and seeing none, Scott Meyer was appointed.

Ms. Meara read from Robert's Rules of Order 12th Edition (Current) on the difference between an Executive Session and Closed Meeting. There had been previous discussion by the directors duly requesting the Special Board Meeting of going into Executive Session. Ms. Meara explained that Executive Session meant all discussions must be kept confidential and that penalties could be given by the Board for violating the confidentiality of the session. Also, that no votes or minutes could be kept of an Executive Session. The Closed Session meant that the Board could vote to exclude anyone not designated to attend from the meeting. Votes could be taken, and minutes would be taken.

Mr. Thrasher moved that the Board Meeting move to a closed session exempting the Financial Committee members present. Mr. Kuck seconded. Discussion was held on who was allowed to attend the meeting. Mr. Crisman identified the members of the Financial Committee as Mr. Crandlemire, Mr. Carter and Mr. Fitzgerald.

Motion passed unanimously.

3. Treasurer's Report

Mr. Crisman briefed the Board on the process used to develop the draft budget. The draft budget worksheet was provided to the Board showing 2021 Budgeted expenditures and 2021 Actual expenditures to date, and 2022 draft budget.

Mr. Hicks asked questions to clarify understanding of the layout of the draft budget and Mr. Crisman covered the draft format in detail.

Mr. Thrasher requested a detailed discussion on the Field Archery budget as they are one of the few areas of the chapter receiving funding from the chapter budget. Mr. Crisman noted that the other areas of the chapter are self-sustaining so that is why only Field Archery is shown on the budget.

Mr. Frerking asked why none of the other functional areas of the chapter were represented in the draft budget. He stated that all areas of the chapter should be in the overall chapter budget even if they are self-sustaining. He said that the budget need not get into line-by-line detail for each area, but at a minimum some budget information should be shown.

Ms. Meara noted that changes to the budget process and information need to be changed.

Mr. Fitzgerald noted that the budget did not account for inflation, which is going to be a potential issue in 2022.

Mr. Hicks asked why the revenue from memberships was lower in the 2022 proposed budget because the chapter was full. Mr. Crisman replied that the 2021 numbers included a high number of new members that pay initiation fees. For the 2022 draft Mr. Crisman reduced the membership revenue due to not as many anticipated new members and that the chapter memberships will not be full in 2022. Mr. Hicks asked for clarification on the \$69,000 budget line item for capital expenditures in 2022 against the recommendations for about \$175,000 in chapter projects.

Mr. Frerking followed up that his plan is to raise approximately \$80,000 from grants and raffles to support capital projects at the Rifle/Pistol Range. The estimated total cost is about \$130,000 without any bids on an RFP at this point.

Mr. Kuck stated that \$25,000 had been allocated in 2021 to rehab the Rifle/Pistol fieldhouse. Mr. Hicks stated that is not the case.

Mr. Hicks then asked Mr. Crisman on how to make funds not spent in 2021 available for projects in 2022.

Mr. Thrasher then pointed out that funds from the money market account have been used in the past to pay for projects at the chapter. Mr. Crisman discussed the unexpected expenses for the parking lot project that drove the cost up almost three times projected and budgeted amounts. Mr. Frerking also joined the discussion on how projects are funded.

Mr. Fitzgerald discussed how all areas of the chapter should be represented in the budget and in the accounting system. Mr. Frerking agreed with Mr. Fitzgerald and used examples from Rifle/Pistol revenue and expenses.

Mr. Hicks started a discussion on financial commitments from other areas of the chapter. He pointed out that some areas of the chapter are successful while other suffer.

Mr. Ansick asked the balance of the money market account was so large and why the chapter could not use those funds for projects.

Mr. Fitzgerald stated that the reserves required is a moving target as operational costs, liability exposure and inflation all change the required reserve amount held in the money market. He reiterated that all revenues and expenses for all areas of the chapter need to be in the budget and accounting system.

Mr. Kuck brought a discussion on Uncategorized Income (49900) to balance the budget allowing the Board to add \$65,000 to the 2022 budget.

