

Minutes from Conference Call on 3/8/99 Submitted by E. A. Bye, Foundations Secretary

Present for call: bill Cisco, Jim Morrison, E. Bye, Hohn Miller, Jeff Cross, Glenn Dickey, Larry Stinson, Rick and Linda Blizard, and Dick Bennett

Everyone had received copies of minutes from previous conference call, so there was no need to read them; a motion was made, seconded, and passed to accept the minutes as written.

I. Concerning transfer of funds and establishment of checkbooks:

Rick mentioned need to close out the present rendezvous program by the 31st of March, transfer funds, get old check books out of the field and the new ones into the field. The SE account can't be changed now, but Linda says we can issue checkbooks in a week's time and the SE could use the Foundation's checkbook to have money to spend. John Miller: Is the Federal Tax ID number in hand? Linda: Not yet. But the bank will need the ID number. The Certificate of Incorporation is the current holdup; it should be in hand by now, but the delay might continue for a couple of weeks yet. John M.: each account will have to be audited in the transfer process. The minimum amount needed for the Foundation is \$10,000. That amount could be transferred next week if all requirements were in place. Rick B.: What's the status of insurance? John M.: a separate policy is needed; each event will have to pick up its own coverage. Rick reported that the current Foundation balance is \$26,302. John M.: The cost of insurance is about \$1911. The SE is currently covered. Rick: The NMLRA ought to pay for insurance. Insurance for other events is paid by NMLRA: it's a visible membership benefit. John M.: staff time is fully loaded back onto specific events. The first \$21 of membership dues is used for *Muzzle Blasts*; the remaining \$14 is used for Association operations. Jim Morrison: we're expected to take over this big program, but we're not getting financial support. John M.: Friendship shooters pay their own way; no membership benefits come from the money generated by those fees, or vice-versa; also the NMLRA has put \$25,000 into rendezvous in each of the past three years (e.g., for Dianna and other staff). The dues structure was designed to support *Muzzle Blasts* and Association operations. John M.: Check out the message board. With the exception of the SE, audits and accounts can be closed and transferred quickly.

Glenn D.: This year was intended to be transitional. It will be.

Dick B.: Clarify what the Foundation will get from the NMLRA. The Eastern problem is NMLRA's, not the Foundation's. Dick makes a transitional request: \$1911 for insurance. We want the board to OK the transition; the timing can be worked out.

Glen D.: That approval has already been given in December meeting.

Rick B.: We're all here to play ball together. The faster we accomplish the transition the better.

Jeff C.: The transfer has been approved once the certificate is in hand.

John M.: We can close all accounts except for the SE.

Rick: Transfer time is negligible - a couple of days.

Glenn: Is the \$10,000 transfer or the entire sum based on the audit?

John M.: Either way. The NMLRA and the Foundation will cooperate in pulling in checkbooks and issuing new ones.

Jeff C.: Rick should be part of the process.

Larry S.: I just returned from the Indianapolis Boat and Sport Show. We need to act quickly to effect transition.

Jim M.: Will we have enough money without the Eastern's money? What about the licensing agreement?

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John M.: It's very straight-forward. The rendezvous collect and transmit money from the gate: the *Muzzle Blasts* gray pages will continue. The free ads in *Muzzle Blasts* will continue. The licensing agreement draft is due very soon.

Bill C.: Looks OK. Can counter checks still be used down there? They're illegal up here.

Linda: The bank will print checks with ID numbers so they're legal.

John M.: We need to be sure no checks are written on NMLRA accounts after they're closed out. It's best to clean the accounts out ASAP, this fiscal year. The only obstacles are the SE, and the Eastern problem.

Rick: \$26,000 can run the programs with money coming in from gate fees and pre-registrations.

Glenn: Events should include money for infrastructure (staff travel, part of Dianna's salary, Rosie, John, FICA, bonus.). Some items won't be incurred by the Foundation.

Dick B.: Fund raising should be promoted at the SE.

Jeff C.: (Summed up discussion about transfer of money.)

Rick: Will transfer be cashier's check?

John M.: No, probably not.

Linda: But a cashier's check would work better; it's more immediate.

II. Licensing Agreement: since it's not in hand, there's not too much that can be discussed now.

John M.: The only thorny issue is the insurance.

Glenn: The \$2.00 fee for range rules and regulations should remain.

John M.: The Foundation members are full NMLRA members with access to all programs and benefits that other members have.

Dick B.: Rick should have transitional decision making power. Information on transitional coverage is needed; we should also shop around.

Jim M.: Directors' and Officers' insurance is needed.

Dick B.: I move to grant Rick B. transitional power to secure short-term liability coverage for Directors and Officers of Foundation. Glenn seconded; motion passed.

Glenn: I haven't seen an agenda for the board meeting.

