

AAW Board of Directors

112th Board of Directors Meeting
Marriott Hotel, Hartford, CT

Tuesday, June 15, Wednesday, June 16, 2010, and Monday, June 21, 2010

AGENDA

Call to Order

Tom Wirsing called the meeting to order at 8:05

Welcome, Introductions, Opening Remarks

Roll Call

Tom Wirsing administered a roll call. Board members present included: Tom Wirsing, Malcolm Tibbetts, Jean LeGwin, Cassandra Speier, Warren Carpenter, Bill Haskell, Kurt Hertzog, Dale Larson, and Binh Pho. Also present were Mary Lacer, Executive Director, Betty Scarpino, Editor, and Caroline Lindval, AAW staff (for meeting minutes). Also present are Sara Martinez and Kate Lichter from Meetings ala Carte for a portion of the meeting.

Approval of May 19, 2010 Board Teleconference Minutes

Symposium – Dale Larson

The symposium plans were reviewed with Mary, Kate Lichter and Sara Martinez from Meetings ala Carte.

Dale discussed which demonstrators were to be presented on the symposium video.

Tom asked and received a consensus from the board to have Terry Martin take Kevin Wallace's place during opening remarks and panels since Kevin could not attend due to a family illness.

Malcolm suggested awarding a prize from a random drawing of evaluation forms in hope of increasing the number of forms filled out and submitted. There was a consensus that this should be pursued.

Mary reported there are 750 banquet registrations, about 200 lower than expected. Mary committed to a more expensive dinner of steak and salmon in order to meet our food and beverage minimum guarantee of \$45,000. She also added lunch on Friday, Saturday and Sunday for the board and AAW staff. There would have been \$15,000 penalty for not making the minimum.

Up to \$6,000 will come out of the POP budget to buy three Instant Gallery pieces this year to add to the permanent collection.

Vendors requested having a representative on the symposium planning conference committee to look out for the interest of the vendors as plans are being made.

2011 / 2012 Symposium

Dale Larson reported on plans for the 2011 and 2012 symposia.

St Paul

For the 25th anniversary we need to prepare for up to 2,000 attendees in St. Paul.

San Jose

Dale is concerned that there are 2 contracted rooms in San Jose venue that are really unusable because of their size.

Dale has the following concerns about the UNION arrangements in San Jose.

1. The Teamsters have to move everything from the dock to the first drop site (booth).
2. A second union must be used if power tools are required to set up the booth or if setup requires more than one person. AAW will also have to hire the teamsters to move the lathes in for us—a very expensive proposition.

Dale is also concerned with the commission payable to Meetings a la Carte. The hotel room rate we agreed to is \$140 per night. We'll be paying Meetings a la Carte (MALC) a 10% commission on each room. Mary said that Kate doesn't get kickbacks. Dale pointed out the extra (10%) commission wording is in the addendum. Mary said she was not aware of the addendum. Meetings a la Carte also gets a percent (10%) of any fines AAW will have to pay if it does not make the room quota. Dale said there's nowhere in the addendum stating that rebates come back to AAW. Mary repeatedly said that the commissions would come back to the AAW.

Motion: Warren made a motion that we table San Jose symposium contracts discussion until Monday. Jean LeGwin seconded the motion. A voice vote was taken. All in favor. Motion carried.

Reports-Board Committees

By-law Committee – Dale Larson

Dale provided an overview of his By-law changes to the board. Dale Larson made a motion for the board to adopt the following three changes to the Bylaws:

Section 5.18 sec (d) (3): The candidate's statement of intent and letters of recommendation shall be received by the principle office of the AAW no later than May 1st of the year of the election. This change in date from May 15th is to accommodate the change in publication dates for the Journal. This will allow the statements and ballots to go out in the August Journal.

The following changes were suggested to make the section numbering consistent throughout the bylaws:

Section 5.13 committees:

b. Executive committee: See Article 6.09. Changed from "See Article VI, section I

c. Nominating committee: See Article 5.18 b. Changed from Article V, Section 16, subsection II.

