

Pure Stodge Touring Association |

Board of Directors Meeting Minutes

December 11, 2021

Steve Carson
Mark Hawkins
Nancy Wear
Jeanette Carson
Julie Smith
Jerry Smith

- **Call to Order/Meeting Attendance**
 - The PSTA Board of Directors Meeting was called to order on December 11, 2021, at 1:12 pm, by President Steve Carson. The meeting was held at the Midtown 2 Restaurant, Iowa City, IA. The Board of Directors Meeting was open to all PSTA members.
 - Attendees: Nancy Wear, Mark Hawkins, Julie Smith, Jerry Smith, Jeanette Carson, Steve Carson, Rick Van Weelden, Mark Powers, Randy Fry, Teresa Mumaw, Mark Mumaw, Brenda Hawkins, Lauren Wear, Mike Brennaman, Willie Walker
- **The Minutes from Secretary, Jeanette Carson, regarding the March 13, 2021, PSTA Board Meeting were reviewed.**
 - Nancy Wear motioned to approve; seconded by Jeanette Carson; minutes approved unanimously.
- **Old Business:**
- **New Business:**
 - **Board Member Positions - Resignations**
 - The resignations of Tom Glorfield, Derek Lehman, and Bob Young were discussed.
 - Upon receiving the resignations, Steve Carson had reached out to each individual above. Each individual indicated lack a of time for Club participation. Each were offered a choice to be more active, however, declined. Steve Carson remarked he felt that all three left the position on good terms with the Club and that no animosity was voiced.
 - Steve Carson read the PSTA By-Laws regarding procedure for Board Member resignations and asked if the procedures were clear. No clarification requests were received.
 - Steve Carson motioned the Board to vote on the acceptance of the resignations of Tom Glorfield, Derek Lehman, and Bob Young. The Board voted unanimously to accept those above-mentioned resignations.
 - **Board Member Positions - Nominees**
 - There were four members requesting consideration for a position on the PSTA Board of Directors: Rob Dalton, Rick Van Weelden, Mark Mumaw, and Randy Fry.
 - Rob Dalton had indicated his time would be very limited for club participation, however he was willing to be considered, if needed, to fulfill the quantity requirement for Board Members.
 - Steve Carson motioned the Board to vote on the acceptance of Rick Van Weelden, Mark Mumaw, and Randy Fry to the PSTA Board of Directors. The Board unanimously approved those above-mentioned appointees as new members of the PSTA Board of Directors.

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➤ **New Business: (continued)**

- **August 22, 2021, PSTA Discussion/Open Forum Notes** [Referenced as "**Discussion**", hereafter.]
 - Mark Hawkins reiterated the Board's purpose of addressing Discussion information was to help ensure issue prioritization and to also help ensure all members' concerns were addressed in an orderly and timely fashion, including deadlines. Mark Hawkins requested additional input/ideas throughout the meeting.
 - Rick Van Weelden requested to organize the issues into similar topics/sub-groups.
 - It was agreed that the Board Meeting Minutes would be distributed to the membership with the PSTA By-Laws and the August 22, 2021, PSTA Discussion/Open Forum Notes.
 - Various discussions ensued throughout the meeting, among which a sampling included:
 - > Randy Fry indicated that the Board was in charge of Club governance, however, he was not clear/felt more clarification was needed regarding the responsibilities of the non-officer board members/how governance was actually performed. Perhaps some of the roles needed further definitions/job descriptions. Also which decisions are made by the Board, and which are made by membership? An example given was the question if the Board Members had approved all expenses.
 - > Mark Hawkins indicated discovery should be made regarding any Board Member responsibilities that are defined by Iowa State law.
 - > Nancy Wear indicated determining the amount of money that was raised by the Club dues increase last year. Members briefly discussed what should be done with this money and that renewal was coming up soon.
 - > It was noted, for the time being, that (last year's dues increase) amount would be undesignated. In the future it should be decided what should be done with the balance of dues increase and could be placed on a separate section of the account.
 - > 2022 Membership dues & rally registration fees to remain the same.
 - > Teresa Mumaw indicated that as a non-profit, the Club has established a pattern of donations which should satisfy legal requirements; determination of these funds does not need to be done before end of year. Donations (so far) had been made from the Rally funds.
 - > Randy Fry & others indicated there may be underlying issues and how to discern the actual 'real' problems at hand by the issues voiced in the Discussion. Is there an actual problem or a perceived problem involved?
 - Mark Powers indicated money may be available by pursuing grants, of which he has process familiarity.
 - At certain points, the discussion was re-directed by Mark Hawkins back to the Board's main purpose at this meeting (organization of Discussion topics; consensus of which topics to needing to be addressed).
 - > Mike Brenneman indicated some of the topics are already defined in the PSTA By-Laws.
 - > Mark Hawkins indicated that was correct, however, other topics needed to be drilled down further. Further clarification/request was made to pick from the list to put forward to the membership.
 - **Discussion Topic # 1 - Answered/Complete** - Rick VanWeelden indicated Topic #1 had been answered. Mark Hawkins motioned to consider Topic #1 as answered and completed; seconded by Nancy Wear; approved unanimously.
 - **Discussion Topics #4, #8, #9, # 16 through #19 - Topics for further membership discussion**
 - Mark Hawkins motioned to put to the membership the above Discussion topics; seconded by Nancy Wear; approved unanimously.

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New Business: (continued)

- **August 22, 2021, PSTA Discussion/Open Forum Notes [Refenced as "Discussion", hereafter.] (continued)**

Membership Discussion Schedule:

- **1. Discussion Topics #9, #17, #19 - Discussion topics for February 2022 Annual Meeting**
Mark Mumaw motioned to put to the membership the above Discussion topics at the February Annual Meeting (TBD); seconded by Mark Hawkins; approved unanimously.
- **2. Discussion Topics #8 & #4 - Discussion topics for the second next Club Meeting - TBD**
Mark Mumaw motioned to put to the membership the above Discussion topics at the second next Club meeting; seconded by Mark Hawkins; approved unanimously.
- **3. Discussion Topics #16 & #18 - Discussion topics for the third next Club Meeting - TBD**
Nancy Wear motioned to put to the membership the above Discussion topics at the third next Club meeting; seconded by Mark Hawkins; approved unanimously.
- **4. Discussion Other Topics or other subsequent questions, issues, with any Discussion topics for the fourth next Club Meeting - TBD**
Teresa Mumaw motioned the Board to put to the membership any remaining Discussion topics (not listed above), to help ensure all concerns/issues from the membership are addressed - at the fourth next Club meeting; seconded by Mark Hawkins; approved unanimously.

- **PSTA Website Manager**
 - Randy Fry has accepted the position of the PSTA Website Manager. He will gradually ease into the position; time will be required to become more familiarized with the website/application.

➤ **Next PSTA Club Meeting – February 2022 Annual Meeting. Venue, Exact Date & Time - TBA**

- Julie Smith is looking into the PSTA February Annual Meeting venue, date and time.

➤ **Other Business/Comments**

- The Holiday/Christmas Party has been cancelled for now/postponed, may be open to discussion at a later date.

➤ **Next PSTA Board meeting - TBD - within 35 days after 2022 Annual Meeting.**

➤ **For the good of the P.S.T.A. Club**

➤ **Adjournment**

- Nancy wear motioned to adjourn; seconded by Julie Smith; approved unanimously. Meeting adjourned at 2:40 pm