

**C.O.A.A. BOARD MEETING
MARCH 1, 2015
GAINSVILLE FLORIDA**

Present:	Angelo Rulli, President Mary Jo Bopp, Secretary Ron Bopp, Director, Editor Bill Hall, Director Wally Venable, Director
Teleconference:	Bob Yorburg, Vice-President Marc Dannecker, Treasurer Fred Dahlinger, Director Bill Nunn Director
Chairpersons/Members	Suzie Hendricks, Rally Chairperson
Absent:	Ted Guillaum, Past President

Meeting called to order by Angelo Rulli at 9:25 am

President's report (Angelo Rulli)

The report was sent to all the board prior to this meeting. The link to articles published in issues 1-50 and also the entire Wurlitzer Rollography of 165 Wurlitzer rolls are posted on the website. The membership increased with five (5) more memberships from last year. Creative activities will be established and presented at organ rallies including building a working organ pipe for educational purposes and coloring books of organs and grinders for the younger audiences. A COAA certificate will be given to all carousels, public or private, which have an operating carousel organ.

Vice-President's report (Bob Yorburg)

The report was sent to all the board prior to this meeting. There are 30 registrants for the Circus Summit with six (6) large organs and several small organs. There is a good museum on Coney Island the COAA flyers are there. There will be 50 different groups at the summit.

Treasurer's report (Marc Dannecker)

The reports were sent to all the board prior to this meeting. The COAA at the end of 2014 is in good shape. There is an increase in the treasury of the amount of \$6,500.00. Included in the report is listing of all financial donations given to the President to follow up and appreciation to donors. The 1099 IRS form has been sent to the Editor, IRS form 1096 has been filed, annual report required by the state of Wisconsin has been filed, and agreement with Registered Agents, Inc. to serve as the COAA's agent in Ohio, the Statutory Agent Update has been filed with the state of Ohio and the on-line filing of Federal Form 990-N is pending.

Secretary's report (Mary Jo Bopp)

The previous minutes were sent to board members, then corrected and resent to the board, approved by all board members via email and posted on the web site. The secretary asked that all

reports either from board members or chairs be put in an attachment in PDF or Word form in a separate email to all the board or not added to any other email that has been posted.

Membership Chair report (Gary Stevenson)

The report was sent to all the board prior to this meeting. Stevenson calls every new member and sends electronic versions of the journal to the new members. Venable recommended that the board receive an update on membership at the end of the July renewals and also questioned the possibility of quarterly updates of membership renewals or new memberships.

Editor's report (Ron Bopp)

The report was sent to all the board prior to this meeting. The editor would like to have more articles and to add new authors to submit to the journal. The membership chair asked about printing fewer journals (he receives the extras) but the cost of printing less than 500 would be the same as it is for the full 500 as the cost per journal would go up under that number. Yorburg suggested having old journals and membership applications to the circus summit. This means a possibility of 800 journals and applications can be given. Yorburg is to let us know if this is possible to add to the welcome bag for the summit and will find out how many journals and membership applications will be needed.

Webmaster report (Gordie Davidson)

The report was sent to all board members prior to this meeting. It was suggested that the board have a perspective of how many hits the COAA web site gets.

Organ Rally Chairperson (Suzie Hendricks)

The report was sent to all board members prior to this meeting. There were seven (7) rallies last year and they contributed over \$2,000.00 to the budget. The \$10.00 rally fee does handle most of the rallies with the exception of the rally in St. Paul because there were no sponsors and the fee for that rally was only \$15.00. There are nine (9) rallies, starting in April and ending in November. Guillaum has done a great job on the web for informing about the rallies and including pictures of each rally. There will be a coloring page project for the public starting with the rally in Holland and there will be a pipe making workshop pilot by Venable in Sandusky, Ohio. Both projects will be at the Circus Summit. Since there are nine (9) rallies this year the Rally Edition, which is normally 12 pages, will be increased if the budget warrants it. Ron Bopp asked that the hosts write two or three paragraphs about the rally for the edition.