Kurt Hertzog seconded the motion. A voice vote was taken. All in favor. Motion carried.

Finance Committee – Cassandra Speier **AAW audit**

Sandi provided a comparison of 2008 to 2009. The unrestricted assets of the organization improved by \$36,000. Our total revenue improved by \$120,000 and our bottom line improved by \$60,000. This included the Permanent Collection, investments, EOG, unrestricted grant amount, changes in inventory, bookkeeping, etc. The gain of value of the Permanent Collection from 2008 to 2009 is about \$90,000, and the approximate total value of the Permanent Collection is \$200,000. Warren Carpenter stated that he has some concern with the way we're showing membership income, i.e., moving it into the year it was paid. We've taken 2008 income and put it into 2009 to make 2009 look better.

Nominating Committee – Dale Larson

Dale proposes that next year we create a “Why You Should Serve on the Board” article in the Journal instead of just issuing a call to serve.

Reports—Staff Committees

Monthly Operations Report – Executive Director

Finance report

Journal ad sales are \$6,000 lower than budgeted. Vendor registrations are \$12,000 less than anticipated. Our expenses are under budget. Administration expenses are up because another full time person was added to the staff. Grant revenue increased our revenue by about \$71,000. Publications expenses are up due to increasing the number of journal issues each year from four to six.

Bill Haskell made the motion to re-appoint Joel Rakower as trustee of the AAW Memorial Endowment. Warren Carpenter seconded the motion. A voice vote was taken. All in favor. Motion carried.

Membership Drive

Kurt will write a set of guidelines for chapters, demonstrators and the home office for the membership initiative.

Dale Larson made a motion for the board to accept the stated membership recruitment effort as written on an annual basis. Warren Carpenter seconded the motion.

Bill Haskell amended the motion to include a member recruiting 25 new members will be given hotel and symposium comp for symposium. The new members would have had to be out of the membership cycle for at least one year. A voice vote was taken. All in favor. Motion carried.

Mary received board approval to send out the membership recruitment letters.

Internet

Kurt will prepare a proposal with cost estimates and possibilities for upgrading the website and consult with Ed Davidson on other issues involved.

EOG Committee – Malcolm Tibbetts

The AAW staff will be administering the clerical portion of the EOG program in the future. We are planning for 2011 applications to be in electronic format. A long-term goal of EOG committee is to create a data-base of past grants to aid in making future awards.

Membership and Chapters – Kurt Hertzog

There are currently 331 chapters. The Pen Turning group is the newest virtual chapter. Kurt raised the issue of whether the virtual chapters are covered by AAW chapter insurance since there is no physical meeting place. As long as all virtual chapter officers are AAW members, Tom's advice is for the virtual chapters to simply post their events on their website prior to the event for documentation so that the events are club sanctioned.

Professional Outreach Program – Binh Pho

David Ellsworth and Jacques Vesery will go off the committee this year. Kevin Wallace and Curt Theobald are on board.

The POP committee is interested in how AAW might adopt the Utah symposium's method for handling Instant Gallery sales, specifically AAW would take 10% of the sales for brokering sales between the public and the artists during the symposium. Joe Selzer and David Nittmann will work on a proposal.

Publications Program – Jean LeGwin

Journal– Betty Scarpino

Journal revenues are down 20% this year and the advertising group is not filling the available space. Tom and Mary will talk to them about improving the ad ratio before we consider moving to another company. The limited commission (20%) and page limit (20% of total journal page count) may be a disincentive.

Betty is working well ahead of schedule and has completed work on the October issue. She has been considering doing themed issues that will require a great deal of advanced planning.

Symposium Handbook – Jean LeGwin

Jean LeGwin made a motion that we give Sharon Bierman an honorarium of \$2000. Cassandra Speier seconded the motion. A voice vote was taken. All in favor. Motion carried.

The board authorized Jean to talk with Sharon to see if she'll also produce the 25th anniversary handbook next year. AAW will fly Sharon to St. Paul and comp her hotel room to compensate her.

