



SOCIETY FOR CULTURAL ASTRONOMY
IN THE AMERICAN SOUTHWEST, INC.
PO BOX 2313
DOLORES, CO 81323



TAX ID: 45-3412899

Minutes
Executive Committee Meeting
19 February 2018, 6:00 – 7:00 pm
Teleconference

Meeting convened, 6:06 pm , MST

Present: Bryan Bates - President; Tony Hull - Vice President; Ric Alling - Treasurer, Ray Williamson - Secretary; Greg Munson - Past President.

Clearing the air:

- 1) Bryan reminded us that we need to work together. Respect differences of opinion and allow people time to speak. He further made a statement to Executive Committee and to the Board concerning lack of providing information ahead of time for the Jan 15 Board agenda. He didn't follow the By-laws and takes responsibility for failing to do this and for causing the Board unnecessary difficulties.
- 2) In response Tony asked for the floor to apologize for the strength of his reaction to the proposal that Bryan had made in the Board meeting. Others, including Greg and Ray apologized for their own unnecessarily harsh reactions.
- 3) Following the Board meeting, Bryan asked to meet over the phone with each Board member to get their views about the way forward for SCAAS. He mentioned that he had good, constructive conversations with all Board members, but asked to defer discussion to the following night during the special Board meeting (February 20, 2018). All agreed.

Old Business:

1) Board administrative duties.

In the 15 January meeting, Ric and Tony offered to go over the list of SCAAS tasks that Greg had been doing and suggest which could be transferred to which board members. They left the assignment of duties to Bryan.

Bryan had developed a schematic about how the society will function (22 January). He referred to this document as he started discussion about those duties (see appended list).

- a. President's duties. Bryan asked if there were comments or changes. No changes were suggested.

- b. Vice-President duties. The discussion of the vice-president's duties included a short discussion of fund raising and also mention of Tony's position as lead in the CAMF. He noted that he considered the CAMF as helping the society in a variety of ways. Bryan asked if Tony's professional career will make it impossible for him to carry out his duties successfully. Tony replied that he thought he could and noted that after all that duties such as leading fund raising and membership are committee efforts. Bryan noted that we need to set up the membership committee. Tony agreed to work on it as well as on creating a draft survey to go out to the membership.

Greg offered to help with checking membership emails to inquiry@SCAAS.org and conference@scaas.org, which needs to be done on a nearly daily basis. Bryan noted that he will ask William Seven to put a notice in the next newsletter asking for volunteers to be on the membership committee. For that, as Tony suggested, we need a description of the duties of the membership committee.

Ric suggested that we have an official position as membership manager. The board needs to consider this for the future and decide how to arrange this important duty.

- c. Treasurer's duties. These are pretty clear. Ric agreed with them.
- d. Secretary's duties. Bryan asked Ray if he is ok with the assigned duties. He agreed but wanted to understand the requirement to track items of interest to SCAAS. Bryan pointed out that we need to have a file system so that committee minutes are maintained as required by the open record laws, whether membership committee or others, such as the CAMF or fundraising committee. We need to consult with Chris Dombrowski as to how to set it up. This was no problem for Ray as secretary. Greg offered to help with monitoring conferences@scaas.org as they appear to check for items of interest to our membership, either for those who might want to attend or to know about papers presented of interest to members.
- e. Other members' duties. As listed.

2) Accounts.

In addition, accounts that list Greg as the point person need to be shifted to others. Ric reported that he is now on the Wells Fargo bank account but PayPal and secondary accounts still need to be transferred. Further, Greg should stay on the account and continue to keep his debit card there because he occasionally receives bills in the SCAAS box that need to be paid.

Ric suggested that we go through the list of accounts and decide who needs to be on each of them. Greg suggested that the President should be on the account. We need to craft a minute saying that we want to add Bryan to the account. To be done at the next board meeting.

PayPal account; Greg needs to be the one to change this to a new account. He suggests that Ric and Greg should work together to transfer to Ric.

Godaddy account: Godaddy is the domain server (internet and email accounts). Ric and Greg will work together on this to transfer to Ric and keep Greg on it for now. Costs: \$145.00 + \$27.00 domain name.

Wildapricot: Hosts our membership database; expires 27 July. But WA is increasing its fee substantially. Need to decide what to do for this. Ric suggests that Chris take this on.