Insurance advisor (Jim Partrick)

A report was sent to all board members prior to this meeting. To be discussed in new business and will address the concerns of insurance.

Old Business

Election protocol: the President will choose a chairman and two other members for the nominations and inform the board of his choice. Dahlinger said that the protocols were in section Eight (8) in the bylaws.

Any bylaws, if needed to be changed, will have to be submitted in writing and have ten (10) signatures to the board before it is considered.

A discussion was held on board committees for education, governance, and outreach which were never put in place. The President can have ad hoc committees but not for education, governance and outreach/publicity. The President asked what we should do about our bylaws. Dahlinger stated that new laws are in effect for not-for-profit organizations and changes in the COAA bylaws need to reflect these changes to be in compliance with the state. Many states already have the new laws in effect, and generally all states follow the new laws. Fred gave a motion which was brought to the board in March, 2014 about hiring an attorney who deals with non-for-profit organizations so that we could be in compliance with the law in the state of Ohio—this did not pass. There is a new law about conflict of interest in non-for-profit organizations in several states which would have to be worded in the bylaws of all non-for-profit organizations. Fred stated that our bylaws need to be updated so that we don't spend time going over the same subjects and stumbling blocks at every board meeting. The President said he will make an initial contact with the state of Ohio to find out the new regulations for non-for-profit organizations. He will find out what we need to do to be up to date. Discussions on who has the qualifications to know the non-for-profit new laws and standards. Wally stated that a motion can be brought up again in writing and seconded prior to 10 days of the next board meeting for the same as was before. The President closed the conversation.

New Business

Budget (Mark Dannecker)

A report was sent to all board members prior to this meeting. A budget was devised based on somewhat pessimistic expectations for this year with hope the rallies will perform better than expected and yield some income.

Venable moved to approve the budget as transmitted to the board by the Treasurer. Seconded by Dahlinger.

Discussion: none.

Roll call for votes on the motion (the secretary accidently did not call upon Fred Dahlinger for his vote. *The motion was approved by seven votes*)

COAA Policies: Alcohol

Fred Dahlinger motioned "The policy of provisioning and serving of alcoholic beverages at scheduled COAA event hospitality functions shall be tabled until the Rally Coordinator has studied the budgetary (registration fee) and legal (risk and liability), ramifications of the issue and makes a formal written recommendation to the Board for consideration and action.

Dahlinger's motion was not read to the board therefore did not receive a second on the motion and the motion was not withdrawn from the table.

Discussions: Yorburg, Dannecker and Mary Jo Bopp talked about the pros and cons of buying and serving alcohol at COAA activities and of board action on that issue.

Venable moved to “avoid any implication that COAA is in the business of manufacturing, distributing, selling, serving or furnishing alcoholic beverages.” Alcohol beverages should not be purchased with funds derived from COAA registration fees, cash donation to events or COAA accounts. This does not preclude individuals or local sponsors for providing such beverages, when such a provision is not contrary to local law or the policy of the venue and where the individual providing the gift assumes responsibility for supervision of distribution which place all responsibility of alcohol on the person, but not prohibit any from bringing it.

Seconded by Ron Bopp.

Roll call for the motion. Venable

The motion passed with seven (7) yes, one (1) no and (1) abstain.

Dahlinger motioned “The President shall appoint one or COAA Officers or Board members, other than the Treasurer, to personally witness the existence of monetary assets (physical cash, account and investment documentation and existence) of the COAA and confirm that they are in general agreement with the current financial reporting by the Treasurer, at a time mutually agreeable with the Treasurer. The appointee(s) shall formally report in writing to the Board as to their findings no later than six months from March 1, 2015.

Venable seconded the motion.

Discussion: none

Roll Call for motion:

The motion passed with eight (8) yes and one (1) abstain.

The board tabled discussion of posting names and addresses of members on the yahoo site.

The secretary asked about having the board meetings on Fridays instead of Sundays which would allow those members who travel or go to church to be able to do that instead of missing a meeting.

Respectfully submitted,

Mary Jo Bopp, COAA Secretary

