

Wolf Laurel Historical Society
Board of Directors
June 13, 2019
Wolf Laurel Country Club

Minutes

Present: Johnson, Brotherton, Klumpp

1. The meeting was called to order by President Warren Johnson at 10:02 AM.
2. MSP (Brotherton, Johnson). Minutes of Board Meeting of October 4, 2018, were approved as presented.
3. MSP (Klumpp, Brotherton). The proposal for reorganization passed at the October 4, 2018, Board meeting shall be postponed until after the Society receives the results of the current 501c3 reinstatement application from the IRS. (For further action see minutes of July 10, 2019.)
4. Treasurer's Report (Attached)
 - a. MSP (Klumpp, Brotherton). The proposed Budget for 2019 was approved.
 - b. The Board authorized purchase of ink from supply budget for the treasurer's computer printer for small color copying jobs.
 - c. The Board authorized the treasurer to reimburse himself for cash and personal credit purchases on behalf of the board subject to proper accounting and receipt documentation.
 - d. Pay-pal option for membership discussed. No decision at this time.
5. The Board was presented proposed Bylaw amendments to be placed on the agenda for the September meeting of the society. Attached.
 - a. MSP (Klumpp, Brotherton). The Board recommends passage of the Bylaw Amendments.
6. Program Report
 - a. Review of arrangements for Terry Roberts program on June 19.
 - b. Review of arrangements for Carol Bond interview on July 17
 - c. Review of arrangements for Ed Waller interview on August 21.
 - d. Reaffirmed the September Picnic at Buck House should be catered.
7. Request was received from Gail Ford for assistance with Spring House project at Community Center. Board will contract Ford.
8. Next meeting: Wednesday, July 10, 10 AM. WLCC.
9. The meeting was adjourned at 11:19 AM.

Respectfully submitted,
Jim Klumpp, Secretary Treasurer

Treasurer's Report
Wolf Laurel Historical Society
Board Meeting
13 Jun 2019

Activities

1. Checking Account: With Warren Johnson and Fred Buck, went to Wells Fargo in October 2018 to move checking account authority from Weaver to Klumpp. After a delay the change was accomplished by Wells Fargo in November.
2. Debit Card: For ease in managing office and required for IRS filing, applied for a Debit/ATM Card. That card arrived in May.
3. IRS status: After consultation with Board and with accountants Jim Hill and Solon O'Neal the decision was made to seek IRS reinstatement of 501c3 as of date of application. Made the necessary arrangements to apply and applied to IRS for reinstatement of 501c3 on 28 May 2019. No decision yet received.
4. Update of Corporate Agent: Sent change of agent to NC Corporation Commission on 29 May 2019.
5. Website: I explored options at WL with Jim Laundry (WLPOA) and WLCC. Neither owns their own server. Laundry suggested server companies. I contracted with i-page, a server provider. I am webmaster for two sites so I purchased the contract in my own name so I could split the cost between the two. I prepaid for three years of server space to minimize cost (\$1.99 per month). I split that cost between the two sites. I got a free site for one year with my signup and used that for WLHistory.org. Will need to be renewed each year after first at \$17.50 per year. Also bought protection against malicious software. \$20 per year and I split with the other organization. So, total for this year is \$45. Year 2: \$27.50; Year 3: \$27.50.
6. Membership Campaign: There is no record of current members after 2011. I have posted membership invitations on website and prepared printed material to have at events. I sent a letter to Charter Members of the WLHS inviting them to our July program and inviting them to renew their membership. Two of twelve sent have responded and done so.
7. A ledger of current accounts was presented and reviewed.

Advice and Action requested

8. Proposed budget for 2019 was presented for approval (attached)
9. Treasurer expenses on behalf of the Society to date were reviewed. Reimbursement was requested for \$82.30.
10. Treasurer proposes to make his color printer available to the Society without charge, if the Society will purchase ink. Color is more attractive in publicity, but costs around 50 cents per page to photocopy. Treasurer can purchase ink for \$26.
11. Seek input on providing membership cards to members. Stock for cards will cost \$7.72. Postage of 50 cents per member/family. Will include a note thanking member for membership.
12. Seek input on opening a pay pal account. Would allow people to become members online and with credit cards. Each transaction costs us 2.9 percent plus 30 cents. Once we get our 501c3 verified, it goes to 2.2 percent.

