

Ranger Foundation
Board of Directors Meeting
November 26, 2017
Minutes

I. Call to Order and Roll Call

By unanimous agreement Mike Lynch was selected as acting chairperson for the meeting and he called the meeting to order at 10:10 at the Black Oak Restaurant in Vacaville. In attendance were Tom Bernardo, Mike Lynch, Ann Meneguzzi, Jeff Ohlfs, and Miles Standish.

Acting chairperson Lynch noted that under *Roberts Rules of Order*, for the meetings of small boards, a second is not required to move a motion*.

II. Minutes - None

III. Reports - None

IV. Unfinished Business - None

V. New Business

A. Approval of Bylaws.

Ann Meneguzzi made a motion to approve the bylaws as amended (copy attached). Motion approved unanimously.

B. Election of officers

Ann Meneguzzi made a motion to elect the following slate of officers:

President: Mike Lynch

1st Vice President: Jeff Ohlfs

2nd Vice-President: Ann Meneguzzi

Treasurer: Tom Bernardo

Secretary: Miles Standish

Motion approved unanimously.

Mike Lynch, as newly elected president, continued chairing the meeting.

C. Financial accounts.

Miles Standish made a motion to approve the attached resolution authorizing Mike Lynch, Tom Bernardo and Miles Standish to establish Foundation bank account(s). Motion approved unanimously.

Jeff Ohlfs made a motion to authorize the treasurer to setup a Foundation PayPal account. Motion approved unanimously.

Ann Meneguzzi made a motion to amend the previously adopted bylaws to insert "greater than \$5,000," in Article 10, Section 2, between the words "...indebtedness of the Foundation" and "shall be signed...". Motion approved unanimously.

- D. EIN. Treasurer Bernardo will do the paperwork to get the Foundation an Employer Identification Number (EIN) is also known as a Federal Tax Identification Number.
- E. IRS filing. Miles Standish will do the paperwork to get IRS charitable ruling for the Foundation.
- F. Funding.
 - 1. Mike Lynch reported that the Training Committee account would provide startup money of the Foundation of approximately \$3,000.
 - 2. There was discussion of possible CSPRA financial support. No action taken.
- G. Initial projects. There was discussion of possible initial projects. No action taken.
- H. Insurance. Treasurer Bernardo will look into the costs for Foundation insurance.

VI. Announcements/Other Items - None

VII. Board Meetings for 2018

- March 10, 2pm at the Alpine Lodge, Mt. Tam.
- June 20, 6pm by conference call.
- September 27, following the CSPRA Board meeting, at Lee Vining

VIII. Meeting was Adjourned at 11:40pm

* "Procedures in Small Boards. In a board meeting where there are not more than about a dozen present, for instance, it is not necessary to rise in order to make a motion, nor to wait for recognition by the chair before speaking or making a motion, nor for a motion to have a second; nor is there any limit to the number of speeches, nor does the chairman leave the chair when making a motion or discussing a question. The formalities necessary in order to transact business in a large assembly would hinder business in so small a body." *Roberts Rules of Order, Newly Revised.*