25th Anniversary book – Jean LeGwin

John Kelsey will have sample pages at the symposium for discussion with Betty and Jean about final requirements. He expects to have all holes filled by the end of the symposium. He is on schedule and on budget with the project. We have bids in hand from three printers for consideration.

Approval of May 19th Minutes

Warren made the motion to accept. Kurt Hertzog seconded the motion. A voice vote was taken. All in favor. Motion carried.

Regional symposium reports

Totally Turning – Kurt gave a recap of this regional symposium

Southern States – Jean gave a recap of this regional symposium

Utah Symposium – Tom gave a recap of this regional symposium

***At this point, Mary Lacer said she wants to go back to the San Jose contract problems discussed earlier today. She does not want to let it wait until Monday. Malcolm made a motion to reopen the discussion. Bill seconded the motion. A voice vote was taken. Motion carried.**

The method of payments for site selection is at issue. Mary said Meetings a la Carte (MALC) doesn't charge for site selection per se, but receives a commission instead to cover those costs. This is one method used in the industry for payment. Jean recapped last year's deal with Carol Cuc of CCC. CCC was paid a flat fee for site selection that amounted to approximately \$2,500 [per 3/17/09 and 7/1/09 invoice].

Malcolm made a motion to bring Kate and Sara in to question them on the current status of symposium commission payments at their earliest convenience, as opposed to waiting until Monday. Bill Haskell seconded the motion. A voice vote was taken. All in favor. Motion carried.

Mary Lacer, Sara Martinez and Kate Lichter entered the room at 4:55.

Dale asked Kate if MALC kept the 10% commission that's listed in the contract or does it get rebated to the AAW. Kate stated clearly that MALC kept this 10% in direct contradiction to what Mary had told us. Kate said they retain the 10% fee from the hotels in lieu of a site selection fee. When Dale asked Kate why there was an addendum, she explained there are terms in it specifying that MALC is not financially liable for AAW's bills. Dale mentioned that, per the addendum, MALC receives a fee of 10% of the penalties if AAW doesn't reach their stated room night goal.

Kate stated that Mary was not aware of the addendum to the contract.

When asked about how many hotels were asked for bids, Kate provided a form showing that only one group (Hilton/Marriot/Crown Plaza) had been asked to provide a quote. There were no competitive bids.

The contract for the Atlanta site has also been signed with similar conditions.

When Tom asked Kate if they would work for a fee for site selection, Kate said yes, but that it would be expensive to do so and we probably would not save any money.

When Dale asked Kate if we paid to fly them to San Jose for the site selection work, Kate said they opted not to go onsite for this site selection.

Kate was aware of the unions at the convention center. Trucks will be unloaded at \$58 per hour and forklift rental is \$500 per day. Kate estimates that it would probably cost between \$40–\$75 per vendor in San Jose. Kate said vendors can carry in anything through the front door for free, but dock delivery will mandate that a union person must do the unloading.

Kate's plan for the banquet and opening ceremony to be held across the street at Parkside Hall would involve people crossing a 4-lane busy street with no skyway.

Under this contract, we're paying Kate approximately \$30,000 to do site selection vs. approximately \$2,500 for CCC.

Dale made a motion to adjourn the meeting. Kurt Hertzog seconded the motion. A voice vote was taken. Motion carried.

Wednesday June 16, 2010

Call to Order

The board reviewed their schedule to do the regional symposiums for the year:

Jan – Betty Scarpino and Al Hockenbery in Florida

Feb – Cassandra in TN

March – Kurt Hertzog at Totally Turning

April – Jean LeGwin at Southern States

May – 7 board members did the Utah event

July – Mary Lacer is scheduled to do Olympia, WA

August – Binh Pho is scheduled to do Chicago

Early September – Tom Wirsing at the Irish symposium

Late September – Tom Wirsing at the Rocky Mountain event

October – Al Hockenbery scheduled to do Virginia event

November – Cassandra Speier volunteered to do Pittsburgh (she'll be there for work already)

November – Segmented turning symposium at Arrowmont – Betty Scarpino

Video Committee – Mary Lacer and Malcolm Tibbetts

The board discussed an idea for a Woodturning Around The World video. Betty suggested there should be some grant money to help produce educational videos. Bill and Malcolm were asked to put together some ideas and a proposal to send to the board.

