

San Miguel Educational Fund (SMEF) Board Special Meeting

REVISED DRAFT MINUTES

Monday, December 1, 2016

Board Members Present: Amy Peters, President; Mark Dollard (Mark D.), Vice President; Kathleen Erie, Treasurer; Shauna Palmer, Secretary; Jim Berkowitz, Director; Tom McGlade, Director; Mark Izard (Mark I.), Director.

5:00 PM 1. Call to Order.

Amy called the special meeting to order at 5:10 PM.; necessary due to no quorum for the 11/21/16 meeting.

2. Minutes: September minutes were approved via email (note for the record). – So noted.

Approve October minutes.

MOTION by Amy to approve the October 17, 2016 minutes. SECOND by Mark I. PASSED 7-0.

3. Monthly Financials as of 10.31.16 were received (note for the record). – So noted.

4. Approval of staff bonus structure.

MOTION by Amy to approve \$20,000 as a bonus pool, to be paid as bonuses to salaried staff as a percentage based upon their annual pay level. SECOND by Jim.

Discussion followed; Kathleen & Amy clarified that bonuses are to be paid on Dec. 8, and Tom asked Amy to address payroll taxes in her motion.

Above MOTION AMENDED by Amy to include: The cost of payroll taxes on the bonuses to additionally be assumed by KOTO. MOTION as AMENDED then PASSED 7-0.

5. Approval of merchant [ski] pass purchase.

MOTION by Kathleen that Cara and Corey pay for half the cost of their merchant pass purchase, and that Geoff pay 100% of the cost of his merchant pass purchase.

Discussion: Explanation that Ben Kerr does not want such a pass. Debate on whether Geoff should pay half the cost of his pass (like Cara & Corey) or 100% of his pass (like last year). Proposal by Mark I. and Jim that the Board pay 100% of the cost of the merchant passes as a benefit for salaried staff members.

MOTION AMENDED by Kathleen that Cara, Corey and Geoff pay for half the cost of their merchant passes. AMENDED MOTION PASSED 5-2, with Mark I. and Jim voting No [because of their preference that staff should not have to pay half]. [In subsequent emails, Jim (on 12/6/16) and Mark I. (on 12/7/16) affirmed their support for the amended motion to provide merchant passes for Cara, Corey & Geoff, with each of the staff paying half the cost.]

6. Approval of final commission payout.

MOTION by Tom to pay Geoff Hanson what he's owed through the end of the year [2016] on his final commission payment, with a reconciliation to be done by Tom & Kathleen [with complete info due from KOTO's accountant]. SECOND by Mark D.

Another MOTION begun by Jim [on part of Geoff's compensation package] was WITHDRAWN amid discussion.

The original MOTION, above, made by Tom & seconded by Mark D., PASSED 7-0.

7. Approval of new auditors.

Discussion on a proposal by Peter Blair, Auditor, to become SMEF's auditor for 2017; a proposal that the Finance Committee—comprised of Kathleen, Mark D., and Jim—has reviewed and unanimously recommended.

MOTION by Amy to approve a change of auditor to Peter Blair. SECOND by Mark I. PASSED 7-0.

8. Approval of 2017 Budget.

Mark Fischer, I've asked for discussion, first, on his concern about one staff member that hasn't had a raise in a long time—Ben Kerr. Others shared the concern, but Board consensus was to handle it via the bonus process for now. Discussion on other line item details & lack of numbers for KOTO's recently approved Doo Dah event(s) in Town Park next year. Treasurer Kathleen affirmed that she's comfortable with this latest revised budget.

MOTION by Amy to approve the 2017 budget, with an "asterisk"/acknowledgment that we don't yet have an accounting for the Doo Dah event(s). SECOND by Tom. PASSED 7-0.

6:00 PM **9. Adjourn the meeting.**

Amy adjourned the meeting at 5:55 p.m.

Submitted by Shauna Palmer, Secretary 12/14/16

Minutes approved 1/23/17