Mr. Carter reiterated Mr. Fitzgerald's comments that the budget should include all areas of the chapter. Mr. Thrasher added that the current model is successful allowing the major areas of the chapter to manage their own budgets and funds outside the chapter's operating budget. Mr. Hicks questioned Mr. Thrasher if it really was successful and Mr. Thrasher reiterated, he thinks it is very successful. Adding that large project costs and capital improvements come from the chapter budget.

Mr. Reimer added that the chapter needs to take better care of the infrastructure and buildings at the chapter. He gave an example that the Archery Fieldhouse needs a flooring replaced at an estimated cost of \$9,000. Failing to replace the flooring will result in damage to the sub-flooring and increase the amount required for future repairs.

Mr. Hicks commented that Board members need to take off their program hats and take a campus view to support the chapter.

Mr. Meyer discussed strategies to commit excess 2021 funds for the 2022 year. The Board may obligate a portion or all of the funds against 2022 capital projects.

Mr. Rose commented that he agrees that all revenue and expense for all areas of the chapter needs to be on the chapter budget and accounting system.

Mr. Brino noted that the shotgun range provides full accounting every year and has for 30 years.

Mr. Frerking asked Mr. Rose how many responses he received from his earlier request for budget information from all areas of the chapter. Mr. Rose reported he received 2 responses.

Mr. Kuck and Mr. Thrasher discussed the flaws with looking at straight line financials that does not take into account areas building a savings balance to perform repair and replacement of expensive items in their areas. Mr. Thrasher asked, do we trust the programs to run with full financial transparency? He added that the current system is working and there was not a need to change it.

Mr. Frerking admitted that Rifle/Pistol has not provided financial information for 2020. He said that he does not believe the accounting should be tracking every checking account ledger, but area revenue and expenses. Mr. Crisman may receive the information, but it is not in the budget documents for the Board. He noted that the chapter is a single corporation, not 7 corporations.

Mr. Crisman said that what is being requested can likely be done and that the balance sheet can reflect income and expenses for each area of the chapter.

Mr. Seaberg discussed that part of this issue is where the cutoff is between an area receiving funds from the chapter budget and what the area pays out of its revenue. He said that the Board needs to better define the cutoff line.

Mr. Crandlemire reiterated that all areas of the chapter need to be reflected in the chapter budget and accounting system.

Mr. Crisman added some information of the practices of developing the budget.

Motion

Mr. Hicks moves that any carryover on December 31, 2021 be carried over for capital expenditures in 2022.

Mr. Ansick seconded.

Discussion on how the motion impacts a balanced budget. Questions on how the carry over funds are accounted for in the 2022 budget.

Mr. Thrasher points out that the Board has the ability to commit funds in 2022 for projects subject to membership approval.

Mr. Frerking favors committing funds now by modifying the 2021 budget.

Mr. Crisman asked if the budget needs to include the raffle and grant income.

Further general discussion on the funds not being committed, but can be used by the Board in 2022 as needed versus committing them now.

Mr. Frerking offered an amendment to Mr. Hicks' motion that was out of order because Mr. Hicks did not specify an amount of the committed funds.

Mr. Hicks withdrew his motion. Mr. Ansick consents to withdrawing the motion.

Mr. Ansick entered discussion on if the Board believes that these identified projects and how to best fund them.

Motion

Mr. Kuck moves to amend the 2021 budget capital expenditures account (69000) to add \$60,000.

Mr. Thrasher seconded.

Discussion that if approved by the membership this will commit funds for the rest of 2021 to begin needed projects.

Mr. Frerking offered an amendment to the motion to add \$10,000 making the amount \$70,000. Mr. Kuck rejected the amendment and Mr. Meyer noted that the amendment was out of order.

Vote – Unanimous.

Further discussion Mr. Kuck urged all chapter areas to immediately get quotes for the needed work to the Board for approval since funding is now available.

Mr. Hicks noted that contractors are not showing to provide quotes or declining to quote work. Mr. Kuck explained this is not unusual and with documentation, sole source quotes can be justified and approved by the Board as needed.

Motion

Mr. Crisman moves to adjourn, no second is required.

Vote – Unanimous.

Signed: Scott Meyer,
Secretary Pro Tempore