Old Business

Survey results – Cassandra Speier

Survey comments have been distilled into a few points.

1. Perhaps we have been focusing too much on the “artsy” side of turning.
2. There is a perception that the principal benefit of being AAW members is receiving the journal.
3. Aging demographic of our members.

Cassandra asked for suggestions from the board for someone to chair the marketing committee. Frank Penta, Dennis Fuge (marketing director for an international pharmaceutical convention) Mark Kuhl, and Stan Wellborn were mentioned as possible committee members.

Review strategic plan – Board

The board needs to review the current strategic plan and be ready to update it in November.

Discussion - Monthly operations report

The ED will prepare a detailed operations report for each face-to-face meeting and an overview for every other month.

The board needs to review the updated Board Handbook, and the office needs to prepare a page stating that all information contained in the Handbook is proprietary. Each section should include a created or revised date.

New Business

Dale suggested the board consider and create a policy for how to promote the general business benefits within AAW. Dale and Kurt will work on writing the policy so the board

can discuss it (at SOFA). They will get information about all the perks that the general business members get from the office.

Our SOFA board meetings will be Friday, Nov 5, Saturday, Nov 6, & Sunday, Nov 7. Travel days will be Nov 4 and then we'll meet till noon on Sunday the 7th.

Mailing Journal to new and renewing members – Board

There was general consensus that the office should mail a welcome packet out to new members. This will be done once a week. It will include the latest issue of the journal, a letter of welcome, and whatever else might be appropriate.

Proposal for vendor trade show ads in journal – Linda Ferber

To increase visibility for the symposium vendors who advertise in the journal, we could feature them in the April issue by providing an alphabetical listing of those vendors with their booth numbers in the symposium coverage section. It would also encourage them to register early so they can be included. Betty will add that item to her publication calendar. There was a consensus that this was acceptable.

Closing Remarks

Adjourn 11:45

Monday, June 21, 2010

Symposium Recap

Call to order

Tom Wirsing called the meeting to order at 8:30 AM.

Board members present: Cassandra Speier, Kurt Hertzog, Dale Larson, Malcolm Tibbetts, Jean LeGwin, Warren Carpenter, Binh Pho, Betty Scarpino, and Bill Haskell.

AAW staff present included: Mary Lacer, Executive Director, Tib Shaw, AAW Gallery of Wood Art coordinator, Linda Ferber, Jane Charbonneau and Caroline Lindval.

Conference coordinators present included: Kate Lichter and Sara Martinez.

Local contacts present included: Carol and John Ellis and Buster Shaw.

Tom got feedback that we should do the schedule as a tear-out (as was discussed during the chapters meeting) or possibly a tri-fold insert.

Dale commented that the vendor meeting went well and we received a positive response. One of the vendors will become the rep to the symposium planning committee.

Spouse craft room –Linda Zibbedio had some challenges getting local demonstrators. Carol Ellis had people fill out some evaluations and she'll compile the responses. She asked them to evaluate the room, how they heard about it, etc. She suggested we might want to have two rooms next year: one room for the demos and the other for sewing and chatting.

Spouse room participants would like to have better advance publicity and also know exactly what they can expect in the room, so they know what craft things they can bring. Good photos will help us promote the area. Carol suggested providing a spouse room schedule in the

Handbook. Jean said they would need the information three weeks in advance to be able to be include it in the handbook.

Carol would like to get a request for demonstrators call out for next year and volunteered to coordinate that effort. She also suggested that the demonstrators have nametags. Linda Ferber will make nametags if she's provided with a list.