Key fiduciary for SCAAS Corporation. Greg is the registered agent. The registered agent needs to be someone in Colorado because SCAAS is registered in Colorado and its principal office is in Colorado. IRS filing required CO non-profit status after 15 May. Ric noted that we are after all, an entity focused on the Southwest, from which most of our members come. What do we do if Greg leaves? We need to have a plan about this for the future.

3) Business plan temporary postponement. Before we can proceed, we will need to decide how members would like SCAAS to proceed in the future. This is fundamentally necessary for future fund-raising needs.

4) By-laws review and possible revision. This also needs to be done but it also has to wait until we have better information about the future direction of SCAAS.

5) Board membership. How many should we have on the board? Most experts in non-profit boards suggest 5-9 members are best. We now have seven can likely benefit from having one or two more with specialized skills to help with possible additional tasks, such as fund-raising. This would need to be elucidated in the By-Laws.

6) Deferred items:

- Do we want Society presence at next PECOS, URARA, CCPA or other conferences?
- SAA 2019 consideration- Tony update
- Publication progress: need update.
- CAMF update. We need to develop a strategy for the use of the CAMF.
- Dropbox file system
- Discussion of member meeting in 2018.

Meeting adjourned, 7:07 pm

Minutes submitted by:

Ray Williamson
SCAAS Secretary
March 5, 2018

Minutes certified by:

Bryan Bates
SCAAS President
March 6, 2018

Appendix

List of SCAAS Functional Tasks Under Dispersed Responsibilities

Fundamental Responsibilities:

President: Over-all management of Board & Society affairs; adherence to By-Laws; Evaluation of, consultation about and negotiating &/or final approval of contracts; Representing Society internally and externally; Prepare position statements on issues of concern for Board consideration; Delegation and oversight of responsibilities per Board members.

Vice-President: To assist President on issues as assigned; conduct meeting in President's absence; responsible for Membership committee, including conducting and assessing member survey of needs, and/or fundraising, primarily for General Funds.

Treasurer: Responsible for all financial record-keeping and financial transactions of the Society.

Secretary: Responsible for accurately recording and transcribing minutes of Board and general Society meetings; editing and posting those minutes in Society web page and other appropriate venues; tracking information of value to the Board. Assisting committee chairs in maintaining and posting minutes of committee meetings.

Board Members: Assist Society Officers as best possible; participate in committees as requested or assigned, be involved with initiatives or task forces; be actively involved in Society major events such as conferences or other meetings. Document reports of meetings; and, present and file minutes of those meetings as appropriate.

Newsletter Editor: Responsible for obtaining articles for quarterly newsletter, editing those articles, layout & publishing newsletter on proscribed dates. Establish a "Due date" calendar for different topic submissions.

Designation of Duties from Appendix A, SCAAS proposed Exec Director position. These are in addition to above described Board responsibilities.

President:

Daily:

- Monitor President's e-mail, et.al.

Periodically:

- Prepare, format & send agendas to Board & ExCom.
- Assist Newsletter Editor
- Negotiate contracts.

Vice-President:

Daily:

- Monitor inquiry@ scaas.org - Move to Greg
- Maintain accuracy of Membership Database. Move to Greg

Periodically:

- Create and Chair the membership committee including creating, conducting and assessing data from membership survey.
- May also be involved with Fundraising.

Secretary:

Daily:

- Monitor conferences@ scass.org, et.al Move to Greg

Periodically:

- Record, edit & post the Board & ExCom minutes.
- Create a file system for standing and ad hoc committees to record their minutes.
- Review minutes from previous Board meetings and record significant documentation concerning committees into the appropriate files, in coordination with President.

Treasurer:

Periodically:

- Handle all incoming payments and pay all expenses.
- Prepare quarterly/annual budgets, financial reports and notes.
- Post financial statements on website and newsletter.
- Work w/ President on contracting services and pay annual fees.
- Work with Registered Agent for 501c3 and file annual report. Greg
- File annual IRS reports. Greg

All non-officer Board Members:

- Assist officers in completing their tasks as assigned.

All Board Members:

- Attend all Board and/or Ex Com meetings.

Newsletter Editor: as described above.

Technical Manager: Greg works with Chris

- Maintain websites and all other electronic programs and their functionality.
- Establish and maintain a cloud Dropbox. Establish record keeping process in coordination with Secretary.
- Monitor the website and respond as needed.