John M.: It's mostly budget concerns, but some other things will probably come up.

Dick B.: Make sure the Foundation business comes up (i.e., licensing agreement, if ready).

John M.: this should be the only Foundation business that will come up. The BOD can't vote to dissolve the Foundation: the NMLRA doesn't control the new entity (except for amending bylaws and articles of incorporation, or dissolving the Foundation).

Jeff: What if we vote to change the by-laws and the NMLRA refuses to endorse the changes?

John M.: Changes need to be made through joint discussion to avoid that.

Jeff: We're not in control of the Foundation, right?

John M.: Partially. The NMLRA still has a say in the continuity of the corporation.

Jeff: If the Foundation seeks an alternative participation/membership plan, can the NMLRA veto that plan?

John M.: Yes, but work with Glenn and Dick in such cases.

Glenn: A non-member shooter's fee will be introduced at the BOD meeting. The shooter will get a \$10 coupon to participate; the coupon can be turned in toward membership within a specified amount of time.

Jeff: We need to increase participation.

John M.: The NMLRA is starting to realize that.

III. Finalizing booshway packet and removing *draft* from papers.

Dick B.: Move to approve transition period when *draft* is removed from paperwork with the understanding it can be updated at any time. Seconded by E. Bye.

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Linda: new versions will be prepared as soon as the copy machine is on hand.

Glenn: Shooters' membership should be added.

Jeff: That can be added at any time. All materials can be amended. Motion passed unanimously:

Rick and Linda will remove *draft* and distribute.

IV. Installation of newly elected delegates:

Glenn: Jeff should remain as officer until the annual meeting even if not elected.

Jeff: That's the only way it will work. That's also in the by-laws.

John, Jeff, Linda, and others: discussion on bylaws, etc.

Glenn and Jeff: 503(c) filing must be done within eighteen months. The Foundation needs to handle that and pay fees.

Dick B.: Can the Foundation be reimbursed for that?

John M.: I don't see why not.

Jeff: The NMLRA was to pay all legal expenses. This is a transition issue.

Rick: An agreement to reimburse the Foundation already exists.

Jim M.: We need to know here we stand with the money from the Eastern.

John M.: A post-dated check was written in February when many of us were in Arizona; a lawyer called Tippy C. to say that the check would be replaced with a money order. Joe C. wanted some things in return: release of liability, sign off on accountability, etc. John's letter was taken as an obstacle. Joe Cutuli read Chuck's column in *Muzzle Blasts* and stopped payment; now the affair is in the hands of lawyers. The land deal consumed about \$20,000; the NMLRA probably can get the land, but it's worth only about \$2,000. The State of PA expects land to be donated. The goal is to handle this through the criminal system. (Much discussion followed.)

Jeff: Use the voting procedures already in place.

Linda: All rendezvous used different systems.

Glenn: The NEPR uses paper ballots.

Dick and Linda: The system needs to be standardized.

Jeff: Voters need to be members of the NMLRA, as proven by current receipt or card, which must be presented in all cases.

Rick: The medallion is not adequate to prove eligibility for voting.

Linda: Paper ballots and ballot boxes will be used.

Various: All NMLRA members can vote, including minor associate members.

Glenn: A ballot should be made up.

Jeff: Each event will have to observe SOP.

Dick B.: Post the job qualifications of delegates on the bulletin boards at the events.

Jeff: The SOP can vary at different events; the local delegates can develop procedures.

Rick and Linda: Put a notice in the gray pages that says "Needed: Delegates (followed by job description).

Eric will write a note for *Muzzle Blasts* gray pages calling for delegates. Check an old coordinators' job description and adapt. Rick will feed Eric information. We'll try to get that into the May issue.

Larry: Renew NMLRA memberships at the rendezvous; \$3 each goes into the Foundation till. Make that a priority! We need a Foundation parliamentarian and lawyer.

Glenn: Solicit a lawyer for the Foundation through a notice in the gray pages. Request a resume.

Larry: We also need a webmaster and a web page. The NMLRA web page guy has approached the Foundation, but Glenn has another idea.

Rick: The Eastern's web master is good.

Glenn: Mike Waugh would also be good; I'll approach him.

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Dick: The message board and e-mail need to be controlled closely. I also like the code of ethics recently adopted by the NMLRA.

V. Logo is being developed; Rick is working with an artist, and new design may be ready in a few days.

Glenn: We got a copy machine donated free! Forty copies a minute, collates, etc.

Jeff: Wants to make all events if at all possible. How about reimbursement for expenses? The chairman or vice-chairman should be present at every event to communicate solidarity and national presence. Jeff wants gas and hotel coming and going.

Glenn: Move that Jeff submit costs and receipts for events attended; seconded.

Dick: Fund raising needs to start soon.

Jim: I'd need lead time to attend events.

Motion carried. Random closing comments.

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