John Ellis emphasized the importance of continuity year to year. There's a consensus that it would be best to bring volunteer coordination in-house to keep things organized when working with the local people. Having different categories for the volunteers on the symposium registration form would be useful. We also need to improve work descriptions and team instructions and get them out to people earlier in the year.

Linda Ferber suggested that we send targeted emails to those signed up so they may inform their spouses. Betty suggested sending info through local chapter e-mails.

To prevent some of the confusion with pricing of gallery sales that some experienced this year, next year's pricing will include tax.

Merchandise sales were approximately \$24,000 compared to \$32,000 in 2009.

Name tags – Based on feedback, we'll increase the font size of the name and add a small bidder number on each tag next year.

Additional SIN topics suggested for next year: young people and insurance.

The auction pack-up process did not work well this year, and the process needs to be reworked. All volunteers need to be informed of the agreed upon process.

Malcolm suggested that we do a better job of thanking the volunteers by displaying a running list of their names during the banquet possibly with some photos. Linda suggested that all team leaders have a special badge.

Kurt suggested that we redo the Instant Gallery form and post it on the AAW website so that members can fill out the forms ahead of time if they wish. Kurt will compile a list of items that can be included on the website.

Lighting in the Instant Gallery was not good, especially in the areas for the Emerging Artists and the delicate pieces. It needs greater attention for next year.

Malcolm wanted to state for the minutes that he won't be working with the Instant Gallery next year.

Kurt asked everyone to email him any suggestions for next year and he'll compile it.

The Board entered into executive session at 11:05 AM.

Motion made by Dale Larson: That Mary Lacer be terminated as Executive Director of AAW effective immediately, June 21, 2010. And that Mary Lacer be given a resignation offer of pay and medical benefits through December 31, 2010. Seconded by Jean LeGwin.

Forty minutes of discussion ensued. Warren Carpenter called the question. Dale Larson seconded. Motion carried.

A vote was taken. Six votes were cast in favor. Haskell and Tibbetts opposed.

Malcolm Tibbetts resigns his position on the board and left the room.
Bill Haskell resigns his position on the board and left the room.

Mary Lacer was requested to return to the boardroom and did so. Tom Wirsing read a prepared statement and presented Mary with the termination offer. Mary Lacer left the room.

12:30 The board reconvened into a general session

Cassandra Speier moved that we accept the resignation of board members Malcolm Tibbetts and Bill Haskell. Warren Carpenter seconded the motion. A voice vote as taken. All in favor. Motion carried.

Dale Larson moved that we ask Malcolm Zander and J. Paul Fennell to fill the two vacant seats on the AAW Board of Directors. Warren Carpenter seconded the motion. A voice vote was taken. All in favor. Motion carried.

J. Paul Fennell and Malcolm Zander were called to the boardroom and informed of the resignation of Malcolm Tibbetts and Bill Haskell and asked if they would be willing to fill out the remaining 6 months of the vacant board terms. Malcolm Zander and J Paul Fennell agreed to serve temporarily.

Warren Carpenter made a motion for Kurt Hertzog to serve as Vice President. Dale Larson seconded the motion. A voice vote was taken. Motion carried.

Warren Carpenter made a motion to hire Linda Tacke as interim executive director. Jean LeGwin seconded the motion. A voice vote was taken. All in favor. Motion carried.

Warren Carpenter made a motion to hire Transition Guides to help with the transition planning. Jean LeGwin seconded the motion. A voice vote was taken. All in favor. Motion carried.

Warren made a motion that we grant Linda Tacke signature authority on our primary checking account effective immediately. Jean LeGwin seconded the motion. A voice vote was taken. Motion carried.

Binh Pho made a motion to get bids from multiple event planning companies for future symposiums. Kurt Hertzog seconded the motion. A voice vote was taken. All in favor. Motion carried.

Warren Carpenter made a motion to adjourn the meeting. Kurt Hertzog seconded the motion. A voice vote was taken. All in favor. Motion carried.

The meeting adjourned at 1:25 on June 21, 2010.