2019 Budget				
	2018	Proposed	2019	
	Actual	Budget	Actual	Notes
Income				
Memberships		\$600.00	\$110.00	30@\$20
Picnic donations				
Sales of books and prints				
Miscellaneous				
Total		\$600.00	\$110.00	
Expenditures				
Administrative				
IRS Application		\$275.00	\$275.00	Fee for 501c3 reinstatement
NCCC		\$5.00	\$5.00	Fee for update to credentials
Mailings		\$50.00	\$6.00	Stamps for mailing to members
Supplies		\$100.00		Name tags, paper, copy, ink to support activities
Website		\$45.00	\$45.00	\$35.50 prepaid for 3 years; \$0 for domain, renewable at \$17.50 per year each February; \$10 per year for malicious protection
Miscellaneous				
Programming				
Honoraria		\$100.00		Terry Roberts
Publicity		\$300.00	\$32.80	Copying of publicity material
Site Expenses		\$50.00		Sound and rentals
End of Year Picnic	\$363.80	\$400.00		Rental?, Catering for Picnic
Miscellaneous				
Contingency		\$150.00		10 percent for unanticipated expenses
Total		\$1,475.00	\$363.80	
Current Accounts				
Checking Brought Forward		\$3,563.45	\$3,563.45	
Deposits to date			\$110.00	
Withdrawals to date			\$280.00	
Current Checking Balance			\$3,393.45	
Cash on hand				
Accounts payable			\$83.80	
Current Balance			\$3,309.65	
End of Year Balance	\$3,563.45	\$2,688.45		

Proposal for changes to certain sections of Wolf Laurel Historical Society Bylaws

Submitted to the Board and recommended by the Board for approval at the Annual Meeting to be held on September 18, 2019. (Changes underlined)

Amend Article V: Meetings to read:

The Board of Directors shall schedule an Annual Meeting of the Society to be held at a date set by the Board of Directors between June and October. The Board may call such additional meetings of the Society's members as it deems necessary.

Meeting dates, times and places shall be publically announced at least thirty days before the meeting is held. Quorums for the meetings shall be 10 members. The President shall open the meeting by confirming that the quorum is present.

Meetings shall be conducted according to accepted standards and parliamentary procedures of Roberts Rules of Order, Newly Revised.

Amend Article VIII: Officers to read:

The Officers of the Society shall consist of:

A President who shall serve as the Chief Executive Officer of the Society and shall preside at meetings of the Board, the Annual Meeting, and other meetings called by the Board. In the case of his/her absence, the President may appoint a presiding officer in his/her place.

A Treasurer who shall manage the funds of the Society, report the financial condition of the Society to the Annual Meeting, and manage the Corporate status and Tax Exempt status of the Society through proper reporting to the Internal Revenue Service and required State agencies.

Such other officers of a type and number as the Board shall designate as necessary to conduct the Society's normal business.

At the first meeting of the Board of Directors following their election at the annual meeting, officers shall be elected for one-year terms, by and from among the Board of Director members.

Add a new Article XII: Amendment

Proposals to amend these bylaws shall be submitted to the Board of Directors at least thirty days before the Annual Meeting. The Board is then required to forward proposed amendments to the Annual Meeting with a favorable or unfavorable recommendation. The Board may also propose changes in the text of the amendment to accompany its referral. An amendment shall become a part of the Bylaws if approved by 2/3 of those eligible to vote and voting at the Annual Meeting.

Renumber current Article XII to Article XIII and amend to read:

Dissolution of the Society shall require a majority vote of the Annual Meeting of the Society. In the event that a quorum cannot be obtained at an Annual Meeting, the Society may be dissolved by a 2/3 vote of the Board of Directors. In the event of the dissolution, the residual assets of the organization will be turned over to one of more organizations with similar purposes which are exempt as described in Section 501(c)(3) of the Internal Revenue Code.

Rationale for Bylaw Changes

Article V: Meetings. Requires that there be an annual meeting. Current bylaws just specify meetings as called by Board of Directors. It also sets the terms of a quorum and requires prior notice of meetings to insure notice to members about dates and times of meetings. Finally the change specifies the latest edition of Roberts.

Article VIII: Officers. Current bylaws specify no officers nor duties. Change requires a presiding officer and a Treasurer and specifies duties. This change is to assure in the bylaws that the treasurer is aware of his/her obligations to file as required to the IRS and State. Makes it more likely this duty will not be overlooked.

New Article XII: Amendment. Believe it or not the current bylaws contain no method of amendment. Roberts specifies that such a procedure must be specified in the bylaws.

New Article XIII: Dissolution. The current bylaws are required by the IRS and merely specify what happens to the assets upon dissolution. The amendment specifies a procedure to dissolve if that ever becomes prudent.