

# Pittsburgh Curling Club Board Meeting Minutes

12/8/2020

7:30

Pittsburgh Curling Club

<b>MEMBERS PRESENT</b>	Steve Buffington, Nick Connolly, Dustin Devine, Karyn Drombosky, Travis Eiler, Leonard Jarabek, Minnie Meals, Kim O'Dell, Daphne Roberts, Mark Robinson, Harley Rohrbacher, Marie Rose
<b>MEMBERS ABSENT</b>	
<b>OBSERVERS</b>	Sean Mizerski, Nick Steiner, Brandon Smith
<b>CALLED TO ORDER</b>	7:30 PM

## APPROVAL OF PREVIOUS MINUTES

<b>DISCUSSION</b>		
<ul style="list-style-type: none"> <li>It was suggested that the minutes have more detail, including listing each person opinion and position on the subjects discussed instead of just the conclusions and votes.</li> <li>Secretary has agreed to try to add more details to the minutes, but is unsure if a transcript-style recollection of the meeting is necessary or advised.</li> <li>A Best Practices document was shared in chat. <a href="https://nonprofitrisk.org/resources/e-news/fact-sheet-on-board-minutes/">https://nonprofitrisk.org/resources/e-news/fact-sheet-on-board-minutes/</a></li> <li>Karyn to add information in November minutes about discussion and tabling of guarantor board seat.</li> </ul>		
<b>CONCLUSIONS</b>		
Approval of November Minutes as revised: Meals/Rose; carried unanimously		
<b>ACTION ITEMS</b>	<b>PERSON RESPONSIBLE</b>	<b>DEADLINE</b>
Revise November Minutes	Karyn Drombosky	
Review best practices document for minutes	All	

## MEMBER COMMENTS

<b>DISCUSSION</b>		
<ul style="list-style-type: none"> <li>Brandon is happy to chime in when discussing COVID-related items.</li> </ul>		
<b>CONCLUSIONS</b>		
<b>ACTION ITEMS</b>	<b>PERSON RESPONSIBLE</b>	<b>DEADLINE</b>

## BOARD ANNOUNCEMENTS

## BOARD MEMBERS

DISCUSSION	
CONCLUSIONS	
	<ul style="list-style-type: none"><li>● USCA Dues and Insurance changes:<ul style="list-style-type: none"><li>○ The USCA would like all clubs to pay membership and insurance directly to them, and there would be some sort of reimbursement for regional dues. They have not put out a concrete plan yet.</li><li>○ No action is needed at this time</li><li>○ Steve to attend GNCC meeting to ratify bylaws. GNCC wants to make sure their bylaws are in place before and USCA changes.</li></ul></li><li>● GNCC Dues:<ul style="list-style-type: none"><li>○ The GNCC has broadcasted their intention to refrain from collecting dues this year.</li><li>○ This is great financially, but do we still have insurance? Will they increase dues next year to make up for this year's lack of revenue? These are questions we need answered.</li></ul></li><li>● Suggested Bylaws Changes<ul style="list-style-type: none"><li>○ Article IV covers the membership categories that existed as part of our old membership structure.</li><li>○ The \$100 base membership is no longer like a "social" membership because it is required to be a playing member of the club.</li><li>○ The original intention of the \$100 membership was to provide curlers with the ability to participate in any GNCC sanctioned event and be covered under the GNCC insurance.</li><li>○ Do we think it is necessary to separate out base members if they are considered members within the GNCC? It doesn't seem like this is necessary. We need to clean up the language of the bylaws to reflect current membership levels.</li><li>○ If we need to go through the process of changing the bylaws, we should see if there is anything else in the bylaws that requires an update. Everyone, please look over the bylaws and send comments to Steve.</li></ul></li><li>● Guarantor Representation Policy:<ul style="list-style-type: none"><li>○ We had guarantors and collateral providers, along with 3 loans, in order to secure our construction loan. This policy attempts to provide some oversight by the group of guarantors on unnecessary expenditures by the board in the future.<ul style="list-style-type: none"><li>Proposal: If there is no guarantor on the board, the additional 13<sup>th</sup> board member should have full voting rights, just like any other board member.</li><li>Proposal: It would be ideal to define a term length for the guarantor rep. This needs to be discussed by the guarantors.</li></ul></li></ul></li></ul>

Proposal: It would be ideal to have a timetable for tabled motions, in addition to vetoes. This would prevent the guarantor rep from tabling an expense indefinitely. If an unforeseen expenditure arises, it would be ideal to be able to present this expenditure to the guarantors before the monthly board meeting. Then, guarantor discussion after a controversial expenditure approval would likely take days, maybe a week.

Proposal: If the guarantor rep is already on the board, they only get one vote.

Discussion: If there are guarantors on the board, but they choose a representative to represent them that is not on the board, can they add a 13<sup>th</sup> seat, despite already having board representation?

Discussion: What happens when the guarantors can't come to a consensus on an expenditure?

Discussion: Neither the board nor the guarantors can impose their will on each other without working together. The guarantors should meet to discuss what the board has come up with to make sure everyone is in agreement.

- To do:

- Add a traceability step that each veto should be provided to the entire board and all of the guarantors.

- Add specification that the 13<sup>th</sup> member should have full voting rights.

- Specify a term: to come out of discussion with guarantors.

- Ask guarantors about the extent on veto powers (development of budget or just extra-budgetary).

- Specify timeline for tabling expenses.

ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
Contact Stowe Engineer about developer's bond	Steve Buffington	
Attend GNCC Zoom meeting about bylaws/dues	Steve Buffington	
Review bylaws and send comments to Steve	All	
Incorporate comments for guarantor representative and provide it to the guarantors	Steve Buffington	

## MEMBERSHIP

DISCUSSION
<ul style="list-style-type: none"> <li>● League Operations:           <ul style="list-style-type: none"> <li>○ We have had relatively low participation since the stay-at-home advisory has been issued.</li> <li>○ The COVID situation has become dire, with UPMC being down to &lt;10% of ICU beds, all of which are part of already-extended ICU units.</li> <li>○ We will refrain from doing Friends and Family Night, or any expansion of curling for the foreseeable future, including booking additional learn to curls and events.</li> </ul> </li> </ul>



<b>Current Assets</b>	
<b>Cash/Checking/Savings</b>	
Dollar Checking	\$842.84
Dollar Savings	52.70
Charles Schwab Account	1,005.78
PayPal	-
PNC - Money Market	115,067.77
PNC - Primary Checking	5,395.10
PNC - Secondary Checking	5,922.26
Undeposited Stripe Funds	-
Undeposited Wave Funds	-
Undeposited Other Funds	100.00
<b>Total Cash/Checking/Savings</b>	<b>\$128,386.45</b>
<b>Other Current Assets</b>	
122001 · Giant Eagle Gift Cards	\$95.00
12100 · Prepaid Expense	8,098.13
Dollar Savings Escrow	38,097.74
<b>Total Other Current Assets</b>	<b>46,290.87</b>
<b>Total Current Assets</b>	<b>\$174,677.32</b>

<b>Current Liabilities</b>			
<b>Paid/Current Liabilities</b>		<b>PAID/SCHEDULED</b>	
Philadelphia Insurance Co (BOD)	\$1,125.00	11/23/2020	PAID
USPS	67.00	11/30/2020	PAID
Dollar Bank	4,604.16	12/3/2020	PAID
Telephonix	107.00	12/3/2020	PAID
GNCC Legacy Loan	1,347.65	12/3/2020	PAID
Comcast	144.68	12/4/2020	PAID
Duquesne Light	2,117.26	12/7/2020	PAID
West View Water	29.70	12/10/2020	SCHED
HAB-MISC (Stowe Sewer)	30.86	12/11/2020	SCHED
Columbia Gas	266.58	12/16/2020	SCHED
Wm T Hutchinson Co PSP	375.00	12/31/2020	SCHED
<b>Total Paid/Current Liabilities</b>	<b>10,214.89</b>		
<b>Long-term Liabilities</b>			
Dollar Bank Construction Loan	\$1,300,000.00		
GNCC Legacy Trust Loan	67,995.45		
Rose-Buffington Loan	101,750.00		
Hutchinson Loan	30,000.00		
<b>Total Long-term Liabilities</b>	<b>\$1,499,745.45</b>		

- Other Financial Info:
  - Developer's Bond:

Stowe Twp engineer had no comments on our documents. She is presenting them tonight(12/8).

Steve will follow up tomorrow (12/9)
  - Giant eagle gift card balance (purchased by PCC) - \$100.00
  - Giant eagle gift card update (purchased by Marie)

Marie had purchased (on behalf of the club) \$5,000 in giant eagle gift cards for \$4750 for the curling club with the intent of then depositing the \$250 profit earned from the sale of the cards once most of the cards were sold.

The \$250 deposit was made 11/21/20 (those with access to bank accounts can verify).

- Donations:

One-time donations: \$1858.02 (still owe 2 pins and thank yous)

Recurring: \$310.00

In-kind donations: \$354.72 (items donated for bonspiel - this is not yet complete)

YTD: \$118,687.23

- Treasurer Transition:

- Ongoing. Nick Steiner has access to PNC.

- Quickbooks pricing is being investigated.

- Budget:

- We should continue to use the cashflow-like budget for the foreseeable future. We would not budget any additional expenses until we are able to have a concrete revenue stream.

- With no real revenue, we have money to cover our projected expenses until around September 2021.

<b>CONCLUSIONS</b>	

ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

<b>MEETING ADJOURNED</b>	Motion to adjourn: Meals/Robinson; carried unanimously
<b>NEXT BOARD MEETING</b>	January 12, 2021 at PCC

## EMAIL VOTES

**ALL**

<b>DISCUSSION</b>	
<ul style="list-style-type: none"> <li>● Pause in operations: The State of Pennsylvania ordered, among other things, indoor recreation including private clubs to close due to COVID19 rates from 12/12/2020-</li> </ul>	

1/4/2021. The curling club complied. No vote was taken.

- Emergency Meeting for Reopening:

- An emergency meeting for reopening was held 1/3/2021 via Zoom.
- Information from medical professionals was presented, and 2 votes were taken:  
Motion to reopen the curling club for pick-up style league play on Saturday 1/9/21: O'Dell/Drombosky

- Yeas:

- Steve Buffington
- Nick Connolly
- Karyn Drombosky
- Travis Eiler
- Leonard Jarabek
- Kim O'Dell
- Daphne Roberts
- Mark Robinson
- Marie Rose

- Nos:

- Harley Rohrbacher
- Minnie Meals
- Dustin Devine

Motion to reopen the curling club for pick-up style league play on Wednesday 1/6/21: Buffington/Jarabek

- Yeas:

- Steve Buffington
- Dustin Devine
- Leonard Jarabek
- Daphne Roberts
- Mark Robinson
- Harley Rohrbacher
- Marie Rose

- Nos:

- Nick Connolly
- Karyn Drombosky
- Travis Eiler
- Minnie Meals

- Abstain:

- Kim O'Dell

CONCLUSIONS		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

