

# The Greater Cincinnati Orchid Society

## Annual Board of Directors Meeting January 23, 2024

**Members Present:** Lindsey Pertuset, Dave Allen, Ann Tsui, Pat O'Connor, Kris Mason

**Attendance on Zoom:** Joel Mattes, Mary Gardner

**Absent Excused:** Past President John Jaworski, Roger Miller.

**Meeting:** Called to Order at 7:30 pm by Vice President Lindsey Pertuset.

The annual Conflict of Interest Notification was reviewed, signatures obtained from those present on 1/23/2024, no conflict of interest noted among the Directors, and are on file. Signatures from those attending on Zoom will be obtained at an in-person meeting and added to the file.

**The following Resolutions were discussed, and recommendations made:**

### 1. Resolution #2024-1-1: Board Audit Committee Appointments

Whereas, the GCOS wishes to maintain high standards of financial responsibility, appropriate internal controls over expenditures, compliance with our own financial policies, and to provide for the general orderliness and accuracy of its accounts, and

Whereas, the board believes that it is inappropriate for an organization of our size and straightforwardness to hire an external auditor, then

The Audit Committee is charged to carry out a review of our accounts and documentation with respect to the criteria above. It is directed to carry out a review of 2023 accounts prior to our filing of GCOS' tax return, and also directed to review its committee charter and working checklist.

Therefore, an Audit Committee of the Board is hereby appointed, consisting of

<b>Audit Committee</b>	
Chair	Ann Tsui
Director Member	Lindsey Pertuset
Director Member	Pat O'Connor
Non-director Member	TBA

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### 2. Resolution #2024-1-2: Board Governance Committee

Whereas, the GCOS needs to plan to recruit leadership, both new and experienced, for its Board, Board Committees, and Advisory Committees, and

Whereas, the Board needs to provide for regular re-examination and updating of our governance documents, then,

Therefore, a Governance Committee of the Board is hereby appointed, consisting of

<b>Governance Committee</b>	
Chair	Ann Tsui
Director Member	Mary Gardner
Director Member	Dave Allen
Director Member	Christa Speights

### 3. Resolution #2024-1-3: Advisory Committee Appointments

Whereas, the GCOS historically accomplishes much of its work through Board and Advisory Committees, and

Whereas, we have been clear about committee leadership, but quite fluid about others who perform the committees' work, and

Whereas, information about how to accomplish the work of the committees will be very important to maintaining good work and organizational momentum, therefore, each committee is directed to review and make appropriate recommendations to its committee charter and working checklist.

Therefore, the board hereby appoints the following committee chairs and members for 2024:

<b>Event Committee Chair:</b>	<b>Coordinators and Task Leaders</b>	<b>Members/Other</b>
Show, Meeting, Picnic <b>Locations</b> (Confirms date and space availability with BSA)	Dave Allen	
Spring Show	Joel Mattes	Kris Mason
Show Vendors	John Jaworski, for Show 2025	Barry Jones, consultant?
Show Judging Chair	Alexa Noel	

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Show Photographer	Rick Noel	
Show hospitality	Mary Ann Foss	
Show posters/ Art Work	Pat O'Connor	
Show Potting Bee	Pat O'Connor	
Show Young People's Information	Kris Mason	
Show Registration	Dana White	Cheryl Jaworski, assisting?
Fall Show	Not in 2024	
Orchid Fest	Lend Assistance to MVOS and MAOC	All encouraged to assist
Home/Garden Show		
Seminar	Committee TBA	Plan for Fall, 2025
Krohn Plant Show	If Invited	
MVOS Joint Picnic	TBA	At BSA; MVOS cooks in 2024

<b>Publications/ Communications Committee</b> <b>Chair: Jeanne Rhinehart</b>	<b>Coordinators and Task Leaders</b>	<b>Members/Other</b>
Calendar	Ann Tsui	
Newsletter	Ann Tsui	
Information Technology-Website	Kris Mason	
Dropbox	Joel Mattes	Dave Allen
Face Book - Public	Yvonne France?	
Face Book - Private	Joel Mattes	
YouTube		
Instagram	Christa Speights?	

<b>Finance / Society Business</b>	<b>Coordinators and Task Leaders</b>	<b>Members/Other</b>
Bank Account	David Allen	Lindsey Pertuset
PayPal	Dave Allen	
Bank Reconciliation	Mary Gardner	
Budget	Dave Allen	
Restricted Funds	Pat O'Connor	
Storage Unit	Ann Tsui, monitor	Joel Mattes, Dave Allen; Jeanne Rhinehart-MAOC, Eric Sauer-MVOS
Square (credit card reader)	Dave Allen	?

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Conservation Committee Chair	Members/Other
Ann Tsui	Lindsey Pertuset, Christa Speights, Jeanne Rhinehart

Meeting Committee	Chair:	Members/Other
Program Director Beginner's	Joel Mattes	
Meeting Speaker Coordinator	Joel Mattes	John Jaworski
Meeting Hospitality	Syndi Wilhelm	
Audio/Zoom	Jeanne Rhinehart Christa Speights	Ann Tsui

Marketing/Membership Committee	Chair:	Members/Other
Membership	David Allen	
Beginners Group	Joel Mattes	
Prospective Member Contact List	Joel Mattes	David Allen
Marketing		Pat O'Connor

**4. Resolution #2024-1-5: Appointment of GCOS Representatives to Other Organizations**

Whereas, the GCOS has established a policy facilitating specific members who shall represent us with respect to our membership in other organizations, and whereas, it is the duty of the representatives to report back to the Board about their activities, then

Therefore, the board hereby appoints the following representatives to other organizations:

Organization	Representative
American Orchid Society	Kris Mason
Mid America Orchid Congress	Kris Mason
Cincinnati Judging Center- includes getting show date	Kris Mason, Joel Mattes
Civic Garden Center, Event Marketing, as needed	
Krohn Conservatory, Event Marketing, as needed	
Cincinnati Wildflower Society	Ann Tsui
ONAPA	Jeanne Rhinehart—Invasive Control Assistance
Cincinnati Zoo	Jeanne Rhinehart

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**6. Resolution #2024-1-6: Time of Regular Board Meetings**

Our Regular Board Meetings when in person and/or on Zoom will occur at **6:00 p.m.** on the **fourth Tuesday of each month** in which we hold a meeting.

Circumstances may occasionally require a different day or time. Timely notice of a change in the meeting time requires a minimum of 5 days, or less if all members waive the timely notice requirement.

**Signatures** on the application to change our **Agent of Record** and to file for **Non-Profit Continuation of Existence for GCOS** were obtained. Dave will file these.

**Meeting adjourned** at 8:33 pm by a motion by Ann, seconded by Kris and approved.