

IESGA Special Board Meeting, April 7, 2023 at Patsy Clark Mansion

President Pete Fredrickson called the meeting to order at 1:00 p.m. Also in attendance were Vice President Steve Jones, Past President John Mantello, Treasurer Lee Paul, Secretary Joan Lawson, Board members Brad Berg, Jack Lawson, Dennis McGuire and Larry Kincaid. Pete stated that the agenda for the meeting is to approve changes to the bylaws in order to obtain a Federal EIN for the Association. A Federal EIN is required in order to register with the State of Washington as a non-profit organization and also to purchase software that will allow for online payments by the members for membership and tournament fees. The board thanked Treasurer Lee Paul for the considerable amount of time spent researching everything involved to accomplish this task.

Treasurer's Report

Lee Paul passed out copies of the Bylaws with the proposed changes and gave some background information on the changes and additions as follows: Job descriptions for all the positions have been updated or added (Article IV); the membership will appoint three board members every year so that every four years the board changes over and the board itself elects the President and Vice President from the board membership. The results of that election will be announced at the annual meeting (Article III). Lee advised that the Association also needs to have a non-discrimination policy and conflict of interest policy in the bylaws before he can apply for the Federal EIN so those items were added to Article II.

The rest of the changes are correcting typos, organizing and moving things around, i.e. all the board information in Article III, Officers and job duties information in Article IV, Rules Committee is now a separate Article (XI). Lee consulted with Steve Jones on the proper wording for these changes. Steve Jones mentioned the change made to Article V to make the information presented to the members at the annual meeting more concise.

Lee talked about the various IRS forms associated with the non-profit status. Form 1024 has a \$600 fee but Form 990 (claiming non-profit status) doesn't require a fee and may be an option. There may be some tax implications depending on the amount of our income from membership and entry fees. Brad Berg who is a retired CPA offered his assistance when Lee gets to that point. For now, he can just apply for the EIN on line and receive it fairly soon. Once we get the EIN number Lee can renew with the State and there probably won't be any tax issues with the Department of Revenue.

Dennis McGuire raised the question about our side games and the State Gambling Commission requirements – Steve responded that we should be okay because they aren't games of chance; however, the raffles could be problematic.

Jack Lawson asked for discussion regarding Article IX – Tournaments. It was suggested that the wording be changed from the *Tournament Chairman* to the *Board* being responsible for designating the time, place and conditions for the tournaments since these decisions are in fact made by the board.

Steve Jones made a motion and Dennis McGuire seconded it to approve the changes to the bylaws made by Lee Paul and Steve Jones and to change the wording in Article IX to say that the Board (not the Tournament Chair) will designate the time, place and conditions for all tournaments. Motion was approved.

John Montello raised a concern about board members serving too often and the appearance of a “good old boys” situation. Lee pointed out the change to the bylaws in Article III under Terms should address that favorably.

Larry Kincaid brought up the term of office for Treasurer and Secretary being one year and that maybe they should be longer and after some discussion it was decided to leave the terms of these officers open ended at this point.

President Fredrickson adjourned the meeting at 1:30 p.m.